CURRIE ROSE
RESOURCES INC.

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An Exploration Stage Company

MANAGEMENT DISCUSSION AND ANALYSIS

THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2019 AND 2018

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The following management discussion and analysis ("MD&A") of Currie Rose Resources Inc. ("Currie Rose" or "the Company") provides a review of corporate developments, results of operations and financial position for the nine months ended September 30, 2019 and September 30, 2018 ("2019 Q3 and "2018 Q3" respectively). This discussion is prepared as of November 28, 2019 and should be read in conjunction with the unaudited interim condensed consolidated financial statements for the nine months ended September 30, 2019. Additional information relating to the Company, including the audited annual consolidated financial statements and MD&A for the years ended December 31, 2018 and December 31, 2017 is available on Currie Rose's SEDAR profile at www.sedar.com and the Company's website at www.currierose.com. The results reported in this MD&A have been prepared in accordance with International Financial Reporting Standards ("IFRS") and are presented in Canadian dollars, which is the Company's functional currency.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors (the "Board"), considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's common shares; (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

FORWARD-LOOKING STATEMENTS

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

COMPANY OVERVIEW

Currie Rose Resources Inc. was incorporated under the Canada Business Corporations Act on August 24, 1973. It is a public company that trades on the TSX Venture Exchange under the symbol "CUI.V". Currie Rose is a precious metal explorer focused on identifying high value assets in Canada and delivering responsible exploration outcomes that meet shareholder expectations and provide community opportunities with the current focus on the Rossland Gold Project in British Columbia. The head office and principal address of the Company is located at 401 Bay Street, Suite 2100, Toronto, Ontario, Canada, M5H 2Y4.

As detailed below under "Resource Properties", the Company has restarted its exploration activities. However, management took a targeted approach in 2018 to source a quality exploration project to re-launch the Company. This selection process had centred on gold in North America and had included a detailed technical analysis and site visits on a number of advanced exploration projects identified as meeting the Company's selection criteria, ultimately resulting in the acquisition of the Rossland Project *(see "Rossland Project Acquisition" section below).*

RECENT HIGHLIGHTS

The Company received a Notice of Default on October 16, 2019 with respect to certain payment obligations on the Rossland Project. On November 15, 2019, the option holders received two payments of $30,000 ($60,000 in total) from the Company as partial payment of each remaining $65,000 obligation ($130,000 in total), and agreed to forbear any further steps toward termination of the Option Agreement pending receipt of the balance of funds due, namely $70,000 in total *(see discussion under "Subsequent Events" section below)*

On April 24, 2019, the Company reached agreement in principle to sell its 49% interest in the Scadding Project ("Scadding") to MacDonald Mines Exploration Ltd. (TSX-V: BMK) ("MacDonald Mines"). The sale closed on September 24, 2019 resulting in a gain on sale of $377,590 *(see discussion under "Results of Operations" section below).*

On September 3, 2019, the original terms of the option agreements for the Rossland project were amended to reflect current market conditions. Under the revised terms, the Company and the two companies holding the Rossland options have agreed to reduce the exploration expenditure requirements for Stage 2 and have further agreed to remove the issue of all remaining Currie Rose shares (8 million shares) in exchange for increased cash payments *(see discussion under "Rossland Project" section below).*

ROSSLAND PROJECT

On April 13, 2018, the Company announced it had secured two option agreements over the Rossland Project (the "Rossland Project"), which together cover approximately 2,000 hectares of the Rossland mining camp that produced more than 2.7 million ounces of gold, 3.5 million ounces of silver and 71 tonnes of copper between 1894 and 1941 and ranks as the third largest lode gold camp in British Columbia.

Under the terms of the agreements, which were approved by the TSX Venture Exchange on May 17, 2018, Currie Rose has the right to acquire 100% of the Rossland Project from two private companies via a 3-stage, 4-year option, as follows:

Stage 1: 1-12 months

Upfront payment of $50,000 and issuance of 1,000,000 Currie Rose shares to each of the two companies.
Minimum expenditure of $500,000 on each option agreement.
Investment by Currie Rose beyond the first year will be contingent on positive results.
Providing written notice to the Optionor, no later than 1 month prior to the first anniversary, of its intention to proceed to Stage 2.

