ROKMASTER RESOURCES CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the nine months ended September 30, 2016

Rokmaster Resources Corp.

Management Discussion and Analysis (“MD&A”)

Set out below is a review of the activities, results of operations and financial condition of Rokmaster Resources Corp. (referred to herein together as the “Company” or “Rokmaster”) for the nine months ended September 30, 2016. The following information should be read in conjunction with the Company’s unaudited interim consolidated financial statements and the notes related thereto for the nine months ended September 30, 2016 and the Company’s audited annual consolidated financial statements of Rokmaster and the notes related thereto for the year ended December 31, 2015.

This MD&A is prepared as of November 29, 2016 and all dollar amounts are stated in Canadian Dollars unless otherwise stated.

The Company is a reporting issuer in the Provinces of British Columbia, Alberta, Manitoba and Ontario in Canada. The Company’s shares are listed on the TSX Venture Exchange (“TSX.V”) under the symbol “RKR.”

Caution Forward Looking Information

The Company’s audited consolidated financial statements for the nine months ended September 30, 2016 and this accompanying MD&A contain certain statements that may be deemed “forward-looking statements.” All statements in this document, other than statements of historical fact, that address events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by words “expects,” “plans,” “anticipates,” “believes,” “intends,” “estimates,” “projects,” “potential,” “interprets,” and similar expressions, or that events or conditions “will,” “would,” “may,” “could,” or “should” occur. Forward-looking information in this document include statements regarding future exploration programs, liquidity and effects of accounting policy changes, risks and uncertainties relating to the Company being in the exploration stage, the possibility that future exploration and development results will not be consistent with the Company’s expectations, accidents, equipment breakdowns, title matters and surface access, labour disputes, the potential for delays in exploration activities, the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, failure to obtain adequate financing on a timely basis and other risks and uncertainties. In addition, forward-looking information are based on various assumptions including, without limitation, the expectations and beliefs of management, the assumed long-term price of commodities, that the Company will receive required permits, that the Company can access financing, appropriate equipment and sufficient labour and that the political environment within Canada and the various provinces in Canada will continue to support the development of environmentally safe mining projects. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in forward-looking statements.

Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made. The Company undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change except as required by law.

Business Overview and Overall Performance

Business Overview

The Company is primarily engaged in the acquisition, exploration and development of precious, base and industrial mineral properties.

The Company's principal exploration areas of interest are North America, Central America and South America. The Company currently has a 55% interest in the Big Copper property in Canada.

In order to achieve its objective, the Company has assembled a mineral exploration and management team with extensive experience in exploring, developing and bringing mines into production.

Overall Performance

Highlights of the Company's activities up to the date of this MD&A are as follows:

- On November 17, 2016, the Company announced the appointment of Michael Cowin as Chairman of the board of directors of the Company.

- On November 2, 2016, the Company announced that it has signed shares for debt agreements to settle outstanding debt in the aggregate of $1,450,111.25 (the "Debt") owed to directors, officers and certain arm's length creditors. The Company intends to issue 29,002,225 common shares ("Debt Shares") at a deemed price of $0.05 per share to settle the Debt in full (the "Debt Settlement"). The Debt Settlement is subject to TSXV approval.

- On November 2, 2016, the Company announced that that it intends to complete a non-brokered private placement (the "Private Placement") for proceeds up to $1,500,000 through the issuance of 30,000,000 units (the "Units") at a price of $0.05 per Unit. Each Unit will consist of one Common Share and one common share purchase warrant ("Warrant"), with each Warrant being exercisable to purchase one Common Share at a price of $0.06 per share for a period of two years after the date of issuance. The Warrants are subject to accelerated expiry provisions which come into effect when the trading price of the Common Shares on the TSXV closes at or above $0.10 per share during any 10 consecutive trading day period commencing four months plus one day after the date of issuance. In such an event, the Company will give an expiry acceleration notice ("Notice") to Warrant holders and the expiry date of the Warrants will be 30 days from the date of the Notice.

  The Private Placement is subject to certain conditions, including regulatory acceptance. It is anticipated that officers and directors of the Company will participate in the Private Placement. Finder's fees may be payable in connection with the Private Placement in accordance with TSXV policies. Proceeds raised from the Private Placement will be used to fund initial exploration work on the Property and for general working capital purposes.

