ADVANTAGE LITHIUM CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE NINE MONTHS ENDED APRIL 30, 2017

This discussion and analysis of financial position and results of operation is prepared as at June 29, 2017 and should be read in conjunction with the condensed consolidated interim financial statements and the accompanying notes for the nine months ended April 30, 2017 of Advantage Lithium Corp. ("Advantage" or the "Company"). The following disclosure and associated financial statements are presented in accordance with International Financial Reporting Standards ("IFRS"). Except as otherwise disclosed, all dollar figures included therein and in the following management's discussion and analysis ("MD&A") are quoted in Canadian dollars.

Forward Looking Statements

This document may contain "forward-looking information" within the meaning of Canadian securities legislation ("forward-looking statements"). These forward-looking statements are made as of the date of this document and the Company does not intend, and does not assume any obligation, to update these forward-looking statements, except as required under applicable securities legislation.

Forward-looking statements relate to future events or future performance and reflect Company management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to the estimation of mineral reserves and mineral resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. In this document, certain forward-looking statements are identified by words including "may", "future", "expected", "intends" and "estimates". By their very nature forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of resources; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; as well as those factors detailed from time to time in the Company's interim and annual consolidated financial statements and management's discussion and analysis of those statements, all of which are filed and available for review under the Company's profile on SEDAR at www.sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. The Company provides no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

Company Overview

The Company was incorporated under the laws of the Province of British Columbia on March 1, 2007. On July 5, 2016 the Company changed its name from North South Petroleum Corp. to Advantage Lithium Corp. The Company's common shares trade on the TSX Venture Exchange ("TSXV") as a Tier 1 Company under the symbol "AAL" and on the OTCQB under the symbol "AVLIF". The Company's principal office is located at Suite 1305 - 1090 West Georgia Street, Vancouver, British Columbia, V6E 3V7.

The Company was previously considered to be a capital pool company by the TSXV. On June 16, 2016, as amended July 29, 2016, the Company entered into a binding agreement with Nevada Sunrise Gold Corp. ("Nevada Sunrise") to acquire an interest of up to 70% in three Nevada lithium projects, 50% in two Nevada lithium projects and 100% of certain water rights. On August 17, 2016 the Company filed its final Filing Statement (dated August 12, 2016) and its Technical Report (dated July 21, 2016) on the Jackson Wash property, on SEDAR. Final closing of the Qualifying Transaction occurred on August 30, 2016.

In August 2016 the Company completed a financing of 16,100,000 common shares for gross proceeds of $4,025,000. In October 2016 the Company completed a further financing of 8,456,900 units for gross proceeds of $5,074,140.

In September 2016 the Company entered into letters of intent to acquire interests in the Stella Marys Project in Argentina and the Radius Projects in Mexico. On April 11, 2017 the Company terminated the option on the Radius Project. On June 2, 2017 the Company completed an assignment of the letter of intent on the Stella Marys Project to LSC Lithium Corporation.

On February 17, 2017 the Company completed a private placement offering of 26,667,000 transferrable subscription receipts ("Subscription Receipts") at a price of $0.75 per Subscription Receipt (the "Offering Price") to raise aggregate proceeds of $20,000,250 (the "Offering"). Each Subscription Receipt entitled the holder to receive one unit of the Company without payment of additional consideration or further action. Each unit comprised a share and half a warrant (the "Unit"), each whole warrant ("Warrant") exercisable for one additional share for 24 months after closing at $1.00 a share. On March 17, 2017 the Company filed its final prospectus qualifying the Units and was issued the Final Receipt. On March 27, 2017 the Company completed the exchange of the Subscription Receipts into Units.

On February 24, 2017 the Company filed a NI 43-101 compliant technical report entitled "*Technical Report On The Cauchari Lithium Project, Jujuy Province, Argentina*" prepared by Murray R Brooker, MSc (Geol), MSc (Hydrogeol) MAIG, MIAH, RPGEO and Peter Ehren, MSc Mineral Processing, AusIMM dated December 5, 2016 and amended December 22, 2016 (the "Cauchari Technical Report").

On March 16, 2017 the Company, Orocobre Limited ("Orocobre") and Miguel Alberto Peral ("Peral") entered into a purchase agreement (the "Purchase Agreement") to acquire an initial 50% interest in the Cauchari Project, with an option to earn a further 25% interest, and a 100% interest in the Argentine Properties. On March 28, 2017 the Company completed the Purchase Agreement and issued a total of 54,500,000 common shares of the Company, at a fair value of $33,790,000 and 3,000,000 warrants, at a fair value of $630,000, and acquired a 100% interest in the issued and outstanding securities of South American Salars Minerals Pty. Ltd. ("SAS Australia") (the "Acquisition"). SAS Australia owns 100% of the issued and outstanding shares of South American Salars S.A. ("SAS Argentina"), which owns the Cauchari Project and Argentine Properties.

Orocobre retained a 1% royalty on the Cauchari Project and Argentine Properties, and will have a right of first refusal on brine production (and may enter into an offtake agreement in respect of such production).

