

Rogue Resources Inc.

Form 51-102F1 Management's Discussion and Analysis For the Three Months Ended July 31, 2016

This Management Discussion and Analysis ("MD&A") has been prepared by management as of September 19, 2016 and should be read in conjunction with the audited financial statements of Rogue Resources Inc. ("Rogue" or the "Company"), for the year ended April 30, 2016, prepared in accordance with International Financial Reporting Standards ("IFRS"). All dollar figures are expressed in Canadian dollars unless otherwise indicated. Further information on the Company can be found on SEDAR at www.sedar.com and the Company's website www.rogueresources.ca.

Cautionary Statement on Forward Looking Statements

This MD&A includes some statements that may be considered "forward-looking statements". All statements in this discussion that address the Company's expectations about future exploration and development are forward-looking statements. Although the Company believes the expectations presented in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploration successes, availability of capital and financing, and general economic, market, and business conditions. Readers 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. The forward looking statements herein are made as of the date of this MD&A only; Rogue does not assume any obligation to update or revise them to reflect new information, estimates or opinions, future events or results or otherwise, except as required by applicable law.

Corporate Summary

Rogue Resources Inc. ("Rogue" or the "Company") is a mining company focused on generating positive cash flow from assets. Not tied to any metal, Rogue looks at rock value, searching for good grade deposits that can withstand all stages of the metal market price cycle. The team is experienced in analyzing, financing, advancing, building and running operations- to make money as miners. The Company's current focus is the Silicon Ridge Project (formerly named Lac de la Grosse Femelle Silica Project) in Quebec, located 95km northeast of Québec City.

Property acquisition, exploration and advancement has been funded through the issuance of shares to investors; at this time the Company does not use long term debt financing. The Company currently has no revenues from mineral producing operations.

The Company is a reporting issuer in British Columbia and trades on the TSX Venture Exchange under the symbol "RRS". The final section of this MD&A provides a detailed history for all properties.

Highlights and Overview

Properties

i. Silicon Ridge Project

- Mineral resource estimate prepared by Met-Chem Canada ("Met-Chem") completed in June 2016, includes a pit-constrained measured and indicated resource of 9.7 million tonnes ("Mt") grading 98.6 SiO₂ and an inferred resource of 4.6 Mt grading 98.6% SiO₂.
- National Instruments 43-101 Report ("NI 43-101") filed in July 2016.
- Preliminary Economic Assessment ("PEA") on track to be completed by Met-Chem in September 2016.

ii. Pen South Property

- Property sold to Rapier Gold Inc. (“Rapier”) for \$325,000 and 1,500,000 Rapier shares in July 2016.
- Rogue’s interest converts to a 2% Net Smelter Return and a repurchase right on all claims.

iii. Radio Hill Property

- In June 2016, the Company executed an amendment to the Radio Hill Option Agreement whereby the Company maintains its option on the iron mineralization, but at the sole discretion of the Company, can now either issue 10,000 shares (post-consolidated) of the Company or pay \$50,000 to the optionors on an annual basis.

Financing

- Non-brokered private placement announced in July 2016, closing of two tranches totaling \$880,000.

Corporate

- Appointment of Christopher Berlet and Christopher Wolfenberg as directors, effective May 11, 2016.
- Departure of Stephen de Jong and Peter Campbell as directors, effective May 12, 2016.
- Departure of John de Jong as director and Eddy Canova as Senior Vice-President in August 2016.
- 10:1 share consolidation on August 25, 2016; all comparative references to the number of shares, stock options, weighted average number of common shares and income or loss per share have been restated to reflect the 10:1 share consolidation.

Outlook

Rogue continues to advance and de-risk its Silicon Ridge Project. Core assays from the 2015 drilling campaign have been complimented by the chemical analysis and metallurgical testing completed by Dorfner ANZAPLAN GmbH (“ANZAPLAN”) of Germany. Data is compiled in the resource report posted in July 2016 and a PEA to be released in September 2016, both by Met-Chem of Montreal, Québec.

Dependent on the resource report and PEA recommendations, further technical work may be recommended and, depending on financing and other factors, the Company expects to be positioned for an advancement decision on Silicon Ridge by the end of 2016.

Overall Performance

Rogue is continuing to advance its Silicon Ridge Project. A mineral resources estimate prepared by Met-Chem, completed in June 2016, includes a pit-constrained measured and indicated resource of 9.7 million tonnes (“Mt”) grading 98.6% SiO₂ and an inferred resource of 4.6 Mt, grading 98.6% SiO₂.

The commodities markets continue to face challenges in 2016 with many junior resource companies experiencing difficulty remaining solvent. Rogue remains well financed, completing its 2015 exploration program with the ability to complete its 2016 project plans. The Langmuir nickel resource and Radio Hill iron ore projects are in good standing and do not require additional expenditures for the next two to three years. However, the nickel market has begun to recover and the Langmuir property represents an excellent exploration target for additional nickel sulphide mineralization and the Radio Hill project is a prime 1,800 hectares of prospective land for gold mineralization adjoining Pen Gold (Rapier Gold’s recently consolidated Pen North and South properties) to the west, which appears to contain the western extension of the Porcupine Destor Fault Zone.

Selected Annual Information

The following table sets forth information of the Company at April 30th for each of the last three fiscal years prepared in accordance with IFRS. The selected financial information should be read in conjunction with the Audited Financial Statements of the Company.