- On November 2, 2016, the Company entered into a property purchase agreement dated November 2, 2016 (the "Purchase Agreement") with John (Jack) Denny, Robert Denny and Graeme Haines (collectively, the "Sellers") to acquire (the "Acquisition") a 100% interest in the Duncan Lake Zinc-Lead Property located in the Slocan Mining Division in southeast British Columbia, Canada (the "Property") approximately 64 km north of Kaslo, British Columbia. The Property consists of 9 contiguous mineral claims covering 1,648 hectares along the strike extension of Teck Resources Ltd.'s ("Teck") historical Duncan Mine property and 148 km by road northeast of Teck's smelter in Trail, British Columbia. Closing of the Acquisition is subject to receipt of TSX Venture Exchange ("TSXV") approval.

  Under the Purchase Agreement, Rokmaster is to provide the following aggregate consideration to the Sellers at closing in exchange for the Property:

1. an aggregate of 12,000,000 common shares of the Company ("Common Shares") to be issued on the date of closing of the Acquisition;

2. an aggregate of 12,000,000 Series A Special Warrants that have a term of 10 years, with each Series A Special Warrant being automatically exercised into one Common Share upon the Company receiving a technical report identifying a mineral resource or mineral reserve estimate totalling a minimum of 3 million tonnes of 6% combined lead and zinc equivalent;

3. an aggregate of 12,000,000 Series B Special Warrants that have a term of 15 years, with each Series B Special Warrant being automatically exercised into one Common Share upon the Company receiving a technical report identifying a mineral resource or mineral reserve estimate totalling a minimum of 6 million tonnes of 6% combined lead and zinc equivalent;

4. an aggregate of 12,000,000 Series C Special Warrants that have a term of 20 years, with each Series C Special Warrant being automatically exercised into one Common Share once the Property commences commercial production; and

5. a 2.5% net smelter returns royalty on gold, silver, lead and zinc bearing ores produced from the Property.

All of the aforementioned Special Warrants (the "Special Warrants") are subject to an accelerated exercise provision that would result in the Special Warrants being exercised automatically into Common Shares if and when there is:

(a) a consolidation, amalgamation, merger or take-over of the Company with, into or by another body corporate that results in the acquisition of at least 66 2/3 of the issued and outstanding shares of the Company for cash consideration, or if for non-cash consideration, as long as the acquisition price is at least a 25% premium to the volume weighted average trading price of the the Company's shares on the TSXV for the five consecutive trading days ending on the trading day prior to the first public announcement of such consolidation, amalgamation merger or take-over; or

(b) a transfer of the undertaking or assets of Rokmaster as an entirety or substantially as an entirety to another corporation or entity that is subject to shareholder approval of Rokmaster.

In the case of the Series C Special Warrants, if any of the aforementioned events occurred within 10 years from the date of issue thereof, only an aggregate of 6 million Common Shares would be issued to the holders of the Series C Special Warrants upon exercise thereof.

The Common Shares to be issued with respect to the Acquisition will be subject to a hold period of four months and one day in accordance with applicable securities legislation.

Exploration Property

Big Copper Property, Canada

The Big Copper Property ("Big Copper") is located in the Fort Steele and Slocan Mining Divisions, British Columbia, Canada and is approximately 45 kms by road west of Kimberly, British Columbia. The Company holds a 55% interest in Big Copper.

During the period ended December 31, 2012, the Company and its consultants conducted preliminary soil and silt geochemical surveys and prospecting along with evaluating all private and public data to select potential future exploration targets.

The Company conducted minimal exploration work on Big Copper during the year ended December 31, 2013 and no exploration work was done in fiscals 2014 and 2015 and during the current period.

2016 Exploration Program - Big Copper

Results from that exploration work have been received and an assessment report, including recommendations for further work, has been completed and submitted.

The Company has put exploration plans on Big Copper on standby pending improvements in the copper price.

Further information on the Company's projects can be found on its website at www.rokmaster.com

Significant Accounting Policies

The Company prepares its unaudited condensed interim consolidated financial statements in accordance with International Accounting Standards 34, Interim Financial Reporting ("IAS 34"), using accounting policies consistent with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The accounting policies and methods of application applied by the Company in these condensed interim consolidated financial statements are the same as those applied in the Company's most recent annual consolidated financial statements as at and for the year ended December 31, 2015, except for those policies which have changed as a result of the adoption of new and amended IFRS pronouncements effective January 1, 2016.