As of the date of this MD&A, the Company has not earned any production revenue, nor found any proven reserves on any of its properties.

Exploration Projects

The Cauchari Project

Property Description, Location and Access

The Cauchari Project is located in the Puna region of the province of Jujuy, Argentina. The project is at an altitude of 3900 m above sea level, and is located 230 km west of the capital city of Jujuy. The project site sits astride the paved highway passing through the international border with Chile, approximately 80 kms by road to the west (Jama Pass). This road continues on to the major mining center of Calama and the port of Mejillones in northern Chile, a major port for the export of mineral commodities and import of mining equipment. There are a number of local villages within 50 kms of the project site. These include the village of Olaroz Chico 34 km NNE, Olacapato, 50 km south and Catua 37 km south west. The regional administrative center of Susques (population ~2000) is one hour's drive northeast of the project site.

A joint venture is in place between the Company and Orocobre for the Cauchari Project. The Company is funding an initial work program of US $5,000,000 in order to increase its interest in Cauchari from 50% to 75%. The Cauchari Project hosts an inferred resource of 470,000 tonnes of lithium carbonate equivalent ("LCE") and 1,620,000 tonnes of potash ("KCL") from the combined northern and southern resource from 230,000,000 cubic m of brine at ~380 mg/l

Li and 3,700 mg/l K and a large exploration target. The exploration target has been estimated in NW and SE sectors with a range of 125 to 1,855 million cubic metres of brine at between 260 and 600mg/l lithium and 2,500 to 5,350mg/l potassium for the lower and upper ranges respectively. This represents an in situ range of contained content of between 5.6 mt to 0.25 mt of LCE and 19 mt to 0.9 mt of KCL. The Cauchari Project is located just 10-20 km south of Orocobre's flagship Olaroz lithium facility.

Exploration and Exploitation Licenses

The Company, through its wholly-owned indirect subsidiary, SAS Argentina, owns 27,771 ha of mining properties (tenements) over the Cauchari salar. These tenements host brine containing elevated concentrations of lithium and potassium.

The Cauchari Project tenements consist of 22 applications for "minas" (exploitation licenses) which were applied for on behalf of SAS Argentina and are now in the legal process of being transferred to SAS Argentina. All Cauchari tenements are in the process of being granted as minas/exploitation permits, replacing the "Cateos" (exploration licenses) previously held. Provided that the title holder fulfils the legal requirements, in due time the pertinent exploitation license/concession should be granted. Independent legal review has confirmed the property obligations have been maintained to keep the properties in good standing.

Surface Rights and Legal Access

All the tenements have surface owners being, depending on the area, the communities of Catua, Termas de Tuzgle de Puesto Sey and/or Los Manantiales de Pastos Chicos. Pursuant to Argentina legislation, except for a few minerals that belongs to the surface owner, the others belong to the Provinces, which grant exploration and exploitation concession rights to the applicants. Article 13 of the Argentine Mining Code states that "the exploitation of mines, their exploration, concession and other consequent acts, have the nature of public benefit". Based on this principle the exploration and mining permits, have primacy over the surface rights provided certain legal requirements are met, basically consisting of due compensation for damages or the lodging of a surety when the amount of the compensation is not agreed with the surface owner or when the works to be done are urgent. Therefore, the applicant of an exploitation permit, as for the Cauchari Project tenements, has the right to access and carry out exploration activities provided that the pertinent environmental impact assessment is approved.

Environmental Liabilities

The Cauchari tenements are not subject to any known environmental liabilities. However, there has been ulexite/borax mining and there is active borate mining adjacent to the Cauchari Project tenements in the north of the salar. The borax mining operations are limited to within three metres of the surface and it is assumed the workings will naturally reclaim when mining is halted, due to wet season inflows.

Permit Status

Exploration and mining activities on minas are subject to regulatory authority approval of an environmental impact report ("EIR") before the commencements of the activities. The Company has all necessary permits in place to allow it to proceed with the planned work programs.

Royalties

The Argentine federal government regulates ownership of mineral resources, although mineral properties are administered by the provinces. In 1993 the Federal Government established a limit of 3% on mining royalties to be paid to the provinces as a percentage of the "pit head" value of extracted minerals. The Company is subject to a 3% royalty payable to the Jujuy government based on earnings before income and tax.

In addition, Orocobre retains a 1% royalty on the Cauchari Project, and will have a right of first refusal on brine production (and may enter into an offtake agreement in respect of such production).

Prior Exploration Activities

Five diamond holes were drilled in the salar to depths up to 249 m, but on average 144 m deep. Diamond core samples were sent to the Independent British Geological Survey ("BGS") laboratory, with a total of 147 samples analyzed for total porosity ("Pt") and 118 for specific yield ("Sy"). An additional 155 samples were analyzed in the Company's non-certified Salta laboratory for total porosity measurements. The Sy analyses provided mean values for sands (4%, due to variable halite cementation), silt mixes (5%), clays (2%), halite-sediment mixes (7%) and halite (2% for compact halite to 16% for porous halite), with a thick sequence of halite interpreted to underlie the resource area.

