fjordland EXPLORATION INC.

Management Discussion and Analysis
For the Six Months Ended June 30, 2017
Dated: August 23, 2017

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For the Six Months Ended June 30, 2017 — Form 51-102F1

Introduction

The management's discussion and analysis ("MD&A" or "Report") of Fjordland Exploration Inc. (the "Company" or "Fjordland") has been prepared by management in accordance with the requirements under National Instrument 51-102 August 23, 2017 ("the Report Date"), and provides comparative analysis of the Company's financial results for the period. The following information should be read in conjunction with the Company's audited financial statement for the year ended December 31, 2016 and the Company's condensed interim financial statement for the period ended June 30, 2017 together with the notes thereto (collectively, the "Financial Statements"). Unless otherwise indicated, all dollar amounts in this document are in Canadian dollars.

The Financial Statements, together with this MD&A, are intended to provide investors with a reasonable basis for assessing the financial performance of the Company as well as potential future performance, and are not necessarily indicative of the results that may be expected in future periods. The information in the MD&A may contain forward looking statements, and the Company cautions investors that any forward-looking statements by the Company are not guarantees of future performance, as they are subject to significant risks and uncertainties that may cause projected results or events to differ materially from actual results or events.

Factors that could cause actual results to differ materially from these forward-looking statements include market prices, exploration success, and continued availability of capital and general economic, market or business conditions.

This list is not exhaustive and these and other factors should be considered carefully; readers should not place undue reliance on the Company's forward-looking statements. As a result of the foregoing and other factors, no assurance can be given as to any such future results, levels of activity or achievements and neither the Company nor any other person assumes responsibility for the accuracy and completeness of these forward-looking statements. The Company disclaims any intention and assumes no obligation to update any forward-looking statement contained in this document, even if new information becomes available as a result of future events or for any other reason.

Additional information about the Company, including the audited financial statements, and the notes thereto, for the year ended December 31, 2016, prepared in accordance with IFRS, can be found on SEDAR at www.sedar.com.

Description of Business

Fjordland Exploration Inc. ("the Company") is an exploration stage company engaged in the acquisition and exploration of prospective mineral deposits primarily in Canada. The Company acquires properties directly by staking, through option agreements with prospectors or other exploration companies, and through reconnaissance programs. The Company trades as a Tier Two company on the TSX Venture Exchange ("Exchange") under the symbol "FEX" and is a reporting issuer in British Columbia and Alberta.

Richard C. Atkinson, P.Eng. and Victor A. Tanaka, P.Geo. are the Company's qualified persons reviewing the exploration projects described throughout the MD&A. They are responsible for the design and conduct of the exploration programs and the verification and quality assurance of analytical results.

Overall Performance and Outlook

The Company, in June 2017, entered into a Memorandum of Understanding ("MOU") with Commander Resources Ltd ("Commander") whereby the Company was granted a series of options to earn an additional 85% undivided interest in the South Voisey's Bay property.

On June 21, 2017, the Company consolidated its issued and outstanding shares on a 5:1basis. All shares and per share amount have been restated to reflect the share consolidation.

On August 18, 2017, the Company completed the first tranche of a non-brokered private placement, issuing 6,641,000 units at $0.10 per unit and 1,280,000 Flow-Through units at $0.125 for a total of $801,000.

During the period ended June 30, 2017 and to the date of this report, the Company has continued to seek out and review projects that exhibit potential to host large mineral deposits containing commodities with strong prospects to increase value.

The Company continues to preserve cash by keeping general and administrative expenses to a minimum.

Management continues to consider potential property acquisitions and to monitor capital markets for appropriate funding opportunities with the goal of acquiring projects that are drill ready or which can be advanced to the drill stage with minimal investment of cash and time.

Mineral properties

(a) South Voisey's Bay, Labrador

The Company has earned a 15% interest in the South Voisey's Bay property by having expended $350,000 in exploration costs pursuant to an option agreement with Commander Resources Ltd. ("Commander") which expired on August 15, 2015.

The Company, in June 2017, entered into a Memorandum of Understanding ("MOU") with Commander Resources Ltd ("Commander") whereby the Company was granted a series of options to earn an additional 85% undivided interest in the South Voisey's Bay property.