New, Amended and Future IFRS Pronouncements

More detail on these new, amended and future IFRS pronouncements are provided in Note 3 of the interim consolidated financial statements for the nine months ended September 30, 2016.

Critical Accounting Estimates and Judgments and Estimates

The preparation of financial statements requires management to use judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on management's experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. There have been no significant changes to the Company's critical accounting estimates for the nine months ended September 30, 2016 from those disclosed in Note 4 of the audited consolidated financial statements for the year ended December 31, 2015.

Selected Annual Financial Information

The table below sets forth selected financial data, in Canadian dollars, relating to the Company for the years ended December 31, 2015, 2014 and 2013:

		IFRS				
		For the year ended December 31, 2015		For the year ended December 31, 2014		For the year ended December 31, 2013
Total revenue	$	Nil	$	Nil	$	Nil
Net loss and comprehensive loss	$	(278,884)	$	(2,867,787)	$	(1,971,449)
Basic loss per share	$	(0.00)	$	(0.07)	$	(0.07)
Total assets	$	412,472	$	285,652	$	763,494
Total current liabilities	$	1,847,507	$	1,495,844	$	1,125,976
Total non-current liabilities	$	Nil	$	Nil	$	Nil
Cash dividends	$	Nil	$	Nil	$	Nil

The Company is in the exploration stage and therefore, does not have revenues from operations. The Company's operating activities are dependent on the Company's working capital.

The Company's net loss for the year ended December 31, 2015 decreased by $2,648,903 when compared to the year ended December 31, 2014. The decrease was mainly due to the following: (1) suspension of all exploration work and diamond drilling on the Pinaya Project coupled with the proceeds of $630,000 from the closing of the Kaizen transaction which was recorded against exploration and evaluation expenditures; (2) there was no write-off of mineral properties during the year compared to $910,231 in the prior year; and (3) there was no share-based compensation in the current year compared to $217,441 in the prior year.

The Company's net loss for the year ended December 31, 2014 increased by $896,338 when compared to the year ended December 31, 2013. The increase was mainly due to the $910,231 write-off of the Pinaya Project recognized by the Company during fiscal 2014.

Rokmaster's total assets and total liabilities increased by $126,820 and $351,663, respectively, from December 31, 2014 to December 31, 2015. Total assets increased primarily from the marketable securities held by the Company as at December 31, 2015 and total liabilities increased primarily as the Company continued to accrue and extend payment to its vendors, primarily to related parties.

Results of Operations

Rokmaster is an exploration stage company and its property is in the early stages of exploration and not in production. Therefore, exploration and evaluation expenditures and administrative expenses relating to the operation of the Company's business are being expensed as incurred. Consequently, the Company's net loss is not a meaningful indicator of its performance or potential.

The key performance driver for the Company is the acquisition and development of prospective mineral properties. By acquiring and exploring projects of technical merit, the Company increases its chances of finding and developing an economic deposit.

At this time, the Company is not anticipating profit from operations in the near future. Until such time as the Company is able to realize profits from the production and marketing of commodities from its mineral interests, the Company will report an annual deficit and will rely on its ability to obtain equity or debt financing to fund on-going operations. Additional financing will be required for additional exploration and administration costs. Due to the inherent nature of the junior mineral exploration industry, the Company will have a continuous need to secure additional funds through the issuance of equity or debt in order to support its corporate and exploration activities.

For the nine months ended September 30, 2016 compared to the nine months ended September 30, 2015

The net loss for the nine months ended September 30, 2016 (the "Current Period") was $325,629 compared to a net loss for the nine months ended September 30, 2015 (the "Comparative Period") of $657,833. The decrease in net loss of $332,204 was primarily due to the following:

(a) Exploration and evaluation expenditure decreased by $30,936 to $11,893 during the Current Period when compared to the Comparative Period of $42,829. The main reason is the termination of the Pinaya Option in the fourth quarter of 2015. Accordingly, the Company did not incur exploration expenditures on the Pinaya property during the Current Period.

(b) Professional Fees decreased by $84,862 to $10,455 during the Current Period when compared to the Comparative Period of $95,317. The main reason is the legal services required to close the transaction with Kaizen Discovery Inc. and termination of the Pinaya Option in the fourth quarter of 2015. Accordingly, the Company did not incur the same expense during the Current Period.