Stage 2: 13-24 months

Upon proceeding to Stage 2, payment of $75,000 and issuance of 1,500,000 Currie Rose shares to each of the option holders on the 1st anniversary.
Payment of further $75,000 and issuance of 1,500,000 Currie Rose shares to each of the option holders on the 2nd anniversary.
Minimum expenditure of $750,000 on each option agreement.

Stage 3: 25-48 months

Funding and completing a feasibility study - one study to apply to both companies.
Payment of $100,000 and issuance 2,000,000 Currie Rose shares on the 3rd anniversary (to each of the two companies).
Payment of $100,000 and issuance of 2,000,000 Currie Rose shares on the 4th anniversary (to each of the two companies).

On completion of the feasibility study or the payment obligations, the Company will own 100% of the project and will grant separately, to each company, a 2% NSR with Currie Rose having an option to purchase from each company one-half (1%) of the NSR for payment of $1,000,000.

On May 17, 2018, the Company received approval from the TSX Venture Exchange for the Rossland Project acquisition and the issuance of the 1,000,000 common shares to each of the two option holders, or collectively 2,000,000 common shares. The Exchange has accepted all filing documentation including a National Instrument 43-101 Technical Report (the "Technical Report") on the Rossland Project relating to the Company's first option agreement for the acquisition of 100% of the GNB property and second option agreement for the acquisition of 100% of the COE property. The GNB property and the COE properties together comprise the Rossland Project.

On February 27, 2019, the Company and the vendor agreed to extend the expenditure periods of both option agreements that make up the Rossland Project *(see note* by 3 months to July 12, 2019 to enable drilling and other exploration work to be completed.

On April 12, 2019, the following transactions occurred (or were agreed to) in satisfaction of the Company's obligations arising on the first anniversary of the Rossland Project, namely:

- $10,000 of the $75,000 anniversary payment was paid for each of the two options ($20,000 in total)
- The parties agreed to pay the remaining $65,000 for each of the two options either on closing of a financing or with 6 months (whichever comes first).
- 1,500,000 shares were issued for each of the two options, or 3,000,000 shares in total *(see note)*

On September 3, 2019, the parties agreed to amend the original terms of the option agreements for the Rossland project to reflect current market conditions. Under the revised terms, the Company and the two companies holding the Rossland options have agreed to reduce the exploration expenditure requirements for Stage 2 and have further agreed to remove the issue of all remaining Currie Rose shares (8 million shares) in exchange for increased cash payments as set out below:

Stage 2 - April 2019 - April 2020

- Minimum expenditure of $500,000 (previously $750,000) for each company; payment of $125,000 on the 2nd anniversary (per company);

Stage 3 - April 2020-April 2022

- Funding and completing a feasibility study - one study to apply to both companies, payment of $150,000 on the 3rd anniversary (per company);
- Payment of $175,000 on the 4th anniversary (per company).

All other conditions of the agreements remain unchanged.

On June 13, 2018, the Company entered into a Purchase and Sale Agreement ("the Agreement") to acquire a 100% interest in the "Golden 8 Claim" which adjoins the south western boundary of the recently optioned Rossland Project. The Golden 8 Claim covers 296.5 hectares of the highly prospective Rossland "South Belt" and increases the coverage of Company's Rossland Project (part of the Rossland Mining Camp) to approximately 2,230 hectares. Under the terms of the Agreement, Currie Rose exercised its right to acquire 100% of the Golden 8 Claim from a private vendor via cash payments made as follows: (i) $16,000 on execution of the Agreement, and (ii) $16,000 made in September, 2018. The vendor retains a 2% NSR, while the Company has a right of repurchase of one half of the NSR (1%) by paying the vendor $1 million.

Recent project results

Work by the Company has included an extensive document review of all exploration data within the Rossland Gold Camp including:

- Review of the historic, high grade Rossland mines (Le Roi, War Eagle and Centre Star Mines) that produced over 2.7m ounces of gold between 1894 and 1941 and
- A review of more recent historical exploration activities within the package that identified extensions to the historical mines through detailed geological mapping, geophysics and diamond drilling.

From this review, ground-based field work including rock chip sampling and historic mine dump sampling was completed, returning significant gold and copper results. A drone magnetic survey over the northern sector of the Project was also completed covering a total 164.82 line km. Re-processing of historic VLF-EM geophysical data covering the Mascot and Gertrude prospects was also completed confirming the results of the original interpretation which identified extensions to mined disseminated or semi-massive accumulations of sulphide minerals that host gold mineralization.

