MANAGEMENT'S DISCUSSION AND ANALYSIS

For the 2nd quarter ended on December 31, 2015

ABCOURT MINES INC.

ABCOURT MINES INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE SECOND QUARTER ENDED ON DECEMBER 31, 2015

This management's discussion and analysis provides an analysis of our exploration and valuation results and of our financial situation which will enable the reader to evaluate important variations in exploration and valuation results and in our financial situation for the quarter ended December 31, 2015, in comparison with the previous second quarter. This report supplements our audited financial statements and should be read in conjunction with our financial statements and the accompanying notes of June 30, 2015. Our financial statements are prepared in accordance with the applicable international accounting system. All monetary values included in this report are in Canadian dollars, unless it is indicated otherwise. Our financial statements and the management's discussion and analysis are intended to provide a reasonable base for the investor to evaluate our exploration and valuation results and our financial situation.

You are invited to consult the SEDAR web site at www.sedar.com, where all the documents filed according to the applicable Canadian security Laws may be found and our web site at www.abcourt.com, where you will find a description of our mining properties.

INCORPORATION AND NATURE OF OPERATIONS

Abcourt Mines Inc. (the "Company" or "Abcourt") was incorporated by letters patent of amalgamation dated January 11, 1971 pursuant to Part 1 of the *Companies Act* (Quebec) and continued its existence under Part 1A of the same Act by certificate of continuation dated March 6, 1981. On February 14, 2011, the Company was continued automatically pursuant to the *Business Corporation Act* (Québec), following the coming into force of such Act. The Company is primarily engaged in the exploration and valuation of mining properties with a view to commercial production. On December 31, 2015, the Company did currently did not have any mine in production. The current Company's portfolio comprises only mining properties located in Abitibi, Province of Quebec, Canada.

FORWARD LOOKING STATEMENTS

Some statements contained in this MD&A constitute forward looking statements including, without limitation, anticipated developments in the Company's operations in future periods and other events or conditions that may occur in the future. These statements are about the future and are inherently uncertain and actual achievements of the Company or other future events or conditions may differ materially from those reflected in the forward-looking statements due to a variety of risks, uncertainties and other factors, including, without limitation, those mentioned herein under heading "RISKS AND UNCERTAINTIES". Management believes that the expectations reflected in those statements are reasonable but no assurance can be given that these expectations will prove to be correct. It is recommended not to place undue reliance on forward-looking statements as the plans, intentions or expectations upon which they are based might not occur.

GLOBAL PERFORMANCE OF THE 2nd QUARTER ENDED ON DECEMBER 31, 2015

During the quarter ended on December 31, 2015, 19,398,500 shares were issued with a private placement closed on December 31, 2015. Most exploration and valuation expenses were incurred at the Elder mine at a cost of $5,671,409. A 2,142-meter surface drilling program was completed on the Abcourt-Barvue property at a cost of $164,814.

PRINCIPAL ANNUAL INFORMATIONS (audited)

Periods ended on June 30	2015	2014	2013
Statement of comprehensive income			
Other revenues	20,361	-	7,374
Interests	6,035	17,391	55,100
Net loss	1,013,091	331,967	354,316
Net loss per share diluted	(0.005)	(0.002)	(0.000)
Statement of financial position ($)			
Cash and term deposits	897,372	934,486	1,370,990
Total assets	23,577,441	22,648,536	21,086,078
Long-term debt	252,646	229,678	208,798
Mining exploration ($)			
Exploration and evaluation assets	17,035,740	15,951,740	14,361,612

QUARTERLY INFORMATION (non-audited)

	2015 Dcc.	2014 Dec.	2015 Sept.	2014 Sept.	2015 June	2014 June	2015 March	2014 March
Statement of comprehensive income ($)								
Other revenues	20,957	-	15,113	9,000	11,361	-	-	-
Interests	2,831	964	1,093	908	3,230	9,748	933	(6,930)
Net profit (net loss)	(179,807)	(147,043)	(102,849)	(77,546)	(684,043)	34,101	(104,459)	(140,638)
Net profit (net loss) per share diluted	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Statement of financial position ($)								
Cash and term deposit	3,534,274	1,047,389	2,111,615	415,445	897,372	934,486	472,702	418,785
Total assets	24,922,108	23,934,531	23,385,685	23,214,629	23,577,441	22,648,536	24,571,459	22,580,814
Long-term debt.	264,977	240,888	258,738	235,216	252,646	229,678	0.00	224,270
Mining exploration ($)								
Exploration and evaluation expenditures net of mining duties, tax credits and production value of gold and silver ingots	2,632,000	701,284	(1,304,333)	570,419	(648,362)	752,054	460,659	910,473

INTERIM STATEMENTS OF NET LOSS AND COMPREHENSIVE LOSS

For the periods ended December 31, 2015 and December 31, 2014:

	2015	2015	2014	2014
(unaudited)	**3 months**	**6 months**	**3months**	**6 months**
	$	**$**	**$**	**$**
EXPENSES				
Part XII.6 income taxes	-	-	440	440
Professional fees	114,037	147,005	47,963	66,769
Restoration of Abcourt-Barvue site	13,862	37,258	-	7,945
Salaries and fees	17,993	31,604	20,564	35,780
Share-based compensation	-	-	6,400	6,400
Various	12,005	19,147	8,362	13,861
Accretion expense	6,239	12,331	5,672	11,210
Electricity	7,438	7,438	-	-
Software and Internet	925	4,807	2,300	5,793
Insurances	3,123	6,245	3,122	6,245
Interest and penalties	-	11,539	-	-
Payroll burden	5,590	8,426	1,923	5,375
Bank expenses	8,521	11,161	5,031	5,266
Registration, lising fees and shareholders' information	11,491	13,409	31,778	40,247
Financing costs	-	-	12,953	15,752
Advertising	5,251	5,251	-	-
Supplies	405	810	810	810
Forest expenses	(2,182)	(2,182)	110	862
Consultant fees	-	-	1,375	21,375
Amortization of property, plant and equipment	1,764	3,422	2,204	3,831
	206,462	317,671	151,007	247,961
REVENUE				
Other income	20,957	27,707	-	9,000
Sale of waste rock	(8 ,363)	-	3,000	-
Interest income	2,831	3,924	964	1,872
	15,425	31,631	3,964	13,872
LOSS BEFORE INCOME TAXES	(191,037)	(286,040)	(147,043)	(234,089)
Income taxes and deferred taxes	11,230	3,384	-	9,500
NET LOSS AND COMPREHENSIVE LOSS	**(171,068)**	**(282,280)**	**(147,043)**	**(224,589)**
BASIC AND DILUTED NET LOSS PER SHARE	0.00	0.00	0.00	0.00

The accompanying notes are an integral part of the interim financial statements.

