ARMOR MINERALS INC.

Management's Discussion and Analysis

For the Year Ended March 31, 2017

Introduction

This management's discussion and analysis ("MD&A") of Armor Minerals Inc. (the "*Company*", "*Armor*", "*we*", "*us*", or "*our*") covers the year ended March 31, 2017, with comparative information for the year ended March 31, 2016. This MD&A takes into account information available up to and including July 10, 2017. This MD&A should be read in conjunction with the accompanying consolidated financial statements and notes for the year ended March 31, 2017 ("financial statements"), which are available on the Company's website at www.armorminerals.com and on the SEDAR website at www.sedar.com.

The Company has prepared the consolidated financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

All dollar amounts reported herein are in Canadian dollars unless indicated otherwise.

Cautionary Note Regarding Forward-Looking Information

Certain information contained in this document constitutes forward-looking statements. All statements, other than statements of historical facts, are forward looking statements, including without limitation, statements with respect to the Company's expectations for obtaining new funding and the success of exploration activities. Forward-looking statements are often, but not always, identified by the use of words such as *may*, *will*, *seek*, *anticipate*, *believe*, *plan*, *estimate*, *budget*, *schedule*, *forecast*, *project*, *expect, intend*, or similar expressions. Such statements reflect the Company's current views with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Such factors include, among others, uncertainties related to financings and the other risks associated with being a mineral exploration company, as well as those factors discussed elsewhere in this MD&A. Given these risks and uncertainties, readers are cautioned not to place undue reliance on such forward-looking statements. Unless otherwise indicated, forward-looking statements contained herein are as of the date hereof and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by applicable law.

Description of Business

Armor is incorporated in British Columbia, Canada. The Company's head office is located at Suite 555 – 999 Canada Place, Vancouver, British Columbia, V6C 3E1. The financial statements as at March 31, 2017 consist of Armor and it wholly owned subsidiary, Armor Minerals (US) Inc. ("Armor US") organized under the laws of Virginia. The Company is publicly traded with shares listed on the TSX Venture Exchange (the "TSX-V"). The Company's shares were delisted from the Bolsa de Valores de Lima (the "BVL") in Peru, effective January 31, 2017.

The Company is engaged in the acquisition and exploration of mineral property interests. Currently, Armor does not have any mineral producing properties or any revenues from operations.

Agreement with Jack's Fork Exploration

On October 28, 2015, the Company signed a definitive Earn-in Agreement (the "Agreement") with Jack's Fork Exploration, Inc. ("Jack's Fork) to joint venture up to an 80% interest in the Warmister and Tower Hill gold properties (the "Properties") located in Virginia, USA. Jack's Fork is currently the holder of certain mineral leases covering the Properties. On April 7, 2016, the Company assigned the Agreement to its wholly owned subsidiary, Armor US.

On February 24, 2017 in accordance with the Agreement, Armor gave thirty days' advance notice of termination to Jack's Fork. The decision to terminate the Agreement was made following detailed review of results from a recent drill program on the Warmister Project.

As at July 10, 2017, the Company has incurred Work Expenditures totaling US$455,040 and has earned a 10% interest in the Properties.

Corporate Matters

Private placement

On July 25, 2016, the Company closed a non-brokered private placement of 5,000,000 units at a price of $0.20 per unit for gross proceeds of $1,000,000. Each unit consists of one common share and one half of one common share purchase warrant. Each whole common share purchase warrant is convertible into one common share of the Company at a price of $0.40 for a period of 5 years from closing.

Other matters

Effective January 6, 2017, Lenard Boggio resigned from the Board of Directors of the Company.

Exploration and Evaluation Costs

The following is a summary of exploration and evaluation costs by category for the years ended March 31, 2017 and 2016:

	2017	2016
Administration fee	$ 33,353	$ 32,870
Option payments	39,237	53,757
Drilling	54,617	115,569
Property access	4,783	14,221
Assay and analysis	66,045	8,380
Geologic consulting and support	91,818	39,585
Travel, food and accommodations	19,368	16,909
Supplies and other	8,401	6,453
	$ 317,622	$ 287,744

During the year ended March 31, 2017, the Company completed the drill program on the Warmister Project initiated in the fourth quarter of 2016, as well as the follow-up soil sampling and additional drilling on the Warmister Project which commenced in the third quarter of fiscal 2017. Drilling costs decreased in fiscal 2017 compared to fiscal 2016 as a result of a decrease in the number of holes drilled (two holes drilled in fiscal 2017 compared to six holes drilled in fiscal 2016).

Assay and analysis expense of $66,045 for the year ended March 31, 2017 compares to $8,380 for the year ended March 31, 2016. The majority of the drill core from the drill program initiated in the fourth quarter of 2016 was assayed in the first quarter of 2017, resulting in an increase in assay and analysis expense in fiscal 2017. Geological, consulting and support costs increased in fiscal 2017 compared to the prior year due to the addition of geological consultants to oversee the completion of both drill programs in fiscal 2017.