Under the terms of the agreement, the Company can earn its interest by incurring the following cash, exploration expenditures and share issuance:

i) 20% interest - 200,000 common shares (issued) and $600,000 in exploration expenditures on or before October 31, 2017

ii) 40% interest - $10,000 and 250,000 common shares on or before July 26, 2018
$15,000 and 300,000 common shares on or before July 26, 2019
$25,000 and 350,000 common shares on or before July 26, 2020
$40,000, 400,000 common shares and $2,400,000 in exploration expenditures on or before October 31, 2021

iii) 25% interest $200,000, 3,000,000 common shares and $5,000,000 in exploration expenditures on or before October 31, 2024.

The Company considers this project to be a top tier Ni-Cu-Co opportunity for the following reasons:

i) Large 76 km2 land positioned over the Pants Lake Gabbro Complex, 85 km south of Voisey's Bay mine operated by Vale

ii) There are striking similarities in the ages, geological setting, petrology, geochemistry and sulphide mineralization of the mafic intrusions at Pants Lake and Voisey's Bay

iii) Recent research relating to the mode of ore deposition combined with over $20 million in proprietary historic exploration data creates opportunity for data-mining

iv) Known Ni, Cu, Co occurrences - pipeline of targets including drill ready conductors

v) Building a premier exploration team headed up by Dawn Evans-Lamswood, member of original discovery team at Voisey's Bay and recent Exploration Manager of Brown Field Exploration for Inco-Vale focusing on expansion of the Voisey's Bay mine site resource.

A drill program is planned for September 2017 to test the Sandy UTEM anomaly.

(b) Milligan West, BC

In February 2013, the Company and Serengeti Resources Inc. consolidated certain claims located in north central British Columbia into the Milligan West project. Initially ownership was shared equally, however as a result of the Company electing not to participate in the 2016 exploration program it's interest has been diluted to 43.7%

A recent deep penetrating IP survey has outlined a drill ready target that has the size and intensity to potentially host a significant sulphide system at a moderate depth on trend of one of British Columbia's largest Cu-Au mines. The access is excellent as the target is close to road network and historic drill trails. In addition several secondary targets exist with untested IP and magnetic anomalies and an historic shallow drill hole exhibits anomalous gold in Milligan age rocks.

A drill program is planned for September 2017 to test this target to 400 – 500 metre depth.

(c) Northwestern Athabasca Basin, Saskatchewan

In March and May 2016, the Company staked mineral claims in the Northwest Athabasca Basin, Saskatchewan at a cost of $50,961.

Results of Operations

The Company's cash position decreased from $204,394 on December 31, 2016 to $109,996 on June 30, 2017 in order to fund operating activities.

During the period under review the Company incurred total general and administrative expenses of $105,151 (2016 - $71,518).
Comprehensive loss for the six-month period ended June 30, 2017 was $115,070 (2016 - $98,910), which includes financing expenses and interest on loans payable of $9,919 (2016 - $22,575).

Summary of Quarterly Results

The financial statements of the Company to which the MD&A relates have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

	In accordance with IFRS							
	Sep 30 2015 Q3	**Dec 31 2015 Q4**	**Mar 31 2016 Q1**	**Jun 30 2016 Q2**	**Sep 30 2016 Q3**	**Dec 31 2016 Q4**	**Mar 31 2017 Q1**	**Jun 30 2017 Q2**
Mineral property costs deferred, net	-	(37,644)	31,227	264,634	100	(233,758)	-	-
G&A (incl. share-based compensation)	(44,893)	(45,563)	(35,566)	(35,951)	(39,838)	(47,847)	(30,288)	(30,288)
Share-based compensation expense	10,861	4,719	3,898	-	5,958	(3,714)	-	-
Adjusted G&A (less share-based comp)	(34,032)	(40,844)	(31,668)	(35,951)	(33,880)	(57,703)	(30,288)	(30,288)
Net loss	(62,650)	(137,192)	(50,415)	(48,494)	(46,066)	(297,888)	(35,220)	(35,220)
Loss per share – basic and diluted	(0.00)	(0.00)	0.00	(0.00)	(0.00)	(0.00)	(0.00)	(0.00)
Weighted average common shares outstanding - basic	18,732,083	18,732,083	18,756,259	19,246,369	20,224,009	20,756,383	20,756,383	20,756,383

Liquidity

The Company ensures that there is sufficient capital in order to meet annual business requirements, after taking into account administrative, property holding and exploration budgets. As the Company does not have operating cash flow, the Company has relied primarily on equity financings to meet its capital requirements.