	2016	2015	2014
Other expense (income)	\$ 3,517,372	\$ 91,778	(\$ 215,381)
Net loss (income)	3,826,922	766,535	563,979
Net loss (income) per share	0.63	0.20	0.47
Total assets	17,158,064	17,992,471	16,451,528
Long term debt	\$Nil	\$Nil	189,518
Dividends	\$Nil	\$Nil	\$Nil

Results of Operations

For the three months ended July 31, 2016 ("Q1-2017"), the Company incurred a net comprehensive income of \$200,616 compared to a net loss of \$2,055,496 during the three months ended July 31, 2015 ("Q1-2016"). The significant decreases in expenses and increases in revenues between the periods is a result of the following:

- A decrease in write-off of exploration and evaluation assets to \$Nil (Q1-2016 – \$1,970,232) due to no write-offs occurring during Q1-2017 and the write-off of all New Brunswick and British Columbia properties occurring during Q1-2016;
- An increase in the gain on the sale of exploration and evaluation assets to \$335,500 (Q1-2016 – \$Nil) which related to the sale of the Pen South property to Rapier; and
- An increase in other comprehensive income to \$32,627 (Q1-2016 – (\$6,264)) which related to the increase in the fair market value of available for sale investments.

These decreases were partially offset by the following increases in expenses and decreases in revenues between the periods:

- An increase in investor relations and promotion to \$80,509 (Q1-2016 - \$33,358) due to the Company entering into more service agreements with investor relations consultants;
- An increase in office and miscellaneous expense to \$16,272 (Q1-2016 - \$2,891) due to expenditures incurred in setting up the Company's Toronto office in Q1-2017 and the Company receiving a reimbursement of funds in Q1-2016; and
- A decrease in deferred income tax recovery to \$23,369 (Q1-2016 - \$53,796) due to the decrease in flow-through expenditures compared to Q1-2016.

Summary of Quarterly Results

The following table sets forth selected quarterly financial information for each of the last eight (8) quarters.

Quarter Ending	Other Income (Expense) (\$)	Net Income (Loss) (\$)	Net Income (Loss) per Share (\$)
July 31, 2016	336,952	168,089	(0.20)
April 30, 2016	(1,556,696)	(1,656,001)	(0.20)
January 31, 2016	(234)	(133,111)	(0.02)
October 31, 2015	6,861	11,422	0.00
July 31, 2015	(1,967,303)	(2,049,232)	(0.43)
April 30, 2015	27,804	(168,321)	(0.04)
January 31, 2015	(208,946)	(319,732)	(0.07)
October 31, 2014	45,918	(148,819)	(0.05)

Note: There were no discontinued operations or extraordinary items on the Company's financial statements during the above-mentioned periods. Other income in quarters prior to April 30, 2015 included rental income from the Timmins complex.

Liquidity and Capital Resources

The Company is in the business of acquiring, exploring, and advancing mineral properties. The Company has not yet determined whether the properties contain ore reserves that are economically recoverable. The recoverability of the amounts shown for exploration and evaluation assets are dependent upon the existence of economically recoverable reserves, securing and maintaining title and beneficial interest in the properties, the ability of the Company to obtain necessary financing to complete the development of those reserves, and upon future profitable production or proceeds from the disposition of the exploration and evaluation assets.

In July 2016, the Company completed its first and second tranche of a private placement by raising \$880,000 through the issuance of 888,000 FT Units at a price of \$1.00. Finders' fees in the amount of \$30,800 and 51,333 compensation shares and 61,600 compensation warrants were paid on these tranches.

In July 2016, Company received \$325,000 related to the sale the Pen South property to Rapier, which strengthened its cash position.

The Company had a working capital surplus of \$1,282,977 at July 31, 2016, compared to a working capital surplus of \$690,051 as at April 30, 2016. As at July 31, 2016, the Company's cash on hand was \$1,514,896 (April 30, 2016 - \$883,259) and the Company had sufficient working capital to meet its obligations. The Company has sufficient working capital to meet the obligations of its property option agreements, and for exploration and evaluation expenditures and general administrative expenses.

The Company has financed its operations primarily by the issuance of share capital as the continued operations of the Company are largely dependent on the sale of equity securities to raise capital. The Company intends to use the majority of its proceeds from the recent private placement for continued exploration on the Silicon Ridge Project in Québec and for general working capital.

Flow-through Obligations

The Company entered into flow-through share subscription agreements whereby it was obligated to incur a total of \$906,350 (incurred) on or before December 31, 2016 and a total of \$880,000 on or before December 31, 2017.

In May 2016, the Company signed a 5 year sublease agreement to rent office space for the Company's Toronto office from a company related by a common officer/director. Rent is \$1,519 per month and the sublease term expires on April 30, 2021.

Off-Balance Sheet Arrangements

The Company has not entered into any off-balance sheet arrangements.

Transactions with Related Parties

a) Compensation of key management personnel

The Company's key management personnel have authority and responsibility for planning, directing and controlling the activities of the Company and consist of its directors, President and Chief Executive Officer, Corporate Secretary and Chief Financial Officer. Compensation of the directors, officers and/or companies controlled by these individuals for the three months ended July 31, 2016 and 2015 was as follows:

	2016	2015
Short-term employee benefits	117,543*	\$ 115,100
Total compensation of key management personnel	117,543	\$ 115,100

**Short-term employee benefits of \$50,888 (2015 - \$50,808) have been capitalized under exploration and evaluation assets (see Note 5).*

b) Related party balances

Amounts due to related parties amounted to \$61,820 (April 30, 2016 - \$42,298). Amounts due to related parties are unsecured, non-interest bearing and have no specific repayment terms.

c) Other related party transactions

During the three months ended July 31, 2016, the Company was provided accounting and administrative services of \$5,400 (2015 - \$9,409) and paid rent of \$11,128 (2015 - \$Nil) to companies related by common officers and directors.

During the three months ended July 31, 2016, the Company incurred a total of \$5,291 (\$Nil) related to legal services from a law firm in which a director of the Company is a partner.