COMMENTS

Income

Our revenues consist essentially in the sale of options. In comparison with the previous year, our revenues increased from $13,872 to $31,631.

Administrative Expenses

For the 3-month period ended on December 31, 2015, the administrative expenses compared to those of 2014, increased from $151,007 to $206,462, mainly for professional fees (legal fees). There were variations in plus and minus in the other expenses, but the total remained about the same.

For the 6-month period ended on December 31, 2015, the administrative expenses increased from $247,961 to $317,671, mainly in professional fees, as above.

Loss before income tax

Revenues in 2015 were higher than in 2014 and this had the effect of reducing the loss for 2015, so that the loss before income taxes was only slightly higher than the 2014 loss.

Net Loss and comprehensive loss

For the 3-month period ended on December 31, 2015, the net loss and comprehensive loss increased only from $147,043 in 2014 to $179,807 in 2015. As indicated previously, the increase was in higher legal fees.

STATEMENT OF CASH FLOWS

Cash and cash equivalent at the end of the six-month period ending on December 31, 2015

The cash and cash equivalents increased substantially from $1,047,389 in 2014 to $3,534,274 in 2015. The available cash on December 31, 2015 ($3,534,274 plus $296,000 reserved for exploration) and the sale of gold should cover all our operating cost for the 2015 – 2016 fiscal period.

Operating Activities

For the six-month period ended on December 31, 2015, our operating activities, before the net change in non-cash working capital, used $303,497 whereas in the previous year, the net change in non-cash working capital had used $212,648. Regarding the net change in non-cash working capital, $446,519 were used in 2015, but only $96,817 were used in 2014.

Financing

In the 2nd quarter ending on December 30, 2015, an amount of $1,019,270 was raised with a private placement.

Net change in non-cash working capital items:
(Note 4 in financial statements)

6-month periods

	2015 December 31 $	**2014 December 31 $**
Deposit for future acquisition	(225 000)	-
Interests receivable	(1 271)	381
Taxes receivable	(132 057)	(261 892)
Other receivables	(8 745)	(87 637)
Mining duty and tax credit related to resources receivable	5 997	(348 506)
Gold and silver ingots in inventory	(740 251)	742 384
Prepaid expenses	22 492	9 199
Accounts payable and accrued liabilities	632 316	129 254
Subscriptions received in advance	-	(280 000)
	(446 519)	(96 817)

Items not affecting cash and cash equivalents:
6-month periods

	$	**$**
Decommissioning provisions for mining sites computed to expenses	12 331	11 210
Amortization of equipment accounted for in exploration and evaluation assets	81 543	83 338

Investment

Financing activities for the six-month periods ending on December 31 in 2015 and 2014 are summarized as follows:

	December 31, 2015	**December 31, 2014**
(unaudited)	**$**	**$**
Acquisition of exploration and valuation assets	(9 736 394)	(5 910 431)
Cash reserved for exploration and valuation	(150 000)	-
Sales of gold and silver ingots	12 416 427	4 722 066
Sales of waste rock and scrap	16 633	-
Deposit for restoration of Elder mining site	(120 168)	-
Acquisition of property, plant and equipment	(58 850)	(42 487)
	2 367 648	(1 230 852)

Please note that in 2015, the credits for the sale of waste rock, gold and silver are higher than the investment and produced a surplus of $2,367,648 whereas in 2014, the investments needed an addition of funds totaling $1,230,832.

EXPLORATION AND VALUATION ASSETS

	2015 December 31	2015 June 30
	$	**$**
Mining properties	2,110,526	2,093,639
Exploration and evaluation expenses	12,326,724	14,942,101
	14,437,250	17,035,740

As at December 31, 2015, on Elder mine site and at the Camflo mill site, the Company had a stockpile of approximately 1,600 tonnes of mineralized material at the surface. The stockpile will be processed in the coming months at the Camflo mill.

Exploration and valuation expenses

During the six-month period ended on December 31, 2015, the additions were more than compensated by credits received. See details below:

	Balance as at June 30, 2015	Addition 6 months to December 31 2015	Sales of waste rock and scrap	Sales of gold and silver ingots	Balance as at December 31, 2015
	$	$	$	$	$
Abcourt – Barvue, Qc	3 874 302	193 799	-	-	4 068 101
Vendôme, Qc	203 841	258	-	-	204 099
Elder, Qc (1)	10 187 243	9 581 436	16 633	12 416 427	7 335 619
Aldermac , Qc	676 715	25 557	-	-	702 272
	14 942 101	9 801 050	16 633	12 416 427	12 310 091

Royalties of 1% and 2% are payable on the Elder project and are recorded in exploration and evaluation expenses. The 2% royalty is paid to a related company (see Note 15).

During the six-month period ended on December 31, 2015, the sale of waste rock, gold and silver ($12,424,321) was greater than the exploration and valuation expenses ($9,801,050).

The two most important exploration and valuation expenses, as indicated below, were salaries with fringe benefits and transportation of gold mineralization, milling and refining.

The exploration and valuation costs at the Elder project, for the six-month period in 2014 and 2015 were as follows:

	2015 **6 months at December 31,**	**2014** **6months at December 31,**
	$	**$**
Salaries and fringe benefits	3 799 323	2 774 679
Transportation, milling and refining	2 583 860	1 398 707
Contractors fees(Engineer, technicians and others)	668 474	550 930
Drilling and support supplies	574 042	414 438
Mining goods and supplies	371 437	209 089
Energy and explosives	331 200	181 281
Phone and electricity	310 271	254 902
General exploration and evaluation expenses of Elder project	144 407	158 519
Maintenance and repairs	135 595	300
Tracks	102 330	38 514
Assays	88 636	70 115
Insurance, taxes and permits	40 605	19 505
Elder mine dewatering	-	13 944
	9 150 180	6 084 923

The increase in costs reflects a higher level of activities.

STATEMENT OF FINANCIAL POSITION

On December 31, 2015, the assets totalled $24,938,741 compared to $23,577,441 on June 30, 2015.

The cash increased considerably from $897,732 on June 30, 2015 to $3,534,274 plus $296,000 reserved for exploration on December 31, 2015.