Resource Estimate

Brine sample results and lithological information from the five diamond drill holes completed by Orocobre were used to estimate a resource for the area drilled. Extensive QA/QC evaluation undertaken on the geochemical data and assays from Alex Stewart laboratories indicates the analyses are acceptable for use in the inferred resource estimate. The Sy (drainable porosity) values from the BGS analysis were used to calculate a weighted Sy value for each drill hole, based on the lithologies and thicknesses of each lithology. These results were compared with value of porosity calculated from the relationship established between porosity geophysical logs and Sy values measured for core samples. The results from the lithology-weighted Sy values and those calculated from porosity logs were averaged and used to calculate an equivalent brine thickness at each diamond hole.

The composite brine sample results as g/l values were multiplied by the equivalent brine thickness (litres contained over a m2), to produce a kg/m2 value for each diamond hole. This data was kriged across the salar to produce a set of kg/m2 concentration maps for Li and K.

These grids were then clipped with the Orocobre tenements. The sum of the grid values (accounting for the grid cell size) produced the total resource mass, presented in the table below.

Because drilling was carried out to different depths within the properties it was necessary to assign a different thickness to the calculated resource depending on the drilling depth. In the north of the properties a resource thickness of 170 m was used, based on the depth of the shallowest hole (CAU005D) in this area. In the south of the properties a resource thickness of 50 m was used, based on the shallowest hole (CAU004D) in that area.

An inferred resource from the combined northern and southern resource areas contains an estimated 230 million cubic metres of brine at ~380 mg/l Li and 3,700 mg/l K. This is equivalent to 470,000 tonnes of lithium carbonate (~88,000 tonnes lithium metal) and 1.62 million tonnes of potash (KCl - equivalent to ~840,000 tonnes of potassium), using conversion factors of 5.32 and 1.91 for lithium and potassium respectively.

	Brine Body Parameters				Average Resource Concentrations		Tonnes Contained			
Inferred Resource Area	Area (km^2)	Average Thickness (m)	Mean Specific Yield (%)	Brine Volume (million m^3)	Lithium (mg/l)	Potassium (mg/l)	Lithium	Potassium	Lithium Carbonate	Potash (KCl)
North 0-170m	19.69	170	6.1	204	400	3,800	81,000	780,000	430,000	1,500,000
South 0-50m	11.35	50	4.6	26	260	2,500	7,000	60,000	40,000	120,000
Combined	31.04			230	380	3,700	88,000	840,000	470,000	1,620,000

Extraction Assessment

The Cauchari brine has attractive chemistry, with low Mg/Li and high K/Li ratios and may be amenable to the process that is being used to produce lithium at the adjacent Olaroz lithium project. However, process test work has not yet been completed to determine the process that could be used for lithium production from the Cauchari brine. The Cauchari Project is located between the Olaroz project, which has been an operating lithium production facility (mine) since 2015, and the pre-development Cauchari project owned by Lithium Americas Corp. ("Lithium Americas"). A definitive feasibility study has been completed on the Lithium Americas project and the company is in joint venture with major Chilean lithium brine producer, SQM, which is listed on the New York Stock Exchange. Although the lithium concentration of this project resource is lower than the adjacent Orocobre Olaroz (690 mg/l Li – Houston, 2011) and Lithium Americas Cauchari (600 mg/l, King et. al., 2012) resources drilling intersected potentially economic lithium concentrations as a likely extension of the Lithium Americas resource. The same aquifers hosting lithium brine in the adjacent Olaroz mine and advanced Cauchari pre-development project are likely to extend into the Company's Cauchari Project.

Planned Exploration, Development and Production

In April 2017 the Company initiated the Phase 1 drill program at Cauchari. The objective of the 2017 work program is to complete the earn-in of US $5,000,000 to increase the Company's ownership of the Cauchari Project to 75% and to significantly expand the project's current resource base. This large exploration target has been defined with a range of 125 to 1,855 million cubic metres of brine at between 260 and 600 mg/l lithium and 2,500 to 5,350 mg/l potassium for the lower and upper ranges respectively; this represents an in situ range of contained product of between 0.25 to 5.6 mt of LCE and 0.9 to 19 mt of KCl.

The 2017 work program will be focused on two exploration target blocks:

(i) the North-West ("NW") block (where there is no previous drilling) testing the lateral and depth extent of sediments hosting brine aquifers known to occur on neighbouring properties; and

(ii) the South-East ("SE") block with the goal of expanding the depth and lateral extent of the existing resource and upgrading the resource classification.

Drilling Progress - NW Block

<u>Hole CAU07R</u>

The objective of this exploration hole is to test the lithium brine content of salt lake sediments below the overlying Archibarca alluvial gravels. Following mobilisation of the drill contractor and crew in late April 2017, the first hole CAU07R was collared on May 6, 2017 in the NW target area. The pre-collar (pilot) hole through the gravels was completed on May 8, 2017 to a depth of 130m followed by reaming in stages to 12, 17, 19, and finally 20 inch hole diameters completed by May 31, 2017. Steel casing was installed and cemented to 95m by June 4, 2017 to provide hole stability and environmental protection of the brackish water present in the overlying alluvial gravels. The drill rig has mobilized to the Hole CAU10R drill site in the SE Block and will return once drilling there is completed.

