Wolfden Resources Corporation

MANAGEMENT'S DISCUSSION & ANALYSIS OF

FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Form 51-102F1

For the years ended December 31, 2018 and 2017

(Stated in Canadian Dollars)

WOLFDEN

MANAGEMENT'S DISCUSSION & ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS
For the years ended December 31, 2018 and 2017

Date of Report: April 15, 2019

General

The following Management's Discussion and Analysis ("MD&A") of Wolfden Resources Corporation should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2018 with a comparative period for the year ended December 31, 2017, and the notes thereto. The Corporation's audited consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Unless otherwise stated, all amounts discussed herein are denominated in Canadian dollars. This MD&A was prepared as of April 15, 2019, and all information is current as of such date. Readers are encouraged to read the Corporation's public information filings on SEDAR at www.sedar.com.

This discussion provides management's analysis of Wolfden's historical financial and operating results and provides estimates of Wolfden'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 assessment of the Corporation'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 Corporation's control, including the impact of general economic conditions, industry conditions, volatility of commodity prices, currency fluctuations, imprecision of 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, reliance should not be placed on forward-looking statements. Wolfden'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, if any, that Wolfden will derive there from. Wolfden 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.

Corporate Overview

Wolfden Resources Corporation (the "Corporation" or "Wolfden") was incorporated under the laws of the Province of Ontario on August 12, 2009.

On October 18, 2012 the Corporation completed its initial public offering and received approval from the TSX Venture Exchange to list its common shares on the TSX-V as a Tier 1 Mining Issuer, and began trading under the symbol WLF.

Operational Highlights Q4 2018

Wolfden Resources Corporation is engaged in the exploration and development of mineral properties in North America. Its principal focus is on advancing its wholly owned high-grade (Zn, Pb, Cu, Ag) VMS Pickett Mountain Project in Maine, USA. Located close to excellent infrastructure, the Corporation plans to complete sufficient exploration, definition drilling and various technical studies in order to demonstrate the economic potential for an underground mining scenario on the Project.

Pickett Mountain Project, Maine:

The Pickett Mountain Zn-Pb-Cu-Ag-Au deposit is known to be one of the highest grade undeveloped volcanogenic massive sulphide deposits (VMS) in North America. The deposit was discovered by Getty Mines Ltd. in 1979, using a combination of soil surveys, ground geophysical surveys and diamond drilling and has not been explored since 1989. Minimal exploration has occurred in the State of Maine since that time as compared to that of a similar geological terrain across the border in the Province of New Brunswick. This was mostly the result of less favorable mining exploration and operating permitting conditions prevalent in the State of Maine.

Since acquiring the Property in November 2017, Wolfden has completed an airborne geophysical survey (VTEM™), ground Time-Domain (TDEM) electromagnetic surveys, bore-hole electromagnetic surveys, ground induced polarization surveys (IP), geological mapping as well as diamond drilling.

Wolfden completed a 38-hole diamond drill program totalling 15,451 metres during the period of December 2017 to December 2018 using a drill contractor based out of Duluth, Minnesota.

Most of the holes were drilled to confirm the continuity, grade, and extent of the massive sulphide deposit. Several holes were designed to twin and confirm the previous historical results and to further infill those results so that all results could be used for an initial NI43-101 compliant resource estimate. Step-out holes along trend and down-plunge from the known mineralisation were also completed by Wolfden, in an effort to determine the limits of massive sulphide mineralisation and to explore for additional massive sulphide lenses.

In general, the 2018 drill program was successful in confirming previous results and lead to an improved understanding of the geometry and structure of the massive sulphide lenses. The two principle lenses (West and East) have now been further subdivided into four lenses (W1, W2, E1 & E2). The infill component of the drill program demonstrated continuity of massive sulphide mineralisation in locales where there were significant gaps along strike and at depth, in the historic drilling. In particular, deeper drilling in the West Lens (W1) below the 400-metre level, was successful in intersecting high-grade base and precious metal mineralisation resulting in a positive contribution to the total resources of the project. Subsequent to year-end, Wolfden released the initial NI43-101 compliant Mineral Resource estimate, on January 7th, 2019 that is comprised of 2.05 Mt at 19.3% ZnEq of indicated resources and 2.03 Mt at 20.6% ZnEq of inferred resources. The deposit remains open for further expansion.

The step-out component of Wolfden's drilling program also generated success with the discovery of a potential new massive sulphide lens (NFW) located In the footwall, 180 metres to the north of the known massive sulphide deposit (E1-E2 Lens). The New Footwall Lens yielded an intercept of 4.1 metres at 38.2% ZnEq, including 16.6% Zn, 8.4% Pb, 1.9% Cu, 612.0 g/t Ag, and 0.5 g/t Au in drill hole PM-18-031. Further drilling to test the continuity of this new lens is clearly warranted.

Significant drill results obtained by Wolfden during the 2017-2018 drilling campaign are summarized in the following table.

Pickett Mountain Massive Sulphide Zone Comprehensive 2018 Drill Results

Section	Zone	Hole #	From (m)	To (m)	Length (m)	Zn (%)	Pb (%)	Cu (%)	Ag (g/t)	Au (g/t)	ZnEq [1]
1350E	W1	PM-18-018	110.10	110.60	0.49	11.70	8.31	2.25	100.00	0.46	25.52
1350E	W1	PM-18-027	255.00	279.40	24.40	3.92	1.56	1.00	58.12	0.41	8.89
1350E	W1	PM-18-029A	608.70	609.40	0.70	3.79	1.41	1.51	47.00	0.71	9.91
1400E	W1	PM-18-010	123.60	126.89	3.30	5.02	1.63	0.50	40.10	0.30	8.72
1400E	W1	PM-18-026	492.49	497.20	4.71	Nil					
1400E	W1	PM-18-029	657.60	668.15	10.55	19.32	7.24	1.24	206.36	1.28	33.45
1450E	W1	PM-18-007	279.70	311.19	31.49	4.41	1.65	0.97	60.54	0.61	9.84
1450E	W1	PM-18-008	342.29	344.70	2.41	16.78	3.98	0.37	68.38	0.53	22.72
1450E	W1	PM-18-009	380.90	384.40	3.50	10.58	4.14	1.26	85.15	0.59	18.87
1450E	W1	PM-18-011	56.59	59.59	3.00	4.22	1.42	2.60	34.26	0.54	12.09
1450E	W1	PM-18-022	662.20	666.91	4.71	23.83	9.88	0.88	262.59	1.52	38.26
1450E	W1	PM-18-022A	639.40	645.30	5.90	23.95	11.84	0.95	324.08	1.35	44.44
1475E	W1	PM-18-032	657.00	674.30	17.30	20.40	9.34	0.94	298.62	1.22	37.14
1500E	W1	PM-18-023	722.00	724.40	2.40	20.39	3.75	1.39	107.14	1.05	29.14
1500E	W1	PM-18-023A	686.90	690.19	3.29	15.83	7.78	0.70	167.87	0.93	27.48
1550E	W1	PM-17-001	84.25	92.20	7.95	7.88	3.83	1.51	104.01	0.85	17.22
1550E	W1	PM-17-002	109.80	119.69	9.90	16.31	7.09	1.73	185.61	1.42	31.01
1550E	W1	PM-18-012	37.30	48.70	11.40	3.63	1.43	0.83	34.84	0.30	7.54
1750E	E1	PM-18-019	235.90	238.80	2.90	0.40	0.08	0.28	3.88	0.05	1.19
1850E	E1	PM-18-020	194.60	197.80	3.20	13.15	5.34	1.70	124.66	1.14	24.88
1850E	E1	PM-18-021	350.00	371.00	21.00	1.99	0.69	0.34	15.02	0.30	3.90
1900E	E1	PM-18-005	278.11	323.91	45.80	1.30	0.51	0.59	24.04	0.43	3.99
1950E	E1	PM-18-003	192.89	202.60	9.71	9.27	3.39	0.99	58.78	0.73	16.10
1950E	E1	PM-18-004	170.61	180.89	10.29	10.96	4.06	1.23	117.31	0.96	20.47
1950E	E1	PM-18-028	390.89	394.30	3.41	19.14	7.37	0.60	151.04	1.16	30.68
2025E	E2	PM-18-035	352.30	355.10	2.80	2.80	1.21	0.61	28.43	0.42	6.37
2050E	E2	PM-18-006A	255.70	308.10	52.40	1.33	0.48	0.50	18.63	0.30	3.52
2150E	E2	PM-18-013	59.10	68.50	9.40	2.38	0.83	0.75	32.17	0.41	5.77
2150E	E2	PM-18-014	86.70	91.70	5.00	1.70	0.55	0.47	24.66	0.28	3.97
2100E	E2	PM-18-015	229.00	245.50	16.50	1.10	0.42	0.52	18.58	0.27	3.24
2050E	E3	PM-18-035	361.40	398.90	37.50	1.11	0.30	1.23	17.11	0.41	4.52
1350E	W2	PM-18-027	242.80	246.00	3.20	1.17	0.25	0.48	20.35	0.34	3.21
1400E	W2	PM-18-009	369.60	376.40	6.79	0.78	0.25	0.53	16.53	0.23	2.71
1450E	W2	PM-18-007	251.60	253.39	1.80	0.63	0.15	0.34	9.03	0.14	1.81
1450E	W2	PM-18-008	331.88	332.88	0.98	0.96	0.36	0.73	17.60	0.17	3.32
1450E	W2	PM-18-022	656.80	658.30	1.50	0.00	0.00	0.54	28.92	0.58	7.27
1550E	W2	PM-18-023	661.14	667.06	5.92	7.48	3.21	1.31	62.66	0.73	14.84
1550E	W2	PM-18-023A	646.60	652.60	6.00	10.19	4.69	1.28	52.93	0.49	21.48
1875E	FWZ	PM-18-031	733.90	736.40	2.50	24.67	12.64	2.90	948.00	0.75	59.82

