

**STRATABOUND MINERALS CORP.
INTERIM MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2013**

November 29, 2013

The following discussion and analysis of financial condition and results of operations should be read in conjunction with the Company's annual audited financial statements and related notes for the year ended December 31, 2012, the annual Management Discussion and Analysis dated April 30, 2013, and the Condensed Interim Financial Statements and related notes prepared by management for the period ended September 30, 2013 which have been prepared in accordance with International Financial Reporting Standards (IFRS).

Description of Business

Stratabound is in the business of mineral exploration and evaluation, with base metal, silver and gold properties in New Brunswick, and gold and base metal prospects in Quebec.

Overview and Summary

In the first quarter of 2013, the Company undertook a mining and milling campaign on its Captain North Extension (CNE) Mining Lease near Bathurst, New Brunswick, with ore being trucked to Xstrata Zinc's mill for production of saleable concentrates. Mining was terminated and reclamation undertaken upon the shutdown of the mill on April 12, 2013.

In "recognition of valuable contributions to the mining and minerals industry of New Brunswick", Stratabound received the 2013 Developer of the Year Award following a unanimous vote by the New Brunswick Prospectors and Developers Association. The award was presented to Stratabound's president, Stan Stricker, by the Hon. Craig Leonard, Minister of Natural Resources, at the New Brunswick Exploration, Mining and Petroleum Conference hosted by the Department of Natural Resources in Fredericton, N.B. on November 5.

The CNE Project in northern New Brunswick was intended to take advantage of a short-term opportunity for Stratabound to deliver ore from its CNE zinc-lead silver deposit to Xstrata Zinc's nearby Brunswick mill, in order to produce concentrates that would be purchased by Xstrata. Although the Company succeeded in getting 62,720 tonnes milled, results were disappointing due to a number of factors which contributed to not attaining our delivery target of 90,000 tonnes.

Details were presented in the Management Discussion and Analysis for the six months ended June 30, 2013, available on the Company's website. Chief among these factors was an unnecessarily protracted permitting process that delayed final approvals to proceed with development and production until January 24, 2013. This allowed the Company only two months to construct and operate a mine as the mill was officially scheduled to close on March 30, 2013.

Subsequent to the end of the third quarter, reclamation of the CNE site was completed. Monitoring and analysis of water leaving the site will continue for a period of up to three years.

Management has not determined whether or not an economic level of resource remains in the mine in the event that a custom milling facility becomes available within trucking distance, and thus no decision has been made on future mining operations on this property.

Following a \$250,000 flow-through share private placement financing, the Company has now resumed its exploration activities in the Bathurst Mining Camp.

A number of newly defined electromagnetic anomalies have been detected by a recently completed MaxMin geophysical survey on the CNE and Captain claims. These are being drilled to determine whether they reflect mineralization.

Several new drill targets have also been identified on the optioned Commander claims, including locations within the previously identified gravity anomaly and others closer to the CNE Mine. At least one drillhole is planned on the Commander property.

Overall Performance

During the first nine months of 2013 the Company incurred \$8,354,688 of production costs related to the CNE mine (not including depletion and amortization) and an additional \$1,066,029 related to site reclamation. Production revenue at September 30, 2013 was \$10,433,145. Exploration expenditures were \$98,748 compared to \$483,155 for the first nine months of 2012.

On May 17, 2013, Stratabound repaid in full a \$1.4 million production loan.

During the period the Company entered into a short-term loan facility with a private company controlled by its largest shareholder in the amount of \$850,000. This facility bears interest at 6% per annum. As additional consideration, the Company issued 1,000,000 common share purchase warrants which vested immediately, are exercisable at \$0.20 per warrant and expire on June 5, 2014. The Company used these funds to post reclamation bonds with the New Brunswick Department of Energy and Mines. Subsequent to the period \$720,000 of the reclamation bond was refunded and used to reduce the loan. The remaining \$130,000 bond is to be released after a period of up to three years of monitoring water leaving the CNE mine site.

During the period Stratabound received notification of a \$25,000 exploration grant for the CNE/Captain claim group from the New Brunswick Department of Energy and Mines under the Junior Mining Assistance Program. Subsequent to the period end the Company was approved for an additional \$15,000 grant.