Results from in-hole geophysical profiling, using basic down-the-hole Resistivity and Self Potential instruments indicates that this first rotary hole CAU07R passed into salt water (brine) conditions at approximately 60-70m. Sampling has not yet been completed to confirm lithium concentrations and the chemical characteristics of the brine. This information will become available once the drill rig returns to the CAU07R site and completes drilling to the base of the salt lake sediments.

Once the hole has been drilled to the target depth, it will be constructed as a well, with intervals of screen (filters) and steel lining installed. Cleaning (development) of the well will be undertaken, followed by sampling. A down-hole pump and will be installed in the hole to allow pump testing with measurement of flow rates and other physical characteristics.

Drilling Progress - SE Block

The four rotary holes to be drilled in the SE block do not require installation and cementing of a deep pre-collar, as these holes are located on the salt lake and no surficial gravels occur in this area.

<u>Hole CAU09R</u>

The second rig, which arrived in the last week of June 2017, will commence drilling hole CAU09R in the SE target area, 2 km southwest of drill hole CAU10R. CAU09R is being drilled in the SE area of the project exploration target.

<u>Hole CAU10R</u>

Hole CAU10R was collared on June 5, 2017 and drilling continues, with the rig drilling ahead at 240 m. As of the date of this MD&A, drilling has intersected intervals of sand, silt and clay within the thick salt sequence intersected in previous Cauchari drilling in 2011. Once the final hole depth is reached the hole will be widened and a well installed to allow sampling and subsequent pump testing of the well. Once drilling of CAU10R is complete to full depth, drilling of CAU07R will resume.

Development and Production

The Company can see a shortened timeline to production for the Cauchari Project given the Company's location adjacent to Orocobre's production facility and the Company's contractual relationship with Orocobre regarding processing rights. This is particularly the case for the NW sector of the property which sits only a few kilometres to the south of Orocobre's processing facility at Olaroz. The SE block could also provide incremental feed to Olaroz although over a longer, but still economic distance.

Supplying brine to Olaroz for processing is an alternative that could provide a lower-capex, quick-start to production and cash flow from the Company's wells versus building a standalone plant which would require higher capex and would depend largely on the level of resources and reserves to be defined.

The Company will not require any further funding to advance the projects to the development stage unless the Company embarks on a large scale processing facility such as that built by Orocobre.

Additional project highlights are as follows:

Antofalla Project

The Antofalla salar is a north-south oriented closed basin which straddles the provinces of Catamarca to the south and Salta to the North. The project is located in the northern region of the salar, in Salta province. On September 12, 2016 Albemarle Corporation ("Albemarle") announced it has entered into an agreement with Bolland Minera S.A. to acquire its Salar de Antofalla project, which Albemarle states that it anticipates to be the largest lithium resource in Argentina. The Hombre Muerto Salar, where FMC Corporation currently produces lithium is located approximately 60 km to the southeast. A Brazilian major, Vale SA, previously spent several years defining potash and lithium resources on the project, drilling holes for resource estimation and pump testing of flow rates from the halite sequence hosting brine.

Incahuasi Project

The project is located near the border with Chile in the province of Salta, approximately 100 km to the southwest of Cauchari and 100 km to the southeast of the Salar de Atacama in Chile where both SQM and Albemarle produce lithium from brine.

Guayatoyoc Project

The Guayatoyoc Project is located in the province of Jujuy, approximately 100 km north-east from Cauchari. Guayatoyoc is a potassium discovery with lower grade lithium. Pit sampling shows potassium grades averaging 4,635 mg/l K (ranging from 39 mg/l K to 7,464 mg/l K) over the property. Potassium grades are high and potentially of economic interest.

A summary of the Company's holdings in Argentina are as follows:

Property	Province	Area (ha)	Interest
Cauchari	Jujuy	27,771	*50%
Antofalla	Salta	10,653	100%
Incahuasi	Salta	9,843	100%
Guayatayoc	Jujuy	21,276	100%
Two projects currently under application	**	**16,000	100%

** Initial 50%. Can be increased to 75%*
*** Application to acquire has been filed*

In addition to the above properties, in June 2017 the Company added approximately 3,000 ha, through a new property, known as Antofallita XX. This property is strategically located adjacent to properties held by Albemarle. The Company considers Antofallita XX of importance for its geological setting beside a prominent, deep-seated "suture" zone of regional fracturing along which numerous hot springs are developed, that could have deposited lithium in the property.