Note 1: ZnEq is calculated with US$1.20/lb Zn, US$1.00/pb Pb, US$2.50/lb Cu, US$16.00/oz Ag and US$1,200/oz Aug.

Planning is underway for the 2019 exploration program that will include expansion drilling of the main lenses, the New Footwall zone, and the drill testing a number of higher-priority regional targets, once further ground trothing has been completed. All efforts are focused on expanding the total mineral inventory of the project. Drilling is expected to commence as soon as practically possible based on road and field conditions. No permits are required to commence the program.

Some downhole EM surveys were completed in December 2018, however, more will be completed on the new footwall zone as well as several strategic main lens holes in an effort to identify potential extension of the massive sulphide mineralization. Any conductive plates defined by the BHEM surveys will be drill tested as part of the 2019 program.

In addition, a detailed review of the geological model as well as a comprehensive study of all of the geophysical data (ground and airborne) is underway to assist in defining drill targets in all of the deposit locale, the Pickett Mountain property as well as in the prospective volcanic belt that hosts the Pickett Mountain deposit itself. Work will be focused on enlarging the known mineral resource and new footwall lens and at discovering additional new massive sulphide lenses to add to the mineral inventory.

Metallurgical test-work is underway in an effort to test for the potential for improved base metal and previous metal recoveries and the various mechanical properties of the ore that could be further optimized with respect to grind size, floatation, backfilling, and tailings disposal. Much of this work will establish the framework for preliminary environmental baseline work that is planned for 2019 and collectively is expected to supplement the next technical study for the project.

Orvan Brook Project, New Brunswick:

Wolfden acquired the Orvan Brook deposit by staking and has completed 30 drill holes totaling 8,517 metres, over the last 18 months. The drilling was designed to test the grade and continuity of the 2 massive sulphide lenses, known as the East and West zones. The resulting grade and widths of the program on average are similar to those at the neighbouring Caribou deposit and are indicative of the potential to develop significant mineral resources on the project. The results of the drill program are tabulated below.

Orvan Brook Massive Sulphide Zone Comprehensive 2017-18 Drill Results											
Section	**Zone**	**Hole #**	**From (m)**	**To (m)**	**Length (m)**	**Zn (%)**	**Pb (%)**	**Cu (%)**	**Ag (g/t)**	**Au (g/t)**	**ZnEq [1]**
1000 E	West	OB-18-29	69.15	70.96	1.81	3.97	2.20	0.15	63	0.61	8.23
1000 E	West	OB-18-30	89.00	93.20	4.20	7.34	2.80	0.10	68	0.76	12.32
1050E	West	OB-18-25	54.30	56.00	1.70	8.78	4.60	0.42	155	0.70	17.52
1050E	West	OB-18-27	107.45	110.70	3.25	6.76	3.19	0.12	76	0.55	11.94
1350 E	West	OB-17-11	202.40	202.80	0.40	6.78	1.97	0.21	92	0.50	11.37
1350 E	West	OB-17-17	303.90	307.60	3.70	6.13	2.13	0.50	103	0.91	12.30
1350 E	West	OB-17-19A	401.80	404.60	2.80	1.44	0.43	0.10	13	0.17	2.52
1450 E	West	OB-17-15	271.10	273.40	2.30	7.86	3.02	0.10	86	0.32	12.72
1450 E	West	OB-17-16	337.20	339.50	2.30	4.95	1.87	0.39	64	0.78	9.71
1500 E	West	OB-17-20	224.70	225.70	1.00	12.20	3.87	0.55	169	0.51	20.61
1550 E	West	OB-17-08	201.70	207.00	5.30	7.38	2.25	0.45	76	0.55	12.46
1550 E	West	OB-17-09	176.10	183.60	7.50	2.36	1.48	0.24	57	0.43	5.83
1550 E	West	OB-17-10	239.90	243.30	3.40	2.32	0.46	0.17	23	1.64	5.89
2250 E	East	OB-17-04	75.90	78.80	2.90	0.96	0.34	0.02	8	0.06	1.54
2250 E	East	OB-17-05	102.20	107.00	4.80	0.07	0.06	0.02	4	0.02	0.27
2250 E	East	OB-18-31	341.85	343.37	1.52	8.95	2.78	0.36	67	0.65	14.27
2300 E	East	OB-17-02	68.60	72.40	3.80	6.50	2.12	0.13	52	0.40	10.13
2300 E	East	OB-17-03	88.40	93.20	4.80	3.56	1.26	0.11	36	0.28	5.95
2400 E	East	OB-18-28	250.90	256.50	5.60	1.40	0.51	0.09	14	0.13	2.48
2500 E	East	OB-17-13	269.00	269.90	0.90	1.98	1.25	0.30	66	0.20	5.22
2500 E	East	OB-18-26	185.15	187.04	1.89	4.41	1.45	0.45	125	0.50	9.70
2550 E	East	OB-17-01	213.10	215.00	1.90	9.00	2.56	0.35	92	0.68	14.66
2550 E	East	OB-17-07	86.90	88.50	1.60	6.23	1.75	0.13	49	0.28	9.32
2650 E	East	OB-17-06	223.90	224.50	0.60	4.29	1.07	0.31	47	0.30	7.17
2750 E	East	OB-17-12	292.50	293.00	0.50	1.02	0.15	0.07	5	0.08	1.51
2800 E	East	OB-17-14	413.55	425.30	11.75	2.53	0.62	0.13	17	0.13	3.84
2800 E	East	OB-18-23	360.89	363.69	2.80	4.35	1.62	0.15	42	0.34	7.33
2900 E	East	OB-17-21A	337.90	342.00	4.10	10.18	3.22	0.44	125	0.54	17.01
2900 E	East	OB-18-22	414.70	422.55	7.85	2.48	0.75	0.16	26	0.22	4.26
2900 E	East	OB-18-24	297.19	298.45	1.26	0.80	0.20	0.05	10	0.08	1.40
Note 1: ZnEq is calculated with US$1.20/lb Zn, US$1.00/lb Pb, US$2.50/lb Cu, US$16.00/oz Ag, US$1,200/oz Au.											

Modeling of the massive sulphide deposit and enveloping lithologies is currently being completed, as an integral component of a comprehensive review, to assist in determining the next steps in exploring the Orvan Brook property.