The exploration and valuation assets, net from the sale of waste rock, gold and silver ingots decreased from $17,035,740 on June 30, 2015, to $14,437,250 on December 31, 2015.

Liabilities increased from $1,597,500 on June 30, 2015, to $2,279,571 on December 31, 2015.

NATURE OF ACTIVITIES AND GOING CONCERN

The Company is engaged in the acquisition and exploration of mining properties in Quebec. Its shares are trading on TSX Venture Exchange under the symbol ABI, on Berlin Stock Exchange under the symbol AML-BE and on Frankfurt Exchange under the symbol AML-FF. The address of the Company's head office is 506 des Falaises, Mont-St-Hilaire, (Quebec) J3H 5R7. The Company has economical ore reserves on the Abcourt-Barvue property. In addition, at Elder mine, for nearly two years, the Company proceeds with an underground evaluation of the mineralization. The exploration and evaluation of mineral deposits involves significant financial risks. The success of the Company depends on a number of factors, including exploration and extraction risks, regulatory issues, environmental regulations and other regulations.

The Company has recorded losses year after year and the Company has accumulated a deficit of $22,554,529 as at December 31, 2015 ($21,611,136 in December 2014). In fact, the Company depends on its ability to raise funds in order to discharge its commitments and liabilities in the normal course of business. Despite the fact that the sale of gold and silver from the Elder project generates revenues, management regularly seeks additional forms of financing through the issuance of shares to meet its liquidity needs to continue its operations. In spite of the success obtained in the past, there is no guarantee of success for the future.

Although management has engaged a qualified person to verify titles of the mining properties in which the Company has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's property title. Property title may be subject to unregistered prior agreements and non-compliant with regulatory requirements. There is no indication to date that these situations may exist.

The accompanying financial statements have been prepared on a going concern basis, which contemplates the realization of assets and liquidation of liabilities during the normal course of operations and do not reflect the adjustments to the carrying values of assets and liabilities, the reported revenues and expenses and statement of financial position classifications that would be necessary if the going concern assumption would not be appropriate. These adjustments could be material.

These financial statements were approved by the Board of Directors on February 16, 2016.

Basis of presentation and compliance declaration

These unaudited interim condensed financial statements of Abcourt Mines Inc., were prepared by management in accordance with the International Financial Reporting Standards ("IFRS"), as issued by the IASB and in accordance with IAS 34, *Interim Financial Reporting.*

The condensed interim financial statements do not include all the information and notes required for the purpose of methods used are the same as those used for the purpose of auditing the annual financial statements for the year ended June 30, 2015, prepared in accordance with the (“IFRS”) as published by the International Accounting Standards Board (“IASB”). Consequently, these unaudited condensed interim financial statements and the notes thereto should be read in conjunction with the audited annual financial statements for the period ended June 30, 2015.

Basis of Measurement

The financial statements have been prepared joint the historical method.

Main accounting estimates, assumptions and judgments

To prepare condensed interim financial statements, the management of the Corporation has to make estimates and make hypothesis pertaining to the application of the methods and the amount presented in the assets and liabilities as well as in the revenue and expenses. The estimates and the related hypothesis are based on empirical evidence and other different factors that are believed reasonable under the circumstances and for which results constitute the basis of judgments made on the accounting values of the assets and liabilities that are not easily obvious from other sources. The real results could differ from these estimates. The main accounting estimates, assumptions and judgments are the same as those in the most recent annual financial statements.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS

The Corporation provides information on its deferred exploration and evaluation assets in its interim financial statements for the six-month period ending on December 31, 2015.

The Corporation has no deferred expenses other than mining properties and deferred exploration and evaluation assets.

The Corporation has no research and development expenses.

DECOMMISSIONING PROVISIONS FOR ELDER MINE SITE

	December 31, 2015	June 30, 2015
	$	$
Balance, beginning of year	252,646	229,678
Accretion expense	12,331	22,968
Balance, end of year	264,977	252,646

At the time of its recognition, during the year ended June 30, 2013, the amount of the obligation is amounting to $480 670 and represents the estimate of Elder mining site restoration costs. This amount has been capitalized for a period of ten years with an inflation rate of 1.2% and was subsequently updated at a 10% rate. Its current value is therefore $264,977 on December 31, 2015.

Royalties

Property	Royalty
Elder	2 to 3% NSR
Barvue	$0.25 per short ton on former Barvue property and 1 to 1.5% NSR on some other claims
Vendome	2% on Xstrata claims
Abcourt	0
Tagami	1 to 2% NSR
Jonpol	2.5% NSR
Aldermac	$2.00/t for 1.5 M t
Aldermac West	2% NSR

Environment

A settling pond on the Abcourt-Barvue property was restored during the 2005-2010 years. We also installed a water treatment plant to treat a small leachate produced by the restored basin. Restoration expenses were $37,258 in 2015 and $7,945 in 2014.

During the quarter ended on December 31, 2015, we received at first on November 4, 2015, as mentioned previously, two notices of non-compliance in zinc for the open pit effluent and in iron for the south canal during the month of April 2015, on the Abcourt-Barvue site.

On November 5, 6 and 9, 2015, we received two non-compliance notices about some water samples taken in the south canal of the basin on May 11 and June 22, 2015, and a third one for zinc assays on August 17 and 24, 2015 in the open pit effluent.

On December 16, 2015, we received a non-compliance notice for matter in suspension in the south canal of the basin on October 13, 2015.

On January 27, 2016, we received a non-compliance notice regarding the zinc content of the south canal effluent.

The open pit effluent includes all the surface drainage of the Abcourt-Barvue site, including the old mill foundations where all contamination comes from. During the Summer, we did some clean up and we built a wall to stop the drainage from the mill foundations. These corrections were satisfactory as samples taken lately are giving good results.

For the basin, in the April to June period, the non-compliance notices were attributed to the restoration work done by the Ministry of Natural Resources on a site next to ours.

The received notices for October and November are for minor non-compliances attributed to inaccurate assaying. However, on November 16, 2015, we received a certificate of Authorization from the Environment Ministry to cover the basin with organic matter and re-do the sowing which was done previously. We expect that this restoration work will prevent future non-compliance assays. To ensure that assay results are correct, we take double samples and have them assayed in two separate laboratories.

OFF BALANCE SHEET ARRANGEMENTS

The Company did not enter into any arrangements off balance sheet.

CAPITAL STOCK

Authorized

Unlimited number of preferred shares without par value which may be issued in one or more series; the privileges, rights, conditions and restrictions will be determined by the Board of Directors. None are outstanding.

