QMX GOLD CORPORATION

Q2-2016 Management's Discussion and Analysis

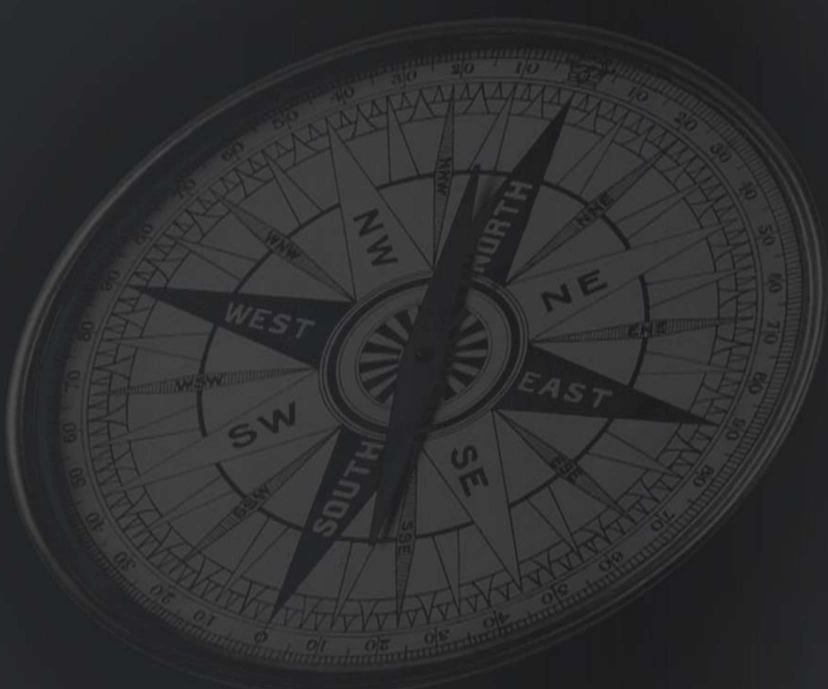

Table of Contents

QMX GOLD CORPORATION

Management's Discussion and Analysis

For the three and six months ended June 30, 2016

The following Management's Discussion and Analysis ("MD&A") relates to the financial condition and results of operations of QMX Gold Corporation ("we", "our", "us", "QMX", or the "Company") for the three and six months ended June 30, 2016 and should be read in conjunction with the Company's Condensed Interim Consolidated Financial Statements for the three and six months ended June 30, 2016 as well as the Company's Annual Consolidated Financial Statements and MD&A for the year ended December 31, 2015. The financial statements and related notes of QMX have been prepared in accordance with International Financial Reporting Standards ("IFRS"). Certain Non-IFRS measures are discussed in this MD&A and 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 August 24, 2016 unless otherwise indicated. References to the 1st and 2nd quarters of 2016 or Q1- and Q2-2016, and the 1st and 2nd quarters of 2015 or Q1- and Q2-2015 mean the three months ended March 31 and June 30, 2016 and 2015 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 QMX, 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 mine-out plan at Lac Herbin; 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 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 public disclosure 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 QMX

QMX is a Canadian publicly traded mining company concentrating on exploration and mine development. The Company is listed on the TSX Venture Exchange ("TSX-V") under the symbol "QMX-V". The Company's focus is to grow through the exploration, development and acquisition of mineral properties, directly and indirectly through joint ventures and other opportunities. The Company holds a significant property position with 217 km^2 in one of Canada's richest mining camps: the Abitibi District of Québec, Canada – historically the 3rd richest gold producing region in the world. QMX undertakes exploration across these properties searching for new world class discoveries, while maintaining a focus on growing QMX to become a mid-tier gold producer. For more information, please visit the Company's website www.qmxgold.ca.

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

Strategic Goals

QMX Gold Corporation is committed to increasing shareholder value. Senior management implemented a three-phased plan in early 2015 to that effect. The first phase involved the repayment of the Company's previous loan facility which has been completed. The Company is now focusing on the following:

- **Increase custom milling**

    - In January 2016, the Company entered into a four-year custom milling agreement with Gold Bullion Development Corp. ("GBB"). The agreement provides for custom milling of an initial 70,000 tonnes of stockpiled material from GBB's Granada Mine near Rouyn-Noranda, Quebec; as well as funding for the expansion of the operating capacity of the Aurbel Mill from 650 tonnes per day (tpd) to 1,200 tpd. With expected commencement in late 2016 and extending over three years, the agreement includes custom milling of up to 1,400,000 tonnes of material from open pit mining operations at GBB's Granada Mine in Rouyn-Noranda. The agreement is dependent upon GBB receiving a Certificate of Authorization ("CA") for the operation of the mine and their financing for the project. GBB received their CA on May 26, 2016 and continue working towards their financing requirements.

      Ore from the Granada Mine is classified in Quebec as potentially acid generating, in contrast to all previous ores processed at the Aurbel Mill. Metallurgical test work on representative samples of the GBB ore was started in March 2016 by COREM at their Research Laboratories in Quebec City. The work was undertaken to evaluate the performance of the gravity, floatation and cyanide-leach circuits at the Aurbel Mill, in order to ensure that ore treatment at Aurbel will be optimized for recoveries, but also that milling will be in compliance with current mill and tailings operating Permits. The work was reported on July 15th. During floatation, sulphides and gold remaining after gravity separation are recovered in a concentrate representing between 5 and 10% of the processed ore. COREM have confirmed that the remaining 90 to 95% of the material, the floatation tail, is non-acid generating and can be deposited in the Aurbel tailings compound. The concentrate can be further processed through the cyanide leach circuit to recover gold, with the leach-tail shipped to an acceptable disposal site. Alternatively, the concentrate can potentially be shipped to another mill or smelter for further processing. QMX and GBB are working closely together to determine the best approach for the concentrate.