Generative – Other Projects

The Corporation is actively completing due diligence on a number of attractive metallic mineral opportunities in North America.

Subsequent events

Pickett Mountain Property, Mineral Resource Estimate

A current National Instrument 43-101 compliant Mineral Resource estimate (January 7, 2019) calculated on the Pickett Mountain deposit is based on a 9.0% Zn equivalent cut-off and is tabulated below.

MINERAL RESOURCE STATEMENT – JANUARY 7, 2019								
Category	**Tonnes**	**% Zn**	**% Pb**	**% Cu**	**g/t Ag**	**g/t Au**	**Density**	**% ZnEq**
Indicated	2,050,000	9.88	3.93	1.38	101.58	0.92	3.99	19.32
Inferred	2,030,000	10.98	4.35	1.20	111.45	0.92	4.00	20.61

A number of potential cut-off grades for Zinc Equivalent were calculated for each resource category as represented in the sensitivity tables below. The tonnage and grade are robust over the intervals chosen. A 9% Zinc Equivalent cut-off was considered to be conservative until further technical studies have been completed.

SENSITIVITY TO CUTOFF GRADES – INDICATED MINERAL RESOURCE – JANUARY 7, 2019								
% ZnEq Cut-off Grade	**Tonnes**	**% Zn**	**% Pb**	**% Cu**	**g/t Ag**	**g/t Au**	**Density**	**% ZnEq**
3% ZnEq	3,970,000	6.03	2.38	1.02	65.39	0.68	4.02	12.39
5% ZnEq	2,820,000	7.89	3.12	1.21	83.61	0.81	4.00	15.79
7% ZnEq	2,320,000	9.11	3.62	1.32	95.04	0.88	3.98	17.99
9% ZnEq	**2,050,000**	**9.88**	**3.93**	**1.38**	**101.58**	**0.92**	**3.99**	**19.32**
11% ZnEq	1,770,000	10.77	4.29	1.41	109.32	0.96	4.00	20.79

SENSITIVITY TO CUTOFF GRADES – INFERRED MINERAL RESOURCE – JANUARY 7, 2019								
% ZnEq Cut-off Grade	**Tonnes**	**% Zn**	**% Pb**	**% Cu**	**g/t Ag**	**g/t Au**	**Density**	**% ZnEq**
3% ZnEq	4,020,000	6.59	2.58	0.94	69.91	0.68	4.03	13.03
5% ZnEq	2,980,000	8.35	3.29	1.06	87.12	0.79	4.01	16.14
7% ZnEq	2,450,000	9.67	3.83	1.15	99.99	0.86	4.00	18.43
9% ZnEq	**2,030,000**	**10.98**	**4.35**	**1.20**	**111.45**	**0.92**	**4.00**	**20.61**
11% ZnEq	1,740,000	12.06	4.77	1.24	121.42	0.97	4.00	22.39

Mineral Resource Estimate Parameters and Assumptions:

- Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. There is no certainty that all or any part of the Mineral Resources will be converted into Mineral Reserves.
- Resources are presented as undiluted and in-situ for an underground mining scenario and are considered having reasonable prospects for economic extraction.
- The metal prices used to determine Zinc Equivalent (ZnEq) grades were US$1.20/pound for Zn, US$1.00/pound for Pb, US$2.50/pound for Cu, US$16.00/troy ounce for Ag, and US$1200/troy ounce for Au. The base case utilised a calculated cut-off grade of 9.00% ZnEq.
- Indicated Resources were estimated using a maximum distance of 25 metres from a drill hole and meeting a single hole minimum.
- Inferred Resources were estimated utilising a no hole minimum and using a minimum of 25 metres and maximum of 200 metres from a drill hole.
- The MRE encompasses 3 mineralised massive sulphide lenses.

- A total of 148 drill holes comprise the database including 2,550 samples; of these 940 samples were utilised in the estimate.
- Grade capping was not utilised as it was noted that the general uniformity of grade was fairly consistent with no significant outliers in the assay results.
- The specific gravities used in the MRE were based on a total of 253 physically measured specific gravities within the mineralised lenses.
- Wolfden is not aware of any legal, political, environmental, or other risks that could materially affect the potential development of the Mineral Resources.

The compliant Mineral Resource estimate represents a significant increase from the previous historical, unqualified resources prepared by Getty Minerals and Chevron Resources in the 1980s.

Strategic Partner Financing with Kinross Gold Corporation to Advance Pickett Mountain

On March 19, 2019, Wolfden announced that it had entered into a subscription agreement with Kinross Gold Corporation (“Kinross”) for a nonbrokered private placement of 12,500,000 shares of the Corporation (“Common Shares”) at a price of $0.20 per Common Share for gross proceeds of $2,500,000 (the “Offering”). On March 29, 2019 Wolfden announced it had completed the private placement financing and that Kinross now holds approximately 9.7% of the issued and outstanding shares of the Corporation. The securities of the financing are subject to a four-month hold period under applicable Canadian securities laws.

The majority of the proceeds from the financing will be used to explore the Corporation’s Pickett Mountain highgrade polymetallic deposit in northeastern Maine, USA. As part of the terms of the subscription agreement, the Corporation and Kinross have agreed to work together in the form of an exploration committee to advance the project.

Market Advisory and Investor Relations

On February 12, 2019, the Corporation entered into an agreement (the "Agreement") with Rose & Co., pursuant to which Rose & Co. will provide market advisory and investor relations services to the Corporation. The Agreement has an initial term of twelve months, subject to early termination by the Corporation for any reason within six months of the effective date, and, unless terminated by either party, will renew automatically for successive three-month periods. Rose & Co. will be paid US$12,500 quarterly and be granted a one-time allotment of 300,000 options to purchase common shares of the Corporation at a price of $0.30 per common share for a period of 5 years pursuant to the Corporation's share incentive plan and subject to the continuation of the Agreement. The options will vest in stages over an eighteen-month period, with no more than 1/4 of the options vesting in any three-month period.

Other Highlights Subsequent to Year End

The Corporation has received net proceeds of $265,197 from the harvesting of timber at its Pickett Mountain Property, since the end of the year.

A total of $262,500 has been received since year end, from the exercise of 1,750,000 warrants priced at $0.15 that were due to expire on January 18, 2019.

Altius and Wolfden have agreed to an amendment to their Offering and Subscription Agreements, dated November 14, 2017 whereby during any period when the common shares of Wolfden are trading on the Toronto Stock Exchange - Venture Exchange at a volume-weighted average trading price of not less than $0.60 per common share for at least 20 consecutive trading days, it will, upon written request by Wolfden during such period, exercise its warrants. Altius currently holds 7,000,000 Wolfden common share purchase warrants priced at $0.35 per share with a termination date of November 15, 2022.

On April 6, 2019, the Corporation's U.S. subsidiary entered into a land lease agreement on a property located in Maine, U.S.A. The agreement calls for a first year lease payment of $25,000 USD.

Results of Operations

The following table provides selected financial information and should be read in conjunction with the Corporation's audited financial statements for the periods below.