Costs Expensed, Net Loss and Comprehensive Loss

	2017	2016
Expenses:		
Exploration and evaluation costs	$ 317,622	$ 287,744
Professional fees	34,322	76,446
Salaries and benefits	49,433	74,149
General office expenses	35,812	58,251
Listing and filing fees	29,598	16,226
Investor relations	5,570	6,011
Travel	3,488	-
Loss before other items	(475,845)	(518,827)
Gain on settlement of debt	-	494,655
Foreign exchange gain (loss)	(1,203)	113,386
Finance income	2,659	331
Net income (loss)	(474,389)	89,545
Other comprehensive loss:		
Items that may be reclassified to profit or loss:		
Foreign currency translation gain	1,330	-
Comprehensive income (loss)	$ (473,059)	$ 89,545
Basic net income (loss) per share	$ (0.012)	$ 0.003
Diluted net income (loss) per share	$ (0.012)	$ 0.002
Weighted average number of shares outstanding:		
Basic	39,746,070	31,401,597
Diluted	39,746,070	46,762,775

During the year ended March 31, 2017, the Company recorded a loss before other items of $475,845 and net loss of $474,389 ($0.012 per share), compared to a loss before other items of $518,827 and net income of $89,545 ($0.003 per share – basic) in fiscal 2016.

Exploration and evaluation costs of $317,622 for the year ended March 31, 2017 compares to $287,744 in fiscal 2016 (see "Exploration and Evaluation Costs", previously discussed).

Professional fees expense of $34,322 for the year ended March 31, 2017 compares to $76,446 for the year ended March 31, 2016. The decrease in professional fees expense is primarily attributable to less legal services incurred in fiscal 2017 due to the reduction in due diligence procedures and analysis on various strategic initiatives.

Salaries and benefits expense decreased to $49,433 in fiscal 2017 from $74,149 in fiscal 2016. Salaries and benefits expense represents the allocation at cost of salary charges from a related management company (see "Related Party Transactions", subsequently in this MD&A). Personnel employed by the management company work on several public companies and accordingly, the cost charged to Armor will vary with the amount of time incurred on the Company's affairs.

The decrease in general office expenses in fiscal 2017 compared to fiscal 2016 is due to less office rent and other expenses allocated at cost by the related management company. General office expenses will also vary depending on the time incurred by personnel on the Company's affairs.

The gain on settlement of debt of $494,655 incurred during the year ended March 31, 2016 represents the difference between $1,280,905 of units issued for debt settlement ("Debt Units") and $1,775,560 of debt that was settled with the Debt Units. The foreign exchange gain of $113,386 for the year ended March 31, 2016 is primarily attributable to the foreign exchange difference arising on the settlement with the Debt Units of U.S. dollar denominated debt.

After accounting for the foreign currency translation gain, there was a comprehensive loss of $473,059 for the year ended March 31, 2017 compared to comprehensive income of $89,545 for the year ended March 31, 2016.

Liquidity and Capital Resources

As at March 31, 2017, the Company had cash and cash equivalents of $646,758 compared to $122,367 at March 31, 2016.

Operating activities used cash in the amount of $467,385 in the year ended March 31, 2017 compared to the use of cash of $544,379 in the year ended March 31, 2016. The decrease in the use of cash is primarily attributable to the decrease in corporate activity, as previously discussed, as well as the impact of the timing of receipts and payments from non-cash working capital items, primarily prepaid expenses.

Cash inflow from financing activities of $992,508 for the year ended March 31, 2017 compares to an inflow of $657,233 for the year ended March 31, 2016. Cash inflow from financing activities in fiscal 2017 relates to the closing of a non-brokered private placement for $1,000,000 (see "Corporate Matters", earlier in this MD&A) less share issue costs of $7,492. Cash inflow from financing activities for the year ended March 31, 2016 relates to two non-brokered private placements, the first for $200,000 which closed on April 29, 2015, and the second for $500,000 which closed on October 7, 2015, net of share issue costs of $42,767.

Contractual Obligations

At March 31, 2017 the Company had contractual cash flow commitments estimated as follows:

	< 1 Year	1-3 Years	3-5 Years	> 5 Years	Total
Operating lease obligations	$ 10,600	$ 21,200	$ 17,700	$ -	$ 49,500
Accounts payable and accrued liabilities	62,593	-	-	-	62,593
Due to related parties	319	-	-	-	319
	$ 73,512	$ 21,200	$ 17,700	$ -	$ 112,412

At March 31, 2017 the Company had cash and cash equivalents of $646,758, working capital of $594,244, net loss for the year ended March 31, 2017 of $474,389, and a deficit of $31,032,955. Based on anticipated cash flows, the Company is expected to have sufficient resources to meet its committed expenditures for the next twelve months. However, depending on the level of exploration activities, additional funds may be required and the Company may need to seek additional funding to finance such activities. The Company has historically raised funds principally through the sale of securities and will continue to seek to obtain funding through similar or other means depending on market conditions and other relevant factors at the time. However, there can be no assurance that the Company will be able to obtain such additional funding or obtain it on acceptable terms.