      Tailings compounds for disposal of potentially acid generating tails are more expensive to operate and monitor than those for non-acid generating tailings. The large reduction in tonnage (between 10:1 and 20:1) of potentially acid generating material will lower the overall cost of tailings disposal for the project. The treatment of 1.4 Mt of Granada ore can be expected to generate between 70,000 to 100,000 tonnes of potentially acid-generating tails. The Aurbel mill is the only custom mill in the region using floatation.

- **Develop a new deposit**
  - Restrictions imposed under the QMX bridge facility and the sale of the Snow Lake Mine led to a major reduction in reserves and resources during 2014-2015.
  - QMX management is focused on replacing this resource/reserve base
  - The Company has identified short-, medium- and long–term exploration projects on its extensive land package in Val d'Or. Work on these projects is hampered by the debt remaining after closure of the bridge-loan facility in 2015 and due to inadequate working capital.

- **Funding future exploration and mine development**
  - The Company has temporarily suspended production while financing activities are ongoing. Certain non-core exploration properties are being marketed in order to provide working capital as well as providing funds for exploration and development. There is a potential for additional ounces to be mined for the balance of the year. It is expected that these ounces in combination with custom milling and funds obtained from non-core asset sales will allow QMX to reduce its negative working capital position and fund exploration and development.

- **Ongoing Priority: Maintaining sustainable, safe environments**
  - QMX continues to focus on safe work practices with the goal of achieving industry leading work safety records.
  - Our operations are managed to ensure that sustainable environmental standards are maintained.

Selected Financial and Other Highlights

QMX Gold Corporation	Three months ended 30-Jun-16	Three months ended 30-Jun-15	Six months ended 30-Jun-16	Six months ended 30-Jun-15
Tonnes of ore milled	13,033	31,173	18,515	56,508
Grade per tonne milled	2.16	3.48	3.62	3.41
Total gold ounces milled	904	3,484	2,155	6,200
Average recovery rate	96.3%	83.5%	96.8%	88.1%
Gold ounces poured	870	2,910	2,085	5,464
Gold ounces sold	870	2,992	2,293	5,677
Average realized gold price (per oz CAD)**	$1,600	$1,487	$1,577	$1,458
Revenue from mining operations (net of royalties and refining charges CAD 000's)	$1,319	$4,989	$3,515	$9,613
Mine operating expenses (excludes depletion and amortization - CAD 000's)	$3,076	$3,786	$5,207	$6,611
Amortization and depletion (CAD 000's)	$171	$424	$349	$815
Gross (loss)/income (CAD 000's)	($1,927)	$779	($2,042)	$2,188
Net (loss) (CAD 000's)	($2,517)	($1,237)	($2,509)	($4,032)
Basic and diluted (loss) per share (CAD)	($0.07)	($0.03)	($0.07)	($0.11)
Cash flow from operating activities before working capital adjustments (CAD 000's)***	($1,997)	$391	($2,226)	$1,764
Working capital adjustments (CAD 000's)***	$1,444	$214	$1,743	($1,170)
Cash flow from operating activities (CAD 000's)	($553)	$605	($483)	$594
Cost of sales per ounces sold (CAD)*	$3,534	$1,265	$2,271	$1,164

*see Non IFRS Measures and comments under " Executive Summary – Second Quarter" section, regarding Cost of Sales at Lac Herbin
**see Non IFRS Measures and comments under "Executive Summary - Second Quarter" section, regarding Average realized gold price at Lac Herbin
***see Non IFRS Measures and comments under "Executive Summary - Second Quarter" section, regarding Cash flow from operations

Executive Summary - Second Quarter June 30, 2016

During the three and six months ended June 30, 2016 the following occurred at QMX:

- During Q2-2016, the Company strengthened its Board of Directors, appointing Bruce Humphrey and Fred Leigh.
  Mr. Humphrey is a mining engineer with over 35 years' experience. He served as the President and Chief Executive Officer of Desert Sun Mining Corp. from October 2004 to April 2006. From May 1998 to May 2004, Mr. Humphrey served as Senior Vice President and Chief Operating Officer of Goldcorp Inc. He is a member of the Professional Engineers of Ontario. He also serves as a director of several public companies in the resource sector.
  Mr. Leigh has been involved in the junior resource sector for more than 32 years and has had a significant role as founder, director and/or investor in many public companies. He is also the founder and President of Siwash Holdings Ltd., a privately held company that, for over 21 years has invested in early stage opportunities in the resource sector. Siwash was an early investor in successful companies such as, Wheaton River Minerals, Hathor Exploration and Blue Pearl Mining.

- The Company entered into a four-year custom milling agreement with Gold Bullion Development ("GBB") in January 2016. This agreement provides for custom milling of an initial 70,000 tonnes of stockpiled material from GBB's Granada Mine near Rouyn-Noranda, Quebec. As well, the agreement provides for funding for the expansion of operating capacity at the Aurbel Mill from 650 tonnes per day to 1,200 tonnes per day. With expected commencement in late 2016, the agreement provides for custom milling of up to 1,400,000 tonnes of material from GBB. GBB were awarded their CA on May 26, 2016.

- Since the repayment of the Company's bridge loan facility in 2015, the Company identified shallow mineralization adjacent to the Lac Herbin portal. The Company began to develop and mine several areas in an effort to generate cash flows. The Company shipped 7,360 tonnes of ore during Q2-2016, and 12,842 tonnes of ore during the six months ended June 30, 2016 to a third-party milling facility. In June 2016, the Company reopened its own mill, and milled 5,673 tonnes of ore during June. During the three and six months ended June 30, 2016, the Company produced 870 and 2,085 ounces of gold through mining activities.