Nevada Sunrise Project

On June 16, 2016, as amended and extended, the Company entered into a binding agreement (the "Nevada Sunrise Agreement") with Nevada Sunrise Gold Corp. ("Nevada Sunrise") in which the Company paid a non-refundable cash payment of $100,000 to Nevada Sunrise and was granted an option to earn working interests of up to 70% in three lithium exploration projects, known as Jackson Wash, Clayton Northeast and Aquarius, and 50% interests in two lithium properties, known as Gemini and Neptune, (collectively the "Optioned Properties") located in the Clayton Valley and Lida Valley regions of Nevada, USA, and an option to acquire the State of Nevada Water Permit 44411 (the "Water Permit").

In order to fully earn its interest in the above properties the Company is required to fund work programs totalling $3,000,000 over a four year period ending in August 2020. An initial 51% in the Jackson Wash, Clayton Northeast and Aquarius properties can be earned by funding $1,500,000, with the balance of interests to be earned by funding a further $1,500,000. As of the date of this MD&A the Company has incurred costs in excess of $2,500,000 and has earned its initial 51% interests in the Jackson Wash, Clayton Northeast and Aquarius properties.

On November 30, 2016 the Company was advised that the Nevada State Engineer issued a ruling of forfeiture against the Permit. The Company has determined not to make any payments or share issuances under the Water Rights option at this time. Nevada Sunrise is appealing the ruling and the Company has the right to maintain the Water Rights Option, pending the outcome of the appeal but will have no obligation to make any payments to maintain the Water Rights Option pending the decision of the courts.

Clayton Northeast ("Clayton NE")

Phase 1 Drill Program

In October 2016 the Company announced the commencement of a drill program at the Clayton Northeast ("Clayton NE") property. The 2016 drilling program comprised of reverse circulation ("RC") drilling in three holes focusing on high-priority lithium brine targets close to Albemarle's Silver Peak lithium brine production operation. The Phase 1 program was completed in December 2016.

Highlights of the Phase 1 drill program are as follows:

(i) Lithium brines intercepted by the first drill hole at Clayton NE, CNE16-01, showing values up to 218 mg/l lithium in the first five groundwater samples. TDS values for the first five groundwater brine samples from hole CNE 16-01 were recorded up to 110,000 mg/l for samples containing the highest lithium values. This relationship of TDS to lithium grade indicates a direct correlation between higher lithium values and higher density brine.

(ii) Lithium brines intercepted by the second drill hole at Clayton NE, CNE16-02, have returned intervals up to 202.8 mg/l lithium over 109.7 m (286.5 m to 396.2 m), including peak values up to 227 mg/l lithium over a 6.1 m section (304.8 m to 310.9 m). Brine flows of up to 120 gallons per minute issued from borehole CNE 16-02 between 1,000 and 1,300 feet (304.8 to 396.2 m). Analysis shows this zone carries significant lithium concentrations.

(iii) Lithium brines intercepted by the third drill hole at Clayton NE, CNE16-03, showing a peak value of 322 mg/l lithium, within 387.69 m averaging 243 mg/l. These results are the strongest to date at Clayton NE and are comparable to Albemarle's brine samples from their Silver Peak mining operation immediately adjacent to Clayton NE. Hole CNE16-03 is one of the deepest boreholes drilled in the Clayton Valley and, based on results obtained, may have hit a previously untapped aquifer. Brine flows of up to 100 gallons per minute issued from borehole CNE16-03 between 350.76 to 436.92 m. Geochemical analysis shows this zone carries significant lithium concentrations.

(iv) All three holes, which are located 3.43 kms apart, contain significant intervals of mineralized lithium brines.

(v) Three more holes are already permitted and the Company plans to complete these holes in 2017 to continue building towards a resource in Nevada.

(vi) The joint venture has recently staked additional land, increasing the overall land package to 437 ha.

Phase 2 Drill Program

On January 17, 2017 the Company announced that a Phase 2 three hole drill program began at the Clayton NE property. All three holes are adjacent to Albemarle's Silver Peak lithium brine field operation, in close proximity to several of their production wells.

Highlights of the Phase 2 drill program are as follows:

(i) Hole CNE17-04 intersected multiple aquifer formations. A total composite of 426.72 m of brine containing strata at an average grade of 243 mg/l lithium was intersected, including 274 mg/l lithium over 79.2 m (530.35 m to 609.6 m).
(ii) The highly-successful Phase 1 program defined a 3.4 km mineralized trend. The results of Phase 2 drilling to date, has extended this trend length to 4.5 km.
(iii) Phase 2 holes are targeting possible deeper aquifers that may not have been intersected by previous drilling in the Clayton Valley. Previous hole CNE16-03, from the Phase 1 program, was one of the deepest boreholes drilled in the Clayton Valley and, based on results obtained, may have hit a previously untested aquifer.
(iv) In November 2016, waivers were received from the Nevada Division of Water Resources for 5 of the 6 permitted holes, which allows for reaming a borehole to a larger diameter well, pump testing, and flow rate determination in order to provide the necessary technical information for development of an initial lithium brine resource at Clayton NE.

Regional Work Program

In April 2017 the Company began a regional drill program for the Neptune, Jackson Wash, Aquarius and Gemini lithium brine projects.