Unlimited number of subordinate class “A” shares, without par value, non-voting, none are outstanding.

Unlimited number of class “B” shares, without par value, voting.

AUTHORIZED AND ISSUED CAPITAL STOCK AS AT DECEMBER 31, 2015

Share Class	Par Value	Authorized Number	Number of shares Issued	Amount Received
Class A (not voting)	None	Unlimited	None	0
Class B (voting)	None	Unlimited	240,053,719	$38,927,822
Preferred	To determine	Unlimited	None	0

As of the date of this report, the Company has 240,053,719 class B share (common) issued and outstanding.

SHARES AND WARRANTS ISSUED IN THE SECOND QUARTER ENDED ON DECEMBER 31, 2015

During the 2nd quarter ended on December 31, 2015, no option was granted, 7,232,000 warrants were issued but no option was granted to brokers and intermediaries.

For more details, please see the Financial Statements for the 2nd quarter terminated on December 31, 2015.

Convertible securities

None

Escrowed shares

None

CONTRACTUAL OBLIGATIONS

Long-term Debt

The Company has no long-term debt, other than the provision for the restoration of the Elder mine site when operations will be terminated.

CONTINGENT LIABILITIES

a) During the quarter ended on December 31, 2015, the Company received some non-compliance notices for heavy metals (Cu and Zn) and matter in suspension in the open pit and south canal effluents at the Abcourt-Barvue site. See the heading "Environment" on page 11.

b) The Company is partly financed by the issuance of flow- through shares. However, there is no guarantee that the funds spent by the Company will qualify as Canadian exploration expenses, even if the Company is committed to take all the necessary measures for this purpose. Refusal of certain expenses by tax authorities would have negative tax consequences for Abcourt Mines Inc. or for investors. In the past, the Company has respected all its obligations under the flow-through share agreements signed. The work done for the 2014 flow-through shares was completed in November 2015.

c) The Company is currently subject to a verification by Revenu Québec relating to the eligibility of certain expenses as exploration and evaluation expenses used to calculate tax credits related to resources for the years ended June 30, 2012 and 2013. If the admissibility of some expenses is denied, the Company may have to repay tax credits received. At this time, it is not possible to estimate the outcome of this verification. Any resulting payment will be accounted for in the year in which it will be possible to estimate the amount.

COMMITMENTS

On July 13, 2015, the Company signed with Camflo inc., a wholly owned subsidiary of Richmont Mines Inc., a contract for the milling of gold mineralized material from the Elder mine. This contract is for a period of six months, from July to December 2015, and is renewable. Recently, this contract was extended to June 30, 2016. The Company is committed to deliver a minimum of 50,000 tonnes of gold mineralized material at the Camflo mill during the January – June 2016 period.

In August 2015, the Company made a deposit amounting to $225,000 and, in November 2015, gave a $1,275,000 certificate of deposit as guarantee for the acquisition of a significant asset. The $225,000 deposit is refundable in the event that the Company's required conditions are not fulfilled.

The commitments concerning the issue of flow-through shares and the audit by Revenu Quebec mentioned in the Annual Report dated June 30, 2015, are still in place.

RELATED PARTY TRANSACTIONS

The tables below show related party transactions and balances payable for each of the Company's related party. The amounts payable are usually settled in cash.

	Six month period closed December 31, 2015	Six month period closed December 31, 2014
	$	$
Company controlled by the Chief Executive Officer and president of the Company (Décochib inc.) and transactions with the President of the Company		
Engineer fees included in exploration and evaluation	142 000	163 994
Invoiced expenses included in exploration and evaluation expenses	32 422	-
Fees, and financing costs	-	4 000
Office supplies	1 477	-
Royalties	233 286	73 032
Salaries fees	-	1 000
Balance included in payable accounts and accrued liabilities as at December 31	130 973	137 401

	Six month period closed December 31, 2015	Six month period closed December 31, 2014
Directors and key management personnel		
Salaires and administrative fees	2 000	17 618
Professional fees	19 367	806
Financing costs	-	13 627
Fees included in exploration and evaluation expenses	10 234	8 487
Balance included in accounts payable and accrued liabilities as at December 31	15 180	21 394

These transactions were measured at the amount of consideration established and agreed by the related parties.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's activities are exposed to financial risks: market risk, credit risk and liquidity risk.

a) Market risk

i) Fair value

Fair value estimates are made at the statement of financial position date, based on relevant market information and other information about the financial instruments. Fair value of cash, cash reserved for exploration and evaluation, other receivables and accounts payable and accrued liabilities approximate carrying value due to their short-term.

ii) Fair value hierarchy

Cash and cash reserved for exploration and evaluation are measured at fair value and they are categorized in level 2. This valuation is based on valuation techniques based on inputs other than quote prices in active markets that are either directly or indirectly observable.

iii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The management of the Company considers minimal its interest rate risk. The other financial assets and liabilities of the Company do not represent interest rate risk because they are without interest. The Company does not use financial derivatives to decrease its exposure to interest risk.

iv) Currency risk

Currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Most of the Company's transactions are carried out in Canadian dollars. Exposure to currency risk arises from gold and silver ingots sales that are realized in U.S. dollars because the prices of gold and silver are established in U.S. dollars. For the six-month period ended December 31, 2015, the sales amount to $12,416,427 ($4,722,066 in 2014). The Company did not enter into arrangements to hedge its foreign exchange risk.

v) Commodity price risk

The commodity price risk is the risk of the fluctuation of gold price. The Company does not provide to use hedging contract to reduce its exposure to the fluctuation of gold and silver price.

b) Credit risk

Credit risk is the risk that a party to a financial instrument fails to discharge an obligation and causes the other party to incur a financial loss. Financial instruments which potentially expose the Company to credit risk mainly consist of cash, cash reserved for exploration and evaluation and other receivables. The credit risk on cash and cash reserved for exploration and evaluation is limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies. Therefore, the Company does not expect any treasury counterparties to fail in respecting their obligations. Credit risk on other receivables is low. The carrying value of cash, cash reserved for exploration and evaluation and other receivables represents the Company's maximum exposure to credit risk and there has been no significant change in credit risk since prior year.

c) Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet the obligations associated with its financial liabilities. Liquidity risk management serves to maintain a sufficient amount of cash and to ensure that the Company has sufficient financing sources. The Company establishes budgets to ensure it has the necessary funds to fulfill its obligations. As at December 31, 2015, Company's cash amounts to $3,534,274 plus $296,000 that is reserved for exploration and evaluation of mining projects. In addition, the Company's working capital amounts to approximately $3,897,073 as at December 31, 2015. Taking into account its available cash situation, the management considers that the funds are sufficient to meet its financial liabilities and future financial liabilities for its commitments.