- Total revenue of $1.32 million was generated during Q2-2016 compared to $4.99 million generated during Q2-2015. For the six months ended June 30, 2016, the Company generated $3.52 million in revenue compared to $9.61 million for the six months ended June 30, 2015. During the quarter, the realized grades of mined development headings were less than the grades anticipated for these headings. As well, reopening the mill after the cleanup process generated other difficulties as it is believed native gold in the ore was being trapped in areas of the newly cleaned mill. Going into Q3-2016, the Company reverted to the third-party mill facility.

- The Company has temporarily suspended production while financing activities are ongoing. Certain non-core exploration properties are being marketed in order to provide working capital as well as providing funds for exploration and development. There is a potential for additional ounces to be mined for the balance of the year. It is expected that these ounces in combination with custom milling and funds obtained from non-core asset sales will allow QMX to reduce its negative working capital position and fund exploration and development. The Company expects to use some of the funds for stope development. Stope grades are higher than development grades due to less dilution. Development headings have to be driven much wider than the vein to provide access for equipment.

- The Company sold 870 ounces of gold at an average realized price of $1,600/oz (USD$1,189/oz) during Q2-2016, compared to 2,992 ounces sold during Q2-2015 at an average realized price of $1,487/oz (USD$1,194/oz). See Non-IFRS Measures for a description of the calculation of average realized price per ounce.

- Cash cost of sales per ounce (see Non-IFRS Measures) of the Lac Herbin gold sold was $3,534/oz Au for Q2-2016 compared to $1,265/oz for Q2-2015. Because of lower than expected grades and other operating difficulties including lower production, costs per ounce produced were higher throughout the current quarter.

- Cash flow from operations, before working capital adjustments (see Non-IFRS Measures), used $2.00 million during Q2-2016 compared to providing $0.39 million during Q2-2015. Working capital adjustments provided $1.44 million during Q2-2016 (Q2-2015: $0.21 million).

Overview & Outlook

The Company's longer term strategy is focused on exploration and new mine discovery that leverages the Company's existing assets.

During 2015, the Company identified several targets with potential in the short term for future production at the Lac Herbin Mine.

Lac Herbin - FL3 Zone – The FL3 zone was highlighted in mapping and sampling in June 2015 and twelve short drill holes were completed to delineate a high-grade, narrow, Quartz-Tourmaline-Pyrite Vein. The new zone is located very close to the ramp portal to the principal Lac Herbin access ramp and is recognized as one of three en-echelon zones which trend towards surface. The FL1 and FL2 zones were mined in 2014 from development 105 meters and 65 meters below surface. Engineering is active in the region. QMX reopened the mine in October and re-established pumps at the 260-m level to arrest the gradual flooding of the workings. This provides access to the main ventilation raise and escape way and the upper part of the mine. Development of the FL3 zone commenced in October 2015 and mining was completed on January 4, 2016. Custom milling of the ore returned 1,215 ounces gold to QMX.

Lac Herbin Mine – The lack of development and drilling since the directive was received to mine out Herbin Reserves in 2014, has hampered QMX. In 2015 and after the discovery of the FL3 Zone, 4,000 metres of delineation and exploration drilling was outlined in the upper part of the mine to test five additional targets identified as Measured, Indicated or Inferred Resource in 2014; and to explore the potential for previously untested extensions to zones accessible from the ramp. Drilling on these targets requires the use of the ramp as a drilling platform and therefore, has always been hampered by mobile equipment travelling in the ramp. Success in drilling, combined with proximity to the ramp or other underground access in the mine, are required in order to minimize the cost of development.

An initial program of 2,000 metres of delineation and exploration drilling was successfully completed during mining on the FL Zone in Q4-2015. QMX planned to keep the mine dewatered to the 260-meter level throughout 2016 in order to maintain ventilation and safety access in the upper levels. Results from drilling in Q4-2015 successfully identified several areas for additional production. These were to be developed and brought into production. QMX was targeting approximately 7,000 ounces of production from Lac Herbin during 2016.

The Lac Herbin program in 2016 required the development of access drifts to the different zones selected for production. Once completed, additional lateral and vertical development would be undertaken to prepare the areas for stoping. Development headings have to be large enough to allow equipment to enter the areas for future production. As a result, on narrow auriferous veins, any ore from development is usually more diluted and lower grade than from stoping areas where dilution can be controlled. The mine schedule for 2016 was largely development in the early part of the year and stoping in the later part of the year. During May -July Lac Herbin development grades, for technical reasons, were lower than anticipated. This resulted in less revenue from gold. QMX's inability to support Lac Herbin through to production from stoping areas later in the year, has required QMX to stop the program.

Other Targets - QMX has identified several additional open pit targets on its large land package held in the Val d'Or area. These are prioritized and appropriate work will be advanced to evaluate their potential.

Summarized Financial Results

Liquidity and Capital Resources

As at June 30, 2016, the Company had a working capital deficiency of $18.14 million compared to a working capital deficiency of $16.07 million at December 31, 2015. (See Non-IFRS Measures.)

At June 30, 2016, the Company was carrying debentures valued at $5.33 million. The original face value of $4.21 million matured on April 28, 2014 with a convertible feature that expired at maturity. The Company had negotiated an extension of these debentures to October 1, 2014 but is in default as at June 30, 2016. The Company continues to negotiate with the debenture holders to come to a resolution for this debt.