The Company closed a non-brokered private placement subsequent to the period end of 2,500,000 Units at \$0.10 per Unit for gross proceeds of \$250,000 to be issued on a flow through basis. Each Unit consists of one common share of the Company and one share purchase warrant entitling the holder to subscribe for one additional share at \$0.20 for 5 years from closing.

Selected Financial Information

The financial data are presented in accordance with International Financial Reporting Standards (IFRS). The reporting currency is the Canadian dollar.

Summary of Quarterly Results

| 2013/2012 | Sept 30/13 | June 30/13 | March 31/13 | Dec 31/12 |
|----------------------------------------------|-----------------------|-----------------------|------------------------|----------------------|
| Revenue – mining operations | \$ - | \$5,343,145 | \$5,100,000 | \$ - |
| Revenue – interest income | 45 | 1,117 | 5,205 | 188 |
| Loss before income taxes (income) | 1,342,925 | 1,528,988 | (1,631,589) | 76,208 |
| Comprehensive loss (income) | 1,344,453 | 1,422,397 | (1,628,591) | (490,326) |
| Basic and diluted loss per share (income) | 0.018 | 0.019 | (0.022) | 0.008 |

| 2012/2011 | Sept 30/12 | June 30/12 | March 31/12 | Dec 31/11 |
|----------------------------------------------|-----------------------|-----------------------|------------------------|----------------------|
| Revenue – interest income | \$ 244 | \$ 294 | \$ 50 | \$ 43 |
| Loss before income taxes (income) | 45,138 | 392,903 | (63,913) | 322,633 |
| Comprehensive loss | (44,738) | 95,981 | (26,430) | 449,701 |
| Basic and diluted loss per share (income) | 0.001 | 0.001 | (0.001) | 0.006 |

As a result of impairment write-downs comprehensive losses can be extremely variable.

Results of Operations

Expenses relating to exploration and evaluation of mineral properties and their acquisition are capitalized as Mineral Exploration and Evaluation Assets on the condensed interim statement of financial position. Details of expenditures incurred on the Company's projects during the first nine months of 2013 and 2012 are listed under the heading "Additional Disclosure" in this Management Discussion and Analysis.

General and administrative expenses in the first nine months of 2013 were \$152,182 compared with \$142,392 for the corresponding period in 2012 (see Table below). The increase is attributable to a lower percentage of salary amounts being capitalized to mineral exploration and evaluation assets.

General and Administrative Expenses

| | 2013 | 2012 |
|---------------------------------------|----------------|-----------|
| Nine months ended September 30 | \$ | \$ |
| Salaries and benefits | 53,479 | 39,583 |
| Professional Fees | 41,615 | 47,228 |
| Office and other | 28,185 | 29,359 |
| Filing fees & investor communications | 23,503 | 20,743 |
| Rent | 5,400 | 5,400 |
| Reassessment | - | 79 |
| TOTALS | 152,182 | 142,392 |

During the nine month period, revenue of \$10,443,145 was received for 62,720 dry metric tonnes (DMT) of ore delivered to Xstrata Zinc. Cost of sales for the nine month period was \$10,363,354 which includes \$2,008,666 of accumulated depletion and amortization (see Table below).

Cost of Sales

| Nine month period ended | Sept 30, 2013 | Sept 30, 2012 |
|--------------------------------|----------------------|---------------|
| | \$ | \$ |
| Blasting, mining and delivery | 2,962,653 | - |
| Smelting | 2,411,185 | - |
| Milling | 2,226,984 | - |
| Water treatment | 379,316 | - |
| Finance charges | 204,834 | - |
| Refining | 103,387 | - |
| Exchange loss | 63,529 | - |
| Insurance | 2,800 | - |
| Depletion and amortization | 2,008,666 | - |
| | \$10,363,354 | - |

The Company's condensed statements of comprehensive income for the nine months ended September 30, 2013 show a comprehensive loss of \$1,138,259 compared to comprehensive income of \$167,147 for the corresponding period in 2012. The loss largely arises from depletion and impairment of the CNE mine.