	Year ended December 31, 2018 $	Year ended December 31, 2017 $	Year ended December 31, 2016 $
Operations			
Other Income	**1,378,770**	8,517,870	752,767
Loss for the year	**(5,151,919)**	(5,279,570)	(449,140)
Comprehensive loss for the year	**(5,229,946)**	(5,279,570)	(449,140)
Basic and diluted loss per share	**(0.05)**	(0.01)	(0.04)
Balance Sheet			
Working capital	**114,520**	3,679,234	1,673,463
Total assets	**1,242,516**	4,098,282	1,792,908
Total liabilities	**(1,123,849)**	(419,048)	(119,445)

Summary of Quarterly Results

The following table sets out selected quarterly financial data for the most recently completed interim quarters:

Quarter	2018 Fourth	2018 Third	2018 Second	2018 First	2017 Fourth	2017 Third	2017 Second	2017 First
	($)	($)	($)	($)	($)	($)	($)	($)
Investment income	3,033	2,353	2,194	2,262	6,036	1,092	2,082	2,862
Operating expenses	2,059,825	1,589,292	1,624,888	932,703	(11,782,662)	995,566	147,919	871,293
Operating loss	(2,151,916)	(1,586,939)	(1,537,412)	(930,441)	(11,788,698)	(994,474)	(145,837)	(868,431)
Comprehensive loss	(2,079,584)	(666,877)	(1,553,044)	(930,441)	(4,020,828)	(244,474)	(145,837)	(868,431)
Loss per share	(0.02)	(0.01)	(0.01)	(0.01)	(0.04)	(0.01)	-	(0.01)

Overall Performance

The loss and comprehensive loss for the year ended December 31, 2018 was $5,229,946, while the loss for the year ended December 31, 2018 was $5,151,919, the difference of $78,027 was attributed to exchange differences on translation of foreign operations. The loss for the year ended December 31, 2018 was $127,651 lower when compared to the loss of $5,279,570 in the same period of the previous year. Although on an overall basis the loss for the year ended December 31, 2018 does not vary much from the previous year, there are different components that make up these amounts. In 2017, results were impacted by the acquisition of the Pickett Mountain property. In the current year, the majority of expenditures have been related to the exploration and evaluation of the Pickett Mountain property. For similar reasons, the loss and comprehensive loss for three months ended December 31, 2018 was $2,079,584, which was $1,941,244 lower when compared to the loss and comprehensive loss of $4,020,828 in the same period of 2017, while the loss for the three months ended December 31, 2018 was $2,151,916, the difference of $72,332 was attributed to exchange differences on translation of foreign operations.. The decrease was due primarily to the fact that the acquisition of the Pickett Mountain property occurred in the previous year. During 2018, the majority of exploration expenditures were related to the Pickett Mountain property and Orvan Brook property. Exploration and evaluation expenses of $4,701,618 were incurred in the current period as compared to $13,110,743 (including $11,292,055 attributed to the acquisition of Pickett Mountain) in the same period of the previous year.

Share-based payments of $605,090 were incurred as compared to $191,320 in the same period of the previous year. General and admin expenses increased from $425,039 to $743,319. Depreciation decreased from $10,258 to $1,120 and professional fees increased from $58,121 to $157,336. An exchange gain of $33,478 was realized in the current period compared with an exchange loss of $249 in the same period of the previous year. All of these noted fluctuations are a result of regular operating activities of the Corporation in the current period.

The major components of general and administrative costs for the year ended December 31, 2018 include investor relations charges of $47,754, rent, common, and co-op expense of $24,230, executive salaries and wages not charged to exploration of $177,300, corporate accounting fees of $88,200 not charged to exploration, shareholder communications of $22,740, travel expense of $69,773, and business and director's insurance expense of $15,990 and $12,333, respectively.

Over the eight previous quarters, the Corporation has seen the loss vary depending primarily on the amount of exploration expenditures, as well as financing available, while managing to keep a control on the administrative expenses, with slight variances due to personnel levels. On a go forward basis the Corporation will continue to monitor expenditures closely as the Corporation continues its work on the current property portfolio, as well as exploring other potential opportunities as they arise.

The Corporation recorded $9,842 in investment income for the year ended December 31, 2018 compared to $7,820 in the same period of the previous year, this is due to investment balances on hand through the period and fluctuating return rates.

Exploration and evaluation expenditures

The Corporation incurred exploration and evaluation expenditures of $4,701,618 during year ended December 31, 2018, the breakdown of exploration and evaluation for the year to date is as follows:

	Rice Island	**Pickett Mountain**	**Teta gouche**	**Orvan Brook**	**Other**	**Total for current period**	**Total inception to date**
Analysis	-	78,988	1,969	1,950	-	**82,907**	**575,314**
Geological	-	377,594	3,350	135,025	33,516	**549,485**	**1,668,411**
Geophysical	2,719	1,136,622	11,880	-	-	**1,151,221**	**1,978,638**
Geochemical	-	9,152	5,183	-	-	**14,335**	**190,129**
Travel / Accom	-	168,691	-	4,213	2,410	**175,314**	**520,545**
Drilling	-	2,007,914	43,293	219,628	-	**2,270,835**	**4,995,609**
Property Work	-	72,176	4,521	56,670	-	**133,367**	**620,283**
Ops Support	-	117,471	2,340	7,086	-	**126,897**	**207,964**
Administration	72,525	1,742	208	38,382	400	**113,257**	**616,767**
Total Exploration	75,244	3,970,350	72,744	462,954	36,326	**4,617,618**	**11,373,660**
Other Costs*	65,091	15,937	19,760	(18,380)	1,592	**84,000**	**20,708,358**
Total	140,335	3,986,287	92,504	444,574	37,918	**4,701,618**	**32,082,018**

For the year ended December 31, 2017

	Rice Island	**Pickett Mountain**	**Teta gouche**	**Orvan Brook**	**Other**	**Total for 2017**	**Total inception to December 31 2017**
Analysis	9,105	-	3,395	7,125	-	**19,625**	**492,407**
Geological	71,311	72,155	37,342	112,164	7,370	**300,342**	**1,118,926**
Geophysical	150,988	-	10,390	75,601	-	**236,979**	**827,417**
Geochemical	10,607	9,152	14,152	-	-	**33,911**	**175,794**
Travel / Accom	19,207	9,484	105	35,143	7,201	**71,140**	**345,231**
Drilling	445,291	57,142	3,020	467,115	-	**972,568**	**2,724,774**
Property Work	-	34,838	1,536	45,100	-	**81,474**	**486,916**
Ops Support	30,224	-	3,535	17,390	28	**51,177**	**205,624**
Administration	104,604	1,742	137	26,901	7,756	**141,140**	**503,510**
Total Exploration	841,337	184,513	73,612	786,539	22,355	**1,897,462**	**6,880,599**
Other Costs*	(87,046)	1,292,055	18,560	(11,880)	1,592	**1,213,281**	**20,624,358**
Total	754,291	1,476,568	92,172	774,659	23,947	**3,110,743**	**27,504,957**

*Included in other costs is government assistance received.

Mineral property acquisitions and agreements

Maine, U.S.A.

Pickett Mountain Property

On November 16, 2017, the Corporation acquired a 100% interest in the Pickett Mountain Property (the “Property”), located in Penobscot County, northern Maine, U.S.A for a cash purchase price of $11,292,055 (US$8.5 million) (the “Acquisition”).

To fund the acquisition of the Property, the Corporation entered into a Royalty Agreement that granted a 1.35% gross sales royalty on the Property to Altius Resources Inc. (“Altius”), a wholly owned subsidiary of Altius Minerals Corporation, for cash consideration of $7,663,800 (US$6,000,000) and completed a non-brokered private placement (the "Offering") of 20,200,000 subscription receipts ("Subscription Receipts") at a price of $0.25 per Subscription Receipt for gross proceeds of $5,050,000, with Altius subscribing for 14,200,000 Subscription Receipts. The subscription receipts were converted into 14,200,000 common shares of the Corporation.

Pursuant to the Royalty Agreement, Altius has the option to purchase an additional 0.50% gross sales royalty at any time before the first anniversary of commercial production for US$7,500,000. In addition, the Corporation granted Altius certain rights to convert the Pickett Mountain Royalty to equity under certain terms, or to exchange the royalty for a similar royalty on the Corporation's Orvan Brook property. Furthermore, the Corporation agreed to use its best efforts to transfer the timber rights in connection with the Pickett Mountain Project (the "Timber Rights") as soon as practicable. The gross proceeds to be received by Wolfden from the sale of the Timber Rights must be at least US$5,000,000 or such other amount as agreed to by Wolfden and Altius, acting reasonably (the "Timber Proceeds"). Upon such transfer, Wolfden is required to pay Altius 20% of the Timber Proceeds (such 20% amount being the "Timber Rights Consideration"), and deposit into escrow the amount equal to the greater of: (i) US$2,000,000, and (ii) 50% of the difference between the Timber Proceeds and the Timber Rights Consideration (the "Escrowed Proceeds"). The Escrowed Proceeds will be released in accordance with the terms of the Royalty Agreement. Any remaining Escrowed Proceeds will be released from escrow and paid to Wolfden within two business days after the occurrence of any of the following: (i) the first date of commercial production on the Pickett Mountain Project, provided that Wolfden has obtained all the required permits for commercial production on the Pickett Mountain Project; or (ii) the expiry of the Call Right Exercise Period (as defined below).