The above transactions were in the normal course of operations and have been valued in these financial statements at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

Proposed Transactions

As is typical in the mineral exploration and development industry, the Company is continually reviewing potential acquisition and joint venture transactions and opportunities that could enhance shareholder value. At present there are no advanced transactions being contemplated by management or the board that would affect the financial condition, results of operations and cash flows over the near-term, other than in the normal course of the Company's business.

Critical Accounting Estimates

Mineral properties consist of exploration and mining concessions, options and contracts. Acquisition and exploration costs are capitalized and deferred until such time as the property is put into production, or the property is disposed of either through sale or abandonment. If put into production, the costs of acquisition and exploration will be written off over the life of the property based on estimated economic reserves.

Proceeds received from the sale of any interest in a property will be credited against the carrying value of the property, with any excess included in operations for the year. If a property is abandoned, the acquisition and deferred exploration costs will be written off to operations.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, in accordance with industry norms for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property may be subject to unregistered prior agreements and non-compliance with regulatory requirements. The Company is not aware of any disputed claims of title.

Recorded costs of mineral properties and deferred exploration expenditures are not intended to reflect present or future values of mineral properties. The costs are subject to measurement uncertainty and it is reasonably possible, based on existing knowledge, that change in future conditions could require a material change in the recognized amount.

Management reviews capitalized costs on its mineral properties on a periodic basis and will recognize impairment in value based upon current exploration results and upon management's assessment of the future probability of profitable revenues from the property or from sale of the property.

The Company measures the cost of the services received for all stock options made to consultants, employees and directors based on an estimate of fair value at the grant date. The Company uses the Black-Scholes option pricing model to estimate the fair value of each stock option at the grant date. Stock options which vest immediately are recorded at the grant date. Stock options that vest over time are recorded over the vesting period using the graded vesting method. Stock options issued to outside consultants that vest over time are valued at the grant date and expensed as services are rendered. Stock based compensation is recognized as an expense or, if applicable, capitalized to exploration and evaluation assets with a corresponding increase in contributed surplus. On exercise of the stock option, consideration received and the estimated fair value previously recorded in contributed surplus is recorded as share capital.

Financial Instruments and Other Instruments

The Company has not entered into any specialized financial agreements to minimize its investment risk, currency risk or commodity risk. As of the date hereof, the Company's investment in exploration and evaluation assets has full exposure to commodity risk, both upside and downside.

Changes in Accounting Policies

New or revised accounting policies adopted by the Company on May 1, 2016 had no significant impact on the Company's financial position and results of operations. These policies and all accounting policies and new standards that are not yet adopted are disclosed in the three months ended July 31, 2016 condensed interim financial statements.

Other

Outstanding Share Data as of the Report Date

On August 25, 2016, the share capital of the Company was consolidated on the basis of one new common share for every existing ten common shares ("Share Consolidation"). Where the exchange results in a fractional share, the number of common shares is rounded to the nearest whole common share.

All comparative references to the number of shares, stock options, weighted average number of common shares and income or loss per share have been restated for the Share Consolidation.

As at September 19, 2016 and July 31, 2016, an aggregate of 8,864,502 common shares (April 30, 2016 – 7,923,169) were issued and outstanding.

The Company has the following warrants outstanding as of September 19, 2016 (July 31, 2016 – 4,622,818; April 30, 2016 – 3,742,818):

Expiry Date	Exercise Price	Number of Warrants
September 22, 2016	\$ 1.70	182,384
September 11, 2017	\$ 1.20	625,000
September 24, 2017	\$ 1.20	283,000
October 7, 2017	\$ 1.20	150,000
December 18, 2017	\$ 1.20	345,000
March 4, 2018	\$ 1.20	1,163,500
July 18, 2018	\$ 1.20	880,000
Balance, September 19, 2016		3,628,884

A summary of the Company's compensation warrants outstanding as at September 19, 2016 (July 31, 2016 – 254,138; April 30, 2016 – 192,538) follows:

Expiry Date	Exercise Price	Number of Warrants
September 11, 2017	\$ 1.50	43,750
September 24, 2017	\$ 1.50	48,012
October 7, 2017	\$ 1.50	7,000
December 18, 2017	\$ 1.50	24,150
December 29, 2017	\$ 1.50	5,366
March 4, 2018	\$ 1.50	64,260
July 18, 2018	\$ 1.50	61,600
Balance, September 19, 2016		254,138

The following table summarizes the Company's stock options outstanding as at September 19, 2016 (July 31, 2016 and April 30, 2016– options outstanding and exercisable – 607,000 and 527,000 respectively):

Number of Options Outstanding	Number of Options Exercisable	Price	Expiry Date
577	577	\$1.00	September 22, 2016
30,000	30,000	\$1.00	January 19, 2017
1,245	1,245	\$1.00	January 28, 2017
12,100	12,100	\$1.00	December 19, 2017
13,500	13,500	\$1.00	August 15, 2018
78,578	78,578	\$1.00	April 28, 2021
82,500	82,500	\$0.50	December 10, 2021
30,000	30,000	\$1.00	November 3, 2022
117,000	117,000	\$1.10	November 30, 2022
100,000	20,000	\$0.95	March 4, 2023
465,500	385,500		

Investor Relations

The Company has service agreements with Allyson Taylor Partners Inc. and Venture Liquidity Providers Inc. who perform investor relations and liquidity support services on behalf of the Company. In addition, the Company contracted with Fundamental Research Corp. for equity research coverage for the investor market. The Company continues to expand and adapt its marketing efforts and will continue working closely with its consultants to communicate the Rogue story moving forward.

Subsequent Events

On August 25, 2016, the Company completed a 10:1 Share Consolidation. The consolidation resulted in there being 8,864,502 shares outstanding.

On August 26, 2016, 770,934 warrants priced at \$1.70 per share and 223,000 warrants priced at \$1.50 per share expired.