As of the date of this MD&A one drill hole at Neptune was abandoned due to bad ground conditions. A second hole at Jackson Wash was stopped at a depth of 826 m in varying volcanic ash, sand, and gravel with no lithium brine intercepts.

Nevada Projects - Go Forward

As of the date of this MD&A the Company's work programs at Clayton NE have had encouraging results. The Company is assessing go forward plans at Clayton NE and the Company plans to assess future work programs for the remaining targets.

Stella Marys Project

On September 8, 2016 the Company entered into a letter of intent (the "Santa Rita LOI") with Minera Santa Rita S.R.L. ("Minera Santa Rita") over the Stella Marys Project, located in Salta Province, Argentina. On October 28, 2016 the Company and Minera Santa Rita signed a definitive agreement. The Company can acquire the 100% interest in the Stella Marys Project by making total cash payments of US $1,250,000 and issuance of a total of 1,500,000 common shares of the Company on or before September 20, 2017.

With the completion of the Orocobre acquisition and other transactions between Orocobre and LSC Lithium Corporation ("LSC") the Company determined that its Argentine focus would be the Cauchari Project and the SAS Argentine Properties. As a result in March 2017 the Company agreed to assign its right to acquire Stella Marys to LSC with closing of the transaction taking place on June 2, 2017. The Company has received cash payments totalling $930,593 for reimbursement of all option payments made to date, for acquisition of Stella Marys, all finder's fees paid to date and certain legal fees. The Company also received 256,520 shares of LSC as compensation for the shares issued by the Company pursuant to the option agreement. LSC will make all further cash payments and finder's fee payments and will reimburse the Company in LSC shares for any further share issuances by the Company.

The Company also received from LSC a 2% royalty on the brine concentrate produced from Stella Marys and has reached an agreement in principle with Orocobre to reduce its royalty interest in Stella Marys to 0.5% in return for receiving a 0.5% royalty on the brine concentrate produced from the 85,000 hectares now held by LSC in the Salinas Grandes Salar.

Radius Projects

On September 12, 2016 the Company entered a letter of intent with Radius Gold Inc. ("Radius") pursuant to which the Company has been granted an option to acquire up to 100% interests in each of three projects, known as the Santa Maria Project, Union Project and Viesca Project (collectively the "Radius Projects") located in Chihuahua and Coahuila States, Mexico. This agreement was terminated on April 11, 2017.

Qualified Person

The Qualified Person, as defined by National Instrument 43-101, for the Company's projects, Mr. Murray Brooker, MAIG., RPGeo., a member of the Company's Advisory Board, has reviewed and verified the technical information contained in this MD&A.

Selected Financial Data

The following selected financial information is derived from the unaudited condensed interim financial statements of the Company.

	Fiscal 2017			**Fiscal 2016**				**Fiscal 2015**
Three Months Ended	**Apr. 30, 2017 $**	**Jan. 31, 2017 $**	**Oct. 31, 2016 $**	**Jul. 31, 2016 $**	**Apr. 30, 2016 $**	**Jan. 31, 2016 $**	**Oct. 31, 2015 $**	**Jul. 31, 2015 $**
Operations:								
Expenses (income)	(1,838,007)	(1,851,904)	(3,245,464)	(561,930)	1,100	(63,653)	(123,434)	(188,425)
Other items	(455,350)	6,615	23,557	(125,155)	(2,061)	5,508	3,061	5,473
Comprehensive loss	(2,293,357)	(1,845,289)	(3,221,907)	(687,085)	(961)	(58,145)	(120,373)	(182,952)
Basic and diluted loss per share	(0.03)	(0.04)	(0.08)	(0.03)	(0.00)	(0.00)	(0.01)	(0.01)
Dividend per share	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Balance Sheet								
Working capital	19,387,703	4,500,464	6,465,727	1,866,529	1,019,470	992,465	1,041,529	1,107,245
Total assets	60,480,670	9,523,479	10,496,550	2,099,685	1,023,605	1,010,698	1,069,928	1,113,189
Total long-term liabilities	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Results of Operations

Three Months Ended April 30, 2017 Compared to Three Months Ended January 31, 2017

During the three months ended April 30, 2017 ("Q3") the Company reported a net loss of $2,293,357 ($0.03 per share) compared to a net loss of $1,845,289 ($0.04 per share) for the three months ended January 31, 2017 ("Q2"), an increase in loss of $448,068. The increase in loss in Q3 was due to the recognition of impairment on exploration and evaluation assets of $487,451 in Q3.

Nine Months Ended April 30, 2017 Compared to Nine Months Ended April 30, 2016

Operations

During the nine months ended April 30, 2017 (the "2017 period") the Company reported a net loss of $7,360,553 ($0.13 per share), compared to a net loss of $179,479 ($0.01 per share) for the nine months ended April 30, 2016 (the "2016 period"), an increase in loss of $7,181,074. During the 2016 period the Company had no significant operations and the Company's activities were limited to identifying potential acquisitions to complete a Qualifying Transaction. For the 2017 period the Company's level of expenses reflected costs associated with operating in many international jurisdictions, significantly increased corporate, corporate development and public relations activities, and increased travel associated with the numerous exploration properties acquired. In addition, the Company granted a significant number of stock options to its directors, officers, employees and consultants resulting in a recognition of $2,481,500 expense as the fair value of the stock options, as estimated using the Black-Scholes option pricing model.