On June 17, 2016, the Company entered into an amendment and forbearance agreement (the "Agreement") with its creditor, Forbes & Manhattan, Inc., (the "Debentureholder") amending certain terms of the secured debenture issued on March 28, 2014 (the "Debenture"). The Agreement sets out revised terms and amendments to the Debenture whereby the Debentureholder agreed to waive the defaults under the Debenture until December 31, 2016. QMX agreed to pay a fee of $65,000 in consideration for the Debentureholder entering into the Agreement, payable through the issuance of common shares of the Company based on the 20-day volume weighted average share price of $0.0686. The Company also agreed to settle a portion of the current outstanding unsecured debt of the Company owed to the Debentureholder which was satisfied by the Company issuing to the Debentureholder such number of common shares of the Company equal to $237,376 based on the 20-day volume weighted average price of $0.0686. Subsequent to the end of the quarter, the Company issued a total of 4,407,813 common shares to the Debentureholder under the Agreement.

In June 2016, the Company entered into a separate short-term loan agreement with Sulliden Mining Capital Inc. borrowing an amount of $0.30 million. This loan is outstanding as at June 30, 2016.

The Company has been assessed an amount of $0.97 million by Revenue Québec after the audit of the Company's tax returns. These amounts have risen as a result of denied exploration tax credits which the Company received during the last several years. The Company has filed an appeal with respect to these assessments and is vigorously defending its position that the tax credit claims were valid. The Company has accrued these amounts as at June 30, 2016 and December 31, 2015 as the results of the appeal could take a significant amount of time.

The Company has a need for equity for working capital for the development and exploration of its properties. Because of continuing operating losses, a working capital deficiency and the default of significant amounts of debt, the Company's continuance as a going concern is dependent upon its ability to obtain adequate short-term financing. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Significant Future Obligations

The Company has the following 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 Resources Limited (formerly Aur Resources Inc.) ("Teck"), the Company has accrued an amount of $500,000 related to a potential final 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.

- **VMS properties**

The Company holds a 100% interest in the VMS properties, subject to Teck retaining between a 2% and a 2.5% NSR on the properties depending on pre-existing underlying royalties. During 2015, Teck assigned its royalty rights to Osisko Gold Royalties Ltd. Certain claims forming part of this property are subject to NSR royalties of 1% to 2.5%, net profits royalties of 5% or net proceeds of production royalties of 10% or 25 cent charge per ton milled. Certain of the properties were held under previously existing joint venture agreements. The other party to these agreements has opted to no longer fund the properties.

Results of Operations

For the three months ended June 30, 2016

The Company sold 870 ounces of gold and generated $1.32 million in revenue from mining operations during Q2-2016. QMX averaged a gold sale price of $1,600 per ounce during Q2-2016 (See Non-IFRS measures). During Q2-2015, 2,992 ounces of gold were sold generating $4.99 million in revenue. The average sale price realized during Q2-2015 was $1,487 per ounce (See Non-IFRS measures). The Company poured 70% less gold in Q2-2016 compared to Q2-2015. With the mine-out of the Lac Herbin reserves completed in 2015, the Company had been targeting near surface mineralization to mine. Grades realized from mining some of these areas were lower than anticipated. Costs incurred during Q2-2016 were $3.08 million (Q2-2015: $3.77 million) and depreciation and depletion amounted to $0.17 million (Q2-2015: $0.42 million). Gross loss was $1.93 million during Q2-2016 compared to gross income of $0.78 million during Q2-2015. Revenue from mining operations includes $1.39 million from gold sales from ore processing (Q2-2015: $4.45 million) reduced by $0.07 million in refining and royalty charges (Q2-2015: $0.22 million). The Company is subject to an NSR of 4.5% on Lac Herbin gold sales from ore processing. The cost of sales per ounce sold during the current quarter, excluding depreciation and depletion, was $3,534 per ounce compared to $1,265 per ounce during the comparative quarter (see Non GAAP Measures).

QMX recorded net loss for the quarter ended June 30, 2016 of $2.52 million compared to a net loss of $1.24 million for the quarter ended June 30, 2015. Expenses are described below.

General and Administrative expenses

(CAD 000's)	Q2-2016 $	Q2-2015 $	Favourable (unfavourable) $	Change %
Professional, consulting and management fees	183	598	415	69%
Stock-based compensation expense	-	24	(24)	(100%)
Other general and administrative expenses	58	151	93	62%
Finance costs	331	521	190	36%
Other (gains) and losses: Foreign exchange	(47)	(829)	(782)	(94%)
Other (gains) and losses: Mining duties	-	50	50	100%
Other (gains) and losses: Derivative contract	-	(23)	(23)	(100%)
Other (gains) and losses: General exploration	-	3	3	100%
Other (gains) and losses: Sale of asset	(20)	(64)	(44)	(69%)
Other (gains) and losses: Unrealized, investments (FVTPL)	6	1	(5)	(500%)

Professional, consulting and management costs decreased by 69% during the quarter ended June 30, 2016 compared to the quarter ended June 30, 2015 due to $0.35 million in bonuses that were granted in Q2-2015 related to the sale of Snow Lake and the resolution of the loan payable. As well, there were less consultants during Q2-2016 compared to Q2-2015.

Other general and administrative expenses decreased by $0.09 million or 62% during Q2-2016 compared to Q2-2015 primarily as a result of reduced regulatory filing costs and office rental costs.

Finance costs decreased by $0.19 million or 36% compared to Q2-2015. This decrease is a result of the lower debt levels in Q2-2016 compared to Q2-2015. The Company had a large term loan outstanding at June 30, 2015 incurring interest and finance costs. During Q2-2016, while the Company did borrow, these amounts were lower.

The Company recorded foreign exchange gains of $0.05 million during Q2-2016 compared to $0.83 million during Q2-2015. The debenture and royalties payable are denominated in US dollars, which weakened slightly compared to the Canadian dollar during Q2-2016, resulting in a foreign exchange gain. During Q2-2015, the US dollar also weakened against the Canadian dollar, resulting in gains which were higher as a result of the significant term loan which was denominated in US dollars.