(c) Travel, public and shareholder relations & conference also decreased by $44,167 to $27,000 when compared to the Comparative Period of $71,167. The decrease was primarily due the Company's efforts to preserve capital as well as contain costs where it can considering the current and prolonged unfavorable market conditions to raise capital.

(d) Write-off of drill equipment of $113,947 in the Comparative Period was also an expense that was related to the transaction with Kaizen Discovery Inc. which closed in October of 2015. Accordingly, that the Company did not incur a similar expense in the Current Period.

The Company recognized Other Expenses of $73,121 during the Current Period compared to $97,685 which is a decrease of $24,564. The decrease was mostly the net result of an increase in interest expense during the Current Period of $41,158 due to a true up on interests for long overdue trade payables and a decrease of $56,827 relating to a write-off of other assets taken by the Company in the Comparative Period with respect to the transaction with Kaizen Discovery Inc.

For the three months ended September 30, 2016 compared to the three months ended September 30, 2015

The net loss for the three months ended September 30, 2016 (the "Current Quarter") was $100,455 compared to a net loss for the three months ended September 30, 2015 (the "Comparative Quarter") of $303,859. The decrease in net loss of $203,404 was primarily due to the same factors mentioned in the Current Period and Comparative Period discussion above.

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Summary of Quarterly Results

The table below summarizes selected financial data, in Canadian dollars, of the Company for the three months ended September 30, 2016, and the previous seven quarters.

	September 30, 2015	June 30, 2016	March 31, 2016	December 31, 2015	September 30, 2015	June 30, 2015	March 31, 2015	December 31, 2014
Total Revenue	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil
Net Income (loss)	$(100,455)	$(112,490)	$(112,684)	$438,949	$(303,859)	$(172,702)	$(181,272)	$(1,190,487)
Basic loss per share	$(0.00)	$(0.00)	$(0.00)	$(0.00)	$(0.01)	$(0.00)	$(0.00)	$(0.03)
Total Assets	$384,365	$425,060	$321,633	$412,472	$137,735	$306,611	$264,720	$285,652
Mineral Interests	$69,500	$69,500	$69,500	$69,500	$69,500	$69,500	$69,500	$68,500

The Company recognized a net income of $439,949 during the quarter ended December 31, 2015 compared to a net loss of $303,850 for the third quarter of 2015 primarily due to the recognition of the $630,000 recovery on exploration and evaluation as a result of the closing of the Kaizen transaction.

The Company's net loss for the quarter ended September 30, 2015 increased by $131,157 compared to the quarter ended June 30, 2015 primarily due to the $113,947 write-off of drill equipment and $52,867 write-off of other assets, net of decreases in other operating expenses. The same reason contributed to the decrease in total assets of $168,876 between the two quarters.

The Company's net loss for the three months ended March 31, 2015 decreased by $1,009,215 compared to the quarter ended December 31, 2014 primarily due to the Pinaya Project $910,231 write-off taken by the Company during the quarter ended December 31, 2014 and none during the quarter ended March 31, 2015.

Liquidity and Capital Resources

As of September 30, 2016, the Company had $84,768 in cash. The Company does not have any cash flow from operations due to the fact that it is an exploration stage company and therefore financings have been the sole source of funds.

At September 30, 2016, the Company had a working capital deficiency of $1,734,614. The Company's current assets are not sufficient to support the Company's general administrative and corporate operating requirements on an ongoing basis for the foreseeable future. Accordingly, further financing will be required and the Company will have to raise additional funds to continue its operations.

Liquidity Outlook

The Company's cash position is highly dependent on its ability to raise cash through financings.

Based on the Company's financial position as at September 30, 2016, the Company will need to complete additional external financing either through equity, debt or other forms of financing. As other opportunities become available to the Company and subject to the resumption of exploration work on the Company's project and results from such exploration program is determined, management may be required to complete additional financing.

This outlook is based on the Company's current financial position and is subject to change if opportunities become available based on exploration program results and/or external opportunities. At present, the Company's operations do not generate cash inflows and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control.

In order to finance the Company's future exploration programs and to cover administrative and overhead expenses, the Company will need to raise funds through equity sales, from the exercise of convertible securities, debt, deferral of payments to related parties, or other forms of raising capital. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the short and long term, but recognizes that there will be risks involved which may be beyond its control.