During the third quarter of 2018, Wolfden Mt. Chase LLC entered into a Forest Management Agreement with Huber Resources Corp. to harvest select portions of the timber on the Property. As per the terms of the contract, Huber has developed a long term forest plan to harvest and sell select portions of the Property, in a sustainable manner, so as to protect the forest and maintain its timber value. A portion (20%) of the sales receipts are paid to Altius, on a regular basis, which is consistent with the terms of the Royalty Agreement. In 2018, the Corporation recorded net proceeds from the sale of timber of $368,928 (US$824,849), that are net of 20% allocated to Altius as per the agreement (2017 - $Nil). These funds are not being placed in escrow and have been included in the working capital of the Corporation.

Pursuant to the Royalty Agreement, Altius has a call right, conversion right and exchange right. Each is summarized below.

Call Right

For the period commencing 36 months following the transfer date of the Timber Rights and ending on the date that is 60 months following such transfer date (the "Call Right Exercise Period"), Altius will have the right to receive the Escrowed Proceeds upon the occurrence of a Trigger Event. A "Trigger Event" means the occurrence of any of the following events, as determined by Altius, acting reasonably: (i) the cancellation or revocation of any material permit required in connection with the Pickett Mountain Project, subject to a 30 day cure period; (ii) the delay of issuance or effectiveness of any permit required in connection with the Pickett Mountain Project for more than 30 days after the date on which Wolfden advised Altius that such permit was expected or required to be issued or effective; (iii) a change in applicable laws which materially adversely affects the Pickett Mountain Project; (iv) the failure to rezone the Pickett Mountain Project as required in connection with the Pickett Mountain Project prior to the date that is 30 months following the date of the Royalty Agreement; (v) Wolfden fails to diligently conduct, or ceases to diligently conduct, as applicable, exploration activities on the Pickett Mountain Project; or (vi) Wolfden fails to incur exploration expenses in respect of the Pickett Mountain Project of not less than US$5,000,000 in aggregate during the three year period ending on the third anniversary of the date of the Royalty Agreement.

Conversion Right

At any time after November 14, 2023, and, if the Timber Rights have not been transferred prior to November 14, 2018, at any time after November 14, 2018, Altius will have the right to convert the Pickett Mountain Royalty, in accordance with the terms of the Royalty Agreement, to cash or Common Shares, or a combination thereof (the "Conversion Right"). Upon the exercise of the Conversion Right, the Common Share consideration to be received by Altius will be equal to the lesser of: (a) the number of Common Shares that is equal in Royalty Value; and (b) the number of Common Shares that does not exceed 19.99% of all outstanding Common Shares on a partially diluted basis. The remaining balance of the Royalty Value is to be paid to Altius in cash. Under the Royalty Agreement, "Royalty Value" means an amount equal to the aggregate of: (i) all amounts paid by Altius to Wolfden (including the purchase price consideration paid by Altius) in respect of the Pickett Mountain Royalty, minus (ii) all Escrowed Proceeds received by Altius, minus (iii) all other payments received by Altius in respect of the Pickett Mountain Royalty. The Common Share conversion price is the greater of: (i) $0.05 per Common Share; and (ii) the volume weighted average trading price of the Common Shares on the TSXV (or any other principal exchange on which the Common Shares are trading) for the twenty consecutive trading days immediately preceding the date of the exercise of the Conversion Right. Upon the exercise of the Conversion Right and satisfaction of the payment thereof by Wolfden, any remaining Escrowed Proceeds will be released to Wolfden.

Exchange Right

Under the Royalty Agreement, Altius has the right to exchange the Pickett Mountain Royalty to a gross sales royalty in respect of the Orvan Brook property, which will be calculated and payable on the same terms as the terms of the Pickett Mountain Royalty in effect on the date of exchange, *mutatis mutandis*.

New Brunswick, Canada

Tetagouche Property

On January 6, 2014, the Corporation closed a definitive purchase agreement (the "Agreement") to acquire a large strategic land package situated in the Bathurst Mining Camp and surrounding area in northeastern New Brunswick. Collectively, the property acquisition comprises land holdings totaling more than 20,000 hectares (the “Property”).

Wolfden acquired the Property from 8100896 Canada Inc., a wholly owned subsidiary of GeoVenCap Inc. (the "Vendor"). Pursuant to the terms of the Agreement, the Corporation purchased all of the Vendor's right, title and interest to and in the Property for cash consideration of $125,000 and 571,428 common shares of Corporation (the "Consideration Shares") having a value of $100,000. The Consideration Shares were subject to a four month hold period under applicable securities laws in Canada.

Orvan Brook Property

On January 3, 2017, the Corporation acquired through claim staking the Orvan Brook property located in the Bathurst Mining Camp, 35 kilometres west of the town of Bathurst, New Brunswick.

Clarence Stream Property Agreements

On August 2, 2016, the Corporation entered into a definitive option agreement (the “Option Agreement”) with 2520885 Ontario Inc. and Galway Metals Inc. (collectively the “Optioner”), whereby the Optioner has agreed to acquire a 100% undivided interest in Wolfden’s Clarence Stream property (the “Property”), located in southwestern New Brunswick.

In order to earn a 100% interest in the Property, the Optioner will make cash payments to Wolfden totaling $3,250,000 over a 3 year period (the “Option Period”). In addition, the Optioner will grant Wolfden a 1% Net Smelter Return Royalty (the “NSR”) from any minerals produced on the Property; the Optioner can purchase the NSR from Wolfden at any time for the sum of $2,000,000.

Under the terms of the Option Agreement, the Optioner will make scheduled cash payments to Wolfden comprising $750,000 on signing of the Option Agreement (the “Effective Date”) (payment received), $750,000 on or before the first anniversary of the Effective Date (payment received and included in "Gain on disposal of mineral properties" in 2017), $1,000,000 on or before the second anniversary of the Effective Date (payment received and included in "Gain on disposal of mineral properties' in 2018) and $750,000 on or before the third anniversary of the Effective Date.

During the Option Period, the Optioner is solely responsible for carrying out and administering exploration, development and mining work on the Property and obtaining all regulatory and third party consents, approvals and authorizations to carry out such work. In the event that the Optioner fails to make any of the cash payments stipulated above, the Option Agreement shall terminate and Wolfden will continue to hold an undivided 100% interest in the Property.

Prior to the 2016 Sale of Clarence Stream Property

(i) On March 7, 2012, the Corporation executed an agreement, which was amended March 29, 2012, and further amended September 6, 2012, to purchase a 30% interest in the Clarence Stream property located in New Brunswick from Rockport Mining Corp. ("RMC"). On the Closing Date, October 18, 2012, RMC sold, assigned and transferred to the Corporation the Subject Interest and the Exploration Data, and the Corporation purchased the Subject Interest and Exploration Data from RMC, for the following consideration:

- A nonrefundable deposit of $75,000 paid on signing of the agreement;
- the sum of $1,000,000, paid by the Corporation to RMC (or its designated Affiliate); and
- the allotment and issuance by the Corporation to RMC (or its designated Affiliate, subject to compliance with Applicable Securities Laws), of that number of IPO Securities having a deemed aggregate value equal to $560,000 (the “Transaction Units”) at a price per Transaction Unit equal to the IPO price of the IPO Securities.