Compilation of all the above data has confirmed strong, multiple anomaly data layering anomalies in line with expectations, with 3 priority drill targets identified. The Notice of Work Permit (NOW) was approved allowing the Company to commence drilling in the near future.

GOING CONCERN

The accompanying unaudited interim condensed consolidated financial statements have been prepared using International Financial Reporting Standards ("IFRS") (as issued by the International Accounting Standard Board ("IASB")) applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and, therefore, be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying unaudited interim condensed consolidated financial statements. Such adjustments could be material.

As at September 30, 2019, the Company has no source of operating cash flow and had an accumulated deficit of $16,439,917 (December 31, 2018 - $16,482,856). Working capital as at September 30, 2019 was $725,886 compared to $122,733 as at December 31, 2018. Net comprehensive loss for 2019 Q3 YTD was $42,939 (2018 Q3 YTD - $227,548). Operations since inception have been funded from the (i) issuance of share capital, (ii) sale of marketable securities, and (iii) sale of resource property interests.

The Company anticipates it will have sufficient cash on hand to service its liabilities and fund exploration activity and public company operating costs for the next twelve months. In order to continue active operations, the Company will need to (i) arrange future financing that will largely depend upon prevailing capital market conditions, and (ii) the continued support of its shareholder base. There is uncertainty that the Company will be able to obtain additional financing for the long-term future, given the current market environment for junior exploration stage companies. These factors create material uncertainties that cast significant doubt as to the propriety of the use of the going concern assumption upon which these unaudited interim condensed consolidated financial statements have been prepared.

QUARTERLY PERFORMANCE

The following table highlights certain key quarterly financial highlights. Commentary on the selected highlights is included under "Results of Operations" and "Liquidity and Capital Resources".

	Jun-2019 2019 Q2	**Jun-2019 2019 Q2**	**Mar-2019 2019 Q1**	**Dec-2018 2018 Q4**	**Sep-2018 2018 Q3**	**Jun-2018 2018 Q2**	**Mar-2018 2018 Q1**	**Dec-2017 2017 Q4**
	$	$	$	$	$	$	$	$
Balance sheet								
Cash	75,797	19,098	118,631	193,446	381,874	104,543	175,765	38
Working capital (deficiency)	746,178	(120,097)	(19,834)	122,735	285,445	9,325	142,420	332,881
Resource properties	780,251	1,342,032	1,145,550	1,117,451	1,048,910	917,514	698,656	577,647
Shareholders' equity	1,506,139	1,221,934	1,125,717	1,240,185	1,334,355	926,840	841,076	910,528
Income statement								
Gain on sale of Scadding project	377,590	-	-	-	-	-	-	-
Operating expenses	61,386	68,782	114,468	96,795	89,859	68,237	69,452	101,153
Share based compensation	-	-	58,015	-	-	-	-	4,804
Net income (loss)	284,204	(68,782)	(172,483)	(96,795)	(89,859)	(68,237)	(69,452)	(105,957)

RESULTS OF OPERATIONS

For the first quarter ended March 31, 2018 ("2018 Q1")

The Company reported a net loss of $172,483, reflecting the higher operating overhead for quarterly operations as the Company has become active once again. The major expense in the quarter were management fees totalling $48,000 as follows: (i) a revised contract with the CEO for management services at a rate of $10,000 per month compared to the prior rate of $2,200 per month, and (ii) a new contract for management and administrative services (that replaces a pre-existing management services agreement with the former CEO) billed on a monthly basis at a rate of $6,000, including the services of the CFO and corporate secretary, office rent and regular administrative functions. Other than expenditures related to the new Rossland Property acquisition (see "Rossland Project Acquisition" section above), there were no activities or transactions of particular significance.

For the second quarter ended June 30, 2018 ("2018 Q2")

The Company reported a net loss of $68,237, consistent with 2018 Q1, reflecting the consistently higher operating overhead for quarterly operations since the Company became active once again. As in 2018 Q2, the major expense in the quarter was management fees totalling $48,000 *(see "Related Party Transactions" section below)*. During the quarter, the Company incurred resource property additions of $218,858 (2018 Q2 YTD - $339,867), including a $154,000 non-cash addition from the issuance of 2,000,000 common shares issued as additional consideration for the acquisition of the Rossland Project (see "Rossland Project" section above).

