2012 Q1 Management's Discussion and Analysis

Table of Contents

President's Message	Page	3
Cautionary Statement Regarding Forward-Looking Information.......	Page	4
About Alexis Minerals	Page	5
Strategic Goals	Page	5
Selected Financial and Other Highlights	Page	6
Executive Summary – First Quarter	Page	6
Overview and Outlook	Page	7
Summarized Financial Results..	Page	7
Risks and Uncertainties..	Page	16

President’s Message

Alexis is presently positioned at an inflection point. In the past, our operating difficulties have overshadowed the progress that is being made on various fronts. However, the most recent recapitalization has now placed us on solid ground to deliver meaningful progress.

During the first quarter our efforts at Lac Herbin are beginning to show results. It is with pride that I can confirm that these results were achieved while improving safety performance at the mine, evidence that operating performance without compromising standards of operation can be achieved. I would personally like to thank the team at Lac Herbin for their efforts which is leading to this success.

The Lac Herbin operation should be in a position to return to profitability in 2012 and we are maintaining guidance of 18,000 to 20,000 ounces at a cash cost of $1,300 to $1,500 for 2012. First quarter results demonstrate the progress being achieved, we expect that work being done now to improve operations will continue to lower operating costs.

The Snow Lake project is now at the point of nearing the production decision; current efforts are centered on the finalization of the project financing, building the team to deliver a mine as outlined in the feasibility study, and the evaluation of several opportunities to further optimize our plans. These efforts, enriched by our operating experiences, should provide for a project that will unlock significant shareholder value.

The first quarter of 2012 shows your company starting to unlock the value of the existing asset base at Lac Herbin, I am excited at what we plan to achieve at Snow Lake over the coming quarters.

Sincerely,

François Perron,

President & CEO

Management's Discussion and Analysis

For the three months ended March 31, 2012

The following Management's Discussion and Analysis ("MD&A") relates to the financial condition and results of operations of Alexis Minerals Corporation ("we", "our", "us", "Alexis", or the "Company") for the three months ended March 31, 2012 and should be read in conjunction with the Company's Condensed Interim Consolidated Financial Statements for the three months ended March 31, 2012 as well as the Company's Audited Annual Consolidated Financial Statements and related Notes and Management's Discussion and Analysis for the twelve months ended December 31, 2011. The financial statements and related notes of Alexis have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Certain non-GAAP measures are discussed in this MD&A which are clearly disclosed as such. Additional information, including our press releases, has been filed electronically through the System for Electronic Document Analysis and Retrieval ("SEDAR") and is available online under our profile at www.sedar.com.

This MD&A reports our activities through May 9, 2011 unless otherwise indicated. References to the 1st quarter of 2012 or Q1-2012, and the 1st quarter of 2011 or Q1-2011 mean the three months ended March 31, 2012 and 2011 respectively.

Unless otherwise noted all amounts are recorded in Canadian dollars.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

Except for statements of historical fact relating to Alexis Minerals Corporation (the "Company" or "Alexis"), certain information contained herein constitutes ''forward-looking information'' under Canadian securities legislation. Forward-looking information includes, but is not limited to, statements with respect to the implementation of the Company's turnaround plans and its effect on the Company's operations; the development potential of the Company's properties; the future price of gold and other minerals; the estimation of mineral reserves and mineral resources; conclusions of economic evaluation; the realization of mineral reserve estimates; the timing and amount of estimated future production; future costs of production; future capital expenditures; success of exploration activities; mining or processing issues; currency exchange rates; government regulation of mining operations; and environmental risks. Generally, forward-looking information can be identified by the use of forward-looking terminology 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''. Forward-looking statements are based on the opinions and estimates of management as of the date such statements are made. Estimates regarding the anticipated timing, amount and cost of mining at the Lac Herbin, Lac Pelletier and Snow Lake Projects are based on assumptions underlying mineral reserve and mineral resource estimates, the results of feasibility studies on the properties and the realization of such estimates are set out herein. Capital and operating cost estimates are based on extensive research of the Company, costs incurred at the projects to date, purchase orders placed by the Company to date, recent estimates of construction and mining costs and other factors that are set out herein. Production estimates are based on mine plans and production schedules, which have been developed by the Company's personnel and independent consultants. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking statements, including but not limited to risks outlined in the annual information form of the Company. Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such 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 information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

About Alexis Minerals

Alexis Minerals Corporation is a Canadian publicly traded mining company concentrating on exploration and mine development. The Company is listed on the Toronto Stock Exchange ("TSX") under the symbol "AMC", and trades in the United States on the Over the Counter QX International ("OTCQX") platform under the symbol "AXSMF". The Company's focus is to grow through exploration, development and acquisition of mineral properties and directly and indirectly, through joint ventures. Alexis is now in its second full year as a junior gold-producing company. The Company holds a dominant property position (over 1,104 km^2) in three of Canada's richest mining camps: Val-d'Or and Rouyn-Noranda, in the Abitibi District of Québec, Canada, historically the 3rd richest gold producing region in the world; and Snow Lake, Manitoba, Canada. Alexis undertakes exploration across these properties searching for new world class discoveries, while maintaining a focus on growing Alexis to become a mid-tier gold producer. For more information, please visit the company's website at www.alexisminerals.com.

Technical programs and information included in this report have been supervised, compiled and reviewed and approved by David Rigg, P.Geo., the Co-Chairman of the Company and a Qualified Person as defined under NI 43-101.

Strategic Goals

Alexis Minerals Corporation is committed to increasing shareholder value. The Company has faced challenges, however senior management remains steadfast in its efforts to make progress on its goals, as summarized below.

- **Growing to become a mid-tier status mining company - produce more gold:**
  - Stabilize operations at Lac Herbin to obtain sustainable profitability.
  - The recently reported Snow Lake Feasibility Study projects over 80,000 ounces of annual gold production, and a total of 415,000 ounces of gold production over a five year operating mine life. Work is now focused on securing project financing and getting the Snow Lake mine into production.
- **Increasing gold reserves**:
  - Continuation of an aggressive exploration program in the Abitibi region of Quebec and Snow Lake Manitoba where we are presently compiling information in both locations that will lead to new avenues of exploration.
- **Maintaining sustainable, safe environments**:
  - Alexis continued to implement new practices with the goal of achieving industry leading work safety record in the coming years.
  - Our operations are managed to ensure that sustainable environmental standards are maintained.