On September 9, 2016, 8,000 stock options priced at \$1.00 were cancelled.

On September 12, 2016, 40,000 stock options priced at \$0.50 and 25,000 stock options priced at \$1.10 were cancelled.

Disclosure Controls and Procedures

Disclosure controls and procedures ("DC&P") are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized and reported within the time periods specified by securities regulations and that information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting ("ICFR") are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with Canadian generally accepted accounting principles.

TSX Venture listed companies are not required to provide representations in the annual filings relating to the establishment and maintenance of DC&P and ICFR, as defined in Multilateral Instrument 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP. The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificates regarding the absence of misrepresentations and fair disclosure of financial information. Investors should be aware that inherent limitation on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in Multinational Instrument 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Risks and Uncertainties

The Company is subject to a number of risks and uncertainties due to the nature of its business. The Company's exploration and development activities expose the Company to various financial and operational risks that could have a significant impact on its level of operating cash flows in the future. Readers are advised to study and consider risk factors stressed below.

The following are identified as main risk factors that could cause actual results to differ materially from those stated in any forward-looking statements made by, or on behalf of, the Company.

Financing

The Company's future financial success depends on the ability to raise additional capital from the issuance of shares or the discovery of properties which could be economically justifiable to develop. Such development could take years to complete and resulting income, if any, is difficult to determine. The sales value of any mineralization potentially discovered by the Company is largely dependent upon factors beyond the Company's control, such as the market value of the products produced.

General Resource Exploration Risks and Competitive Conditions

The resource exploration industry is an inherently risky business with significant capital expenditures and volatile metals markets. The marketability of any minerals discovered may be affected by numerous factors that are beyond the Company's control and which cannot be predicted, such as market fluctuations, mineral markets and processing equipment, and changes to government regulations, including those relating to royalties, allowable production, importing and exporting of minerals, and environmental protection. This industry is intensely competitive and there is no guarantee that, even if commercial quantities are discovered, a profitable market will exist for their sale. The Company competes with other junior exploration companies for the acquisition of mineral claims as well for the engagement of qualified contractors. Metal prices have fluctuated widely in recent years, and they are determined in international markets over which the Company has no influence.

Governmental Regulation

Regulatory standards continue to change, making the review process longer, more complex and therefore more expensive. Exploration and development on the Company's properties are affected by government regulations relating to such matters as environmental protection, health, safety and labour, mining law reform, restrictions on production, price control, tax increases, maintenance of claims, and tenure. There is no assurance that future changes in such regulations couldn't result in additional expenses and capital expenditures, decreasing availability of capital, increased competition, reserve uncertainty, title risks, and delays in operations. The Company relies on the expertise and commitment of its management team, advisors, employees and contractors to ensure compliance with current laws.

Product Marketing

The market for sale of industrial minerals is often quite opaque and challenging for new entrants to break into. This is the case for the sale of silica, the primary product from the Silicon Ridge Project. The Company has worked with expert consultants to characterize the material, plan the project and identify the sales market. Management is now aggressively marketing the material across various identified sales verticals, with the objective to confirm buyers and verify the economic nature of the project.

Approval

The Board of Directors of Rogue has approved the contents of this Management Discussion and Analysis on September 19, 2016.

Property Summaries and Exploration Updates:

Québec Properties:

Silicon Ridge Project

Pursuant to an option agreement dated August 15, 2014, the Company acquired an option to earn a 100% interest in the Silicon Ridge Project located approximately 95 km northeast of Québec City for a payment of 850,000 shares (issued). The property is subject to a 2% NSR, of which one-half (1%) may be purchased for \$500,000 and the remaining one-half (1%) may be purchased for a further \$1,000,000.

Exploration on the Silicon Ridge Project began in September 2014 for the purpose of obtaining quartzite samples, determining the overall quartzite unit strike distance, and to submit a NI 43-101 compliant Technical Report. Of 22 samples taken, 15 surface samples of white quartzite were collected within one of two quartzite units located on the property. Silica purity of up to 99.54% was obtained in assays conducted on the southwestern end of the quartzite unit. The quartzite unit was also sampled on strike over a distance of 1.1 km northeast of the southwest sample site with quartzite samples returning oxide assays of silica purity of 97.61% to a high of 98.66%.

An airborne Heli-Mag survey was flown over the property on December 7, 2014, which clearly defined the quartzite units. Comprehensive maps were produced showing the high and low mag areas located on the property.

A comprehensive 2015 Phase I exploration plan was developed and was aligned, for the most part, with recommendations found in the Technical Report released on December 16, 2014. Determining the width

and strike length of the two northeast oriented quartzite units through mapping and sampling was one of the Company's first priorities, with drilling to follow.

Extensive community consultations in the region with various community groups, including the Zec des Martres, the Municipal Regional Offices of St. Urbain, Baie St. Paul and MRC de Charlevoix have taken place with follow up ongoing.

A baseline desktop study was initiated by WSP of Québec City, to identify and catalog physiographical sensitive areas on the claims. In addition to this work, WSP provided guidance on community relations, available labour and services in the region, and outlined the studies and government requirements as the project moves forward.

In February 2015, the Government of Québec announced, as part of its 2013-2020 Climate Change Action Plan, that it would provide Sitec Quartz Inc., with over \$2 million in financial assistance to build a 31 km hydro power line connecting to the Hydro-Québec power grid. This funding is significant for Rogue as it brings hydroelectric power within 4 km of the Company's Silicon Ridge Project and reaffirms the commitment the Québec government has to job creation and economic growth in this region. The opportunity to connect with Hydro Québec, should production be initiated on the Silicon Ridge Project, will be economically and environmentally beneficial to Rogue and the region.

From May to July 2015, considerable work was undertaken to prepare the site for advanced exploration in the form of channel sampling and drilling.