The Company recorded an impairment charge and gain/loss on sale of property of $0.08 million during Q2-2016 compared to $1.58 million during Q2-2015. During Q2-2016, the Company sold its interest through its subsidiary in the Copper Prince property to Green Swan Capital Corp. ("Green Swan"). The Company received $0.01 million in cash as well as 200,000 shares of Green Swan as consideration, as well as a 2% net smelter royalty return. The shares were valued at $18,000, which was the fair market value of Green Swan's common shares at the date of the sale. As the carrying value of the Copper Prince Property at the time of sale was $nil, the Company recorded a gain on sale of property of $0.03 million for the three months ended June 30, 2016. The Company also recorded an impairment charge on the Lac Herbin property of $0.11 million during Q2-2016. In comparison, the Company recorded an impairment and loss on the sale of the Snow Lake property of $1.58 million during Q2-2015.

<u>For the six months ended June 30, 2016</u>

The Company sold 2,293 ounces of gold and generated $3.51 million in revenue from mining operations during the first half of 2016. This included the balance of gold generated through a mill cleanup project initiated in late 2015. QMX averaged a gold sale price of $1,577 per ounce during the six months ended June 30, 2016 (See Non-IFRS measures). During the first half of 2015, 5,677 ounces of gold were sold generating $9.61 million in revenue. The average sale price realized during the six months ended June 30, 2015 was $1,458 per ounce (See Non-IFRS measures). With the mine-out of the Lac Herbin reserves completed in 2015, the Company has been targeting near surface resources. Initially, the mining plan was delayed as a result of test work during the early part of the year. Grades realized from mining some of these areas were lower than anticipated. Costs incurred during 2016 were $5.21 million during the first half of 2016 (six months ended June 30, 2015: $6.61 million) and depreciation and depletion amounted to $0.35 million (2015: $0.82 million). Gross loss was $2.04 million during the six months ended June 30, 2016 compared to gross income of $2.19 million during the six months ended June 30, 2015. Revenue from mining operations includes $3.30 million from gold sales from ore processing (2015: $8.28 million) and $0.37 million from the mill clean up reduced by $0.16

million in refining and royalty charges (2015: $0.41 million). The Company is subject to an NSR of 4.5% on Lac Herbin gold sales from ore processing. The cost of sales per ounce sold during the current quarter, excluding depreciation and depletion, was $2,271 per ounce compared to $1,164 per ounce during the comparative quarter (see Non GAAP Measures).

QMX recorded net loss for the six months ended June 30, 2016 of $2.51 million compared to a net loss of $4.03 million for the six months ended June 30, 2015. Expenses are described below.

General and Administrative expenses

(CAD 000's)	2016 $	2015 $	Favourable (unfavourable) $	Change %
Professional, consulting and management fees	380	902	522	58%
Stock-based compensation expense	-	24	(24)	(100%)
Other general and administrative expenses	150	260	110	42%
Finance costs	448	2,160	1,712	79%
Other (gains) and losses: Foreign exchange	(576)	1,563	2,139	137%
Other (gains) and losses: Mining duties	-	50	50	100%
Other (gains) and losses: Derivative contract	-	(23)	(23)	(100%)
Other (gains) and losses: General exploration	1	7	6	86%
Other (gains) and losses: Sale of asset	(20)	(302)	(282)	(93%)
Other (gains) and losses: Unrealized, investments (FVTPL)	6	1	(5)	(500%)

Professional, consulting and management costs decreased by 58% during the six months ended June 30, 2016 compared to the six months ended June 30, 2015 due to $0.35 million in bonuses that were granted in 2015 related to the sale of Snow Lake and the resolution of the loan payable. As well, there were less consultants during 2016 compared to 2015.

Other general and administrative expenses decreased by $0.11 million or 42% during 2016 compared to 2015 primarily as a result of reduced regulatory filing costs and office rental costs.

Finance costs decreased by $1.71 million or 79% compared to 2015. This decrease is a result of the repayment of the large term loan in 2015. The Company repaid this loan in August 2015, so no costs with respect to this loan were incurred during the current year.

The Company recorded foreign exchange gains of $0.58 million during 2016 compared to losses of $1.56 million during 2015. The debenture and royalties payable are denominated in US dollars, which weakened compared to the Canadian dollar during 2016, resulting in a foreign exchange gain. During 2015, the US dollar strengthened against the Canadian dollar, resulting in losses which were high as a result of the significant term loan which was denominated in US dollars.

The Company recognized $0.02 million from the sale of assets during the six months ended June 30, 2016 compared to $0.30 million during the six months ended June 30, 2015. The Company sold a number of assets during the prior year and some miscellaneous assets during the current year.

The Company recorded an impairment charge and gain/loss on sale of property of $0.08 million during 2016 compared to $1.58 million during 2015.