Selected Financial and Other Highlights

Alexis Minerals Corporation	Three months ended 31-Mar-12	Three months ended 31-Mar-11
Tonnes of ore mined	42,136	14,788
Grade per tonne mined	4.69	4.12
Total gold ounces mined	6,357	1,958
Tonnes of ore milled	43,583	14,156
Grade per tonne milled	4.55	4.27
Total gold ounces milled	6,381	1,942
Average recovery rate	86.7%	89.3%
Gold ounces recovered	5,529	1,735
Gold ounces sold	5,043	1,826
Average realized gold price (per oz CAD)	$1,689	$1,364
Revenue from mining operations (net of Royalties and refining charges CAD 000's)	$8,138	$2,344
Mine operating expenses (excludes depletion and amortization - CAD 000's)	$7,756	$4,665
Amortization and depletion (CAD 000's)	$1,606	$119
Gross (loss) (CAD 000's)	($1,224)	($2,440)
Net (loss)/income (CAD 000's)	($11,278)	($2,204)
Basic and diluted earnings (loss) per share (CAD)	($0.02)	($0.01)
Cash flow from operating activities (CAD 000's)	($466)	($3,589)
*Cost of sales per ounces sold (CAD)	$1,538	$2,555

*see Non GAAP Measures and comments under "Executive Summary – First Quarter" section, regarding Cost of Sales at Lac Herbin

Executive Summary - First Quarter March 31, 2012

During the three months ended March 31, 2012 the following occurred at Alexis:

- Total revenue of $8.14 million was generated, 247% higher than in Q1-2011. The increase in sales is attributed to improved grades, an increased number of tonnes or ore mined and higher gold prices compared to Q1-2011.

- The Company sold 5,043 ounces of gold at an average realized price of $1,689/oz (USD $1,692/oz.), compared to 1,826 ounces sold during Q1-2011 at an average realized price of $1,364/oz (USD $1,380/oz).

- The Company's Lac Herbin Mine, in Val-d'Or, recovered 5,529 ounces of gold, a 219% increase compared to 1,735 ounces in Q1-2011. This increase was achieved despite an average recovery rate of 86.7% at our Aurbel mill, which is below our targeted rates and the historical average recovery of 88%. The turnaround plan for Lac Herbin includes several improvements at the mill which should allow the Company to reach above 90% recovery in the coming quarters. As these will be implemented over the course of the coming quarters we expect cost reductions from better recoveries to contribute to the profitability of the Lac Herbin operations.

- Cash cost of sales per ounce (see Non-GAAP Measures) of the Lac Herbin gold sold was $1,538/oz Au for Q1-2012 compared to $2,555/oz for Q1-2011. Operating results have improved significantly as targeted levels are being achieved. Operations continue to implement various improvement initiatives which should bolster results over the coming quarters.

- Guidance for the 2012 year calls for approximately 18,000 to 20,000 ounces at a cash cost from $1,300 to $1,500. The plan also calls for continued exploration around the mine to develop new areas for production. Current guidance is based on achieving 88% recovery at the Aurbel mill.

- Exploration efforts are presently focused on completing resource estimates and the generation of new exploration targets by reviewing and compiling existing information.

Overview & Outlook

Alexis has followed two principal strategies: a short to medium term strategy of developing gold-production to provide cash flow; and a longer term strategy focused on exploration and new mine discovery.

Firstly, the Lac Herbin operations has undergone significant underground development and intensive drilling in order to reestablish the production profile in an appropriate manner. The operation will now benefit from more flexibility and we estimate production of approximately 4,250 ounces per quarter into 2012 for annual production guidance of 18,000 to 20,000 ounces with cash cost in the range from $1,300 to $1,500 per ounce.

Secondly, the recently completed Feasibility Study for Snow Lake estimated Proven and Probable Reserves of 451,900 ounces of gold and estimated the potential for 80,000 ounces of gold production annually for at least five years at an estimated total cash cost of $640 per oz gold. The project is now entering a phase where the current team will optimize certain aspects of the project while we seek to establish the project financing and develop the project team leading to a production decision.

Management remains encouraged as exploration continues with many prospective targets. Our drilling program in Snow Lake has discovered potentially significant gold mineralization in a potential, on-strike extension to the Snow Lake Mine. This may represent the discovery of a major new ore zone and characterizes the potential remaining on the property and in proximity to our Snow Lake Gold Mill, currently the only gold mill in the region. As well, two new high-grade gold zones were discovered containing mineralization which is similar in character to that of the Main and the No.3 Zones, yet is of significantly higher grade.

Summarized Financial Results

Liquidity and Capital Resources

As at March 31, 2012, the Company had a working capital deficit of $10.43 million compared to working capital of $7.65 million at December 31, 2011.

In January 2012, the Company entered into a bridge financing agreement with Resource Income Fund, L.P. ("RIF") raising gross proceeds of US$10.00 million (CDN$10.15 million) to continue its operations until such time as long term financing is finalized. As well as funding working capital, the bridge loan was used to repay an outstanding $2.15 million convertible debenture. The bridge loan must be repaid at the earlier of the Company securing financing through a long term debt facility or a non-flow-through equity financing, or August 31, 2012. The bridge loan bears interest at an annual percentage rate of 15%. An upfront fee of 3% was paid to RIF upon closing of the facility. In conjunction with the financing, RIF has been granted 4,000,000 warrants priced at $0.047 per share which represents a 5% premium to the 10-day Volume Weighted Average Price ("VWAP") of Alexis' common equity. RIF has additionally been granted a call option on 7,000 oz of gold struck at US$1,900/oz. As well, the Company purchased put options for US$744,600 for 30,000 oz of gold at a strike price of $1,300/oz as part of a price protection program.

The Company applies for refundable tax credits to certain Quebec government bodies at each taxation year end and records the expected amounts as amounts receivable. The Company is no longer eligible for tax credits from one of the government bodies in Quebec as new legislation has come into force. At March 31, 2012, $2.06 million in Quebec Rebates are recorded on the Consolidated Balance Sheets.

The Company has and expects to utilize its working capital to meet exploration funding obligations as described under the Significant Future Obligations section of this report, to fund its Lac Herbin mine, its Lac Pelletier development and feasibility, its Snow Lake exploration, feasibility and development, and to fund its corporate and operating overheads.