At September 30, 2013 the Company had a working capital deficit of \$99,486 compared with a working capital deficit of \$182,135 at the end of 2012. At September 30, 2012 the Company had working capital of \$366,290.

Bathurst Base Metal Properties, New Brunswick

Stratabound owns a 100% interest in the CNE Mining Lease and the CNE/Captain, Taylor Brook and Nepisiguit Brook claim groups, totaling 6,405 hectares, within the Bathurst Mining Camp in northeast New Brunswick, Canada, one of the world's greatest zinc-lead-silver districts. In addition, Stratabound holds an option on 1,049 hectares adjoining the northern boundary of the CNE/Captain claim group. The option agreement is with Commander Resources Ltd., and enables Stratabound to acquire up to a 65% interest in Commander's claims.

These 100%-owned and optioned properties are all situated in the heart of the Bathurst camp, with three world-class base metal mines occurring within a 20 kilometre radius of them, namely Brunswick No. 12, Brunswick No. 6, and Heath Steele. Stratabound's wholly-owned claims host three known base metal sulphide bodies: the CNE Mine and the Captain and Taylor Brook deposits, on properties with potential that has not been fully explored.

Cumulative exploration and evaluation expenditures to September 30, 2013 are \$5,016,418 net of provincial government incentive payments and property expense write-offs. As mining at CNE began on March 5, 2013, \$1,322,346 was transferred from exploration and evaluation to property, plant and equipment.

Captain North Extension (CNE) Mine

During the period March 6 to April 12, 2013 lead-zinc-silver ore was mined from the CNE deposit, taking advantage of a short-term opportunity to utilize Xstrata Zinc's Brunswick #12 mill to produce saleable metal concentrates.

A total of 62,720 dry metric tonnes (DMT) were milled in April, 2013 at an average grade of 8.13% zinc, 3.22% lead, and 111 g/t silver. Saleable production was 6,239 DMT of zinc concentrate grading 54.55% zinc; 2,122 DMT of lead concentrate grading 41.51% lead and 919 g/t silver; 1,541 DMT of bulk concentrate with 42.21% zinc, 16.27% lead, and 491 g/t silver; and 50 DMT of copper concentrate grading 12.41% copper and 2,436 g/t silver.

Payable metals in concentrates were 7,540,148 lbs zinc; 2,251,257 lbs lead; 75,513 oz silver, 12,462 lbs copper; and 144 oz gold. These payable amounts were subject to milling, smelter and refining, freight, handling, marketing and financing charges by Xstrata.

This milling campaign represents the last ore ever to be processed at Brunswick #12 mill. For decades, Brunswick #12 was the world's largest underground zinc mine.

Reclamation of the CNE Mine has been completed subsequent to the end of the third quarter. Monitoring and analysis of water leaving the site will continue for a period of up to three years.

A number of geophysical anomalies located within a few hundred metres of the CNE are now being drilled to determine whether they represent additional mineralization.

Captain Deposit

The most recent NI 43-101 compliant Technical Report and Resource Estimate, dated March 4, 2011, which is summarized below, reflects mineralization defined by 30 drill holes to date:

| |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| At 1.0% CuEq* cut-off: Measured & Indicated 667,000 tonnes @ 1.42% Cu, 0.048% Co, 0.25 g/t Au; plus Inferred 298,000 tonnes @ 1.18% Cu, 0.038% Co, 0.20 g/t Au. |
| At 0.6% CuEq* cut-off: Measured & Indicated 1,006,000 tonnes @ 1.03% Cu, 0.051% Co, 0.20 g/t Au; plus Inferred 960,000 tonnes @ 0.64% Cu, 0.039% Co, 0.12g/t Au. |

**Based on total in-situ metal - no recovery factors applied*

A Preliminary Economic Assessment of the Bathurst properties (November 23, 2011) indicated the Captain deposit to be non-economic at that time and recommended additional drilling to further extend and sample the higher grade core of the mineralized zone, which remains open at depth.

The PEA further recommended that bore hole electromagnetic surveying be undertaken. Strong off-hole anomalies delineated by such work should be considered high priority drilling targets for lead-zinc mineralization flanking the copper stockwork zone.