(ii) On January 13, 2012, the Corporation executed an agreement to purchase a 70% interest in the Clarence Stream property located in New Brunswick from Cliffs Chromite Ontario Inc. ("Cliffs"). On the Effective Date, October 18, 2012, Cliffs sold, assigned and transferred to the Corporation the Subject Interest and the Exploration Data, and the Corporation purchased the Subject Interest and Exploration Data from Cliffs, for the following consideration:

- the sum of $10, paid by the Corporation to Cliffs on the Effective Date;
- the sum of $2,000,000, paid by the Corporation to Cliffs (or its designated Affiliate);
- the allotment and issuance by the Corporation to Cliffs (or its designated Affiliate, subject to compliance with Applicable Securities Laws), of that number of Shares having a deemed aggregate value equal to $1,600,000 (the “Transaction Shares”) at a price per Share equal to the IPO price of the Shares;
- the grant by, and agreement of, the Corporation to pay on behalf of itself and its successors and assigns, and the reservation by Cliffs on behalf of itself and its successors and assigns of, a 1% net smelter returns royalty on the Property (the “Net Smelter Returns Royalty”) in perpetuity for each year with respect to all Minerals, all as more formally provided in the Royalty Agreement; and
- the assumption of certain liabilities by the Corporation.

There is a 2% and 1 % Net Smelter Royalty ("NSR") on the property, and the Corporation is required to make $15,000 advance royalty payments annually which are deductible against the 2% NSR.

Brunswick No. 6 West Property

On April 29, 2015, the Corporation acquired, by claim staking, the Brunswick No. 6 West property (the “Property). The wholly owned Property is located 20 kilometers southwest of the City of Bathurst, in the heart of the Bathurst Mining Camp.

Manitoba, Canada

Rice Island Property

On September 15, 2015, the Corporation acquired a 100% interest in the Rice Island nickelcopper deposit situated on the Rice Island property (the "Property") through claim staking. The Property, consisting of 704 hectares, is located 10 kilometres southeast of the Town of Snow Lake in westcentral Manitoba.

During the fourth quarter of 2015, a Notice of Dispute (the "Notice") was filed with the Province of Manitoba with respect to the Rice Island, Manitoba claims. Specifically, the Notice states that an individual (the "Disputant") has taken the position that one of the claims recorded in favour of Wolfden is invalid due to the existence of the Disputant's claims on the land prior to Wolfden's staking of the claim. Wolfden has responded to the Notice and is confident that it has clear and legal title to the subject claim as confirmed by the issuing of the recording certificate by the Manitoba Mining Recorder. This matter was brought to a resolution in conjunction with the signing of the Rice Island Tie-On Property (the "RITOP") agreement described below.

On September 21, 2016, the Corporation entered into an option agreement to expand the Rice Island property by earning a 100% interest in the Rice Island Tie-On Property, located adjacent to Wolfden's existing Rice Island property. Under terms of the option agreement with the Vendor, to earn a 100% interest in the RITOP, the Corporation must make cash payments totaling $250,000 and issue 500,000 common shares of Wolfden annually over a five year period, on or before the anniversary date of the signing of the agreement. A $25,000 cash payment and the issuance of 100,000 common shares was completed on signing. In addition, the Corporation must incur $1,000,000 in exploration expenditures over the same five year period including $100,000 in the first year.

Upon earning a 100% interest in the RITOP, the Vendor retains a 2.5% Net Smelter Royalty on the RITOP as well as on the Rice Island property; of which, Wolfden can purchase 1.5% of the Net Smelter Royalty for the sum of $1,500,000 (0.5% increments at $500,000 per each increment) for each of the properties. Wolfden also retains the right of first refusal on the remaining 1.0% Net Smelter Royalty held by the Vendor for each of the RITOP and Rice Island property.

Liquidity and Capital Resources

The Corporation's cash and cash equivalents balance was $272,050 at December 31, 2018 compared to $2,981,692 at December 31, 2017. Current assets at December 31, 2018 were $1,238,369 compared to $4,093,015 at December 31, 2017 and total assets at December 31, 2018 were $1,242,516 compared to $4,098,282 at December 31, 2017.

Operating Activities

For the year ended December 31, 2018, the Corporation used $3,883,654 in cash related to operating activities. The non-cash charges to earnings included depreciation of $1,120, share-based payments of $605,090, an exchange gain of $33,478 and non-cash acquisition costs of $25,000. For the year ended December 31, 2018, the Corporation also received $1,000,000 related to the Clarence Stream Agreement and received net proceeds of $368,928 from the sale of timber on the Pickett Mountain property. During the year, the majority of the cash used in operating activities can be attributed to the funding of day to day operations.

Investment Activities

For the year ended December 31, 2018, the Corporation redeemed, on a net basis, $179,272 in cash related to investment activities. During the same period of the previous year the Corporation redeemed cash of $348,259 on its investment activities. The Corporation does not believe it is exposed to any material liquidity risks in relation to its investment activities.

Financing Activities

For the year ended December 31, 2018, the Corporation generated cash of $1,039,289; this was attributed to net proceeds from the private placements completed during the year, and proceeds from the exercise of warrants and stock options. During the comparative period for the previous year private placements were completed that provided $7,174,021 after share issue costs.

Outstanding share data

Common Shares

The Corporation’s authorized share capital consists of an unlimited number of common shares without par value. As at April 15, 2019, 129,431,588 common shares were issued and outstanding.

2018

Private Placement

On January 6, 2018, the Corporation completed a non-brokered private placement (the "Offering") of 750,000 common shares of the Corporation at a price of $0.29 per Share (each one a "Unit") for gross proceeds of $217,500 with a Director of the Corporation. Each Unit comprised of one common share of the Corporation (a "Common Share") and one half (1/2) of one common share purchase warrant of the Corporation (each whole warrant, a "Warrant"). Each Warrant is exercisable to acquire one Common Share (a "Warrant Share") at a price of $0.61 for a period of 60 months from the closing date of the Offering.The shares issued under the Offering are subject to a four-month hold period that expired May 6, 2018.

Shares Issued for Mineral Property

Rice Island

In respect of the option agreement related to the Rice Island Tie-On Property, on September 12, 2018 the Corporation issued 100,000 common shares to the vendor. These were valued at $0.25 per common share, totaling $25,000.

2017

Private Placement #1

On January 18, 2017, the Corporation completed a non-brokered private placement (the "Offering") of 3,500,000 flow-through units (the "Flow-through Units") at a price of $0.135 per Flow-through Unit for gross proceeds of $472,500. Each Flow-through Unit consists of one common share of the Corporation that is a "flow-through share" within the meaning of the Income Tax Act (Canada) and one-half of one non-transferable common share purchase warrant (each whole warrant a "Warrant"). Each such Warrant entitles the holder to the purchase of one common share of the Corporation at a price of $0.15 per common share until January 18, 2019, all of which were exercised subsequent to December 31, 2018. The Flow-Through Unit Shares and Warrants issued under the Offering are subject to a four-month hold period that expired May 18, 2017.

Private Placement #2

On June 19, 2017, the Corporation completed a non-brokered private placement (the "Offering") of 4,375,000 common shares of the Corporation that are flow-through common shares within the meaning of the Income Tax Act (Canada) (the "Flow-through Shares") at a price of $0.16 per Flow-through Share for gross proceeds of $700,000. The Flow-Through Shares issued under the Offering are subject to a four-month hold period that expired October 16, 2017. In connection with the offering the Corporation paid $14,400 in cash finder's fees.

Private Placement #3

On December 29, 2017, the Corporation completed a non-brokered private placement (the "Offering") of 1,500,000 flow-through units (the "Flow-through Units") at a price of $0.45 per Flow-through Unit for gross proceeds of $675,000. Each Flow-through Unit consists of one common share of the Corporation that is a "flow-through share" within the meaning of the Income Tax Act (Canada) and one-quarter of one non-transferable common share purchase warrant (each whole warrant a "Warrant"). Each such Warrant entitles the holder to the purchase of one common share of the Corporation at a price of $0.60 per common share until December 29, 2019. The Flow-Through Unit Shares and Warrants issued under the Offering are subject to a four-month hold period that expired April 30, 2018.

Private placement #4

In conjunction with the acquisition of the Pickett Mountain property (the "Acquisition"), the Corporation completed a non-brokered private placement (the "Offering") of 20,200,000 subscription receipts ("Subscription Receipts") at a price of $0.25 per Subscription Receipt for gross proceeds of $5,050,000. Immediately prior to the Acquisition, each holder received, without payment of additional consideration or further action on the part of the holder, one unit of the Corporation (each a "Unit"). Each Unit comprised of one common share of the Corporation (a "Common Share") and one half (1/2) of one common share purchase warrant of the Corporation (each whole warrant, a "Warrant"). Each Warrant is exercisable to acquire one Common Share (a "Warrant Share") at a price of $0.35 for a period of 60 months from the closing date of the Offering. All securities were subject to a four month hold that expired March 15, 2018. In connection with the Offering, the Corporation paid $327,275 in cash for finders fees.