The Company has a need for capital for working capital and the continued exploration and development of its properties. Because of continuing operating losses and a working capital deficiency, the Company's continuance as a going concern is dependent upon its ability to obtain adequate short term financing and to reach profitable levels of operation. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations.

Significant Future Obligations

The Company has several agreements to fund exploration on certain properties as follows:

Val-d'Or

- **Aurbel (including Lac Herbin and Aurbel Gold Mill)**

Pursuant to the acquisition of a 100% interest in the Aurbel property from Teck Cominco Ltd. (formerly Aur Resources Inc.) ("Teck"), the Company is required to make its final $500,000 payment upon acceptance of the Aurbel Closure Plan by the Quebec Mining Authorities, which was submitted by Teck to the respective Quebec Mining Authorities in 2006. Production from this property is subject to an aggregate 4.5% NSR.

Rouyn-Noranda

- **Lac Pelletier Property Acquisition**

The Company has exceeded the required $1,000,000 option work commitment required to earn its 100% interest. Alexis has the option to earn its 100% interest by making a commitment prior to September 1, 2010 to bring the deposit into production. Production from the current Lac Pelletier property is subject to a 3.5% NSR. The Lac Pelletier property hosts the past-producing Stadacona mine. Production from potential ore bodies lying outside the current property but mined through the historical Stadacona mine workings are subject to a $1 per tonne toll charge.

During Q3-2010, the Company issued a production commitment notice to Thundermin, thereby exercising its option to acquire the Lac Pelletier Property. The Company is in discussion with Thundermin regarding the transfer of full title and ownership of the Property to the Company. Thundermin has initiated an arbitration proceeding pursuant to which it has claimed that the purported exercise by the Company of its option to acquire a 100% interest in the property is invalid, and accordingly, the option agreement and the Company's rights under the agreement have terminated. The Company believes that this claim does not have any merit.

The Company also carries a 100% interest in four mining claims located near Lac Pelletier, subject to a 2% NSR. The Company has the option to purchase, at any time, 50% of the NSR for US$1,000,000. These claims will be included in the Lac Pelletier property package with Thundermin Resources Ltd.

- **Rouyn-Noranda Properties, Québec**

During the first quarter of 2008, Alexis vested in its option to acquire from Falconbridge Ltd. (now Xstrata Copper Canada) ("Xstrata Copper") a 50% interest in all of Xstrata Copper's properties in the prospective Rouyn-Noranda Base Metal and Gold Camp, Quebec.

In August 2011, the Company acquired a 100% interest in the joint-venture properties with a payment of $200,000 in cash. Xstrata would retain a right to back-in to a 65% interest on any base metal deposit containing more than 350,000 tonnes copper metal equivalent after presentation of a NI 43-101 compliant resource, under the following conditions:

- Pay Alexis three times the project specific exploration and development expenditures; and
- Pay Alexis three times the Rouyn regional base metal exploration expenditures up to a maximum of $20 million;
- Xstrata Copper must complete a NI 43-101 compliant feasibility study, within a specified period and at no cost to Alexis;

- Alexis will retain a 35% interest; receive a 6-month financing period subsequent to a production decision; and, will participate in a joint venture management committee where unanimous agreement is required on critical mining decisions.

The back-in right does not apply to any gold deposit; defined as a deposit where the value of gold and silver are three times greater than the value of base metals; using 6-month average metal prices at closing. As such, gold deposits are solely to the Alexis account.

Xstrata retains a 1-2% NSR on all metals on mineral claims transferred to Alexis. Where historic royalties exist, the combined royalty is capped at 3 to 4%. In areas with no prior royalties, the NSR is capped at 2%. Xstrata has the right to explore for, and exploit smelter materials (e.g. Flux) in all areas. Should smelter materials be mined from the Alexis properties, Alexis will receive a royalty of $0.50 per tonne plus 50% of any gold which may be recovered. Subsequent to closure, Alexis and Xstrata Copper will work cooperatively together for a period of up to 12 months to review the underlying agreements made over the last 40 years to develop this unique property package, in order to resolve any third-party rights or obligations. The 10-claim, West Ansil Property will be excluded from the agreement and will continue as a 50/50 joint venture. Xstrata retain their Rights of First refusal for custom milling and smelting of base metal production. All regional areas of interest applicable under the historical joint venture are cancelled.

Herblet Lake, Manitoba

In November 2010, the Company entered into an agreement to acquire a 100% interest in certain mining claims in the Herblet Lake area. To acquire this 100% interest over a period of 5 years, the Company is required to make total cash payments of $300,000 and incur total exploration expenditures of $3,000,000 according the following schedule:

	Commitment		
	Cash Payment ($)	Expenditures ($)	
November 19, 2010	50,000	-	**Paid December 2010
November 19, 2011	50,000	200,000	**Paid October 2011; expenditures met
November 19, 2012	50,000	300,000	
November 19, 2013	50,000	500,000	
November 19, 2014	50,000	1,000,000	
November 19, 2015	50,000	1,000,000	
	300,000	3,000,000	

The exercise of the option is subject to an NSR of 3% payable from the date of commencement of commercial production. Upon exercise of the option, the Company will be required to make advanced royalty payments of $50,000 annually up to $250,000 to be credited against future NSR payments. The Company has the right to purchase up to 50% of the NSR for a total of $1,500,000, each 0.5% of the 3% NSR requiring a $500,000 payment. As of March 31, 2012, the Company is in good standing with respect to its obligations under this agreement.

Results of Operations

For the quarter ended March 31, 2012

The Company sold 5,043 ounces of gold and generated $8.14 million in revenue from mining operations during the 1st quarter of 2012. Alexis averaged a gold sale price of $1,689 per ounce during Q1-2012. During Q1-2011, 1,826 ounces of gold were sold generating $2.34 million in revenue. The average sale price realized during Q1-2011 was $1,364 per ounce. Mine operating expenses were $7.76 million (Q1-2011: $4.67 million) and depreciation and depletion amounted to $1.61 million (Q1-2011: $0.12 million). Depreciation and depletion is higher in Q1-2012 compared to Q1-2011 as a result of significant asset write-downs in 2010 reducing the base on which these amounts are calculated. As well, increased production has generated increased depletion expense. The gross loss was $1.22 million during Q1-2012 compared to gross loss of $2.44 million during Q1-2011. Revenue from mining operations includes $8.52 million from gold sales (Q1-2011: $2.49 million) reduced by $0.38 million in refining and royalty charges (Q1-2011: $0.15 million). The Company is subject to an NSR of 4.5% on Lac Herbin gold sales. The cost of sales per ounce sold during the current quarter, excluding depreciation and depletion, was $1,538 per ounce compared to $2,555 per ounce during the comparative quarter (see Non GAAP Measures). Cash cost per tonne mined for Q1-2012 was

$191/tonne, compared to $316/tonne during the same period last year.