Drilling has followed the zone to a depth of 400 metres. A MaxMin geophysical anomaly north of the Captain deposit is being tested in the current drill program.

Taylor Brook Deposit

No work has been done on the Taylor Brook property in 2013.

This extensive blanket of pyritic massive sulphides is located 11 kilometres northwest of the CNE Mine and 6 kilometres northeast of the 25 million tonne Heath Steele Mine.

As currently known this low-grade lead-zinc-silver deposit has a strike length of approximately 650 m and a down-dip extent of greater than 600 m. It comprises one to four stratabound horizons of heavily disseminated to semi-massive and massive sulphides interlayered with hydrothermally altered volcanic rocks.

Width and grades of the base metal mineralization are highly variable within the sulphide zone. Most of the intersections grade less than 3% lead and zinc although narrow high grade intervals (e.g. 1.0 m. of 10.7% Zn, 2.2% Pb and 5.2 oz/ton Ag in Hole TB95-2) have been encountered. Metal zonation, i.e. zinc and lead-rich tops and copper enriched bases, is locally developed on the scale of individual horizons or on the scale of total deposit thickness. The lead, zinc, and copper ratios are consistent with the same ratios from other deposits in the Bathurst Mining Camp.

The renowned Brunswick No.12 Mine contained perhaps 100 million tonnes of similar non-economic pyritic massive sulphides adjoining the economic deposits that produced 136 million tonnes of high-grade ore, and inasmuch as Taylor Brook is open along strike and down dip, additional drilling continues to be warranted.

A previous drill program by Stratabound located a "channel" containing 3% – 8% lead-zinc, indicating good exploration potential for Taylor Brook.

Stratabound is seeking a joint-venture partner to further explore this potential.

Commander Option

On the optioned Commander property (1,049 hectares), which adjoins the north boundary of the CNE/Captain claim groups, the Company completed gravity and transient electromagnetic (UTEM) geophysical surveys during the first quarter of 2013. The Commander survey data, as well as geophysical work previously completed on Stratabound's 100%-owned CNE/Captain groups, have been reviewed by geophysicist Dr. Jules Lajoie. Several new drill targets have been identified by Stratabound in various detailed geophysical surveys over the past two years, including locations within the Commander gravity anomaly and others closer to the CNE Mine. One of these, a strong shallow response, is being drilled in the current exploration program. Previous drilling encountered significant copper-gold intersections including 27 metres grading 1.4% copper, and 11 metres grading 2.04% copper, 0.49 g/t gold and 7.48 g/t silver.

Cumulative expenditures to September 30, 2013 on the Commander option are \$534,382.

Green Point, New Brunswick

Early in 2013, a prospecting program was completed on this 118 claim (2,561 hectare) property, located 2.5 kilometres north of the Bathurst camp.

This grass-roots prospect contains ten previously known sulphide occurrences, most of which are irregular veins less than one metre wide, carrying base metal and gold values. Nine holes were drilled by a previous owner, Dr. Ben Baldwin. A major alteration zone was reportedly intersected in the drilling. The best intersection was in Hole 3 where 1.17 g/t was reported over a 15.5 metre core length.

The 2013 work is a follow-up to Stratabound's initial 2011 exploration program, which collected and assayed 149 soil samples west of the Baldwin gold occurrence. Three prominent soil anomalies were outlined in the initial work.

Stratabound has a 100% interest, subject to a 2% net smelter return royalty.

Cumulative expenditures to September 30, 2013 are \$65,108.

Gemini Hills, Quebec

No work has been done on the Gemini Hills, Quebec gold property in 2013.

In 2012, drilling was conducted on these claims funded by Canuck Exploration Ltd., a private company based in La Motte, Quebec, which thereby earned a 25% interest in the property. No mineralization of interest was intersected.

This 519 hectare property is situated near the village of Saint-Gérard-de-Berry, 90 kilometres north of Val-d'Or, Quebec.

After acquiring the claims in September 2010, a number of gold targets were identified with prospecting, induced polarization and magnetics.

In 2011 four outcrops were stripped, washed, sampled and mapped. Channel sampling defined mineralized intervals of 3.71 g/t gold over 1.5m and 1.87 g/t gold over 3.0m, within a mineralized deformation system accompanied by alteration and hydrothermal quartz and pyrite.