Going Concern

Rokmaster's consolidated financial statements have been prepared on the basis that the Company will continue as a going concern, which assumes that the Company will be able to meet its commitments, continue operations, and realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The Company has incurred losses since inception, has no recurring source of revenue, has an accumulated deficit of $8,552,009 and a working capital deficiency of $1,734,614 at September 30, 2016. These material uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

The Company will need to raise sufficient funds as the Company's current assets are not sufficient to finance its operations and administrative expenses. The Company is evaluating financing options including, but not limited to, the issuance of additional equity and debt (*see Notes 10, 12, 17a and 17b of the interim consolidated financial statements for the nine months ended September 30, 2016*). The Company has no assurance that such financing will be available or be available on favourable terms. Factors that could affect the availability of financing include the Company's performance (as measured by numerous factors including the progress and results of its projects), the state of international debt and equity markets, investor perceptions and expectations and the global financial and metals markets. In addition to evaluating financing options, the Company implemented cost savings measures and deferred payments owed to related parties.

These consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and statement of financial position classifications that would be necessary were the going concern assumption inappropriate, and these adjustments could be material.

Off-Balance Sheet Arrangements

The Company had no off-balance sheet arrangements as at September 30, 2016 or as at the date hereof.

Transactions with Related Parties

As at September 30, 2016, the Company's related parties consist of the Company's directors and companies controlled by executive officers and directors of the Company.

Name / Personal Corporation	Relationship	Nature of Transaction
Canam Mining Corporation ("Canam")	A private company controlled by John Mirko – President, CEO and Director	Management and geological consulting fees
0909074 B.C. Ltd. ("0909074")	A private company controlled by Dennis Cojuco – CFO	Management consulting fees
Somji Consulting Ltd. ("Somji")	A private company controlled by Feisal Somji – Director	Consulting fees
L. M. Okada Ltd. ("Okada")	A private company controlled by Larry Okada – Director	Directorship fees
Antonio de Quadros ("Antonio")	Director	Directorship fees
Ernest Peters ("Ernest")	Director	Directorship fees

The Company incurred fees and expenses in the normal course of operations in connection with the companies controlled by key management and directors. Details are as follows:

	Notes	For the nine months ended September 30, 2016	For the nine months ended September 30, 2015
Consulting fees	(i)	$ 146,400	$ 166,000
Geological consulting fees included in exploration and evaluation expenditures	(ii)	-	3,300
		$ 146,400	$ 169,300

(i) During the nine months ended September 30, 2016, the Company accrued management consulting fees of $92,400 (September 30, 2015 - $112,000) to Canam and management and financial consulting fees of $54,000 (September 30, 2015 - $54,000) to 0909074.
(ii) During the nine months ended June 30, 2016, the Company accrued geological consulting fees of $nil (September 30, 2015 - $3,300) to Canam.

Included in accounts payable and accrued liabilities as at September 30, 2016 are:

- $492,608 (December 31, 2015 - $395,588) owing to Canam for management and geological consulting fees. Subsequent to September 30, 2016, the Company signed a shares for debt agreement for the entire balance owing;
- $109,666 (December 31, 2015 - $76,866) owing to the Company's CEO for reimbursable expenses;
- $83,397 (December 31, 2015 - $83,397) owing to Somji for consulting fees and reimbursable expenses;
- $151,200 (December 31, 2015 - $118,600) owing to 0909074 for management and financial consulting fees. Subsequent to September 30, 2016, the Company signed a shares for debt agreement to settle $132,000; and
- $18,300 (December 31, 2015 - $18,300) in directors fees were owing to the Company's other three directors. Subsequent to September 30, 2016, the Company signed shares for debt agreements to settle $18,000.

Loans from related parties

As at September 30, 2016, $322,300 (December 31, 2015 - $308,300) is the balance of various short-term loans from a director of the Company. The loans are unsecured, non-interest bearing loans and are without fixed repayment terms. Subsequent to September 30, 2016, the Company signed a shares for debt agreement for the entire balance owing.

As at September 30, 2016, $210,860 (December 31, 2015 - $193,024) is the balance, including accrued interest, of the three short-term loans from a director of the Company. Two loans bear interest at 1.5% per month, are unsecured and due between July 17, 2014 and September 19, 2014. The Company and the director are currently negotiating a mutually agreeable repayment date with respect to these loans. The other loan bears no interest, is unsecured and has no fixed repayment term. As at September 30, 2016, the Company has accrued interest of $73,860 (December 31, 2015 - $56,024) relating to the balances outstanding from the two interest bearing loans.