Alexis recorded a net loss for the quarter ended March 31, 2012 of $11.28 million compared to $2.20 million for the quarter ended March 31, 2011. During Q1-2012, the Company assessed an impairment charge of $8.50 million related to their Rouyn group of properties. Expenses were $1.55 million during Q1-2012 (Q1-2011: $1.34million) as described below. The Company recognized a future income tax recovery of $nil during Q1-2012 compared to $2.07 million during Q1-2011.

General and Administrative expenses

(CAD 000's)	Q1-2012 $	Q1-2011 $	Increase (decrease) $	Change %
Professional, consulting and management fees	441	484	(43)	(9%)
Stock based compensation	4	345	(341)	(99%)
Other general and administrative expenses	252	294	(42)	(14%)
Finance costs	1,005	179	826	461%
Finance income	(16)	(32)	16	50%
Other (gains) and losses: Foreign exchange	(151)	(43)	(108)	(251%)
Other (gains) and losses: General exploration	2	6	(4)	(67%)
Other (gains) and losses: Investments (FVTPL)	15	110	(95)	(86%)
Future income tax (recovery)/expense	0	(2,065)	2,065	100%

Professional, consulting and management costs decreased by $0.04 million or 9% during the quarter ended March 31, 2012 compared to the quarter ended March 31, 2011. In particular, the Company incurred lower professional costs during the period.

Stock based compensation is a non-cash expense included in Professional, consulting and management costs on the Consolidated Statement of Operations and Comprehensive (Loss). The Company applies the fair value method of accounting for stock-based compensation. During the three months ended March 31, 2012, the Company did not grant stock options. Those options that vested during the period resulted in a charge of $0.00 million to the statement of operations and $0.00 million charged to mineral properties. During Q1-2011, 3,115,000 stock options were granted and options vested resulting in a charge of $0.35 million related to stock-based compensation on the statement of operations and $0.04 million charged to minerals properties.

Other general and administrative expenses decreased by 14% during Q1-2012 compared to Q1-2011 primarily as a result of a lower capital tax accrual.

Finance costs increased by $0.83 million or 461% compared to Q1-2011. This is primarily a result of the $10.15 million bridge loan agreement entered into in January 2012. Prepaid interest, financing costs, and the value of both the warrants granted and put options purchased in respect of this loan are being accreted at an effective interest rate of 25%. Accretion expense on the convertible debenture is higher this period as this charge was deferred in Q1-2011.

Finance income for Q1-2012 and Q1-2011 was earned on term deposits during the respective period. The Company did not carry significant cash balances throughout either period to generate significant interest income.

The Company recorded unrealized losses on investments of $0.02 million during Q1-2012 as a result of investments held by Garson compared to $0.11 million during Q1-2011. The Company recorded foreign exchange gains of $0.15 million during Q1-2012 compared to gains of $0.04 million during Q1-2011. The bridge loan as well as royalties payable are denominated in US dollars resulting in fluctuations in foreign exchange gains or losses.

Quarterly information

Summary Financial Information for the Eight Quarters Ended March 31, 2012

	Q1-2012	Q4-2011	Q3-2011	Q2-2011	Q1-2011	Q4-2010	Q3-2010	Q2-2010
Revenue from mining operations (CAD 000's)	$ 8,138	$ 7,637	$ 2,221	$ 3,343	$ 2,344	$ 3,856	$ 7,742	$ 8,881
Mine operating expenses (CAD 000's)	$ 7,756	$ 9,600	$ 4,151	$ 4,223	$ 4,665	$ 5,883	$ 8,340	$ 8,680
Net Income (loss) (CAD 000's)	$ (11,278)	$ (5,069)	$ (3,867)	$ (2,504)	$ (2,204)	$(43,468)	$ (2,738)	$ (1,905)
Net income (loss) per share, basic and diluted (CAD)	$ (0.02)	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.12)	$ (0.01)	$ (0.01)
Cash provided by (used in) operations (CAD 000's)	$ -	$ 2,044	$ (3,835)	$ (3,912)	$ (3,589)	$ (1,987)	$ (6,798)	$ 8,669
Gold ounces sold	5,043	4,639	1,477	2,420	1,826	2,912	6,498	7,865
Average realized gold price (per ounce) (CAD)	$ 1,689	$ 1,696	$ 1,634	$ 1,465	$ 1,364	$ 1,387	$ 1,250	$ 1,185
*Mining operating expenses (per ounce) (CAD)	$ 1,538	$ 2,069	$ 2,810	$ 1,745	$ 2,555	$ 2,020	$ 1,283	$ 1,104
Total Assets (CAD 000's)	$ 115,250	$ 124,256	$ 122,660	$ 119,542	$ 105,073	$108,167	$144,182	$142,667
Long term financial liabilities (CAD 000's)	$ 21,850	$ 22,936	$ 21,435	$ 19,265	$ 18,111	$ 16,969	$ 19,964	$ 15,916

* *see Non GAAP Measures*

The Company's revenue decreased quarter by quarter during 2010 as a result of lower than anticipated grades. The Company continued to struggle with production during 2011, and initiated a turnaround plan in Q3-2011 which involved the closure of the mill for a few weeks resulting in reduced production during the Q3-2011. This was made up for in Q4-2011 with an increase in gold ounces sold. The turnaround plan has begun to generate results with increased production translated to increased revenue in Q1-2012. Mine operating costs have increased as a percent of revenue as well quarter over quarter in response as some costs are fixed. As well, mill recoveries have been low generating higher costs. In Q1-2012, mine operating costs have decreased in response to the turnaround plan. In Q4-2010, the Company incurred a significant write-down expense of approximately $42.0 million as a result of impairment to its mineral properties and some assets. During Q1-2012, the Company assessed an impairment charge of $8.50 million to its mineral properties as well resulting in a large increase in net loss that quarter.