For the third quarter ended September 30, 2018 ("2018 Q3")

The Company reported a net loss of $89,859, consistent with 2018 Q2, reflecting the higher operating overhead for quarterly operations as the Company has become active once again. As in 2018 Q2, the major expense in the quarter was management fees totalling $48,000 *(see "Related Party Transactions" section below)*.

For the fourth quarter ended December 31, 2018 ("2018 Q4")

The Company had a net loss of $96,795, consistent with prior quarters in FY2018. This reflected the continued level of operating expenditures started in 2017 Q2.

For the year ended December 31, 2018 ("FY2018")

The Company reported a net loss for FY2018 of $324,343, a decrease of $50,603 from FY2017 loss of $374,946. This reflected a consistent level of operations year-over-year with the exception of a reduction in travel costs of $30,067, the majority of which are now capitalized to the Rossland Project.

For the first quarter ended March 31, 2019 ("2019 Q1")

The Company reported a net loss of $172,483, reflecting the higher operating overhead for quarterly operations as the Company has become active once again. The major expenses in the quarter were:

(a) Management fees totalling $144,000, the same as for 2018 Q1 described above
(b) Travel and promotion costs of management fees totalling $22,294 incurred in the quarter with respect to financing efforts and a trade show in Vancouver
(c) Share based compensation of $58,015 based on accrual of previously granted options expected to vest in the quarter

For the second quarter ended June 30, 2019 ("2019 Q2")

The Company reported a net loss of $68,782, reflecting a consistently higher operating overhead for quarterly operations as the Company has become active once again. The major expenses in the quarter were:

(a) Management fees totalling $48,000, the same as for 2018 Q2
(b) Professional fees of $9,641 versus $3,867 for 2018 Q2
(c) Listing fees and shareholder information of $8,041 versus $14,231 for 2018 Q2

For the third quarter ended September 30, 2019 ("2019 Q3")

The Company reported net income of $284,204 in the period. The major components of those results were the following:

(a) A gain on sale of the Scadding property of $377,590. The consideration received for the sale that closed on September 24, 2019 was 8,000,000 shares of the purchaser, MacDonald Mines Exploration Ltd. valued at $912,000. The components of the gain on sale were:

Shares of MacDonald Mines	$	912,000
Cash		50,000
Total consideration received		962,000
Carrying cost		580,177
Costs of disposition		4,233
Gain on sale	$	377,590

(b) Between the closing date and the reporting date, a decline in the fair market value of the MacDonald Mines share investment of $32,000 was recognized, such that the carrying value at September 30, 2019 was $880,000
(c) Overall expenses, excluding non-cash items, was $61,386 for 2019 Q3 compared to $89,859 for 2018 Q3, including management fees totalling $48,000 for each period

LIQUIDITY AND CAPITAL RESOURCES

Working Capital

Working capital as at September 30, 2019 was $725,886 compared to $122,733 as at December 31, 2018. Cash decreased to $75,797 as at September 30, 2019 compared to $193,446 as at December 31, 2018. The decrease in the cash position plus the increase in accounts payable and accrued liabilities effectively funded the (i) operating expenses in the period of $244,636, and (iii) expenditures of the Rossland Project that totalled $77,980.

As a result of the Scadding sale, the Company now holds 8,000,000 shares of MacDonald Mines Exploration Ltd. with a fair market value of $880,000 as of September 30, 2019. The shares are currently held in escrow, and become free trading on January 5, 2020.

CAPITALIZATION

The Company has common shares and other equity instruments outstanding at each reporting date as follows:

	November 28, 2019	June 30, 2019	December 31, 2018	Change in reporting period
Common shares	41,431,004	41,431,004	38,431,004	3,000,000
Common share purchase warrants	16,900,480	16,900,480	16,900,480	-
Stock options	3,170,000	3,170,000	1,120,000	2,050,000
Total equity instruments	61,501,484	61,501,484	56,451,484	5,050,000

TSX Venture Exchange has accepted for filing the Company's stock option plan which was approved by the Company's shareholders at the Annual General Meeting held on June 14, 2018. The plan has been converted to a rolling plan whereby a maximum of 10% of the issued shares will be reserved for issuance under the plan from a previous fixed maximum of 2,856,010.

On February 6, 2019, the Company granted incentive stock options to certain of its directors and consultants to purchase up to an aggregate of 2,050,000 common shares of the Company, exercisable for a period of five years at a price of $0.075 per share.