In August 2015, the Company commenced its drill program.

The initial 5,000 m drill program was expanded to 11,822 m. The drilling was spaced at 40 to 50 m on section and with section spacing of 50 m. There were 32 sections interpreted from the drilling. Full data and interpretations were supplied to Met-Chem, a division of DRA Americas, at the beginning of April 2016.

Met-Chem was contracted to prepare a NI 43-101 compliant resource report and the submission of a PEA. Met-Chem is in consultation with ANZAPLAN, the metallurgical consultants.

ANZAPLAN provided the Company with a final report in April 2015 on the "Evaluation of a Quartzite Deposit in Canada for the Identification of Potential Application", identifying a number of potential high value applications that can be derived from the high grade silica mineralization hosted on the Silicon Ridge property. Based on the report, Rogue summarized the following table (Table 1) of the range of products that can potentially be produced from the Silicon Ridge quartzite, which include silicon metals, ferrosilicon, glasses, ceramics and fillers.

Table 1- Range of products that can potentially be produced from the Silicon Ridge quartzite

Ferrosilicon and Silicon Metal	High Value Applications of Silicon Ridge drill core samples and optical sorting reject fraction after full processing								Fillers (paint, coatings, sealants, silicone rubber and epoxy)
	Container Glass (coloured & clear), Float Glass (window, automotive)	Fibreglass (insulation & fabrics)	Borosilicate Glass, Pyrex	White Float Glass, Opal Glass, Crystal Glass	Solar Glass, Borofloat	Quartz Powder & Engineered Stone	Silicon Carbide, Fused Silica, Sodium/Potassium Silicate	Ceramics (body & glazes)	
✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

The Company initiated a Bulk Sample program and 1,500 kilograms of quartzite from a surface exposure from the "G" quartzite were collected and shipped to Germany in April and May of 2015. This material was processed into a number of samples designed to aid in ongoing discussions with potential end users and consumers of silica. The samples include material potentially suitable for metallurgical grade silicon

and ferrosilicon applications as well as glass, ceramics and fillers.

ANZAPLAN provided the Company with the results, in June and July 2016, from the crushing and optical sorting of the 1,500 kg bulk sample. The quartzite sample provided to ANZAPLAN for the bulk sample test work showed improved quality with less impurities compared to the previous drill core. After crushing and classification, the material was already at ferrosilicon feedstock specifications. The bulk sample was crushed and optically sorted to determine the amount of material that meets the specifications for high value silica products. The test work determined yield distributions when crushed of 89.4% of the material ranging in size from 20 to 120 mm, meeting the thresholds required for ferrosilicon quality and that 10.6% of the sample was <20 mm and meets the feedstock quality for further beneficiation to fulfill the requirements for certain glass, ceramics and fillers

The Company commissioned UK-based Roskill Information Services, in April 2016, for a detailed market study of the North American market for Rogue's identified silica products. This study was completed in May 2016.

After a competitive process, the Company awarded a contract for environmental consultation to SNC-Lavalin for the Silicon Ridge project in May 2016. SNC-Lavalin is responsible for completing the project application form for the certificate of authorization as required by the Ministère du Développement durable, de l'Environnement et de la Lutte contre les changements climatiques ("MDDELCC") under Section 22 of the Québec Environment Quality Act (EQA) for quarrying operations.

Resource Estimate

The mineral resource estimate completed by Met-Chem in June 2016 includes a pit-constrained measured and indicated resource of 9.7 million tonnes ("Mt") grading 98.6% SiO₂ and an inferred resource of 4.6 Mt grading 98.6% SiO₂.

The resource estimate, includes resources from 3 zones referred to as the South West, North East and Centre North zones, as summarized in the following table (Table 2). A significant portion of the estimate is derived from the South West Zone. All zones are open along strike and down dip and have potential for expansion.

The mineral resource for the Silicon Ridge Project incorporates assay results from 71 diamond drill holes totaling 11,822 m and from 510 m of surface channel samples. The estimate was prepared using a block model constrained with 3D wireframes of the principal mineralized domains. Values for SiO₂, Al₂O₃, TiO₂ and Fe₂O₃ were interpolated into blocks using Inverse Distance Squared ("ID²"). A preliminary open pit optimization algorithm was run on the estimated grade block model to constrain the resources and to support the Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") requirement that Mineral Resources have 'reasonable prospects for eventual economic extraction' (the "CIM Definitions"). Only mineralization contained within the preliminary pit shell has been included in the resource estimate.

Table 2- Silicon Ridge Pit-Constrained Resource Estimate

ALL ZONES					
	Tonnes (Mt)	SiO₂ (%)	TiO₂ (%)	Al₂O₃ (%)	Fe₂O₃ (%)
Measured	3.2	98.61	0.061	0.556	0.101
Indicated	6.5	98.60	0.062	0.564	0.122
Measured + Indicated	9.7	98.60	0.062	0.561	0.115
Inferred	4.6	98.64	0.062	0.532	0.131

SOUTH WEST ZONE					
	Tonnes (Mt)	SiO₂ (%)	TiO₂ (%)	Al₂O₃ (%)	Fe₂O₃ (%)
Measured	2.4	98.60	0.061	0.560	0.101
Indicated	3.9	98.60	0.062	0.576	0.109
Measured + Indicated	6.3	98.60	0.061	0.570	0.106
Inferred	2.5	98.70	0.061	0.544	0.096

NORTH EAST ZONE					
	Tonnes (Mt)	SiO₂ (%)	TiO₂ (%)	Al₂O₃ (%)	Fe₂O₃ (%)
Measured	0.8	98.66	0.063	0.544	0.102
Indicated	1.4	98.63	0.066	0.556	0.123
Measured + Indicated	2.2	98.64	0.065	0.552	0.116
Inferred	0.5	98.56	0.069	0.641	0.136