Stock based compensation is a non-cash expense representing an estimate of the fair value of options granted to directors, officers, employees and consultants of the Company calculated by applying the Black- Scholes option pricing model. This can generate fluctuations in net loss quarter over quarter.

The general trend in increasing total assets has resulted from the Company raising funds through private placements and investing in its exploration properties in Quebec and Manitoba. The Company's total assets decreased significantly in Q1-2011 as a result of a write-down to its mineral properties and mill. Increases throughout 2011 are a result of expenditures on the Company exploration properties. Another decrease in Q1-2012 is a result of an impairment charge to its mineral properties.

During Q3-2010, the Company rolled-over its other debenture through Garson resulting in approximately $2.0 million being recognized as a long-term liability instead of a current one. During Q3-2011, the Company's $2.0 million debenture was recognized as short-term again as the liability becomes due in July 2012. The value of the Company's provision for reclamation costs is being revalued each period at prevailing discount rates. Consequently, there is significant variation in this value quarter to quarter.

Cash Flows for the quarter ended March 31, 2012

Cash used by operating activities for the three months ended March 31, 2012 was $0.47 million compared to $3.59 million for the three months ended March 31, 2011. During Q1-2012, mining operations provided $0.38 million, administrative expenses and

interest income used $0.70 million and non-cash working capital used $0.15 million. During Q1-2011, mining operations used $2.32 million, administrative expenses and interest income used $0.80 million and non-cash working capital used $0.47 million. The net change in non-cash working capital reported on the cash flow statement identifies the changes in current assets and current liabilities that occurred during the period. An increase in a liability (or a decrease in an asset) is a source of funds; while a decrease in a liability (or an increase in an asset) account is a use of funds.

Cash provided by financing activities was $5.76 million during the three months ended March 31, 2012 compared to the use of $0.03 million during the three months ended March 31, 2011. In Q-2012, the Company raised US$10.00 million (CDN$10.15 million) in short term debt (Q1-2011: $nil). The Company paid financing costs and prepaid interest of $1.37 million in relation to this debt financing as well as purchased put options for $0.76 million as part of a price protection program. The Company also paid off a convertible debenture of $2.15 million during Q1-2012 (Q1-2011: $nil). During Q1-2012, the Company made payments against finance leases and financing arrangements of $0.03 million (Q1-2011: $0.01 million).

Cash from investing activities used $6.14 million during the three months ended March 31, 2012 compared to $4.51 million during the three months ended March 31, 2011. Expenditures on exploration interests used $1.64 million during the current quarter compared to $3.96 million during the comparative quarter as summarized below. The Company used $0.77 million to purchase property and equipment, and refurbish the Aurbel mill, compared to $0.26 million during Q1-2011. Working capital adjustments used $3.73 million during Q1-2012 compared to $0.29 million during Q1-2011.

Cash expenditures on exploration interests for the three months ended March 31, 2012:

(CAD 000's)	PRODUCING PROPERTIES	NON-PRODUCING PROPERTIES						
Description	Lac Herbin ($)	Rouyn ($)	Lac Pelletier ($)	VMS ($)	Aurbel ($)	Snow Lake ($)	Other Manitoba ($)	TOTAL ($)
Acquisition and property maintenance	6	11	15	-	8	18	-	58
Development costs	116	-	-	-	-	-	-	116
Exploration costs	82	228	64	172	20	889	7	1,462
Capitalized financing costs	-	-	-	-	-	4	-	4
Government assistance	-	-	-	-	-	-	-	-
Total	204	239	79	172	28	911	7	1,640

Future accounting changes

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for accounting periods beginning after January 1, 2013 or later periods. Updates are not applicable or are not consequential to the Company have been excluded thereof.

IFRS 9, Financial Instruments -- Classification and Measurement ("IFRS 9") was issued November 2009 and contained requirements for financial assets. This standard addresses classification and measurement of financial assets and replaces the multiple category and measurement models in IAS 39 for debt instruments with a new mixed measurement model having only two categories: amortized cost and fair value through profit or loss. IFRS 9 also replaces the models for measuring equity instruments, and such instruments are either recognized at fair value through profit or loss or at fair value through other comprehensive income. This standard is required to be applied for accounting periods beginning on or after January 1, 2015, with early adoption permitted, introduces new requirements for the classification and measurement of financial instruments. Management anticipates that this standard will be adopted in the Company's consolidated financial statements for the period beginning January 1, 2015, with early adoption permitted. The Company has not yet determined the potential impact of the amendments to IFRS 9 on its financial statements.

IFRS 10 Consolidated Financial Statements ("IFRS 10") provides a single model to be applied in the control analysis for all investees, including entities that currently are special purpose entities in the scope of SIC 12. In addition, the consolidation procedures are carried forward substantially unmodified from IAS 27 Consolidated and Separate Financial Statements. The Company intends to adopt IFRS 10 in its financial statements for the annual period beginning January 1, 2013. The Company has not yet determined the impact of the amendments to IFRS 10 on its financial statements.

IFRS 11 Joint Arrangements ("IFRS 11") replaces the guidance in IAS 31 Interests in Joint Ventures. Under IFRS 11, joint arrangements are classified as either joint operations or joint ventures. IFRS 11 essentially carves out of previously jointly controlled entities, those arrangements which although structured through a separate vehicle, such separation is ineffective and

the parties to the arrangement have rights to the assets and obligations for liabilities and are accounted for as joint operations in a fashion consistent with jointly controlled assets/operations under IAS 31. In addition, under IFRS 11, joint ventures are stripped of the free choice of equity accounting or proportionate consolidation; these entities must now use the equity method.

Upon application of IFRS 11, entities which had previously accounted for joint ventures using proportionate consolidation shall collapse the proportionately consolidated net asset value (including any allocation of goodwill) into a single investment balance at the beginning of the earliest period presented. The investment's opening balance is tested for impairment in accordance with IAS 28 Investments in Associates and IAS 36 Impairments of Assets. Any impairment losses are recognized as an adjustment to opening retained earnings at the beginning of the earliest period presented. The Company intends to adopt IFRS 11 in its financial statements for the annual period beginning January 1, 2013. The Company has not yet determined the impact of the amendments to IFRS 11 on its financial statements.