General and administrative expenses increased by $6,749,388, from $185,987 in the 2016 period to $6,935,375 in the 2017 period. During the 2016 period the Company had limited financial resources and was considered to be a capital pool company. On June 16, 2016 the Company entered into a binding agreement with Nevada Sunrise to earn various working interests in lithium exploration projects and an option in a water permit in Nevada, USA. The Company subsequently identified and negotiated additional agreements for mineral property interest in Argentina and Mexico and engaged in corporate activities to secure additional equity financings. In November 2016 the Company identified and entered into agreements to acquire the Cauchari Project from Orocobre and negotiated the terms of the Offering. The Company has incurred significant legal, professional fees and travel expenses for the review of property acquisitions and business and financing opportunities in the 2017 period. In addition the Company experienced significant increases in advertising and promotion and public relations expenditures.

Specific expenses of note are as follows:

(i) incurred $75,300 (2016 - $18,800) for accounting and administrative services provided by Chase Management Ltd. ("Chase") a private corporation owned by Mr. DeMare the CFO of the Company. See also "Related Party Transactions";
(ii) incurred $1,470,044 (2016 - $nil) for public relations for various programs to provide information on the Company and the acquisition and development of its assets, mainly regarding the Orocobre transaction and ongoing drilling results in Nevada;
(iii) during the 2017 period the Company recorded share-based compensation of $2,481,500 (2016 - $ 56,154) on the granting and vesting of 3,825,000 (2016 - 760,000) share options;
(iv) during the 2017 period the Company incurred $246,182 (2016 - $87,000) for professional services relating to the identification and assessment of various corporate and financing opportunities for the Company;
(v) during the 2017 period the Company incurred $161,748 (2016 - $nil) in general exploration expenses for review of property acquisitions;
(vi) during the 2017 the Company incurred $169,001 for legal expenses, an increase of $164,412 from $4,589 in the 2016 period, for services relating to preparation and review of property acquisitions and business opportunities;
(vii) during the 2017 period the Company recorded an increase of $432,171 in travel expenses, from $865 in the 2016 period to $433,036 in the 2017 period, the increase was primarily due to ongoing trips made by Company management to identify, review and negotiate property and business opportunities and for general corporate activities; and
(viii) during the 2017 period the Company incurred significant costs for advertising, corporate development and corporate finance. These costs were incurred to provide information on the Company through various Canadian, USA and European media.

Exploration and Evaluation Assets

During the 2017 period the Company capitalized a total of $40,902,087 on the acquisition, exploration and evaluation of its lithium mineral interests, of which $39,231,537 was incurred for the Acquisition, options payments, associated finders' fees, claims staking and mineral claims purchases and $1,670,550 for exploration activities. The Company also recognized an impairment of $384,451 for the termination of the option on the Radius Projects and $103,000 on the Stella Marys Project. See also "Exploration Projects" and "Financial Condition/Capital Resources". A detailed explanation of the costs of the exploration activities conducted during the 2017 period is included in Note 5 of the Company's condensed consolidated interim financial statements for the nine months ended April 30, 2017.

Financing Activities

During the 2017 period the Company completed private placements as follows:

(i) 16,100,000 common shares for gross proceeds of $4,025,000;
(ii) 8,456,900 units of the Company for gross proceeds of $5,074,140; and
(iii) 26,667,000 Subscription Receipts of the Company for gross proceeds of $20,000,250. See "Company Overview" for additional details of the Offering.

In addition, during the 2017 period, the Company issued 1,460,484 common shares on the exercise of finders' warrants and share options for gross proceeds of $378,571.

No financing were conducted by the Company during the 2016 period.

Financial Condition / Capital Resources

As at April 30, 2017 the Company had working capital in the amount of $19,387,703. To date the Company has not earned significant revenues and is considered to be in the exploration stage. The Company's operations are funded from equity financings which are dependent upon many external factors and may be difficult to impossible to secure or raise when required. Although management considers that the Company has adequate resources to maintain its core operations and planned exploration programs on its existing exploration and evaluation assets for the next twelve months, the Company recognizes that exploration expenditures may change with ongoing results and, as a result, it may be required to obtain additional financing. While the Company has been successful in securing financings in the past there can be no assurance that it will be able to do so in the future.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Proposed Transactions

The Company has no proposed transactions.

Critical Accounting Estimates

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the reporting period. Examples of significant estimates made by management include estimating the fair values of financial instruments, valuation allowances for deferred income tax assets and assumptions used for share-based compensation. Actual results may differ from those estimates.

A detailed summary of all the Company's significant accounting policies is included in Note 3 to the July 31, 2016 and 2015 annual financial statements.