Compensation of Key Management Personnel

Key management personnel are those persons that have authority and responsibility for planning, directing and controlling the activities of the Company, directly and indirectly, and by definition include the directors of the Company.

The remuneration of the Company's key management personnel for the nine months ended September 30, 2016 and 2015 are as follows:

	Notes		September 30, 2016		September 30, 2015
Management and geological consulting fees	(i)	$	146,400	$	169,300
Total		$	146,400	$	169,300

(i) Management and geological consulting fees include those disclosed in the table above.

Key management personnel were not entitled to post-employment, termination or other long-term benefits during the nine months ended September 30, 2016 and 2015. The above transactions occurred in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the parties.

Proposed Transactions

At the present time, there are no other proposed transactions or as at the date hereof other than the three transactions announced on November 2, 2016 and discussed under the Overall Performance section of this MD&A. Such transactions remain subject to customary closing conditions including receipt of regulatory approvals.

Risks and Uncertainties

The risks and uncertainties faced by the Company are substantially unchanged from those disclosed in the Company's Annual MD&A dated March 30, 2016.

Dividends

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

Nature of the Securities

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

Additional Disclosure for Venture Issuers Without Significant Revenue

Additional disclosure concerning Rokmaster's general and administrative expenses and resource property exploration expenses is provided in the Company's *Consolidated Statement of Loss and Comprehensive Loss and Shareholders' Equity* contained in its audited consolidated financial statements for the years ended December 31, 2015 and 2014 which is available on the Company's profile on SEDAR at www.sedar.com.

Outstanding Share Data

Rokmaster's authorized capital is unlimited common shares without par value. As at August 29, 2016, the following common shares, agent warrants, finders' warrants and incentive stock options were outstanding:

	# of Shares	Exercise Price	Expiry Date
Issued and Outstanding Common Shares	49,453,971	N/A	N/A
Incentive Stock Options	415,000	$0.25	September 24, 2017
Incentive Stock Options	1,200,000	$0.13	May 28, 2019
Incentive Stock Options	250,000	$0.13	July 14, 2019
Fully Diluted	51,318,971		

Financial Instruments and Other Instruments

The Company classifies its cash, amounts receivable (excluding sales tax receivable) and reclamation bond as loans and receivables and marketable securities as available for sale financial assets. Accounts payable and accrued liabilities, loans from related parties and loan payable are classified as borrowings and other financial liabilities. As of September 30, 2016, the statement of financial position carrying amounts of these financial instruments closely approximate their fair values, except for accounts payable and accrued liabilities, loans from related parties and loan payable where the fair value may be less than carrying amounts due to liquidity risks.

The Company classifies financial instruments recognized at fair value in accordance with a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities

(Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

> **Level 1** – Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
> **Level 2** – Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and
> **Level 3** – Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The following provides the valuation method of the Company's financial instruments as at June 30, 2016 and December 31, 2015:

	Level	As at September 30, 2016	As at December 31, 2015
Loans and receivables	1	$ 94,577	$ 20,863
Available for sale financial assets	1	$ 156,200	$ 270,000
Other financial liabilities	1	$ 2,045,979	$ 1,847,507

Financial Risk Management

The Company's activities expose it to a variety of financial risks including credit risk, liquidity risk and market risk.

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to credit risk consist of cash, short-term investment, reclamation bonds and amounts receivable. The carrying amount of financial assets recorded in the consolidated financial statements, net of any allowances for losses, represents the maximum exposure to credit risk.

The Company deposits its cash and short-term investment with a high credit quality major Canadian financial institution as determined by ratings agencies. The Company does not invest in asset-backed deposits or investments and does not expect any credit losses. To reduce credit risk, the Company regularly reviews the collectability of its amounts receivable and establishes an allowance based on its best estimate of potentially uncollectible amounts. The Company historically has not had difficulty collecting its amounts receivable.

Liquidity Risk

Liquidity risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with financial instruments. The Company attempts to manage liquidity risk by maintaining a sufficient cash balance. As at September 30, 2016, the Company had cash of $84,768 to settle current liabilities of $2,045,979. Further information relating to liquidity risk is disclosed in the "Liquidity Outlook" section of this MD&A.

Market Risks

The significant market risks to which the Company is exposed are currency and interest rate risks.