IFRS 13 Fair Value Measurement ("IFRS 13") converges IFRS and US GAAP on how to measure fair value and the related fair value disclosures. The new standard creates a single source of guidance for fair value measurements, where fair value is required or permitted under IFRS, by not changing how fair value is used but how it is measured. The focus will be on an exit price. IFRS 13 is effective for annual periods beginning on or after January 1, 2013, with early adoption permitted. The Company has not yet determined the impact of the amendments to IFRS 13 on its financial statements.

IAS 1, *Presentation of Financial Statements* ("IAS 1"), has been amended to require entities to separate items presented in other comprehensive income ("OCI") into two groups, based on whether or not items may be recycled in the future. Entities that choose to present OCI items before tax will be required to show the amount of tax related to the two groups separately. The amendment is effective for annual periods beginning on or after July 1, 2012 with earlier application permitted. The Company has not yet determined the impact of the amendments to IAS 1 on its financial statements.

Transactions with Related Parties

During the three months ended March 31, 2012, the Company entered into the following transactions in the ordinary course of business with related parties that are not subsidiaries of the Company.

	Purchases of goods and services	
	Three months ended March 31,	
	2012	2011
2227929 Ontario Inc.	$ 57,782	$ 82,036
Forbes & Manhattan, Inc.	194,339	77,527

The Company shares office space with other companies who may have officers or directors in common with the Company. The costs associated with this space are administered by 2227929 Ontario Inc. Mr. Stan Bharti is the Executive Chairman of Forbes & Manhattan, Inc. Mr. Bharti was a director of the Company until his resignation on March 6, 2012; however as the Company is part of the Forbes & Manhattan Group of Companies, it continues to receive the benefits of such membership, including access to mining professionals, advice from Mr. Bharti, and strategic advice from the Forbes & Manhattan Board of Advisors. An administration fee of $25,000 per month is charged by Forbes & Manhattan, Inc. pursuant to a consulting agreement. As well, a 2% royalty is payable on gold sales from the Aurbel properties (including Lac Herbin) to Forbes & Manhattan, Inc.

The following balances were outstanding at the end of the reporting period:

	Amounts owed by related parties		Amounts owed to related parties	
	March 31, 2012	December 31, 2011	March 31, 2012	December 31, 2011
2227929 Ontario Inc.	$ 18,000	$ 18,000	$ 3,020	$ 64,307
Forbes & Manhattan, Inc.	$ 56,500	$ -	$ 426,049	$ 243,302

The amounts outstanding are unsecured and non-interest-bearing. No guarantees have been given or received. No expense has been recognized in the current or prior periods for bad or doubtful debts in respect of the amounts owed by related parties.

Compensation of key management personnel of the Company
The remuneration of directors and other members of key management personnel during the period were as follows:

	Three months ended March 31,			
		2012		2011
Short-term benefits	$	350,064	$	271,000
Share-based payments		-		254,200

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

Subsequent Events

In April 2012, 100,000 stock options expired unexercised.

Outstanding Share Data

As at the date of this report, 597,026,077 common shares of the Company are outstanding. Of the options to purchase common shares issued under the share option plan of the Company, 20,323,944 remain outstanding with exercise prices ranging from $0.10 to $1.03 and with expiry dates ranging between August 24, 2012 and November 29, 2016. If exercised, 20,323,944 common shares would be issued generating $6.22 million in proceeds.

As at the date of this report, there were 80,297,143 share purchase warrants and broker warrants outstanding with exercise prices ranging from $0.047 to $0.50, expiring between July 14, 2012 and May 12, 2014. If exercised, 80,297,143 common shares would be issued generating $26.70 million in proceeds.

Non-GAAP Measures

The Company has included certain Non-GAAP performance measures, namely cash costs per gold ounce sold and working capital, throughout this document. In the gold mining industry, these are common Non-GAAP performance measures but do not have any standardized meaning. The Company believes that, in addition to conventional measures prepared in accordance with GAAP, we and certain investors use this information to evaluate the Company’s performance and ability to generate cash, profits and meet financial commitments. These Non-GAAP measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with GAAP. The following tables provide a reconciliation of cash costs per gold ounce sold for the three months ended March 31, 2012 and 2011, and a reconciliation of working capital to the financial statements for the periods ended March 31, 2012 and December 31, 2011.

Working Capital

(CAD 000's)		
Current assets:	**March 31, 2012**	December 31, 2011
Cash and cash equivalents	**$769**	$1,615
Amounts receivable	**1,274**	817
Tax credits receivable	**2,064**	2,000
Inventory	**3,114**	2,645
Prepaid expenses	**1,372**	1,140
Investments	**30**	45
	8,623	8,262
Current liabilities		
Accounts payable and accrued liabilities	**$10,439**	$13,819
Current portion of finance lease obligations	**65**	90
Short-term debt	**8,552**	-
Current portion of convertible debenture liability	**-**	2,000
	19,056	15,909
Working capital/(deficit) (current assets less current liabilities)	**($10,433)**	($7,647)

Cash cost per ounces sold

	Three months ended	
	March 31, 2012	March 31, 2011
Revenue From commercial production ounces (CAD 000's)	**$8,138**	$2,344
Ounces sold	**5,043**	1,826
Mine operating expenses (CAD 000's)	**$7,756**	$4,665
Cash cost per ounce sold (CAD) (mining operating expenses divided by ounces sold)	**$1,538**	$2,555

Contractual Obligations and Contingencies

The following table summarizes the Company's contractual obligations over the next five years and thereafter.

		Payments due by period:			
Contractual Obligation	Total	< 1 year	1 - 3 years	4 - 5 years	> 5 years
Finance lease obligations	70,024	67,409	2,615	-	-
Contractual commitments	1,508,184	1,508,184	-	-	-
	1,578,208	1,575,593	2,615	-	-

The Company is party to certain management contracts. These contracts contain clauses requiring additional payments of up to $5.00 million be made upon the occurrence of certain events such as a change of control. As the likelihood of these events

taking place is not determinable, the contingent payments have not been reflected in these consolidated financial statements. Additional minimum management contractual commitments remaining under the agreements are approximately $1.50 million, all due within one year.