On April 16, 2019, the Company issued 3,000,000 common shares valued at $165,000 in satisfaction of its obligations arising on the 2nd anniversary of the Rossland Project acquisition

7,400,480 warrants issued in connection with the private placement completed in 2017 expired unexercised on October 17, 2019.

RESOURCE PROPERTIES

Rossland Project, British Columbia,

See discussion under "Rossland Project" section above.

Scadding Township

The sale of the Company's interest in Scadding to MacDonald Mines closed on September 24, 2019, resulting in a gain on disposition of $377,590 *(see discussion under "Results of Operations" section above).*

RELATED PARTY TRANSACTIONS

During 2019 Q3 and 2018 Q3, the Company had related party transactions, including (i) compensation of key management personnel and directors, and (ii) transactions with entities related to or controlled by directors, as follows:

	2019 Q3 **$**	2018 Q3 $
Management fees	**144,000**	144,000
Share based payments	**58,015**	-

Management fees paid during the nine month period ended September 30, 2019 consisted of $90,000 paid to an entity controlled by the CEO (for his services as CEO) and $54,000 paid to an entity related to a director.

Accounts payable and accrued liabilities as at September 30, 2019 includes $212,535 (December 31, 2018 - $99,954) with respect to balances owing to related parties for the transactions disclosed above. In August, 2019, a company controlled by the CEO made a loan to Currie Rose of $20,290. The loan bears interest at 3% per annum, is unsecured and due on demand.

Accounts receivable includes a share subscription receivable of $25,000 arising in August, 2018 from a company controlled by a director.

SUBSEQUENT EVENT

Under the terms of the Second Amending Agreement To The Option Agreement re the Rossland Project, the Company was required to make further payments of $65,000 on each of the two options by the earlier of (i) closing of a financing, or (ii) within 6 months, or October 12, 2019.

The required payments were not made by the due date, upon which the Company received a Notice of Default on October 16, 2019. The Notice of Default indicated that in the event that the default was not cured or disputed within 30 days, the option holders may then provide Notice of Termination of the Option Agreement to Currie Rose pursuant to Clause 11.03 of the Option Agreement.

On November 15, 2019, the option holders accepted two payments of $30,000 ($60,000 in total) as partial payment of each remaining $65,000 obligation ($130,000 in total), and agreed to forbear any further steps toward termination of the Option Agreement re the Rossland Property pending receipt of the balance of funds due, namely $70,000 in total.

RECENTLY ADOPTED ACCOUNTING PRONOUNCEMENTS

IFRS 16 "Leases" was issued in January 2016, became effective for fiscal years beginning on or after January 1, 2019, superseded IAS 17 Leases, and sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract: i.e. the customer ("lessee") and the supplier ("lessor").

From a lessee perspective, IFRS 16 eliminates the classification of leases as either operating leases or finance leases as is required by IAS 17 and, instead, introduces a single lessee accounting model. The most significant effect of the new standard was the lessee's recognition of the initial present value of unavoidable future lease payments as lease assets and lease liabilities on the balance sheet, including those for most leases that would be currently accounted for as operating leases. The Company has implemented this new standard, but management has determined there is no impact on the Company as all its occupancy leases are exempted by virtue of having terms of less than 12 months.

CAPITAL RISK MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and ensure sufficient liquidity in order to develop its resources properties so that it can provide adequate returns for shareholders. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The Company defines capital as total shareholders' equity.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, an effect on the results of operations or financial condition of the Company.

RISKS AND UNCERTAINTIES

Business Risks

An investment in the Company's securities is considered extremely speculative. Prospective investors should consider the specific risks that are associated with the business of the Company. In order to develop any future properties, it may acquire, the Company may require additional financing which may not be possible to obtain.

The business of mineral exploration is generally subject to a number of risks and hazards, insurance for which is generally not always available. The Company has, or is seeking to acquire, interests in some volatile regions of the world which have experienced or continue to experience periods of political and/or economic instability including war, terrorism and public disorder. The Company's activities may be subject to extensive foreign laws and regulations and the Company may become subject to significant liabilities for environmental damage resulting from its exploration activities or for any subsequent development. In addition, changes in mining or investment policies and regulations which cannot be accurately predicted may adversely affect the Company's business. There is no guarantee that the Company will obtain all required exploration licenses to develop its property interests.