CENTRE NORTH ZONE					
	Tonnes (Mt)	SiO₂ (%)	TiO₂ (%)	Al₂O₃ (%)	Fe₂O₃ (%)
Measured	0.001	98.31	0.047	0.589	0.150
Indicated	1.2	98.56	0.061	0.535	0.163
Measured + Indicated	1.2	98.56	0.061	0.535	0.163
Inferred	1.6	98.56	0.060	0.479	0.183

Notes:

- 1) CIM Definitions (May 10, 2014) were followed for classification of Mineral Resources.
- 2) Cut-off grades of 98.1% SiO₂, 0.8% Al₂O₃, 0.075% TiO₂ and 0.24% Fe₂O₃.
- 3) Density of 2.65 g/cm³.
- 4) The resources are constrained by a Lersch Grossman (LG) optimized pit shell using MineSight software.
- 5) LG pit shell defined using the following constraints:
 - i. 50 degree slope
 - ii. Offset of 85m from lakes and wetlands
 - iii. Product sales price of \$200/t and \$100/t for high value and ferrosilicon, respectively

- iv. Processing cost of \$45.84/t and \$16.84/t of feed for high value and ferrosilicon, respectively
- v. Mining cost of \$6.73/t and a G&A cost of \$2/t
(All pricing and costing will be refined for the PEA.)
- 6) Mineral Resources are not Mineral Reserves and have no demonstrated economic viability. The estimate of Mineral Resources may be materially affected by mining, processing, metallurgical, infrastructure, economic, marketing, legal, environmental, social and government factors ("Modifying Factors").
- 7) Numbers may not add due to rounding.
- 8) Effective date of the resource estimate is June 7, 2016.

Ontario properties:

Radio Hill Iron Ore

The historical estimates and feasibility values mentioned in this document are not in accordance with the mineral resources or mineral reserves classifications contained in the CIM Definitions for NI 43-101. Accordingly, the Company is not treating these historical estimates as current mineral resources or mineral reserves as defined in NI 43-101 and such historical estimates should not be relied upon. A qualified person has not done sufficient work to date to classify the historical estimates as current mineral resources or mineral reserves. The term "ore" in this document is being used in a descriptive sense for historical accuracy, and is not to be misconstrued as representing current economic viability.

The values, estimates, and quotes referenced below and in the section are used by the Company to provide a target range and help guide exploration and are stated here for information purposes to inform the reader why the Company is interested in the area and should not be relied upon. Significant work needs to be completed by the Company prior to any publication of known resources or concentration characteristics of mineralized material at Radio Hill.

The Radio Hill property appears to be on the western extension of the Porcupine-Destor Fault Zone ("PDFZ"), one of the most productive gold structures in the world. This has been a very active district recently, with Tahoe Resources Inc. ("Tahoe", formerly Lake Shore Gold Corp) Timmins West mine 45 km away, plus Tahoe's recent 144 Zone discoveries, Goldcorp Inc.'s acquisition of the Borden Gold Project (85 km away) and Probe Metals Inc.'s recent acquisition of the Ivanhoe project located to Pen Gold's west and the West Porcupine and Ross properties to the east. The Radio Hill property represents prospective land for gold exploration and adjoins the Pen Gold property.

Summary

The Radio Hill iron ore project comprises banded iron formation; a magnetite rich formation that forms a topographical high and covers an area over two km long with a maximum width of about 500 m. Historical drilling tested the iron to a vertical depth of 400 m with mineralization reported to continue at depth.

In 2008, Geotech Ltd. conducted a combined magnetic-VTEM survey over Radio Hill and the adjacent Timmins West project, a land package totalling 12,160 hectares. The 742 line-km survey covered a 50 km² area with 75 m line spacing. A number of electro-magnetic (EM) and magnetic anomalies were identified in the survey area. The Radio Hill iron formation is easily identified in the total field magnetic survey, as is the relatively unexplored Nat River Iron Formation. The airborne survey has been used to identify priority targets along the Nat River formation. In June 2010, the Company commissioned Micon International Inc. to prepare a *Technical Property of Merit Report* on the property.

Following the exploration recommendations of the Property of Merit Report, the Company initiated and completed a 10,500 m drill program and reported the final assays from that campaign on August 2, 2012. The drilling and assay work show the banded iron formation is as thick at 400m and extends to depth beyond the limits of open pit mining, with the grades increasing at depth. Ore characterization and metallurgy indicates the magnetite is fine-grained and requires fine grinding to liberate silica. Once metallurgical work is completed the product will be reviewed and a determination made on the next steps for the project.

Further geo-metallurgical work on the iron ore was initiated early in 2015 to better understand the iron ores mineralogy and define a metallurgical process for testing the ores.

A Phase 1 (preliminary) Baseline Environmental Study was also initiated in early 2015. Recent LIDAR survey data covering the Radio Hill iron ore deposit has been purchased and is being utilized in ongoing geological modelling for a future drill program. VTEM and magnetic airborne surveys previously conducted at Radio Hill are being reprocessed and evaluated by a consulting geophysicist to better define the iron formations. Drill and trench data are being compiled, interpreted and modeled to assist in preparing for a future resource calculation.

Acquisition Costs and Net Smelter Royalty (NSR)

In April 2011, and amended in October 2013, the Company completed its option agreement to earn a 100% interest on its Radio Hill Iron Ore property located in the Timmins mining district of Ontario by making a final \$100,000 payment and issuing 2,000 shares. In lieu of an NSR on the iron rights, the agreement requires a \$50,000 annual payment to be paid in perpetuity until commencement of commercial production, at which time a \$7,000,000 payment is required in addition to accrued cost of living increase. This annual payment only applied to the portion of land containing the historical resource and not the majority of the land package to the east, which hosts the Nat River formation as well as other targets. On June 16, 2016, the Company executed an amendment to the Radio Hill Option Agreement whereby the Company maintains its option on the iron mineralization, but now at the sole discretion of the Company, can either issue 10,000 shares of the Company or pay \$50,000 to the Optionors on an annual basis. The Company issued 10,000 shares to its Optionors in June 2016.