POLICIES AND PROCESSES FOR MANAGING CAPITAL
As at December 31, 2015, the capital of the Company consists of equity amounting to $22,642,537. The Company's capital management objective is to have sufficient capital to be able to meet its exploration and mining development plan in order to ensure the growth of its activities. It has also the objective to have sufficient cash to finance the exploration and evaluation expenses, the investing activities and the working capital requirements.

There were no significant changes in the Company's approach to capital management during the semester ended December 31, 2015. The Company is subject to regulatory requirements related to the use of funds obtained by flow-through shares financing. These funds have to be spent for eligible exploration and evaluation expenses. In the past, the Company has respected all of its regulatory requirements. The Company has no dividend policy.

SUBSEQUENT EVENTS

On the first day of February, 2016, the Company signed with Camflo inc., a wholly owned subsidiary of Richmont Mines Inc., a contract for the milling of gold mineralized material from the Elder mine. This contract is for a period of six months, from January to June 2016, and is renewable. The Company is committed to deliver a minimum of 50,000 tonnes of gold mineralized material at the Camflo mill, from January to June 2016.

MINING PROPERTIES

Abcourt Mines Inc. (the "Company") has two projects at an advance stage of exploration and valuation in Abitibi, Quebec, Canada:

- A silver/zinc project with the Abcourt-Barvue and Vendome properties north of Val-d'Or Quebec, Canada.
- A gold project with the Elder and Tagami properties near Rouyn-Noranda, Quebec, Canada.

and two projects with historical resources, also in Abitibi, Quebec, Canada:

- The Aldermac property located near Rouyn-Noranda, Quebec, Canada with historical resources in copper, zinc, silver and gold.
- The Jonpol property located near Amos, Quebec, Canada with historical resources in copper, zinc, silver and gold.

Here is some information on each property:

THE ELDER-TAGAMI PROJECT

The Elder-Tagami project is owned 100% by Abcourt. This project is conveniently located inside the mining community of Rouyn-Noranda, Quebec, just six miles (ten km) northwest from the town center. The property comprises 34 contiguous claims and a mining concession covering an area of 876 hectares. Royalties of 2% to 3% are payable on different parts of the property.

The surface plant includes an office, a service building, a hoist room and a shaft building. The mine is serviced to a depth of 794 meters (2,606 feet) by two shafts and several drifts on 16 levels. Almost all of the mining equipment is available and all the facilities are in place.

The ore is found in several quartz veins generally striking N-40^{o}–E on surface but east-west at a depth of 305 meters (1,000 feet) down the mine and dipping on the average at 22^{o} to the south-east, with the exception of the no 4 vein which is striking north-south and dipping 22^{o} to the east. The CDR vein is located 4,500 feet (1,377 m) south of vein no. 1.

Between 1984 and 1989, a total of $23 M was spent on this property by the Aunore Resources Inc – Nova Beaucage Mines Limited joint venture. The surface plant was installed and the necessary equipments were purchased. The mine was dewatered, 4,268 meters (14,000 feet) of old drifts were rehabilitated, the shaft was deepened 15 meters (50 feet), new stations were established on three upper levels, in no 2 shaft, that is the 4th, 5th and 6th levels, an ore pass and a waste pass system with loading pockets was established, 142 surface and 75 underground diamond drill holes were drilled, approximately 2,134 meters (7,000 feet) of new drifts were excavated, ventilation raises were driven and a few stopes were started. Approximately 13,200 metric tonnes of ore with a grade of 0.198 oz/mt of gold were extracted. Following a drop in the price of gold, the mine was closed and almost all mining equipment was sold.

From 1995 to 2012, several surface drilling programs were completed and results obtained were used to revise the 43-101 resources. Also, all the old historic data were converted to the metric system. The revision of resources was completed by Mr. Jean-Pierre Bérubé, P. Eng. Mr. Bérubé is a qualified, independent person. This report is available on SEDAR.

Here are the results of the 2012 calculations:

Table 1a – Measured and indicated resources at Elder and Tagami

ZONE	MEASURED			INDICATED			MEASURED + INDICATED			
	TONNES	GRADE	WIDTH	TONNES	GRADE	WIDTH	TONNES	GRADE	WIDTH	GOLD OUNCES
	(metric)	(g/t)	(m)	(metric)	(g/t)	(m)	(metric)	(g/t)	(m)	
ELDER	512,739	6.68	2.20	671,139	6.50	2.16	1,183,878	6.58	2.18	250,341
CDR	-	-	-	4,172	16.49	2.50	4,172	16.49	2.50	2,213
TAGAMI	-	-	-	173,162	6.54	2.10	173,162	6.54	2.10	36,391
TOTAL ALL	**512,739**	**6.68**	**2.20**	**848,473**	**6.55**	**2.10**	**1,361,212**	**6.60**	**2.14**	**288,945**

Table 1b – Inferred resources at Elder and Tagami

ZONE	TONNES	GRADE	WIDTH	GOLD OUNCES
	(metric)	**(g/t)**	**(m)**	
ELDER	412,668	5.76	1.92	76,392
CDR	50,248	5.15	1.83	8,328
TAGAMI	175,384	5.69	1.68	32,106
TOTAL ALL	**638,300**	**5.70**	**1.85**	**116,826**

Based on the new resources estimate (NI 43-101), a preliminary economic assessment report (PEA) was prepared to determine if additional exploration work was needed to increase resources before considering mine development before production, or not. This report is available on SEDAR.

The NI 43-101 preliminary economic assessment report on the Elder gold mine project prepared by Roche Ltd., Consulting Group (Roche) and independent consultants, indicates a total cash flow of $138 M over a 10.4-year initial period of mine life, a before-tax Net Present Value (NPV) of $81.8 M at a discount rate of 8%, a before-tax Internal Rate of Return (IRR) of 140.5% and a payback period of 1.1 years.

The P.E.A. includes approximately 130,000 tonnes of inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the preliminary assessment will be realized. Mineral resources that are not mineral reserves do not have demonstrated economic viability.

The qualified persons responsible for this 43-101 report are Pierre Casgrain, Eng., Garand Gagnon, Eng., Alain Dorval, Eng., and Martin Magnan, Eng., of Roche Ltd., Consulting Group and Lise Chénard, Eng., Michel Bilodeau, Eng., and Jean-Pierre Bérubé, Eng., independent consultants.