The Company has certain spending commitments on its properties and it is possible that these commitments may not be met in a timely manner for operational, security or other reasons. In normal circumstances, the Company could negotiate an extension for its contract obligations, but there is no guarantee that it will succeed in obtaining such an extension or relief. In such cases, the Company would risk losing its contractual rights on these properties.
The Company is a relatively young organization. Its success will largely depend on the efforts and abilities of certain senior officers and key employees. Certain of the directors and officers of the Company also serve as directors and/or officers of other companies involved in natural resource exploration and development and consequently there exists a possibility for such directors and officers to be in a position of conflict. See "Conflicts of Interests" below.

Lack of Operational Liquidity

The expenses of the Company will be funded from cash on hand from the remaining proceeds of the previous offerings. Once such cash has been expended, the Company will be required to seek additional financing. There is no guarantee that any debt or additional equity or equity related offering of securities will be available on terms acceptable to the Company or available at all or that it will be able to locate or sell mineral resources in a timely or profitable manner.

Exploration, Development and Operating Risks

Mining and exploration operations generally involve a high degree of risk. The operations are subject to all the hazards and risks normally encountered in the exploration, development and production of precious and base metals and other minerals, including, but not limited to, unusual and unexpected geologic formations, seismic activity, rock bursts, cave-ins, flooding and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although adequate precautions to minimize risk will be taken, milling operations are subject to hazards such as equipment failure or failure of retaining dams around tailings disposal areas, which may result in environmental pollution and consequent liability. The exploration for and development of mineral deposits involves significant risks which may not be eliminated even with a combination of careful evaluation, experience and knowledge.

While the discovery of a mineral deposit may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to locate and establish mineral reserves, to develop metallurgical processes, and to construct mining and processing facilities at a particular site. It is impossible to ensure that the exploration or development programs planned by the Company will result in a profitable commercial mining operation. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are: the particular attributes of the deposit, such as quantity and quality of the minerals and proximity to infrastructure; mineral prices which are highly cyclical; and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals, and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital. There is no certainty that the expenditures made by the Company towards the search and evaluation of mineral deposits will result in discoveries of commercial quantities of ore or other minerals.

Foreign Exchange Rates

The Company was previously exploring for mineral resources in Tanzania, where the operating expenses are incurred in something other than Canadian dollars. However, the Company maintains its accounting records, reports its financial position and results, pays certain operating expenses and the common shares trade, in Canadian currency. Therefore, because exchange rate fluctuations are beyond the Company's control, there can be no assurance that such fluctuations will not have an adverse effect on the Company's operations or on the trading value of the common shares.

Competition

The mining and mineral exploration industry is extremely competitive in all of its phases. The Company faces strong competition from other mining and exploration companies in connection with the acquisition of properties producing, or capable of producing, mineral resources. Many of these companies have greater financial resources, operational experience and technical capabilities than the Company. Because of this competition, the Company may be unable to maintain or acquire attractive mining or exploration properties on terms it considers acceptable or at all. Consequently, the revenues, operations and financial condition of the Company could be adversely affected.

Insurance and Uninsured Risks

The business of the Company is subject to a number of risks and hazards generally, including adverse environmental conditions, industrial accidents, labor disputes, unusual or unexpected geological conditions, ground or slope failures, cave-ins, changes in the regulatory environment and natural phenomena such as inclement weather conditions, floods and earthquakes. Such occurrences could result in damage to mineral properties or production facilities, personal injury or death, environmental damage to the properties of the Company or the properties of others, delays in mining, monetary losses and possible legal liability.

While we may obtain insurance against certain risks, the nature of these risks is such that liability could exceed policy limits or could be excluded from coverage. Even after acquiring insurance, such insurance will not cover all the potential risks associated with a mining and/or exploration Company's operations. The Company may also be unable to maintain insurance to cover these risks at economically feasible premiums. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards because of exploration and production is not generally available to the Company or to other companies in the mining and exploration industry on acceptable terms. The Company might also become subject to liability for pollution or other hazards which it may not be insured against or which the Company may elect not to insure against because of premium costs or other reasons. Losses from these events may cause the Company to incur significant costs that could have a material adverse effect upon its financial performance and results of operations.

Resignation of Key Personnel

The success of the Company is highly dependent on the services of certain management personnel. The loss of the services of such personnel if not replaced, could have a material adverse effect on the business operations. The Company does not currently have key-person insurance on these individuals.