- liquidity risk increases, as other things being equal, the price of an asset will be reduced if the holder cannot sell the asset immediately;

- credit risk increases, as service providers may not always be able to perform in accordance with the terms of a contract. To help mitigate this risk with contracts that require large advances, the Company may be required to place funds in-trust, to be released on completion of the contract.

The Company is in the exploration stage and commodity prices are not reflected in operating financial results. However, fluctuations in commodity prices may influence financial markets and may indirectly affect the Company.

As at June 30, 2017 the Company had a cash position of $109,996 and working capital deficit of $104,357 compared to a cash position of $204,394 and working capital deficit of $17,327 at December 31, 2016.

Management believes it will be able to raise equity capital as required in the long term, but recognizes the risks attached thereto. The Company continues to use various strategies to minimize its dependence on equity capital, including the securing of joint venture partners where appropriate.

Capital Management

The Company considers its capital structure to be shareholders' equity. Management's objective is to ensure that there is sufficient capital to minimize liquidity risk and to continue as a going concern. As an exploration stage company, the Company is unable to finance its operations from cash flow and has relied primarily on equity financings to meet its capital requirements.

Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future, or that the terms of such financings will be favorable.

The Company's share capital is not subject to any external restriction and the Company did not change its approach to capital management during the period.

Financing Activities

On August 18, 2017, the Company completed the first tranche of a non-brokered private placement for the issuance of 6,410,000 units at $0.10 per unit (the "Units") and 1,280 000 Flow-Through Units at $0.125 per unit ("the FT Units") for a total of $801,000. Each Unit and FT Unit consists of one common share and one-half of one transferable share purchase warrant. Each share purchase warrant entitles the holder to purchase one common share at a price of $0.20 per common share until February 18, 2019. The expiry date of each whole warrant is subject to acceleration such that, should the volume weighted average price of the common shares of the Company exceed $0.40 for ten consecutive trading days, the Company may notify the holder in writing that the warrants and finder warrants will expire 20 days from receipt of such notice unless exercised by the holder before such date. The Company paid a finder's fees of $17,000 and issued 80,000 finder's warrants.

Off-Balance Sheet Arrangements

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

Related Party Transactions

The Company entered into the following transactions with related parties:

(a) Loans

The Company received $150,000 from a corporation controlled by Richard C. Atkinson a director of the Company, and issued 600,000 common shares valued at $30,000 as bonus shares to this corporation.

At June 30, 2017, principal of $150,000 (2016 - $150,000) and interest of $9,945 (2016 - $15,000) was owed to this corporation.

(b) Compensation of key management personnel

Key management personnel consist of the directors and executive officers of the Company. The remuneration, including share-based compensation, of key management person during the six months ended June 30, 2017 and 2016 were as follows:

	2017	2016
Corporate secretary (Janice Davies)	$ 18,000	$ 18,000
CFO (Patricia Tanaka)	18,000	18,000
Share-based compensation	-	3,898
	$ 36,000	$ 39,898

(c) Other

ii) Included in accounts payables is $Nil (2016 - $14,175) owed to Janice Davies an officer of the Company.

Proposed Transactions

None

Risks and Uncertainties Related to the Company's Business

Resource exploration is a speculative business and involves a high degree of risk. There is a significant probability that the expenditures made by the Company in exploring its properties will not result in discoveries of commercial quantities of minerals. A high level of ongoing expenditures is required to locate and estimate ore reserves, which are the basis for further development of a property. Capital expenditures to attain commercial production stage are also very substantial. The following sets out the principal risks faced by the Company.

(a) Exploration

The Company is seeking mineral deposits on exploration projects where there are not yet established commercial quantities. There can be no assurance that economic concentrations of minerals will be determined to exist on the Company's property holdings within existing investors' investment horizons or at all. The failure to establish such economic concentrations could have a material adverse outcome on the Company and its securities. The Company's planned programs and budgets for exploration work are subject to revision at any time to take into account results to date. The revision, reduction or curtailment of exploration programs and budgets could have a material adverse outcome on the Company and its securities.

(b) Market

The Company's securities trade on public markets and the trading value thereof is determined by the evaluations, perceptions and sentiments of both individual investors and the investment community taken as a whole. Such evaluations, perceptions and sentiments are subject to change; both in short term time horizons and longer term time horizons. An adverse change in investor evaluations, perceptions and sentiments could have a material adverse outcome on the Company and its securities.