The Company's mining and exploration activities are subject to various law and regulations governing the protection of the environment. These law and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Risks and Uncertainties

The operations of the Company are speculative due to the high-risk nature of its business, which is the acquisition, financing, exploration, development and operation of mining properties. These risk factors could materially affect the Company's future operating results and could cause actual events to differ materially from those described in forward–looking information relating to the Company.

Nature of Mining, Mineral Exploration and Development Projects

Mining operations generally involve a high degree of risk. The Company's operations are subject to the hazards and risks normally encountered in the mineral exploration, development and production, including environmental hazards, explosions, unusual or unexpected geological formations or pressures and periodic interruptions in both production and transportation due to inclement or hazardous weather conditions. Such risks could result in damage to, or destruction of, mineral properties or producing facilities, personal injury, environmental damage, delays in mining, monetary losses and possible legal liability.

Development projects have no operating history upon which to base estimates of future cash operating costs. For development projects, reserve and resource estimates and estimates of cash operating costs are, to a large extent, based upon the interpretation of geologic data obtained from drill holes and other sampling techniques, and feasibility studies, which derive estimates of cash operating costs based upon anticipated tonnage and grades of ore to be mined and processed, ground conditions, the configuration of the ore body, expected recovery rates of minerals from the ore, estimated operating costs, anticipated climatic conditions and other factors. As a result, actual production, cash operating costs and economic returns could differ significantly from those estimated. Indeed, current market conditions are forcing many mining operations to increase capital and operating cost estimates. It is not unusual for new mining operations to experience problems during the start-up phase, and delays in the commencement of production often can occur.

Mineral exploration is highly speculative in nature. There is no assurance that exploration efforts will be successful. Even when mineralization is discovered, it may take several years until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish proven and probable mineral reserves through drilling. Because of these uncertainties, no assurance can be given that exploration programs will result in the establishment or expansion of mineral resources or mineral reserves. There is no certainty that the expenditures made by the Company towards the search and evaluation of mineral deposits will result in discoveries or development of commercial quantities of ore.

Revenues

The Company has recently commenced commercial production on its Herbin property. There can be no assurance that significant losses will not occur in the near future or that the Company will be profitable in the future. The Company's operating expenses and capital expenditures may increase in subsequent years as consultants, personnel and equipment associated with advancing exploration, development and commercial production of the Company's properties. The development of the Company's properties will require the commitment of substantial resources to conduct time-consuming development. There can be no assurance that the Company will generate sufficient revenues or achieve profitability.

Liquidity Concerns and Future Financings

The Company will require significant capital and operating expenditures in connection with the development of its properties. There can be no assurance that the Company will be successful in obtaining required financing as and when needed. Volatile markets may make it difficult or impossible for the Company to obtain debt financing or equity financing on favourable terms, if at all. Failure to obtain additional financing on a timely basis may cause the Company to postpone or slow down its development plans, forfeit rights in some or all of its properties or reduce or terminate some or all of its activities.

Foreign Exchange

Gold is sold in United States dollars and consequently, the Company is subject to foreign exchange risks relating to the relative value of the Canadian dollar as compared to the US dollar. To the extent Alexis generates revenue it will be subject to foreign exchange risks as revenues will be received in US dollars while operating and capital costs will be incurred primarily in Canadian dollars. A decline in the US dollar would result in a decrease in the real value of Alexis's revenues and adversely affect its financial performance.

Mineral Resource and Mineral Reserve Estimates May be Inaccurate

There are numerous uncertainties inherent in estimating mineral resources and mineral reserves, including many factors beyond the control of the Company. Such estimates are a subjective process, and the accuracy of any mineral resource or mineral reserve estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. These amounts are estimates only and the actual level of mineral recovery from such deposits may be different. Differences between management's assumptions, including economic assumptions such as metal prices and market conditions, could have a material adverse effect on the Company's financial position and results of operations.

Differences between management's assumptions, including economic assumptions such as metal prices and market conditions, and actual events could have a material adverse effect on the Company's mineral reserve estimates.

Licences and Permits, Laws and Regulations

The Company's exploration and development activities, including mine, mill, road, rail and port facilities, require permits and approvals from various government authorities, and are subject to extensive federal, provincial and local laws and regulations governing prospecting, development, production, exports, taxes, labour standards, occupational health and safety, mine safety and other matters. Such laws and regulations are subject to change, can become more stringent and compliance can therefore become more costly. In addition, the Company may be required to compensate those suffering loss or damage by reason of its activities. There can be no guarantee that Alexis will be able to maintain or obtain all necessary licences, permits and approvals that may be required to explore and develop its properties, commence construction or operation of mining facilities.

Gold and Base Metal Prices

The profitability of the Company's operations will be dependent upon the market price of mineral commodities. Mineral prices fluctuate widely and are affected by numerous factors beyond the control of the Company. The level of interest rates, the rate of inflation, the world supply of mineral commodities and the stability of exchange rates can all cause significant fluctuations in prices. Such external economic factors are in turn influenced by changes in international investment patterns, monetary systems and political developments. The price of mineral commodities has fluctuated widely in recent years, and future price declines could cause commercial production to be impracticable, thereby having a material adverse effect on the Company's business, financial condition and result of operations.

Environmental

The Company's activities are subject to extensive federal, provincial and local laws and regulations governing environmental protection and employee health and safety. Environmental legislation is evolving in a manner that is creating stricter standards, while enforcement, fines and penalties for non-compliance are also increasingly stringent. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations. Further, any failure by the Company to comply fully with all applicable laws and regulations could have significant adverse effects on the Company, including the suspension or cessation of operations.

Title to Properties

The acquisition of title to resource properties is a very detailed and time-consuming process. The Company holds its interest in certain of its properties through mining claims. Title to, and the area of, the mining claims may be disputed. There is no guarantee that such title will not be challenged or impaired. There may be challenges to the title of the properties in which the Company may have an interest, which, if successful, could result in the loss or reduction of the Company's interest in the properties.

Uninsured Risks

The Company maintains insurance to cover normal business risks. In the course of exploration and development of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including explosions, rock bursts, cave ins, fire and earthquakes may occur. It is not always possible to fully insure against such risks as a result of high premiums or other reasons. Should such liabilities arise, they could reduce or eliminate any future profitability and result in increasing costs and a decline in the value of the common shares of the Company.