Shares Issued for Mineral Property

Rice Island

In respect of the option agreement related to the Rice Island Tie-On Property, the Corporation issued 100,000 common shares to the vendor. These were valued at $0.15 per common share, totaling $15,000.

Share issue costs of $NIL (2017 - $238,810) in connection with the above private placements were recorded in Equity.

Warrants

The following table reflects the share purchase warrants outstanding as at April 15, 2019:

Expiry Date	Exercise Price $	Warrants Outstanding #
November 15, 2022	0.35	10,100,000
January 15, 2023	0.61	375,000
		10,475,000

Stock Options

Expiry Date	Exercise Price $	Options Granted #	Options Vested #
March 09, 2022	0.75	1,465,000	1,465,000
February 05, 2019	0.25	100,000	100,000
August 29, 2019	0.15	855,000	855,000
August 18, 2021	0.13	1,100,000	1,100,000
March 09, 2022	0.14	50,000	50,000
July 20, 2022	0.14	1,095,000	1,095,000
December 29, 2022	0.53	600,000	100,000
July 10, 2023	0.30	2,440,000	2,440,000
February 12, 2024	0.30	300,000	-
		8,005,000	7,205,000

Related Party Transactions

The Corporation's related parties include key management personnel and entities over which they have control or significant influence as described below.

	Nature of transactions
1752466 Ontario Inc. o/a The Alyris Group	Accounting, IT consulting and management services
2401794 Ontario Inc.	Facilities
DRAX Services Limited	Corporate secretarial and filing services
Premier Gold Mines Limited	Rental

Unless otherwise stated, none of the transactions incorporate special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

The following are the related party transactions, recorded at the exchange amount as agreed to by the parties For the year ended December 31, 2018, respectively:

(a) Included in general and administrative expenses are amounts totaling $94,711 (2017 - $109,546), for accounting and management services provided by 1752466 Ontario Inc., O/A The Alyris Group, a company related to the Corporation through Ewan Downie, Director of Wolfden and Dan Mechis, a previous Director of Wolfden. As of October 1, 2018, Ewan Downie is no longer a related party to the Alyris Group.

(b) Included in general and administrative expenses are amounts totaling $20,037 (2017 - $30,602) for rent paid to 2401794 Ontario Inc., a wholly-owned subsidiary of Premier Gold Mines Ltd., a company related to the Corporation through Ewan Downie, John Seaman and Ron Little, who are all Directors of Wolfden and Premier.

(c) Included in general and administrative expenses are amounts totaling $12,046 (2017 - $12,621) for corporate secretarial services provided by DRAX Services Limited, related to the Corporation through Shaun Drake, Corporate Secretary of Wolfden.

Key management personnel remuneration includes the following amounts:

	2018	2017
	$	**$**
Salary and wages	**259,769**	197,750
Share-based payments	**364,200**	91,845
Other compensation	**10,419**	7,318
Directors fees	**19,500**	-
	653,888	296,913

Commitments

The Corporation has commitments relating to an office lease, which includes rent, common cost, and co-op cost, expiring June 2020.

The minimum payments are as follows:

	$
2019	22,580
2020	10,349
	32,929

Flow-through renunciation

On January 18, 2017, the Corporation completed a flow-through financing to raise $472,500. The Corporation renounced 100% of the flow-through raised in 2017 to investors as at December 31, 2017. The Corporation has until February 1, 2018 to incur expenditures before monthly interest charges begin to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the $472,500 in flow-through financing raised in 2017, the Corporation has incurred $472,500 in exploration expenses, and thus fulfilling its obligation in relation to these renounced expenditures.

On June 19, 2017, the Corporation completed a flow-through financing to raise $700,000. The Corporation renounced 100% of the flow-through raised in 2017 to investors as at December 31, 2017. The Corporation has until February 1, 2018 to incur expenditures before monthly interest charges begin to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the $700,000 in flow-through financing raised in this financing in 2017, the Corporation has incurred $700,000 in exploration expenses, and thus fulfilling its obligation in relation to these renounced expenditures.

On December 29, 2017, the Corporation completed a flow-through financing to raise $675,000. The Corporation renounced 100% of the flow-through raised in 2017 to investors as at December 31, 2017. The Corporation had until February 1, 2018 to incur expenditures before monthly interest charges begin to accrue on unspent funds. Interest charges incurred by the Corporation as a result of this income tax legislation are charged to income in the period incurred. Of the $675,000 in flow-through financing raised in this financing in 2017, the Corporation has incurred $675,000 in exploration expenses, and thus fulfilling its obligation in relation to these renounced expenditures.

Critical Accounting Estimates and Judgements

In the application of the Corporation's accounting policies, which are described in Note 2, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Significant estimates

The preparation of these financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. The financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and the revision affects both current and future periods. Significant estimates include:

i. the inputs used in accounting for share purchase option expense in the statement of loss and comprehensive loss;

ii. the provision for income taxes which is included in the statements of loss and comprehensive loss and composition of deferred income tax assets and liabilities included in the statement of financial position which have not yet been confirmed by the taxation authorities, and

iii. the estimated useful lives of equipment and leaseholds which are included in the statement of financial position and the related depreciation included in the statement of loss and comprehensive loss.

Recent Accounting Pronouncements

The accounting policies adopted in the preparation of these consolidated financial statements have been prepared on the basis of all IFRS and interpretations effective as at December 31, 2018.

Accounting standards issued and effective January 1, 2018, recently adopted

The Corporation has assessed the following changes to accounting standards and determined that there was no material impact on the financial statements:

- IFRS 15, Revenue from Contracts with Customers establishes an single model in accounting for revenue arising from contracts with customers. This supercedes current revenue recognition guidance including IAS 18 Revenue, IAS 11 Construction Contracts and the related interpretations; and

- IFRS 9, Financial Instruments introduces new requirements for the classification and measurement of financial assets and liabilities.

Accounting standards issued and effective January 1, 2019

The Corporation is currently assessing the impact that the following changes to accounting standards will have on the financial statements:

- IFRS 16, Leases introduces new requirements for the classification and measurement of leases. The standard is effective for annual reporting periods beginning January 1, 2019 although early application is permitted for companies that also apply IFRS 15 – Revenue from Contracts with Customers. The Corporation will adopt it using the modified retrospective approach, resulting in no restatement of prior year comparatives and the cumulative impact of applying IFRS 16 will be recognized at January 1, 2019. The Corporation has completed the assessment of it’s equipment and building rentals, land leases and service agreements and determined there will be no significant impact on lease expense or depreciation expense. Upon adoption, the Corporation has elected to apply the available exemptions as permitted by IFRS 16 to recognize a lease expense on a straight line basis for short-term leases (lease term of 12 months or less) and low value assets ($5,000 or less). There was close attention paid to all of the Corporation's drilling contracts to ensure that they did not contain embedded leases for property,plant and equipment. None of those contracts resulted in right of use of an asset. The quantitative impact of adopting IFRS 16 will be provided in the Corporation's first 2019 quarterly report.

- IFRIC 23, Uncertainty over Income Tax Treatments provides guidance on the accounting for current and deferred tax liabilities and assets in circumstances in which there is uncertainty over income tax treatments. The interpretation is applicable for period beginning on or after January 1, 2019. Earlier adoption is permitted

Financial Instruments

Financial instruments consist of cash and cash equivalents, accounts receivable, investments, and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying value due to the short term to maturity, unless otherwise noted.

Risk Factors

An investment in the Corporation involves a number of risks. You should carefully consider the following risks and uncertainties in addition to other information in this report in evaluating the Corporation and its business before making any investment decision in regards to the common shares of the Corporation. The Corporations' business, operating and financial condition could be harmed due to any of the following risks. The risks described below are not the only ones facing the Corporation. Additional risks not presently known to us may also impair business operations.