Current operations

During the quarter ended on December 31, 2015, the exploration and valuation work were continued underground at the Elder mine and gave the following results:

Tonnes broken in stopes	31,442
Tonnes extracted from the mine	24,032
Tonnes milled	31,506
Gold ounces produced	4,805
Silver ounces produced	630
% gold recovery	95.44
Value of waste rock, gold and silver produced	$7,218,700
Price of gold ($1,099 US)	$1,498 CAN

The value of production was considerably higher than the cost of mining, as indicated in the financial statements.

We extended to June 30, 2016, the milling contract with Camflo. Our objective is to purchase a mill as soon as possible. A deposit of $225,000 was made with our offer and a certificate of deposit of $1,275,000 was given in guarantee to make this purchase.

During the next quarter, our objective is to produce 5,000 ounces of gold.

Expansion plans and plans to increase productivity are not considered now.

ABCOURT-BARVUE PROPERTY

The Abcourt-Barvue property is conveniently located at Barraute, 60 kilometers (35 miles) north the mining community of Val-d'Or, Quebec. It covers 5,865 hectares with 139 claims and two (2) mining concessions held 100% by Abcourt.

In 1950, zinc was discovered on surface on the Barvue claims. The mine was operated from 1952 to 1957 with an open pit by Barvue Mines Limited and from 1985 to 1990 with an underground operation by Abcourt Mines Inc.

From 2002 to 2007, several drilling programs, technical and environmental studies were completed or were done to provide data for a feasibility study and to support our applications for permits. Subsequently, various alternatives were considered to improve the profitability of this project.

Resource calculation and feasibility study 2006 - 2007

In May 2006, a revision of the Abcourt-Barvue resources was completed by an independent qualified person, Mr. Jean-Pierre Bérubé, P.Eng., consultant for MRB & Associates of Val-d'Or, Québec, Canada. This revision was made according to NI 43-101 Standards. This report is available on SEDAR.

Genivar, Limited Partnership of Quebec City and Bumigeme of Montréal, completed a feasibility study, which was published in February 2007. With this feasibility study, almost all the resources were converted into proven and probable ore reserves. This report is available on SEDAR.

The mining plan involves the extraction of 77% of the ore from an open pit and the treatment of this ore in a mill built on the mine site with a capacity of 1,800 tonnes per day for a total of 650,000 tonnes per year.

The amount needed for the opening of the Abcourt-Barvue mine, according to the scenario proposed in the 2006 feasibility study, is $71M, including working capital. However, we have assessed several other scenarios since that time (not 43-101) with costs between $46M and $70M. Before starting this project, we have to choose the best scenario as a function of metal prices and update the feasibility study. The start of this project depends on the availability of funds and we have no guarantee that we will get the necessary funds.

New resources calculations in 2014

A 43-101 report on the Abcourt-Barvue resources was prepared by Mr. Jean-Pierre Bérubé, engineer and independent consulting geologist with pertinent experience in this field. This report indicates an increase in indicated and inferred resources in comparison with those of 2006. This report was filed on SEDAR. Here is a comparative table of resources in all categories:

Table 1. Resources of all categories

		2014 Estimate				2006 Estimate		
CATEGORY		**TONNES**	**Ag (g/t)**	**Zn (%)**		**TONNES**	**Ag (g/t)**	**Zn (%)**
Measured		**6,284,000**	**43.98**	**3.09**		**6,516,000**	**58.32**	**3.33**
Indicated		**1,799,000**	**95.51**	**2.94**		**503,000**	**98.35**	**3.44**
M + I		**8,083,000**	**55.45**	**3.06**		**7,019,000**	**61.19**	**3.33**
Inferred		**2,037,000**	**114.16**	**2.89**		**1,506,000**	**120.53**	**2.98**

If the open pit outlines designed in 2007 by GENIVAR remain unchanged, it is estimated that 77% of the measured and indicated resources will be extracted from an open pit and 23% from underground operations.

The increase in tonnage between the 2006 estimate and the 2014 estimate was brought about by additional diamond drilling in 2010 and 2011 and by a substantial increase in the price of silver which enabled us to use a lower cut-off grade.

The measured resources are generally extending from surface to a maximum depth of 165 meters. The indicated resources are generally located in the immediate extensions of the measured blocks from elevation -125 to -300 meters.

2014 – 2015 diamond drilling program

During the 2014 – 2015 fiscal period, two holes for a total of 558 meters were drilled on surface in the eastern and western part of the property and at depth on mining concession 393. Low grade mineralization was found.

Expenses incurred totaled $165,275, principally for diamond drilling on surface and for site restoration.

<u>Diamond drilling 2015</u>

During the month of October and November 2015, nine holes were drilled on surface for a total of 2,148 meters. Five holes, AB15-03 to AB15-07 were drilled at depths of about 250 meters in the central part of the Abcourt zone, to upgrade inferred resources into indicated resources. Good values over interesting widths were cut by four out of five holes in this area. Besides, three holes were drilled at depths of about 150 meters at the eastern limit of the Barvue zone to upgrade inferred resources into indicated resources. Again, good values over substantial widths were cut.

The true widths represent about 60 % to 75 % of the core lengths. See table below:

Hole No.	From m	To m	Length m	Ag g/ t	Zn %
AB-15-03	240.0	249.0	9.0	92.01	5.81
AB-15-04	318.0	322.0	4.0	32.92	1.26
AB-15-05	270.0	286.0	16.0	63.18	2.24
AB-15-06	243.0	264.0	21.0	66.46	2.81
AB-15-07	266.0	274.2	8.2	118.19	5.00
AB-15-08	112.0	126.7	14.7	155.23	2.06
AB-15-09	167.0	182.3	15.2	42.45	2.92
AB-15-10	170.3	178.5	8.2	61.75	3.86

Another 1,500-meter campaign of surface diamond drilling is planned for 2016.

THE VENDÔME PROPERTY

The Vendome property is located 11 kilometres (seven miles) south of the Abcourt-Barvue property. It comprises 59 full claims for a total of 2,546 hectares owned 100% by Abcourt.

In the 1950's, a small ore body was discovered and a three-compartment shaft was sunk to a depth of 160 meters (525 feet). Three levels were established at depths of 76 meters (250 feet), 114 meters (375 feet) and 153 meters (500 feet). A total of 2,134 meters (7,000 feet) of drifts and raises were excavated and 540 holes were drilled underground for a total of 66,700 meters (218,776 feet). At the same time, two deposits, the **Barvallee** and the **Belfort** were found on strike to the west by surface drilling. In addition, some holes drilled in the Magador batholith found some gold values.