The operating results and financial position of the Company are reported in Canadian dollars. As the Company conducts exploration and property examinations in other countries outside of Canada, some of the Company's transactions are denominated in currencies other than the Canadian dollar. The results of the Company's operations are subject to currency transaction and translation risks. The Company has not entered into any agreements or purchased any foreign currency hedging arrangements to hedge possible currency risks at this time. Management believes the foreign exchange risk derived from currency conversions for property examinations incurred in other countries outside of Canada is not significant and therefore does not hedge its foreign exchange risk.

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company's interest rate risk arises primarily from interest earned on the short-term investment. Cash is not subject to interest rate risk since it does not bear interest.

Capital Management

The Company primarily considers shareholders' equity in the management of its capital. The Company manages its capital structure and makes adjustments to it based on funds available to the Company, in order to support exploration and development of mineral properties. The Board of Directors has not established quantitative capital structure criteria management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The Company's objectives when managing capital are:

- To maintain and safeguard its accumulated capital in order to provide an adequate return to shareholders by maintaining sufficient level of funds, to support continued evaluation and maintenance of the Company's existing properties, and to acquire, explore and develop other precious metals, base metals and industrial mineral deposits;
- To invest cash on hand in highly liquid and highly rated financial instruments with high credit quality issuers, thereby minimizing the risk and loss of principal; and
- To obtain the necessary financing if and when it is required.

The properties in which the Company currently holds an interest in are in the exploration stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and attempt to raise additional amounts as needed.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and development of its mineral properties, the Company's management informs the Board of Directors as to the quantum of expenditures for review and approval prior to commencement of work. In addition, the Company may issue new equity, incur additional debt, enter into joint venture agreements or dispose of certain assets. When applicable, the Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.

There were no changes in the Company's approach to capital management during the nine months ended September 30, 2016 compared to the year ended to December 31, 2015. The Company is not subject to externally imposed capital requirements.

Recent Developments and Outlook

The Company expects to obtain financing in the future primarily through further equity and debt financing. There can be no assurance that the Company will succeed in obtaining additional financing, now or in the future. Failure to raise additional financing on a timely basis could cause the Company to suspend its operations and eventually to forfeit or sell its interest in its resource properties.

Subsequent Events

Please refer to the three transactions announced, via news release, on November 2, 2016 and as discussed under the Overall Performance section of this MD&A. Such transactions remain subject to customary closing conditions including receipt of regulatory approvals.

Controls and procedures

Internal Control Over Financial Reporting

The Company's management is responsible for establishing adequate internal control over financial reporting. Any system of internal control over financial reporting, no matter how well designed, has inherent limitations. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. The Company's management has evaluated the effectiveness of the design and operation of the Company's internal control over financial reporting as of the period covered by this report. Based on the result of the assessment, the Company's Chief Executive Officer and Chief Financial Officer have concluded that the Company's internal controls over financial reporting are effective.

Disclosure Controls and Procedures

Disclosure controls and procedures are designed to provide reasonable assurance that material information is gathered and reported to senior management, including the Chief Executive Officer and Chief Financial Officer, as appropriate in order to permit timely decisions regarding public disclosure.

Management, including the Chief Executive Officer and Chief Financial Officer, has evaluated the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on this evaluation, the Chief Executive Officer and Chief Financial Officer have concluded that the Company's disclosure controls and procedures, as defined in National Instrument 52-109 – *Certification of Disclosure in Issuer's Annual and Interim Filings*, are effective to ensure that information required to be disclosed in reports that are filed or submitted under Canadian securities legislation are recorded, processed, summarized and reported within the time period specified in those rules.

Corporate Governance

Composition of the Board of Directors

The Board of Directors of Rokmaster is at present comprised of five directors, three of whom are considered to be independent.

Approval

The Board of Directors of Rokmaster Resources Corp. has approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

Additional Information

Additional information relating to Rokmaster can be obtained on the SEDAR website at www.sedar.com, on the Company's website at www.rokmaster.com or by contacting the Company at Suite 1601 - 675 West Hastings Street, Vancouver, BC Canada V6B 1N2 or at Tel: (604)632-9602 or via email: info@rokmaster.com

ROKMASTER RESOURCES CORP.
/s/ "John Mirko"
John Mirko
President and Chief Executive Officer

ROKMASTER RESOURCES CORP.
/s/ "Dennis Cojuco"
Dennis Cojuco
Chief Financial Officer