Cumulative expenditures to September 30, 2013 are \$139,512.

Enja Property, Quebec

No work has been done on the Enja claims in 2013.

This wholly-owned property is drill-ready following detailed airborne magnetic and VTEM surveys and an MMI-M soil geochemical survey. Recent discoveries by junior exploration companies have resulted in heightened activity and interest in the area. Stratabound is seeking a joint venture partner for a drilling program on these claims.

Enja comprises 47 claims covering 2,520 hectares located in terrain with potential for both precious and base metals. It is situated in Enjalran and Massicotte Townships, northwest Quebec, between the Detour Lake and Casa Berardi gold camps, and 35 kilometres west of the Selbaie Mine, a major past producer of copper, zinc, gold and

silver. The Company's ground extends from the Ontario border eastward beyond the Turgeon River, and includes a portion of a pronounced circular structure resembling the metals-rich Selbaie Caldera.

A gold-bearing sulphide to oxide iron formation over 1-kilometre in length has been identified in the western portion of the property, and a volcanogenic massive sulphide setting containing zinc has been identified within a separate fault block on the eastern claims.

Cumulative expenditures on the Enja property to September 30, 2013 are \$238,775 net of government incentives.

Liquidity

At September 30, 2013 the Company had a working capital deficit of \$99,486 compared with a working capital deficit of \$182,135 at the end of 2012. At September 30, 2012 the Company had working capital of \$366,290.

During the nine month period the Company entered into a short-term loan facility with a private company controlled by its largest shareholder in the amount of \$850,000. The Company used these funds to post reclamation bonds with the New Brunswick Department of Energy and Mines. Subsequent to the period \$720,000 of the reclamation bond was refunded and used to reduce the loan.

During the period, Stratabound received notification of a \$25,000 exploration grant for the CNE/Captain claim group from the New Brunswick Department of Energy and Mines under the Junior Mining Assistance Program. Subsequent to the period end the Company was approved for an additional \$15,000 grant.

The Company closed a non-brokered private placement subsequent to the period end of 2,500,000 Units at \$0.10 per Unit for gross proceeds of \$250,000 to be issued on a flow through basis. Each Unit consists of one common share of the Company and one share purchase warrant entitling the holder to subscribe for one additional share at \$0.20 for 5 years from closing.

Future exploration is dependent on continued equity financing and/or joint ventures with other companies. The Company has no long-term debt, purchase obligations or off-balance sheet arrangements.

Additional Disclosure

Detailed capitalized exploration and evaluation costs for the nine months ended September 30, 2013 and 2012 are broken-down by project as follows:

Capitalized Exploration and Evaluation Expenses

| NINE MONTHS ENDED SEPTEMBER 30, 2013 | | | | | | |
|--------------------------------------|-------------------------|-----------------|----------------|----------------------|--------------------|------------------|
| | Bathurst Properties, NB | Green Point, NB | Enja Que. | Commander Option, NB | Gemini Hills, Que. | TOTALS |
| | \$ | \$ | \$ | \$ | \$ | \$ |
| Cost – Jan 01, 2013 | 6,317,233 | 45,028 | 169,266 | 467,287 | 139,268 | 7,138,082 |
| Acquisition & renewals | 8,710 | 1,250 | 2,992 | | 244 | 10,766 |
| Assays and analyses | | 1,059 | | 339 | | 1,398 |
| Core shack | 15,622 | 216 | | 3,186 | | 19,024 |
| Drilling | | | | | | 0 |
| Geochemistry | | | | | | 0 |
| Geology and supervision | | 17,555 | | 21,541 | | 39,096 |
| Geophysics | | | | 38,976 | | 38,976 |
| Insurance | 5,000 | | | | | 5,000 |
| Line-cutting | | | | 1,753 | | 1,753 |
| Salaries | 7,200 | | | 1,300 | | 8,000 |
| Cost - Sept 30, 2013 | 6,353,764 | 65,108 | 172,258 | 534,382 | 139,512 | 7,265,025 |
| Transferred to PP&E | (1,322,346) | | | | | (1,322,346) |
| Government incentives | (15,000) | | | | 66,517 | |
| Cost - Sept 30, 2013 | 5,016,418 | 65,108 | 172,258 | 534,382 | 206,029 | 5,994,196 |