Infrastructure

When developing iron ore projects, infrastructure and its costs are paramount. The project's location, in proximity (4 km) to the Canadian National Railway (CN) and to Timmins, together with the associated mining infrastructure in the Timmins area, is a significant advantage for the future development of the property. The Radio Hill iron deposit is connected to Highway 101 by an 8 km long gravel road. This road runs north to south across the deposit and extends from the highway to the CN railroad Kukatush siding at the southern property boundary. During the early 1960s a railroad grade was constructed from this siding to the south edge of the Radio Hill deposit and remains intact for future use. Power lines come within kilometres of the deposit and potential hydro power generation exists about 20 km to the southwest on the Groundhog River. Natural gas is located in Timmins and could be extended west to the project, for concentrating and pelletizing.

Timmins West/Pen South Property Group

Through staking, the Company acquired a 100% interest in mineral claims known as Timmins West located in Penhorwood, Kenogaming and Keith Townships, Ontario. Twelve of the staked claims are within the one km area of interest in the Radio Hill property agreement, and are subject to the Radio Hill NSR (see Radio Hill Iron Ore). The balance of the Timmins West group has significant potential for gold and the gold rights on these claims (the "Pen South Property") was licensed to Rapier on September 26, 2012 and subsequently governed by the Amended and Restated License and Option Agreement (the "Pen South Agreement"). According to the Pen South Agreement, Rapier was obligated to incur \$1,100,000 in exploration expenditures over a five year term, with the first term beginning in September 2012. The agreement had the option of being extended for two further five year terms, and \$1,100,000 in exploration expenditures would be required to be incurred in each term. The agreement granted Rogue a 0.75% NSR for all products upon the commencement of commercial production.

In May 2016, the Company provided Rapier with termination notice for the Pen South Agreement. Rogue allowed Rapier to remedy its default of the terms of the Pen South Agreement within 30 days of the termination notice.

In July 2016, a mutually beneficial solution was agreed, which was to provide Rapier a period of exclusivity for the month of July 2016, to acquire 100% of the property. The Company completed the sale of its Pen South property to Rapier for \$325,000 and 1,500,000 Rapier shares. The terms of the agreement include Rapier acquiring 100% of the Pen South property, subject to a 2% NSR. The entire NSR may be purchased for \$3,000,000. Rogue also retains the right to repurchase any individual claim within the property for \$1 if Rapier or any potential successor does not meet the outstanding government

exploration work requirement and/or intends to abandon or allow the claim to lapse.

Langmuir Nickel Project (includes W4 Deposit)

Summary

The Langmuir property is 100% owned (part of which is subject to a 2% NSR) and comprises a large package of ultramafic and mafic flows and sills favorable for hosting nickel, copper and platinum group mineralization. The road-accessible Langmuir Property is located approximately 8 km east of the Redstone nickel mill and approximately 35 km south of Xstrata’s Kidd Creek Metallurgical site in Timmins, Ontario.

The property is largely covered by overburden or swamp that substantially hampered pre-1990s exploration. Advances in airborne geophysical surveys and soil sampling techniques have allowed the Company to see beneath the overburden and identify potential nickel deposits in bedrock. A VTEM electromagnetic airborne survey system identified more than 20 separate clusters of airborne EM anomalies. In 2007, the Company drilled a number of these targets. A drill hole on the W4 geophysical target intersected 72.5 m of nickel mineralization averaging 1.14% nickel with 0.11 g/t platinum and 0.26 g/t palladium. Subsequent drilling and exploration defined a moderate-sized nickel resource (see below). Sulphide mineralization at Langmuir W4 has been interpreted as three sub-parallel nickel sulphide zones hosted by komatiitic peridotite flows. These east-west trending komatiite flow units are vertical to steeply dipping and separated by thin graphitic argillite interflow units. The nickel sulphide mineralization consists primarily of pentlandite and pyrrhotite occurring as fine disseminations, fracture fillings and blebs.

Resource Estimate

A mineral resource estimate for this deposit has been reported in accordance with NI 43-101 and was estimated in conformity with generally accepted CIM Definitions. The resource estimate is the result of an extensive diamond drill program (69 drill holes for 22,152 m) in 2007 and 2008.

Mineral Resource Statement*, Langmuir W4 Nickel Project (May 12, 2010)					
Category	Quantity Tonnes	Grade Ni %	Grade Cu %	Metal Nickel lbs. 000’s	Metal Copper lbs. 000’s
Open Pit**					
Indicated	590,000	0.99	0.06	12,816	840
Inferred	125,000	0.88	0.06	2,437	157
Underground **					
Indicated	87,000	1.04	0.08	1,997	149
Inferred	46,000	0.91	0.05	923	53
Combined					
Indicated	677,000	1.00	0.06	14,813	989
Inferred	171,000	0.89	0.06	3,360	210

*Mineral resources are reported in relation to optimized pit shells. Mineral resources are not mineral reserves and do not have demonstrated economic viability. All figures are rounded to reflect the relative accuracy of the estimate. All assays have been capped where appropriate.

** Open pit mineral resources are reported at a cut-off of 0.40 percent nickel inside a conceptual pit shell. Underground mineral resources are reported at 0.70 percent nickel and include resource blocks above cut-off outside the conceptual pit shell. Cut-off grades are based on a nickel price of US\$8 per pound and a metallurgical recovery of eighty-seven percent, without considering revenues from other metals.