Conflicts of Interest

Directors and officers of the Company may provide investment, administrative and other services to other entities and parties. The directors and officers of the Company have undertaken to devote such reasonable time as is required to properly fulfill their responsibilities in respect to the business and affairs of the Company, as they arise from time to time.

Lack of Infrastructure

Mining, processing, development and exploration activities depend, to one degree or another, on adequate infrastructure. Reliable roads, bridges, power sources and water supply are important determinants, which affect capital and operating costs. Unusual or infrequent weather phenomena, sabotage, government or other interference in the maintenance or provision of such infrastructure could adversely affect the operations, financial condition and results of operations of the Company.

Regulatory Change

The Company may be affected by changes in regulatory requirements, customs, duties or other taxes. Such changes could, depending on their nature, benefit or adversely affect the Company.

Risks Related to Title to Properties

The acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral concessions may be disputed. Although the Company believes that it has taken reasonable measures to ensure proper title to its properties, there is no guarantee that title to any of the properties will not be challenged or impaired. Third parties may have known or unknown valid claims underlying portions of the Company's interests, including prior unregistered liens, agreements, transfers or claims, including native land claims, and title may be affected by, among other things, undetected defects. In addition, the Company may be unable to operate its properties as permitted or may be unable to enforce its rights with respect to its exploration licenses. The Company may seek to increase the concentration of its mining activities in areas where it already operates mines, or has exploration licenses that it expects will result in operating mines. If the Company seeks to amend its current exploration licenses to include additional resources in the area, there can be no assurance that it will be able to obtain the necessary authorizations and regulatory approvals.

No Mineral Resources or Mineral Reserves

The exploration of the area encompassed within the Company's properties must be considered to be in an early stage. There is no assurance that any mineralization will be discovered in economic quantities, if at all. The long-term viability of the Company depends upon its ability to find or acquire, develop and commercially produce base metals and other minerals.

Environmental Risks

All of the Company's planned operations are subject to environmental regulations, some of which are also subject to environmental licensing. This can make the Company's business expensive to operate or prevent certain operations altogether. The Company is subject to potential risks and liabilities associated with pollution of the environment and the disposal of waste products that could occur because of its mineral exploration, development and production. Such liabilities include not only the obligation to remediate environmental damages and indemnify affected third parties, but also the imposition of administrative and criminal sanctions against the Company and its employees and executive officers.

To the extent the Company is subject to environmental liabilities, the payment of such liabilities or the costs that may be incurred to remedy environmental pollution would reduce funds otherwise available to the Company and could have a material adverse effect on it. If the Company is unable to fully remedy an environmental problem, it might be required to suspend operations or enter into interim compliance measures pending completion of the required remedy. The potential exposure may be significant and could have a material adverse effect on the Company. The Company has not purchased (and does not intend to purchase) insurance for environmental risks (including potential liability for pollution or other hazards as a result of the disposal of waste products occurring from exploration and production) because it is not generally available at a reasonable price.

All of the Company's planned exploration and possible development and production activities are, or may be, subject to regulation under one or more of local and/or federal environmental laws and regulations. Many of the regulations require the Company to obtain authorizations for its activities. The Company must update and review its authorizations from time to time and are subject to environmental impact analyses and public review processes prior to approval of new activities. It is possible that future changes in applicable laws, regulations and authorizations or changes in their enforcement or regulatory interpretation could have a significant impact on some portion of the Company's business, causing those activities to be economically re-evaluated at that time. Those risks include, but are not limited to, the risk that regulatory authorities may increase bonding requirements beyond the Company's financial capability or that of its subsidiaries. Where posting of a bond in accordance with regulatory determinations is a condition to the right to operate under any material operating authorizations, increases in bonding requirements could prevent the Company from operating even if it and its subsidiaries were otherwise in full compliance with all substantive environmental laws.

Need For, and Availability of, Future Additional Equity Capital

The Company's business strategy will require additional substantial capital investment. To the extent that cash generated internally and cash available under any credit facility that may be entered into are not sufficient to fund capital requirements, the Company will require additional debt and/or equity financing. However, this type of financing may not be available or, if available, may not be available on satisfactory terms. If the Company fails to generate or obtain sufficient additional capital in the future, it could be forced to reduce or delay capital expenditures, sell assets or restructure or refinance indebtedness, if any.