(c) Commodity Price

The Company's exploration projects are primarily related to exploration for gold and other precious metals in British Columbia, Canada. While these minerals have recently been the subject of significant price increases from levels prevalent earlier in the decade, there can be no assurance that such price levels will continue, or that investors' evaluations, perceptions, beliefs and sentiments will continue to favour these target commodities. An adverse change in these commodities' prices, or in investors' beliefs about trends in those prices, could have a material adverse outcome on the Company and its securities.

(d) Title

Although the Company has exercised the usual due diligence with respect to title to properties in which it has interests, there is no guarantee that title to the properties will not be challenged or impugned. The Company's mineral property interests may be subject to prior unregistered agreements or transfers or land claims, and title may be affected by undetected defects.

(e) Financing

Exploration and development of mineral deposits is an expensive process, and frequently the greater the level of interim stage success the more expensive it can become. The Company has no producing properties and generates no operating revenues; therefore, for the foreseeable future, it will be dependent upon selling equity in the capital markets to provide financing for its continuing substantial exploration budgets. While the Company has been successful in obtaining financing from the capital markets for its projects in recent years, there can be no assurance that the capital markets will remain favourable in the future, and/or that the Company will be able to raise the financing needed to continue its exploration programs on favourable terms, or at all. Restrictions on the Company's ability to finance could have a material adverse outcome on the Company and its securities.

(f) Share Price Volatility and Price Fluctuations

In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies, particularly junior mineral exploration companies like the Company, have experienced wide fluctuations which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that these price fluctuations and volatility will not continue to occur.

(g) Key Personnel

The Company's exploration efforts are dependent to a large degree on the skills and experience of certain of its key personnel. The Company does not maintain "key man" insurance policies on these individuals. Should the availability of these persons' skills and experience be in any way reduced or curtailed, this could have a material adverse outcome on the Company and its securities.

(h) Competition

Significant and increasing competition exists for the limited number of mineral property acquisition opportunities available. As a result of this competition, some of which is with large established mining companies with substantial capabilities and greater financial and technical resources than the Company, the Company may be unable to acquire additional attractive mineral properties on terms it considers acceptable.

(i) Realization of Assets

Exploration and evaluation assets comprise a substantial portion of the Company's assets. Realization of the Company's investment in these assets is dependent upon the establishment of legal ownership, the attainment of successful production from the properties or from the proceeds of their disposal. Resource exploration and development is highly speculative and involves inherent risks. While the rewards if an ore body is discovered can be substantial, few properties that are explored are ultimately developed into producing mines. There can be no assurance that current exploration programs will result in the discovery of economically viable quantities of ore. The amounts shown for acquisition costs and deferred exploration expenditures represent costs incurred to date and do not necessarily reflect present or future values.

(j) Environmental and Other Regulatory Requirements

The current or future operations of the Company, including development activities and commencement of production on its properties, require permits from various governmental authorities and such operations are and will be subject to laws and regulations. There can be no assurance that approvals and permits required to commence production on its properties will be obtained on a timely basis, or at all. Additional permits and studies, which may include environmental impact studies conducted before permits can be obtained, may be necessary prior to operation of the properties in which the Company has interests and there can be no assurance that the Company will be able to obtain or maintain all necessary permits.

(k) History of Net Losses; Accumulated Deficit; Lack of Revenue from Operations

The Company has incurred net losses to date. The Company has not yet had any revenue from the exploration activities on its properties. Even if the Company commences development of certain of its properties, the Company may continue to incur losses. There is no certainty that the Company will produce revenue, operate profitably or provide a return on investment in the future.

(l) Uninsurable

The Company and its subsidiary may become subject to liability for pollution, fire, explosion and other risks against which it cannot insure or against which it may elect not to insure. Such events could result in substantial damage to property and personal injury. The payment of any such liabilities may have a material, adverse effect on the Company's financial position.

(m) Legal Proceedings

As at the date of the Report, there were no legal proceedings against or by the Company.

(n) Critical Accounting Estimates

The most significant accounting estimates for the Company relates to the carrying value of its mineral property exploration and evaluation assets. All deferred mineral property expenditures are reviewed, on a property-by-property basis, to consider whether there are any conditions that may indicate impairment. When the carrying value of a property exceeds its net recoverable amount that may be estimated by quantifiable evidence of an economic geological resource or reserve, joint venture expenditure commitments or the Company's assessment of its ability to sell the property for an amount exceeding the deferred costs, a provision is made for the impairment in value.