In 1987, a surface plant was installed and a short (76 meters) ramp was excavated on the Barvallee part of the property.

In 1998, the Company drilled nine holes for a total of 1,505 meters (4,936 feet) in the Barvallee sector of the zone. Results were very encouraging.

In 2011, four holes were drilled to confirm historical resources and excellent results were obtained. See our Press Release dated August 9, 2011. An evaluation of resources according to NI 43-101 was completed by Mr. Jean-Pierre Bérubé, Consulting Engineer, and a report was published on February 12, 2013. Mr. Bérubé is a qualified independent person. This report was filed on SEDAR.

Here are the 43-101 Vendôme resources:

Category	**Tonnes**	**Grade**			
		Au g/t	**Ag g/t**	**Cu %**	**Zn %**
Mesured	347,890	1.46	73.97	0.52	9.78
Indicated	364,332	1.00	47.15	0.74	5.33
Total	712,222	1.23	60.11	0.63	7.50
Inferred	305,769	0.99	36.77	0.49	4.30
Total all categories	1,017,991	1.15	53.10	0.59	6.54

No significant expenditure was done on this property during the 3-month period ending on June 30, 2015 and none is expected for the next period.

THE ALDERMAC PROPERTY

In January 2007, Abcourt announced that a 4-year option was signed for 100% of the Aldermac property located in Beauchastel township near Rouyn-Noranda, Quebec, Canada. This 303-hectare property is the site of a former mine, serviced by a 495-meter 3-compartment shaft and nine levels. In the past, it produced two million tons of ore with a grade of 1.78% Cu, 0.2 oz/t Ag, 0.02 oz/t Au and 1.50% ± Zn.

Around the old mine and 300 meters further east, where a new ore body was discovered in 1987, historical resources are as follows:

Description	**Short tons**	**Cu %**	**Zn %**	**Ag oz/t**
Area around the old mine	620,000	1.60 ±	2.00 ±	0.2
New ore body to the east	1,150,000	1.50	4.13	0.9
Total	1,770,000	1.54	3.38	0.6

The historical resources reported above were prepared before the introduction of National Instrument 43-101 (“43-101”). The historical resources have not been verified and should not be relied upon. This being said, Abcourt believes that these estimates, particularly the ones prepared by Wright Engineers, were estimated by competent persons. This statement is made by Mr. Renaud Hinse, professional engineer, President of Abcourt Mines Inc. Mr. Hinse is a qualified person under 43-101.

Diamond drilling in October 2015

During the month of October 2015, we drilled a 360-meter hole to localize a mineralized zone, without success.

THE JONPOL PROPERTY

In March 2007, Abcourt announced the signature of a 7-year option to purchase 100% of the Jonpol property located in Dalquier township near Amos, Quebec, Canada. This 880-hectare property was subject to several exploration programs in the past and three shafts were sunk, the deepest reaching a depth of 152 meters.

This exploration work outlined the following historical resources:

Zone	Date	Author	Short tons	% Cu	% Zn	oz/t Ag
Upper Ag-Zn	1969	Waisberg (1)	20,000	- -	4.0	8.0
Jay Copper	1969	Waisberg	26,000	3.5	- -	1.0
Main West Cu	1974	Kilborn (2)	1,946,000	1.04	- -	0.02
Lower Ag-Zn-Cu	1983	Getty (3)	815,000	1.25	3.21	3.55

(1) S. Waisberg, 1969, Conigo Mines Ltd
(2) H.B. Hicks, 1974, Kilborn Engineering Ltd, preliminary feasibility study for 1,000 TPD mining and milling plant
(3) D. Titaro, 1983, Getty Canadian Mines Ltd, work summary

In addition, several significant gold intersections were obtained in the drilling.

This information comes from a report by C.M Cooke, senior project geologist for Aur Resources Inc., dated November 1992.

The historical resources reported above were prepared before the introduction of National Instrument 43-101 ("43-101"). The historical resources have not been verified and should not be relied upon. However Abcourt believes that these estimates, particularly the ones prepared by Kilborn and Getty, were estimated by competent persons. This statement is made by Mr. Renaud Hinse, professional engineer, President of Abcourt Mines Inc. Mr. Hinse is a qualified person under 43-101.

Aur Resources, with whom we had negotiated the first agreement, was amalgamated with Teck-Cominco Limited.

Expenditures during the 1st semester ended on December 31, 2015

During the 2nd quarter ended December 31, 2015, no work was done on this property.

Impairment of exploration and evaluation expenses on June 30, 2015

As there was no expense incurred on this property during the 12-month fiscal period ended June 30, 2015, and as a priority was placed on the Elder and Abcourt-Barvue properties, it was decided to write off the value of this property and the related exploration and evaluation assets for an amount of $725,184.

THE VEZZA PROPERTY

In 2009 and 2010, Abcourt has acquired by staking 85 claims and 19 cells totalling 2,233 hectares in Vezza Township, Quebec. This property covers about 8 km along the Casa Berardi-Douay-Cameron deformation zone where several gold occurrences have been reported in the past. This new property is currently in the exploration stage and is without a known body of commercial ore or economic deposit.

In the period ending on June 30, 2013, we drilled four holes (1,011 meters) on the sediment/volcanic contact, usually mineralized with pyrite and some gold. No significant value was intersected. These holes were drilled to renew the claims.

During the period ending on June 30, 2013, the Company decided to write-off the value of the exploration and valuation expenses. In the 2014 - 2015 period, several cells were abandoned.

PERSON RESPONSIBLE OF TECHNICAL INFORMATION

The qualified person under National Instrument 43-101 respecting standards of disclosure for mineral projects, who is responsible of the technical information relating to the mining properties of the Company, is Mr. Renaud Hinse, mining engineer, President of Abcourt Mines Inc.

RISKS AND UNCERTAINTIES

RISK FACTORS

In the course of its business and affairs, the Company faces the following risks factors:

Fluctuations in the Market Price of gold and other metals

The profitability of mining operations, and thus the value of the mineral properties of the Company, is directly related to the market price of gold and other metals. The market price of gold and other metals fluctuates and is affected by numerous factors beyond the control of any mining company. If the market price of gold and metals should decline dramatically, the value of the Company's mineral properties could also decrease dramatically and the Company might not be able to recover its investment in those interests or properties. The selection of a property for exploration or development, the determination to construct a mine and place it into production and the dedication of funds necessary to achieve such purposes, are decisions that must be made long before first revenues from production are received. Price fluctuations between the time that such decisions are made and the commencement of production can, drastically, affect the economics of a mine.