The Company will need to obtain additional resources in the future in order to execute the Company's growth strategy, including the possible acquisition of new businesses and assets. The Company may not be able to obtain debt financing on terms attractive to it, or at all. If the Company cannot obtain adequate funds to satisfy its capital requirements internally or through other methods of financing, the Company may need to increase its capital through an additional equity offering. Sales by the Company of a substantial number of common shares after the completion of the offering could negatively affect the market price of the common shares and dilute existing shareholdings.

Foreign Operations

Certain of the Company's former resource properties were located outside of Canada and as such, the operations of the Company (including any potential future acquisitions) are exposed to various levels of political, economic and other risks and uncertainties. These risks and uncertainties vary from country to country and include, but are not limited to, currency exchange rates, high rates of inflation, labor unrest, renegotiation or nullification of existing concessions, exploration licenses, exploration licenses and contracts, changes in taxation policies, restrictions on foreign exchange, and changing political conditions, currency controls and governmental regulations that favor or require the awarding of contracts to local contractors or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction.

Changes, if any, in mining, exploration or investment policies or shifts in political attitude outside of Canada may adversely affect the operations or profitability of the Company. Operations may be affected in varying degrees by government regulations with respect to, but not limited to, restrictions on production, price controls, export controls, currency remittance, income taxes, foreign investment, maintenance of claims, environmental legislation, land use, land claims of local people, water use and mine safety. Foreign operations are also exposed to various levels of economic and political risk and uncertainties, including currency exchange fluctuations, political and economic instability, government regulations relating to exploration and mining, military repression and civil disorder, all or any of which may have a material adverse impact on the Company's activities or may result in impairment in or loss of part or all of the Company's assets. Failure to comply strictly with applicable laws, regulations and local practices relating to mineral right applications and tenure, could result in loss, reduction or expropriation of entitlements. The occurrence of these various factors and uncertainties cannot be accurately predicted and could have an adverse effect on the operations or profitability of the Company.

Government Regulation

The mineral exploration activities of the Company are subject to various laws governing prospecting, development, taxes, labor standards and occupational health, toxic substances, land use, water use, land claims of local people, and other matters. Although the exploration and development activities of the Company are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail production or development. Amendments to current laws and regulations governing operations and activities of mining and milling or more stringent implementation thereof could have a substantial adverse impact on the Company.

RISKS RELATED TO COMMON SHARE INVESTMENTS

Market Price of Common Shares

The common shares of the Company currently trade on CSE. Securities of micro-cap and small-cap companies have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. These factors include macroeconomic developments in North America and globally, and market perceptions of the attractiveness of particular industries. The price of the common shares is also likely to be significantly affected by short-term changes in commodity prices, or in its financial condition or results of operations as reflected in its quarterly earnings reports.

Other factors unrelated to the Company's performance that may have an effect on the price of its common shares include the following: (1) the extent of analytical coverage available to investors concerning the Company's business may be limited if investment banks with research capabilities do not follow the Company's securities, (2) lessening in trading volume and general market interest in the Company's securities may affect an investor's ability to trade significant numbers of common shares, (3) there can be no assurance that an active trading market in securities of Currie Rose will be established and sustained, (4) the size of the Company's public float may limit the ability of some institutions to invest in the Company's securities, and (5) a substantial decline in the price of the common shares that persists for a significant period of time could cause the Company's securities, if listed on an exchange, to be delisted from such exchange, further reducing market liquidity.

As a result of any of these factors, the market price of the common shares at any given point in time may not accurately reflect the Company's long-term value. Securities class-action litigation often has been brought against companies following periods of volatility in the market price of their securities. The Company may in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources.

Dilution

Currie Rose may make future acquisitions or enter into financings or other transactions involving the issuance of securities of Currie Rose which may be dilutive to the existing shareholders.

Dividends

No dividends on the common shares have been paid by the Company to date. The Company currently plans to retain all future earnings and other cash resources, if any, for the future operation and development of its business. Payment of any future dividends, if any, will be at the discretion of the Company's Board of Directors after considering account many factors, including the Company's operating results, financial condition, and current and anticipated cash needs.

Financial Market Turmoil

Global financial market and economic conditions can pose a significant threat to economic growth in almost all sectors and economies, causing a decline in consumer and business confidence, a reduction in credit availability and a dampening in business and household spending.