The mineral resources are reported at two cut-off grades to reflect the “reasonable prospects” for economic extraction. SRK Consulting Canada Inc. (“SRK”) of Toronto considers most of the mineral resources are amenable for open pit extraction, while the portion below a conceptual pit shell could be extracted using an underground mining method. A complete Technical Report, compiled in accordance to NI 43-101 Guidelines, has been filed on behalf of the Company and is available for viewing at www.sedar.com.

Following the resource estimate in late 2010, the Company completed drilling of seven (NQ) holes to test mineralization extensions to the east of the existing mineral resource, and six (HQ) holes to provide material for metallurgical testing. This additional drilling was used to update the resource model. The new drilling has allowed a more confident definition of nickel mineralization for the mining studies and has provided material for low, medium and high grade composite metallurgical samples allowing for a better understanding of the metallurgical properties of the nickel mineralization. From these holes SRK and the

Company selected two composites of core material suitable for both flotation testing as well as hardness testing (SAG Design tests). This material was forwarded to the Inspectorate Exploration & Mining Services Laboratories ("Inspectorate") in Richmond, BC where metallurgical test work was conducted. Initial studies show that recoveries are above 70%.

The brief reopening in 2014-15 of the Redstone Nickel Mill adjacent to the Langmuir claims created new interest in the area. In early 2015, the VTEM and magnetic airborne surveys previously conducted on the Project were reprocessed and evaluated by a consulting geophysicist to identify new targets. Previous environmental and metallurgical work carried out on the project by the Company was also reviewed as was geo-metallurgy on the nickel mineralized ultramafics, for an improved understand of the mineralogy.

Exploration Potential

The W4 deposit was one of several promising geophysical targets on the Langmuir Property. Several similar targets remain untested and the exploration upside potential at Langmuir remains high. The VTEM geophysical surveys and modeling programs have identified anomalous areas along strike and at depth of the discovery zone that have not been fully tested. In addition, the geological model used for targeting and the eventual discovery of the W4 deposit suggests that the potential for other similar high-grade, moderate-sized deposits exists. This geological model within similar Archean-aged rocks was taken from the Kambalda nickel camp in Western Australia which show nickel deposits clustered within a volcanic flow localized along the flanks of a domal structure. Nickel ore deposits in the Kambalda camp often occur in groups or clusters; for example, 12 nickel deposits occur within an ultramafic flow unit of approximately 8 km x 4 km in area.

Non-Core Property Summaries and Exploration Updates:

Abitibi East Property, Ontario

The Abitibi East Property includes Shallow River, which is 100% owned (subject to a 2% NSR). The Company also staked additional claims which are not subject to an NSR. The property is situated 75 km northeast of Timmins, Ontario. The property contains a similar aged classic bimodal volcanic sequence that hosts the Kidd Creek volcanogenic massive sulphide deposit (117,547,200 tonnes with 2.2% copper, 7.25% zinc, 0.28% lead, 147.43 g/t silver) located 85 km west of the property.

On March 15, 2007 (and subsequently amended), the Company entered into an agreement to acquire a 100% interest in the Abitibi East –East Extension property. On February 18, 2014, the Company evaluated the East Extension portion of the property and decided to terminate the agreement and returned the claims to the vendor.

Considerable work was conducted on the Abitibi East Property between 2005 and 2010, however results and commodity prices dictated that the Company focus on other priorities. On April 30, 2016, the Company decided to write down the property to \$Nil.

Brinklow Gold Property, Ontario

The Brinklow property is 100% owned (subject to a 2% NSR), is road accessible and located two km north of the town of Long Lac, Ontario. This is an early-stage, grassroots exploration project. On April 30, 2016, the Company decided to write down the property to \$Nil to focus on its other properties.

Row Lake Gold/Copper Property, Ontario

The Row Lake property is 100% owned (subject to a 2% NSR) and is located approximately 20 km north of Larder Lake, Ontario. This is an early-stage, grassroots exploration project. On April 30, 2016, the Company decided to write down the property to \$Nil to focus on its other properties.

Acquisition costs of \$878,706 and exploration costs of \$679,065 related to the above non-core Ontario properties were written off on April 30, 2016.

Taylor Brook Group, New Brunswick

Rogue earned a 100% interest (subject to a 1.5% NSR and the issuance of shares upon the

commencement of commercial production) in the Taylor Brook property near Bathurst, New Brunswick. The claims were acquired based on an assessment of the potential of the Bathurst Mining district.

Portage Group, New Brunswick

Rogue earned a 100% interest (subject to a 2% NSR) in 67 claims (1,176 ha) in the Portage Lakes area of the Bathurst mining district.

On July 6, 2015, the Company decided to terminate all of its New Brunswick properties and write down the properties to \$Nil. The Company wrote off \$786,591 in acquisition costs and \$1,007,820 in exploration costs during the year ended April 30, 2016. In view of the long term downturn in market conditions, the difficulty of financing grassroots exploration, and the 2015 requirement to spend considerable funds to maintain the claims in good standing, the Company chose to return these properties to the original optionor and focus its resources on its Silicon Ridge Project.

Adams Lake Property, British Columbia

Rogue entered into an option agreement to earn a 100% interest in the Adams, Cercio, Onyx, and Revelstoke properties located in the Kamloops and Revelstoke Mining Division of southern British Columbia.

On June 1, 2015, the property was terminated and the related claims lapsed on July 2, 2015. The Company decided to terminate the property and write it down to \$Nil to focus its financial resources on Silicon Ridge Project instead of incurring the cost of maintaining claims which are strictly grassroots exploration targets. The Company wrote off \$125,500 in acquisition costs and \$50,302 in exploration costs during the year ended April 30, 2016.