| NINE MONTHS ENDED SEPTEMBER 30, 2012 | | | | | | | | | | |
|--------------------------------------|-------------------------|--------------------|------------------|-----------------|----------------|------------------------------|--------------------------|----------------------|--------------------|------------------|
| | Bathurst Properties, NB | Ramsay Brook, N.B. | Elmtree, N.B. | Green Point, NB | Enja Que. | Lamoreaux Corner, Western NB | Loch Lomond, Southern NB | Commander Option, NB | Gemini Hills, Que. | TOTALS |
| | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ | \$ |
| Cost – Jan 01, 2012 | 5,873,490 | 396,485 | 2,006,771 | 44,188 | 277,397 | 30,988 | 11,588 | 169,875 | 200,421 | 9,011,203 |
| Acquisition & renewals | 9,653 | 1,620 | 72 | 840 | 465 | 84 | 160 | 4,750 | 678 | 18,322 |
| Assays and analyses | | | | | | | | | | 0 |
| Core shack | 27,581 | | | | | | | 3,900 | | 31,481 |
| Drilling | | | | | | | | 81,987 | | 81,987 |
| Environmental & feasibility | 181,303 | | | | | | | | | 181,303 |
| Geochemistry | | | | | | | | | | 0 |
| Geology and supervision | 41,166 | 44 | 254 | | | | | 20,607 | 2,243 | 64,314 |
| Geophysics | | | | | | | | 46,215 | | 46,215 |
| Insurance | 2,888 | | | | | | | | | 2,888 |

| NINE MONTHS ENDED SEPTEMBER 30, 2012 | | | | | | | | | | |
|--------------------------------------|-------------------------|--------------------|------------------|-----------------|----------------|------------------------------|--------------------------|----------------------|--------------------|------------------|
| | Bathurst Properties, NB | Ramsay Brook, N.B. | Elmtree, N.B. | Green Point, NB | Enja Que. | Lamoreaux Corner, Western NB | Loch Lomond, Southern NB | Commander Option, NB | Gemini Hills, Que. | TOTALS |
| Line-cutting | | | | | | | | | | 0 |
| Salaries | 16,000 | | | | | | | 4,000 | | 20,000 |
| Trenching | | | | | | | | | | 0 |
| Options to consultants | 34,202 | | | | | | | | 2,443 | 36,645 |
| Cost - Sept 30, 2012 | 6,186,283 | 398,149 | 2,007,097 | 45,028 | 277,862 | 31,072 | 11,748 | 331,334 | 205,785 | 9,494,358 |
| Government incentives | (1,123) | | | | | | | | (66,517) | (67,640) |
| Property sale | | | (2,007,097) | | | | | | | (2,007,097) |
| Cost – Sept 30, 2012 | 6,185,160 | 398,149 | 0 | 45,028 | 277,862 | 31,072 | 11,748 | 331,334 | 139,268 | 7,419,621 |

Subsequent Events

As discussed above, the Company closed a non-brokered private placement subsequent to the period end of 2,500,000 Units at \$0.10 per Unit for gross proceeds of \$250,000 to be issued on a flow through basis. Each Unit consists of one common share of the Company and one share purchase warrant entitling the holder to subscribe for one additional share at \$0.20 for 5 years from closing.

On October 10, 2013 the Company issued 25,000 shares at a price of \$0.05 per share to Commander Resources in consideration for an extension from September 30, 2013 to December 31, 2013 of its 3rd year work commitment.

Related Party Transactions

During the first nine months of 2013, the Company paid rent of \$5,400 (2012 - \$5,400) for office space owned by officers of the Company.

Commitments and Contingencies

The Company has committed to spend \$300,000 on exploration to complete the year three requirements under the option agreement with Commander Resources. As at September 30, 2013 the Company had incurred \$184,382 in exploration and renewal fees; therefore, \$115,618 remains to be spent this year.