Management's estimates of exploration, operating, capital and reclamation costs are subject to certain risks and uncertainties which may affect the recoverability of mineral property costs. Although management has made its best estimate of these factors, it is possible that changes could occur in the near term that could adversely affect management's estimate of the net cash flow to be generated from its properties.

Another significant accounting estimate relates to accounting for share-based compensation and derivative instruments. The Company uses the Black-Scholes Option Pricing Model to estimate the fair value of share-based compensation and warrants. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options granted/vested during the period

(o) Financial Instruments and other Instruments

The Company's financial assets consist of cash and deposits for reclamation, receivables, accounts payable and accrued liabilities. No amounts are invested other than in chartered bank term deposits. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest or credit risks arising from the financial instruments. The carrying value of these financial instruments approximates their fair value due to their short-term maturity or capacity of prompt liquidation.

Adoption of New IFRS Pronouncements

The adoption of the following new IFRS pronouncements did not have an effect on the Company's financial statements:

i) IFRS 15, Revenue from Contracts with Customers is effective for annual periods beginning on or after January 1, 2017.

Accounting Policies Not Yet Adopted

The Company has not yet adopted the following revised or new IFRS that have been issued but are not yet effective at March 31, 2017:

i) IFRS 9, Financial Instruments (effective date January 1, 2018) introduces new requirements for the classification and measurement of financial assets and liabilities.

ii) IFRS 16, Leases is a new standard that sets out the principles for recognition, measurement, presentation and disclosure of leases including guidance for both parties to a contract, the lessee and the lessor. The new standard eliminates the classification of leases as either operating or finance leases as is required by IAS 17 and instead introduces a single lessee accounting model. This standard is effective for the years beginning on or after January 1, 2019.

The Company is currently assessing the impact that these new accounting standards will have on the consolidated financial statements.

Other MD&A Requirements

Additional information relating to the Company is available on SEDAR at www.sedar.com.

As of the Report Date, the Company had 28,646,383 issued common shares outstanding and the following unexercised stock options and warrants:

Stock Options

Expiry Date	Exercise Price	Number of Shares
August 2, 2018	$0.05	1,270,000
September 16, 2019	$0.05	919,000
September 8, 2017	$0.125	40,000
April 10, 2022	$0.07	150,000
		2,379,000

Warrants

Expiry Date	Exercise Price	Number of Shares
October 23, 2017	$0.15	396,460
October 23, 2017	$0.25	303,540
October 31, 2017	$0.15	329,540
October 31, 2017	$0.25	30,460
January 6, 2018	$0.15	334,229
January 6, 2018	$0.25	7,998
September 27, 2017	$0.15	374,730
September 27, 2017	$0.75	134,370
February 18, 2019	$0.20	3,925,000
		5,836,327

We recommend that users of this report read the Cautionary Statements following.

Cautionary Note

This document contains "forward-looking information" which may include, but is not limited to, statements with respect to the future financial or operating performance of the Corporation, its subsidiaries and its projects, the future supply, demand, inventory, production and price of minerals, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, requirements for additional capital, government regulation of mining operations, environmental risks, reclamation expenses, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled'; "estimates': "forecasts': "intends': "anticipates", or "believes" or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could'; "would", "might' or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Corporation and/or its subsidiaries to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; actual results of reclamation activities; conclusions of economic evaluations; changes in project parametres as *plans continue to be refined; future prices of minerals; possible variations of ore grade or recovery rates; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; political instability, insurrection or war; delays in obtaining governmental approvals or financing or in the completion of development or construction activities. Although the Corporation 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 to differ from those anticipated, estimated or intended. Forward-looking statements contained herein are made as of the date of this document and the Corporation disclaims any obligation to update any forward- looking statements, whether as a result of new information, future events or results or otherwise. There can be 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.*

CORPORATE INFORMATION

Directors and Officers

Richard C. Atkinson, P.Eng.
President, C.E.O and Director

G. Ross McDonald, C.A.
Director

Peter Krag-Hansen
Director

Victor A. Tanaka, P.Geo.
Director

Patricia Tanaka
CFO

Janice Davies
Corporate Secretary

Executive Office

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Share Listing

TSX Venture Exchange
Symbol: FEX

Capitalization at June 30, 2017

Shares Authorized: Unlimited
Shares Issued and Outstanding 20,756,383