Summary Financial Information for the Eight Quarters Ended June 30, 2016

	Q2-2016	Q1-2016	Q4-2015	Q3-2015	Q2-2015	Q1-2015	Q4-2014	Q3-2014
Revenue from mining operations (CAD 000's)	$ 1,319	$ 2,195	$ 2,577	$ 2,790	$ 4,989	$ 4,624	$ 6,287	$ 5,859
Mine operating expenses (CAD 000's)	$ 3,076	$ 2,131	$ 2,574	$ 2,640	$ 3,786	$ 2,825	$ 4,458	$ 5,404
Net income/(loss) (CAD 000's)	$ (2,517)	$ 8	$ (1,914)	$ (6,567)	$ (1,237)	$ (2,795)	$ (5,069)	$(2,757)
Net income/(loss) per share, basic and diluted (CAD)	$ (0.07)	$ 0.00	($0.05)	$ (0.17)	$ (0.03)	$ (0.07)	$ (0.13)	$ (0.07)
Cash flow from operating activities before working capital adjustments (CAD 000's)*	$ (1,997)	$ (229)	$ (257)	$ (246)	$ 391	$ 1,373	$ 1,267	$ (21)
Working capital adjustments (CAD 000's)*	$ 1,444	$ 299	$ (529)	$ 1,705	$ 214	$ (1,384)	$ (210)	$ 144
Cash provided by (used in) operations (CAD 000's)	$ (553)	$ 70	$ (786)	$ 1,459	$ 605	$ (11)	$ 1,057	$ 123
Gold ounces sold	870	1,422	1,838	1,969	2,992	2,686	4,531	4,450
*Average realized gold price (per ounce) (CAD)	$ 1,600	$ 1,563	$ 1,485	$ 1,458	$ 1,487	$ 1,425	$ 870	$ 1,389
*Cost of sales per ounce (CAD)	$ 3,534	$ 1,498	$ 1,400	$ 1,341	$ 1,265	$ 1,052	$ 984	$ 1,214
Total assets (CAD 000's)	$ 25,969	$ 26,403	$ 26,519	$ 25,973	$ 35,428	$ 61,362	$ 60,295	$65,459
Long-term financial liabilities (CAD 000's)	$ 3,848	$ 3,789	$ 3,728	$ 2,478	$ 2,855	$ 2,866	$ 2,723	$ 4,595

** see Non IFRS Measures*

In Q3-2014, the Company was processing lower grade ore to extend the mine life into 2015. In Q4-2014 and Q1-2015, the Company was custom milling, diverting some of its own ore to inventory stockpiles which reduced revenue from its own gold production. The Company ceased mining known reserves at its Lac Herbin mine in Q2-2015 and was stock-piling inventory. Production of this inventory continued into Q2- and Q3-2015. During Q3-2015, the Company completed milling its stockpiled ore. Revenues during this period also included initial gold sales from a mill cleanup program, revenues which continued into Q1-2016. The Company began mining near-surface zones during the end of Q4-2015 and into Q2-2016, generating some revenue.

In Q3- and Q4-2015, costs continued to decrease with the decrease in production, but with lower ounces produced, the cost per ounce increased. Net loss increased throughout 2014 as a result of high debt sustaining costs as well as foreign exchange losses as the Company's debt is denominated in US dollars and the US dollar strengthened throughout 2014. Net loss increased throughout 2015 as a result of ceasing mining activity at the mill, foreign exchange losses and impairment losses. Costs during Q1- and Q2-2016 were higher as the Company experienced delays in its mining plan, and then reduced grades than anticipated. The Company also recorded an additional impairment charge on the Snow Lake properties of $4.02 million in Q2-2015, and recorded a loss on sale on this property of $1.58 million during Q2-2015. During Q3-2015, the Company recorded an impairment charge on the Lac Pelletier property resulting in this increase to loss. Net income during Q1-2016 was recognized as a result of unrealized foreign exchange gains.

The Company is currently not investing significantly in capital assets. The decrease in assets during Q2-2015 is a result of the sale of the Snow Lake property. The decrease in assets during Q3-2015 results from the impairment charge on the Lac Pelletier property, as well as the depletion of inventories. The small increase in assets during Q4-2015 reflects increased inventories as the Company started mining the FL zone. As well, changes to the asset reclamation provisions, resulting from changes in estimates of the mine and mill life, resulted in increases to assets. During 2015, the Company sold equipment assets which also contributed to the decrease total assets throughout the year. Long-term liabilities increased through Q3-2014 long-term as a result of changes to the Company's asset reclamation provisions. In Q4-2015, with the Company's resumption of mining at Lac Herbin, long-term liabilities increased with revised estimates of asset reclamation provisions. The value of the Company's provision for reclamation costs is being revalued each period at prevailing discount rates. Consequently, there can be significant variation in this value quarter to quarter.

Cash Flows for the six months ended June 30, 2016

Cash used by operating activities for the six months ended June 30, 2016 was $0.48 million compared to providing $0.59 million for the six months ended June 30, 2015. During the six months ended June 30, 2016, mining operations used $1.69 million, administrative expenses used $0.53 million and non-cash working capital provided $1.74 million. During the six months ended June 30, 2015, mining operations provided $3.00 million, administrative expenses and interest income used $1.24 million and non-cash working capital used $1.17 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 $0.30 million during the six months ended June 30, 2016 compared to the use of $19.28 million during the six months ended June 30, 2015. The Company entered into short term loan agreements during the six months ended June 30, 2016, borrowing $0.30 million. During the six months ended June 30, 2015, the Company repaid its term loan in part with the use of $18.66 million and cash, as well as paying $0.62 million in interest and financing costs related to this loan.

Cash used in investing activities was $nil during the six months ended June 30, 2016 compared to providing $18.41 million during the six months ended June 30, 2015. There was very little investment activity during 2016, however, in 2015, the Company sold the Snow Lake property for proceeds of $12.56 million, restricted cash related to the Snow Lake property was released providing $5.77 million. The Company received $1.49 million in proceeds from the sale of assets. The Company also spent $0.21 million on the investment of properties and the purchase of equipment for continuing operations, and $0.66 million on assets held for sale.

New Accounting Policies

The Company has adopted the following new standards, along with any consequential amendments, effective January 1, 2016.

IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in December 2014 in order to clarify, among other things, that information should not be obscured by aggregating or by providing immaterial information, that materiality consideration apply to all parts of the financial statements and that even when a standard requires a specific disclosure, materiality considerations do apply. The amendments are effective for annual periods beginning on or after January 1, 2016. There was no material change to the Company's financial statements upon the adoption of this standard.