At September 30, 2013, the Company had no commitments related to its flow-through share issuances.

Share Capital

The authorized capital of the Company consists of an unlimited number of common shares without par value. At September 30, 2013 the number of issued common

shares was 75,887,611 (fully diluted 86,427,611)). As at November 29, 2013 the number of common shares issued is 78,412,611 (fully diluted 88,952,611).

Options outstanding at November 29, 2013

| Number of Options | Exercise Price | Expiry Date |
|--------------------------|-----------------------|--------------------|
| 2,125,000 | 0.10 | August 17, 2014 |
| 50,000 | 0.12 | August 17, 2014 |
| 950,000 | 0.10 | September 2, 2015 |
| 415,000 | 0.13 | July 12, 2016 |
| 2,225,000 | 0.10 | May 17, 2017 |
| 1,775,000 | 0.10 | April 8, 2018 |
| 7,540,000 | | |

Warrants outstanding at November 29, 2013

| Number of Warrants | Exercise Price | Expiry Date |
|---------------------------|-----------------------|--------------------|
| 2,000,000 | 0.20 | June 5, 2014 |
| 1,000,000 | 0.20 | June 5, 2014 |
| 3,000,000 | | |

Risks and Uncertainties

The business of exploration and mining is full of risk that even a combination of experience, knowledge and careful evaluation may not be able to overcome. The operations to be conducted by the Company will be subject to all of the operating risks normally attendant upon mineral exploration and development. Failure to obtain financing can result in delay or indefinite postponement of exploration and development projects with the possible loss of such properties. While the Company has been successful in the past at raising funds, there can be no assurance that it will continue to do so. Equity financing opportunities require favorable market conditions and commodity prices that cannot be assured.

Whether a mineral deposit once discovered will be commercially viable depends on a number of factors, some of which depend on the particular attributes of the deposit, such as size, grade and proximity to infrastructure. These factors are beyond the control of the Company. The Company must also compete with a number of companies that may have greater technical or financial resources. The Company is unable to predict the amount of time which may elapse between the date when any new mineral reserve may be discovered and the date when production will commence from any such discovery.

The exploration and development of mineral properties and the marketability of any minerals contained in such properties can be affected by many other factors beyond the control of the corporation, such as metal prices, availability of adequate refining facilities, or the imposition of new government regulation affecting existing taxes and royalties or environmental and pollution controls.

The directors of the Company are engaged and will continue to be engaged in the search for mining interests on their own behalf and on behalf of other companies, and situations may arise where the directors and officers may be in direct competition with the Company. Conflicts of interest, if any, which arise will be subject to and governed by procedures prescribed by the *Business Corporations Act* (Alberta) which require a director or officer of a corporation who is a party to, or is a director or an officer of or has a material contract with the Corporation to disclose his interest and, in the case of directors, to refrain from voting on any matter in respect of such contract unless otherwise permitted under the *Business Corporations Act* (Alberta).

The Company's publicly filed documents are available on SEDAR at www.sedar.com. Additional information on the Company's projects including news releases, maps and photos can be viewed on the Company's website www.stratabound.com.

All scientific and technical data disclosed in this report has been reviewed and verified by Stan Stricker, P.Geol., a Qualified Person within the meaning of National Instrument 43-101.

John Duncan, P.Geol. is the Qualified Person for the Company's New Brunswick projects. Marc Boivin, P.Geol. is the Qualified Person for the Gemini Hills project in Quebec and John Charlton, P.Geol. is the qualified person for the Enja project in Quebec.

Certain information regarding the Company contained herein may constitute forward looking statements. Forward looking statements may include estimates, plans, expectations, opinions, forecasts, projections, guidance or other statements that are not statements of fact. Although the Company believes that the expectations reflected in such forward looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. These statements are subject to certain risks and uncertainties and may be based on assumptions that could cause actual results to differ materially from those anticipated or implied in the forward looking statements. The Company does not plan to update or alter any forward looking statement except where required by law. Specific statements include plans for further drilling and raising additional equity, specific risks include operational and geological risks and the ability of the Company to raise necessary funds for exploration. The Company's forward looking statements are expressly qualified in their entirety by this cautionary statement.