Financial Risk

Additional funds will be required in the future to finance the Company's exploration and development work. The Company may have access to funds through the issuance of additional equity and borrowing. There can be no assurance that such funding will be available to the Company. Furthermore, even if such a financing is successfully completed, there can be no assurance that it will be obtained on terms favourable to the Company or provide the Company with sufficient funds to meet its objectives, which could adversely affect the Company's business and financial condition.

Exploration and Mining Risks

Mineral resources exploration and development is highly speculative and involves a high degree of risk, which even a combination of careful evaluation, experience and knowledge may not be able to avoid. While the discovery of a deposit may prove extremely lucrative, most exploration efforts are not successful in that they do not result in the discovery of mineralization of sufficient quantity or quality to be profitably mined. Substantial sums may be required to establish ore reserves, develop metallurgical processes and build mining and processing facilities at a given site. **There is no assurance that ores will be discovered by the Company in quantities sufficient to warrant mining operations. There is also no assurance that the mining properties of the Company will be brought into commercial production.** The economic life of a mineral deposit depends on a number of factors, some of which relate to the particular characteristics of the deposit, particularly its size and grade. Other factors include the proximity of the deposit to infrastructure, the production capacity of mining facilities and processing equipment, market fluctuations, possible claims of native peoples and government regulations, including regulations relating to prices, royalties, allowable production, importation and exportation of minerals, environmental protection and the protection of agricultural territory. The effect of these factors cannot be accurately predicted and may prevent the Company from providing an adequate return on investment.

Regulatory Compliance, Permitting Risks and Environmental Liability

Exploration, development and mining activities are subject to extensive Canadian federal and provincial laws and regulations governing exploration, development, production, taxes, labour standards, waste disposal, protection and conservation of the environment, reclamation, historic and cultural preservation, mine safety and occupational health, toxic substances as well as other matters. The costs of discovering, evaluating, planning, designing, developing, constructing, operating and closing a mine and other facilities in compliance with such laws and regulations is significant. The costs and delays associated with compliance with such laws and regulations could become such that the Company cannot proceed with the development or operation of a mine.

Mining in particular (and the ownership or operation of properties upon which historic mining activities have taken place) is subject to potential risks and liabilities associated with pollution of the environment and the disposal of waste products occurring as a result of mineral exploration and production. Insurance against environmental risks (including potential liability for pollution or other hazards as a result of the disposal of waste products occurring from exploration and production) is not generally available to the Company (or to other companies within the industry) at a reasonable price. To the extent that the Company becomes subject to environmental liabilities, the satisfaction of any such liabilities would reduce funds otherwise available to the Company and could have a material adverse effect on the Company. Laws and regulations intended to ensure the protection of the environment are constantly changing, and are generally becoming more restrictive.

Risks concerning titles to Properties

Although the Company has taken reasonable measures to ensure proper title to its properties, there is no guarantee that title to any of its properties will not be challenged or impugned. Third parties may have valid claims underlying portions of the Company's interests.

Industry Conditions

Mineral resource exploration and development involves a high degree of risk that even a combination of careful assessment, experience and know-how cannot eliminate. While the discovery of a deposit may prove extremely lucrative, few properties that undergo prospecting ever generate a producing mine. Substantial sums may be required to establish ore reserves, develop metallurgical processes and build mining and processing facilities at a given site. There can be no assurance that the exploration and development programs planned by the Company will result in a profitable mining operation. The economic life of a mineral deposit depends on a number of factors, some of which relate to the particular characteristics of the deposit, particularly its size, grade and proximity to infrastructure, as well as the cyclical nature of metal prices and government regulations, including those regarding prices, royalties, production limits, importation and exportation of minerals, and environmental protection. The impact of such factors cannot be precisely assessed, but may prevent the Company from providing an adequate return on investment.

Outlook

Management will continue to manage its funds rigorously, its primary objective being to optimize return on investment for the Company's shareholders. The Company's development strategy is focused on the discovery of economically-viable deposits that will generate profits from mining and ensure the Company's survival. In applying its development strategy, management will take into account the global exploration context, stock market trends and the prices of gold and other metals.

Competition

The Company competes with major mining companies and other natural resource companies in the acquisition, exploration, financing and development of new properties and projects. Many of these companies are more experienced, larger and better capitalized than the Company. The competitive position of the Company depends upon its ability to obtain sufficient funding and to explore, acquire and develop new and existing mineral-resource properties or projects in a successful and economic manner. Some of the factors which allow producers to remain competitive in the market over the long term are the quality and size of an ore body, cost of production and operation generally, and proximity to market. The Company also competes with other mining companies for skilled geologists and other technical personnel.

Permits and Licenses

The operations of the Company require licences and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licences and permits that may be required to carry out further exploration, development and mining operations at its projects.

Volatility of Stock Price and Limited Liquidity

The common shares of the Company are listed on the TSX Venture Exchange and on the Frankfurt and Berlin Exchanges. The common shares have experienced volatility in price and limited trading volume over the last several years. There can be no assurance of adequate liquidity in the future for the common shares.

Dependence on Key Personnel

The Company is dependent on the services of certain key officers and employees. Competition in the mining exploration industry for qualified individuals is intense and the loss of any key officer or employee if not replaced could have a material adverse effect on the business and operations of the Company.

STRATEGY AND OUTLOOK

Our objective is to maximize the value of the Company for our shareholders and our strategy to obtain this result is to develop our gold properties. To proceed with this strategy, over the past few years some private placements were completed and the funds received were used mostly to realize an important program of exploration and valuation at the Elder mine. In addition, we are always trying to figure a way or a formula which will allow us to start the development of the Abcourt-Barvue property with substantial silver and zinc resources. Following a substantial decrease of zinc inventory at the London Metal Exchange in 2015, an increase in zinc prices in the coming years is expected.

For any additional information, please consult our web site www.Abcourt.com and the SEDAR site www.sedar.com.

CERTIFICATE

This management's discussion and analysis has been examined by the Audit Comitee and approved by the Board of directors of the Company.

(s) Renaud Hinse	*(s) Marc Filion*
Renaud Hinse	Marc Filion
Chief Executive Officer	Chief Financial Officer
2016/02/26	2016/02/26