Future accounting changes

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods on or after January 1, 2016 or later periods. Many are not applicable or do not have a significant impact to the Company and have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

IFRS 9 – Financial Instruments ("IFRS 9") was issued by the IASB in November 2009 with additions in October 2010 and May 2013 and will replace IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39"). IFRS 9 uses a single approach to determine whether a financial asset is measured at amortized cost or fair value, replacing the multiple rules in IAS 39. The approach in IFRS 9 is based on how an entity manages its financial instruments in the context of its business model and the contractual cash flow characteristics of the financial assets. Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9, except that an entity choosing to measure a financial liability at fair value will present the portion of any change in its fair value due to changes in the entity's own credit risk in other comprehensive income, rather than within profit or loss. The new standard also requires a single impairment method to be used, replacing the multiple impairment methods in IAS 39. IFRS 9 is effective for annual periods beginning on or after January 1, 2018. Earlier adoption is permitted.

IFRS 15 - Revenue from Contracts with Customers ("IFRS 15") addresses how and when entities recognize revenue, as well as requires more detailed and relevant disclosures. IFRS 15 supersedes IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programs, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfers of Assets from Customers and SIC-31 Revenue - Barter Transactions Involving Advertising Services. The Section provides a single, principles based five-step model to be applied to all contracts with customers, with certain exceptions. The standard is effective for annual periods beginning on or after January 1, 2018. Earlier application is permitted.

IFRS 16 - Leases ("IFRS 16") replaces IAS 17 - Leases. The new model requires the recognition of almost all lease contracts on a lessee's statement of financial position as a lease liability reflecting future lease payments and a 'right-of-use asset' with exceptions for certain short-term leases and leases of low-value assets. In addition, the lease payments are required to be presented on the statement of cash flow within operating and financing activities for the interest and principal portions, respectively. IFRS 16 is effective for annual periods beginning on or after January 1, 2019, with early adoption permitted if IFRS 15, Revenue from Contracts with Customers, is also applied.

Transactions with Related Parties

During the six months ended June 30, 2016 and 2015, 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 June 30,		Six months ended June 30,	
	2016	2015	2016	2015
2227929 Ontario Inc.	$ 22,500	$ 42,130	$ 45,174	$ 84,144
Forbes & Manhattan, Inc.	94,243	130,145	192,054	276,971

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, including the provision of office equipment and supplies, and certain other services are administered by 2227929 Ontario Inc. to whom the Company pays a fee. Other companies who share officers and directors with the Company may have similar arrangements with 2227929 Ontario Inc. Mr. Fred Leigh, a newly appointed director of the Company, is a director of 2227929 Ontario Inc.

Mr. Stan Bharti is the Executive Chairman of F&M. Mr. Bharti was a director of the Company until his resignation on March 6, 2012; however as the Company is part of the F&M 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 F&M Board of Advisors. An administration fee of $10,000 per month is charged by F&M pursuant to a consulting agreement. As well, a 2% royalty is payable on gold sales from the Aurbel properties (including Lac Herbin) to F&M. The Company converted US$1,552,454 of royalties owed to F&M to a debenture that matured on December 15, 2015 (Note 15 to the financial statements). This Company entered into an amendment agreement with F&M whereby 1) the maturity date of the debenture was extended to December 15, 2016, 2) interest is now payable on this debenture and 3) a fee payable in shares of $65,000 was charged.

The Company entered into a loan agreement with Sulliden Mining Corp. Mrs. Deborah Battiston, CFO of the Company, is also an officer of Sulliden. As well, Mr. Bruce Humphrey, a newly appointed director of the Company, is also a director of Sulliden.

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

	Amounts owed by related parties		Amounts owed to related parties	
	June 30, 2016	December 31, 2015	June 30, 2016	December 31, 2015
2227929 Ontario Inc.	$ 18,000	$ 18,000	$ 488,074	$ 437,027
Forbes & Manhattan, Inc.	$ -	$ -	$ 1,367,919	$ 1,301,629
Forbes & Manhattan, Inc.*	$ -	$ -	$ 2,105,295	$ 2,148,596
Sulliden Mining Capital Corp.**	$ -	$ -	$ 350,789	$ -
Directors and officers	$ -	$ -	$ 137,456	$ 144,649

* The Forbes & Manhattan, Inc. debenture is secured by all the assets and property of the Company and interest bearing as of January 1, 2016 in accordance to the amendment agreement (Note 15 to the financial statements).
** The short-term loan is unsecured, and bears interest at a rate of 12% per annum. Default interest of an additional 5% applies on the occurrence of a default under the agreement.

The other amounts outstanding are unsecured, non-interest-bearing with no fixed terms of payments. 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 June 30,		Six months ended June 30,	
	2016	2015	2016	2015
Short-term benefits	$ 118,719	$ 454,857	$ 238,212	$ 689,555
Share-based payments	-	15,180	-	15,180

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.

Outstanding Share Data

As at the date of this report, 42,733,387 common shares of the Company are outstanding. Of the options to purchase common shares issued under the share option plan of the Company, 2,938,750 remain outstanding with exercise prices ranging from $0.05 to $2.00 and with expiry dates ranging between November 29, 2016 and June 1, 2020. If exercised, 2,938,750 common shares would be issued generating $0.73 million in proceeds.

As at the date of this report, there were no share purchase warrants outstanding.