Competition

Alexis competes with many other mining companies that have substantially greater resources than the Company. Such competition may result in the Company being unable to acquire desired properties, recruit or retain qualified employees or acquire the capital necessary to fund its operations and develop its properties. The Company's inability to compete with other mining companies for these resources would have a material adverse effect on the Company's results of operation and business.

Dependence on Outside Parties

Alexis has relied upon consultants, engineers and others and intends to rely on these parties for development, construction and operating expertise. Substantial expenditures are required to construct mines, to establish mineral reserves through drilling, to carry out environmental and social impact assessments, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the exploration and plant infrastructure at any particular site. If such parties' work is deficient or negligent or is not completed in a timely manner, it could have a material adverse effect on Alexis.

Qualified Personnel

Recruiting and retaining qualified personnel in the future is critical to the Company's success. As the Company develops the Lac Herbin and Lac Pelletier properties, the need for skilled labour will increase. The number of persons skilled in the exploration and development of mining properties is limited and competition for this workforce is intense. The development of the Company's properties may be significantly delayed or otherwise adversely affected if the Company cannot recruit and retain qualified personnel as and when required.

Availability of Reasonably Priced Raw Materials and Mining Equipment

Alexis will require a variety of raw materials in its business as well as a wide variety of mining equipment. To the extent these materials or equipment are unavailable or available only at significantly increased prices, the Company's production and financial performance could be adversely impacted.

Failure to Meet Production Targets and Cost Estimates

The Company prepares future production and capital cost estimates. Actual production and costs may vary from the estimates for a variety of reasons such as estimates of grade, tonnage, dilution and metallurgical and other characteristics of the ore varying from the actual ore mined, revisions to mine plans, risks and hazards associated with mining, adverse weather conditions, unexpected labour shortages or strikes, equipment failures and other interruptions in production capabilities. Production costs may also be affected by increased mining costs, variations in predicted grades of the deposits, increases in level of ore impurities, labour costs, raw material costs, inflation and fluctuations in currency exchange rates. Failure to achieve production targets or cost estimates could have a material adverse impact on the Company's sales, profitability, cash flow and overall financial performance. In the event that the Company obtains debt financing, repayment terms associated with such financing will likely be based on production schedule estimates. Any failure to meet such timelines or to produce amounts forecast may constitute defaults under such debt financing, which could result in the Company having to repay loans.

Share Price Fluctuations

The market price of securities of many companies, particularly development stage companies, experience wide fluctuations in price that are not necessarily related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that fluctuations in the Company's share price will not occur.

Internal Controls

Alexis has invested resources to document and analyze its system of internal control over financial reporting. Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance with respect to the reliability of financial reporting and financial statement preparation.

Insurance

The Company believes that it currently maintains insurance in such amounts as it considers to be reasonable to protect against certain risks and hazards related to its operations. However, no assurance can be given that the current insurance coverage will continue to be available at economically reasonable premiums in the future or that the current insurance coverage provides sufficient coverage against all potential losses. Any deficiency in insurance coverage could result in the Company incurring significant costs that could have a material adverse effect upon its financial performance and results of operations.

Litigation

Legal proceedings may arise from time to time in the course of the Company's business. Defense and settlement costs of legal claims can be substantial, even with respect to claims that have no merit. The Company has received a notice of arbitration from Thundermin in respect of the exercise of the option to acquire the Lac Pelletier property. The process of defending such claims could take away from management time and effort and the resolution of any particular legal proceeding to which the Company or one or more of its subsidiaries may become subject could have a material effect on the Company's financial position and results of operations.

Reliance on Limited Number of Properties

Currently, the Company relies on a limited number of property interests. As a result, unless the Company acquires additional property interests, any adverse developments affecting any of the current properties could have a material adverse effect upon the Company and would materially and adversely affect the potential production, profitability, financial performance and results of operations.

Conflicts of Interest

Certain of the directors and officers of the Company may serve from time to time as directors, officers, promoters and members of management of other companies involved in natural resource exploration and development and therefore it is possible that a conflict may arise between their duties as a director or officers of the Company and their duties as a director, officer, promoter or member of management of such other companies.

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosures by directors of conflicts of interest and the Company will rely upon such laws in respect of any directors' and officers' conflicts of interest or in respect of any breaches of duty by any of its directors or officers. All such conflicts will be disclosed by such directors or officers in accordance with applicable laws and the directors and officers will govern themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law.

Critical Accounting Estimates

The preparation of the Company's Consolidated 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 Consolidated Financial Statements and reported amounts of revenues and expenses during the reported period. Such estimates and assumptions affect the carrying value of assets, impact decisions as to when exploration and development costs should be capitalized or expensed, and affect estimates for provisions for reclamation costs. Other significant estimates made by the Company include factors affecting valuations of stock based compensation and the valuation of income tax accounts. The Company regularly reviews its estimates and assumptions, however, actual results could differ from these estimates and these differences could be material.

Off Balance Sheet items

The Company does not have any off balance sheet items.

Disclosure Controls and Procedures and Internal Controls Over Financial Reporting

Subject to the limitations, if any, described below, the Company's CEO and CFO, have as at the end of the year ended March 31, 2012 designed Disclosure and Control Procedures, ("DC&P") or caused it to be designed under their supervision, to provide reasonable assurance that:

- material information relating to the issuer is made known to us by others, particularly during the period in which the interim filings are being prepared; and
- information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation.

Internal control over financial reporting has been designed, based on the framework established in Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"), to provide reasonable assurance regarding the reliability of our financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in Canada.

Changes to accounting policies or business processes as a result of the IFRS conversion did not materially affect the Company's internal controls over financial reporting. There have been no significant changes to the Company's disclosure controls and procedures and internal controls over financial reporting that occurred during the period ended March 31, 2012 that have materially affected, or are reasonably likely to materially affect, the Company's disclosure controls and procedures and internal control over financial reporting.

Because of inherent limitations, internal control over financial reporting and disclosure controls can provide only reasonable assurances and may not prevent or detect misstatements. Furthermore, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

The Audit and Governance Committee's of the Company have reviewed this MD&A, and the consolidated financial statements for the three months ended March 31, 2012, and Alexis's board of directors approved these documents prior to their release.

May 9, 2012