Changes in Accounting Policies

There are no changes in accounting policies.

Related Party Transactions

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consists of members of the Company's Board of Directors and executive officers.

(a) During the 2017 and 2016 periods the following compensation was incurred:

	2017 $	2016 $
Mr. Sidoo - professional fees(1)	467,000	-
Mr. Sidoo - share based compensation	252,000	7,079
Mr. DeMare - professional fees(2)	134,420	-
Mr. DeMare - share based compensation	94,500	4,247
Mr. McElroy - professional fees(4)	86,680	-
Mr. McElroy - share based compensation	126,000	-
Mr. Randhawa - professional fees(5)	101,500	-
Mr. Randhawa - share based compensation	126,000	-
Hon. Dhaliwal - share based compensation	-	2,124
Mr. Marsh - professional fees	24,000	-
Mr. Marsh - share based compensation	226,000	-
Mr. Grant - professional fees(6)	58,528	-
Mr. Seville - professional fees	3,333	-
Mr. Anthon - professional fees	3,333	-

	2017 $	2016 $
Mr. Peral - salaries	10,687	-
Mr. Taylor - share based compensation	-	1,416
Mr. Cernovitch - share-based compensation	-	4,247
	1,713,981	19,113

(1) Paid to Siden Investments Ltd., a private company owned by Mr. Sidoo.
(2) $79,920 paid to DNG Capital Corp. and $54,500 paid to Chase Management Ltd. ("Chase"), private companies owned by Mr. DeMare.
(4) Paid to Edge Geological Consulting Inc., a private company owned by Mr. McElroy.
(5) Paid to RD Capital Inc., a private company owned by Mr. Randhawa.
(6) Paid to AuEx Consultants Ltd., a private company owned by Mr. Grant.

During the 2017 period the Company allocated the $889,481 professional fees and salaries based on the nature of the services provided: expensed $826,986 of professional fees and salaries to directors and officers compensation; $28,245 to general exploration costs; and capitalized $44,937 to exploration and evaluation assets. As at April 30, 2017, $73,166 (July 31, 2016 - $20,000) remained unpaid.

(b) During the 2017 period the Company incurred $75,300 (2016 - $18,800) for accounting and administration services provided by Chase personnel, other than Mr. DeMare. As at April 30, 2017, $9,100 (July 31, 2016 - $16,500) remained unpaid.

During the 2017 period the Company also recorded $31,500 (2016 - $4,247) for share-based compensation for share options granted to Chase.

(c) During the 2017 period the Company completed private placements of which directors and officers of the Company and close family members purchased a total of: 536,000 common shares for $134,000; 389,000 units for $233,400; and 770,335 units for $577,751. The breakdown is as follows:

	Number of Common Shares	Total $
Common shares purchased at $0.25 per share		
Mr. Sidoo and family members	316,000	79,000
Mr. McElroy	100,000	25,000
Mr. DeMare	20,000	5,000
Mr. Cernovitch	100,000	25,000
	536,000	134,000

	Number of Units	Total $
Units purchased at $0.60 per unit		
Mr. Sidoo and family members	256,000	153,600
Mr. McElroy	83,000	49,800
Mr. Marsh	50,000	30,000
	389,000	233,400

	Number of Units	Total $
Units purchased at $0.75 per unit		
Mr. Sidoo and family members	433,335	325,001
Mr. McElroy	127,000	95,250
Mr. Marsh	33,333	25,000
Mr. Randhawa and family members	200,000	150,000
Mr. DeMare	10,000	7,500
	803,668	602,751

Risk and Uncertainties

The Company competes with other mining companies, some of which have greater financial resources and technical facilities, for the acquisition of mineral concessions, claims and other interests, as well as for the recruitment and retention of qualified employees.

The Company believes that it is in compliance in all material regulations applicable to its exploration activities. Existing and possible future environmental legislation, regulations and actions could cause additional expense, capital expenditures, restrictions and delays in the activities of the Company, the extent of which cannot be predicted. Before production can commence on any properties, the Company must obtain regulatory and environmental approvals. There is no assurance that such approvals can be obtained on a timely basis or at all. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations.

The Company's mineral properties are located in Argentina and the United States and consequently the Company is subject to certain risks, including currency fluctuations which may result in the impairment or loss of mining title or other mineral rights, and mineral exploration and mining activities may be affected in varying degrees by governmental regulations relating to the mining industry.

Outstanding Share Data

The Company's authorized share capital is unlimited common shares without par value. As at June 29, 2017 there were 135,061,471 issued and outstanding common shares, compensation warrants to purchase 1,484,318 units at an exercise price of $0.75 per unit, warrants to purchase 21,495,854 common shares at exercise prices ranging from $0.25 to $1.00 per share and share options to purchase 7,261,000 common shares at exercise prices ranging from $0.27 to $1.02 per share. See also "Company Overview".

Other Information

The Company's Annual Information Form, for the year ended July 31, 2016, was filed on December 22, 2016 and can be viewed at www.sedar.com.