Non-IFRS Measures

The Company has included certain Non-IFRS performance measures, namely cash costs per gold ounce sold, working capital and average realized gold price, throughout this document. In the gold mining industry, these are common Non-IFRS 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-IFRS 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 1) a reconciliation of working capital to the financial statements as at June 30, 2016 and December 31, 2015, 2) a reconciliation of cash cost per gold ounce sold for the six months ended June 30, 2016 and 2015, 3) a reconciliation of the average realized gold price for the six months ended June 30, 2016 and 2015 and 4) a reconciliation of cash flows provided by or used in operating activities for the six months ending June 30, 2016 and 2015.

Working Capital		
(CAD 000's)		
Current assets:	**June 30, 2016**	December 31, 2015
Cash and cash equivalents	**$ 91**	$ 276
Amounts receivable	**642**	420
Inventory	**963**	1,307
Prepaid expenses	**257**	193
Investments	**15**	3
	1,968	2,199
Current liabilities		
Accounts payable and accrued liabilities	**$ 12,320**	$ 11,000
Short-term loans	**351**	-
Debentures	**5,330**	5,119
Debenture	**2,105**	2,148
	20,106	18,267
Working capital/(deficit) (current assets less current liabilities)	**($18,138)**	($16,068)

	Three months ended		Six months ended	
	June 30, 2016	June 30, 2015	**June 30, 2016**	June 30, 2015
Ounces sold	**870**	2,992	**2,293**	5,677
Mine operating expenses (CAD 000's)	**$3,076**	$3,786	**$5,207**	$6,611
Cash cost per ounce sold (CAD) (mine operating expenses divided by ounces sold)	**$3,534**	$1,265	**$2,271**	$1,164

	Three months ended		Six months ended	
	June 30, 2016	June 30, 2015	**June 30, 2016**	June 30, 2015
Gross Revenue				
From commercial production ounces (CAD 000's) before refining and royalty charges	**$1,392**	$4,450	**$3,615**	$8,277
Ounces sold	**870**	2,992	**2,293**	5,677
Average realized gold price (CDN$) (Gross revenue divided by ounces sold)	**$1,600**	$1,487	**$1,577**	$1,458

	Three months ended		Six months ended	
	June 30, 2016	June 30, 2015	**June 30, 2016**	June 30, 2015
Cash flow provided by (used in) operating activities before working capital adjustments (CAD 000's)	**($1,997)**	$391	**($2,226)**	$1,764
Cash flow provided by (used in) working capital adjustments (CAD 000's)	**$1,444**	$214	$1,743	($1,170)
Net cash flow from operating activities (CAD 000's)	**($553)**	$605	($483)	$594

Subsequent Events

In July 2016, the Company issued 4,407,813 common shares to F&M in relation to the forbearance and amendment agreement.

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
Contractual commitments	578,000	578,000	-	-	-
	578,000	578,000	-	-	-

The Company is party to certain management contracts. These contracts contain clauses requiring additional payments of up to $1.40 million be made upon the occurrence of certain events such as a change of control. As a triggering event has not taken place, the contingent payments have not been reflected in these consolidated financial statements. Additional minimum management contractual commitments remaining under the agreements are approximately $0.58 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.

The Company is, from time to time, involved in various claims and legal proceedings. The Company cannot reasonably predict the likelihood or outcome of these activities. The Company does not believe that adverse decisions in any pending or threatened proceedings related to any matter, or any amount which may be required to be paid by reasons thereof, will have a material effect on the financial condition or future results of operations. As at June 30, 2016 and 2015, no amounts have been accrued related to such matters.

The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax-related amounts that become payable by the shareholder as a result of the Company not meeting its expenditure commitments.

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.

Liquidity Concerns, Future Financings and Indebtedness

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.

There can be no assurance that the Company will be successful in repaying all of its indebtedness or that its secured creditor will not take action to enforce its security. The Company is carrying a debenture secured by the Company's assets that now matures on December 31, 2016 as a result of the forbearance and amendment agreement. The Company's level of indebtedness could have important consequences for its operations, including:

- The Company will need to use a large portion of its cash flow to repay principal and pay interest on its debt, which will reduce the amount of funds available to finance its operations and other business activities;
- The Company's debt level may limit its ability to pursue other business opportunities, borrow money for operations or capital expenditures in the future, or implement its business strategy.

The Company's ability to meet its payment obligations will depend on its future financial performance, which will be affected by financial, business, economic and other factors. The Company will not be able to control many of these factors, such as economic conditions in the markets in which it operates. The Company cannot be certain that its existing capital resources and future cash flows from operations will be sufficient to allow it to pay principal and interest on the Company's debt and meet its other obligations. If these amounts are insufficient, the Company may be required to refinance all or part of its existing debt, sell assets, borrow more money or issue additional equity. The ability of the Company to access the bank public debt or equity capital markets on an efficient basis may be constrained by the dislocation in the credit markets, capital and/or liquidity constraints in the banking markets and equity conditions at the time of issuance.

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 geological 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

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 in relation to the engagement of 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.

Foreign Exchange

Gold is sold in United States dollars ("US dollar) 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 QMX 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 QMX's revenues and adversely affect its financial performance. As well, the Company carries a debenture debt denominated in US dollars.

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.

QMX may also consider expending financial resources and time on developing projects that do not have estimated mineral reserves or even mineral resources. Such a project will be inherently speculative and risky.

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.

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 QMX 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

QMX 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

QMX 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 QMX.

Qualified Personnel

Recruiting and retaining qualified personnel in the future is critical to the Company's success. 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. The financial uncertainty under which the Company is currently operating could negatively impact the retention and recruitment of personnel.

Availability of Reasonably Priced Raw Materials and Mining Equipment

QMX 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.

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

QMX 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 or be threatened from time to time in the course of the Company's business. In particular, the Company is in default on the repayment of certain of its debentures, and also has debenture maturing on December 31, 2015. Defense and settlement costs of legal claims can be substantial, even with respect to claims that have no merit. 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.

August 24, 2016