Exploration and Mining Risks

The Corporation is engaged in mineral exploration and development activities. Mineral exploration and development involves a high degree of risk and few properties which are explored are ultimately developed into producing mines. The long-term profitability of our operations will be in part directly related to the cost and success of our exploration programs, which may be affected by a number of factors beyond our control.

Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Corporation has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of mineral resources, any of which could result in work stoppages, damage to property, and possible environmental damage.

Hazards such as unusual or unexpected formations and other conditions such as formation pressures, fire, power outages, labour disruptions, flooding, explorations, cave-ins, landslides and the inability to obtain suitable machinery, equipment or labour are involved in mineral exploration, development and operation. We may become subject to liability for pollution, cave-ins or hazards against which we cannot insure or against which we may elect not to insure. The payment of such liabilities may have a material, adverse effect on our financial position.

The Corporation relies upon consultants and others for exploration and development expertise. Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis. The economics of developing mineral properties is affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in metal markets, allowable production, importing and exporting of minerals and environmental protection.

Financing Risks

The Corporation is limited in financial resources, and as a mineral exploration company has no source of operating cash flow. The Corporation has no assurance that additional funding will be available to us for further exploration and development of our projects or to fulfill our obligations under any applicable agreements. There can be no assurance that we will be able to obtain adequate financing in the future, or that the terms of such financing will be favourable. Failure to obtain additional financing could result in delay or indefinite postponement of further exploration and development of our projects with the possible loss of such properties.

Regulatory Requirements

Even if our mineral properties are proven to host economic reserves of mineral resources, factors such as governmental expropriation or regulation may prevent or restrict mining of any such deposits or repatriation of profits. The Corporation may acquire other properties in other jurisdictions or countries. Any changes in regulations or shifts in political conditions are beyond the control of the Corporation and may adversely affect our business. Operations may be affected in varying degrees by government regulations with respect to restrictions on production, price controls, export controls, income taxes, and expropriation of property, environmental legislation and mine safety.

Uninsurable Risks

In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. It is not always possible to fully insure against such risks and the Corporation may decide not to take out insurance against such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any future profitability and result in increasing costs and a decline in the value of the securities of the Corporation.

No Assurance of Titles

It is possible that any of our properties may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects.

Permits and Licenses

The operations of the Corporation may require licenses and permits from various governmental authorities. There can be no assurance that such licenses and permits as may be required to carry out exploration, development and mining operations at our projects will be granted.

Competition

The mineral industry is intensely competitive in all its phases. We compete with many companies possessing greater financial resources and technical facilities than the Corporation for the acquisition of mineral concessions, claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees.

In addition, there is no assurance that a ready market will exist for the sale of commercial quantities of ore. Factors beyond the control of the Corporation may affect the marketability of any substances discovered. These factors include market fluctuations, the proximity and capacity of natural resource markets and processing equipment, government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Corporation not receiving an adequate return on invested capital or losing our investment capital.

Environmental Regulations

Our operations may be subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving 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 profitability of operations. There is no assurance that future changes in environmental regulation, if any, will not adversely affect our operations.

Stage of Development

The Corporation is in the business of exploring for, with the ultimate goal of producing, mineral resources from our mineral exploration properties. None of our properties have commenced commercial production and we have no history of earnings or cash flow from our operations. As a result of the foregoing, there can be no assurance that we will be able to develop any of our properties profitably or that our activities will generate positive cash flow. We are unlikely to enjoy earnings or pay dividends in the immediate or foreseeable future. A prospective investor in the Corporation must be prepared to rely solely upon the ability, expertise, judgment, discretion, integrity and good faith of our management in all aspects of the development and implementation of our business activities.

Markets for Securities

There can be no assurance that an active trading market in our securities will be established and sustained. The market price for our securities could be subject to wide fluctuations. Factors such as commodity prices, government regulation, interest rates, share price movements of our peer companies and competitors, as well as overall market movements, may have a significant impact on the market price of the securities of the Corporation. The stock market has from time to time experienced extreme price and volume fluctuations, particularly in the mining sector, which have often been unrelated to the operating performance of particular companies.

Reliance on Key Individuals

Our success depends to a certain degree upon certain key members of the management. It is expected that these individuals will be a significant factor in our growth and success. The loss of the service of members of the management and certain key employees could have a material adverse effect on the Corporation.

Geopolitical Risks

The Corporation may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on future exploitation and production, price controls, export controls, currency availability, income taxes, delays in obtaining or the inability to obtain necessary permits, opposition to mining from environmental and other non-governmental organizations, expropriation of property, ownership of assets, environmental legislation, labour relations, limitations on mineral exports, increased financing costs, and site safety. In addition, legislative enactments may be delayed or announced without being enacted and future political action that may adversely affect the Corporation cannot be predicted. Any changes in regulations or shifts in political attitudes that may result, among other things, in significant changes to mining laws or any other national legal body of regulations or policies are beyond the control of the Corporation and may adversely affect its business. The possibility that future governments may adopt substantially different policies, which might extend to the expropriation of assets, cannot be ruled out.

Financial instruments and related risks

The Corporation's operations include the acquisition and exploration of mineral properties in Canada. The Corporation examines the various financial risks to which it is exposed and assesses the impact and likelihood of occurrence. These risks may include credit risk, liquidity risk, currency risk, interest rate risk and other risks. Where material, these risks are reviewed and monitored by the Board of Directors.

Credit risk

Counterparty credit risk is the risk that the financial benefits of contracts with a specific counterparty will be lost if a counterparty defaults on its obligations under the contract. This includes any cash amounts owed to the Corporation by those counterparties, less any amounts owed to the counterparty by the Corporation where a legal right of off-set exists and also includes the fair values of contracts with individual counterparties which are recorded in the financial statements.

- Cash and cash equivalents
  In order to manage credit and liquidity risk the Corporation invests only in highly rated investment grade instruments that have maturities of six months or less and are cashable at any time. Limits are also established based on the type of investment, the counterparty and the credit rate.

Liquidity risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through the management of its capital structure.

Accounts payable and accrued liabilities are due within the current operating period.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Corporation will realize a significant loss as a result of a decline in the fair market value is limited as the Corporation holds all of its funds in cash and guaranteed investment certificates.

Currency risk

The Corporation is exposed to the financial risk related to the fluctuation of foreign exchange rates. The functional and reporting currency of the Corporation is the Canadian dollar, however it has operations located in the United States, and as such is subject to fluctuations in that currency. Changes in the currency exchange rates between the Canadian dollar relative to the US dollar could have an effect on the Corporation's results of operations, financial position or cash flows. The Corporation has not hedged its exposure to currency fluctuations. At December 31, 2018, a 100 basis point decrease/increase in the U.S. Dollar would result in a foreign exchange gain/loss of approximately $127.

The Corporation does not invest in derivatives to mitigate these risks.

The following table sets forth the Corporation's financial assets measured at fair value by level within the fair value hierarchy.

Management of Capital Risk

The Corporation manages its common shares, stock options and warrants as capital. The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going-concern in order to pursue the exploration of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares and, acquire or dispose of assets.

In order to maximize ongoing exploration efforts, the Corporation does not pay out dividends. The Corporation's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with short-term maturities, selected with regard to the expected timing of expenditures from continuing operations.

The Corporation expects its current capital resources after the private placement expected to be completed subsequent to year-end will be sufficient to carry out its exploration plans and operations through 2019.

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements.

Changes in Internal Control over Financial Reporting (“ICFR”)

No changes occurred in the fourth quarter of 2018 of the Corporation’s ICFR that have materially affected, or are reasonably likely to materially affect the Corporation’s ICFR.

Additional Information

Additional information relating to the Corporation can be found on SEDAR at www.sedar.com.

Mr. Ron Little, President and CEO, and Mr. Don Hoy, Senior VP Exploration of Wolfden Resources Corporation is the Qualified Person for the information contained in this MD&A and is a Qualified Person defined by National Instrument 43-101.

(Signed) Lance Dyll, CPA, CA
Chief Financial Officer

Thunder Bay, Canada
April 15, 2019