Selected Financial Information

Information for the three years ended March 31, 2017, as extracted from the Company's audited financial statements is presented as follows:

	March 31, 2017	March 31, 2016	March 31, 2015
Net income (loss)	$ (474,389)	$ 89,545	$ (155,376)
Basic net income (loss) per share	$ (0.012)	$ 0.003	$ (0.090)
Diluted net income (loss) per share	$ (0.012)	$ 0.002	$ (0.090)
Cash and cash equivalents	$ 646,758	$ 122,367	$ 6,560
Total assets	$ 657,156	$ 151,410	$ 11,747

Quarter Ended March 31, 2017

During the three months ended March 31, 2017, the Company reported a net loss of $39,984 compared to a net loss of $282,750 in the comparable period of 2016. The decrease in net loss is primarily attributable to the decrease in exploration and evaluation costs to $18,346 during the three months ended March 31, 2017 compared to $254,874 in the fourth quarter of fiscal 2016, as a result of the Company winding down the exploration activity on the Warmister Project in the fourth quarter of fiscal 2017.

Summary of Quarterly Results

	Net income (loss) For the year ended March 31,			Net income (loss) per share For the year ended March 31,		
	2017	2016	2015	2017	2016	2015
Q1	$ (118,909)	$ 565,182	$ (71,809)	$ 0.00	$ 0.03	$ (0.04)
Q2	(62,514)	(99,574)	(44,152)	0.00	0.00	(0.03)
Q3	(252,982)	(93,313)	(45,471)	(0.01)	0.00	(0.03)
Q4	(39,984)	(282,750)	6,056	0.00	(0.01)	0.00
Total	$ (474,389)	$ 89,545	$ (155,376)	$ (0.01)	$ 0.00	$ (0.09)

The most significant factors influencing the Company's quarterly results over the last eight quarters are:

- The exploration and evaluation costs of $201,272 in the third quarter of 2017 which relate to the follow-up soil sampling and drill program on the Warmister Project, which commenced in the third quarter of fiscal 2017
- The exploration and evaluation costs of $88,317 in the first quarter of 2017 which primarily relate to the drill program on the Warmister Project which was initiated in the fourth quarter of 2016
- The exploration and evaluation costs of $254,874 in the fourth quarter of 2016 which primarily relate to the drill program on the Warmister Project which was initiated in the same period
- The gain on settlement of debt of $494,655 in the first quarter of fiscal 2016 with respect to the units issued for debt settlement
- The foreign exchange gain of $113,870 in the first quarter of fiscal 2016 primarily attributable to the foreign exchange difference arising on the settlement with units of the US denominated debt
- The shared office space, equipment, personnel and other administrative costs which are shared with other companies through a related management company, effective March 1, 2015 (see "Related Party Transactions", subsequently in this MD&A) that increased overall corporate costs in fiscal 2016 compared to fiscal 2015
- The Company's quarterly results are not generally subject to seasonal factor

Share Capital Information

As at July 10, 2017, the Company had an unlimited number of common shares authorized for issuance with 41,319,015 issued and outstanding. Also, at July 10, 2017, the Company had 37,118,106 warrants issued and outstanding with a weighted average exercise price of $0.09.

In connection with the April 29, 2015 units for debt transactions there are a total of 7,685,432 Debt Units remaining in escrow as at July 10, 2017. Each Debt Unit comprised of one common share and one common share purchase warrant (a "Debt Warrant"). Each Debt Warrant entitles the holder to purchase one common share at a price of $0.05 per common share until April 22, 2020. The remaining escrowed units are to be released every six months from October 22, 2017 until April 22, 2018.

Proposed Transactions

There are no undisclosed proposed transactions that will materially affect the performance of the Company.

Off-Balance Sheet Arrangements

The Company does not have any material off-balance sheet arrangements.

Related Party Transactions

Compensation of key management

Key management includes the Company's directors and certain senior management. For the year ended March 31, 2017, the Company paid salaries and benefits of $26,516 to key management personnel (March 31, 2016 – $30,051).

The Company paid the following remuneration to former directors and certain senior management in the years ended March 31, 2017 and 2016:

	2017	2016
Salaries and benefits	$ -	$ 2,393
Professional fees	-	9,479
	$ -	$ 11,872

Related party transactions

In addition to the related party transactions or balances disclosed elsewhere in this MD&A, the Company had the following related party transactions.

Commencing March 1, 2015, the Company shares office space, equipment, personnel, consultants and various administrative services with other companies (Arizona Mining Inc., NewCastle Gold Ltd. and Titan Mining Corporation) related by virtue of certain common management and a director of the Company. These services have been mainly provided through a management company equally owned by the related companies. Costs incurred by the management company are allocated between the related companies based on time incurred and use of services. The Company was charged for the following with respect to these arrangements in years ended March 31, 2017 and 2016:

	2017	2016
Salaries and benefits	$ 49,433	$ 74,149
Office and administrative	34,615	58,471
Listing and filing fees	2,954	3,101
Investor relations	3,885	1,239
Professional fees	14,357	-
Exploration and evaluation costs	16,523	-
Travel	3,430	-
	$ 125,197	$ 136,960

At March 31, 2017, prepaid expenses include $4,423 (March 31, 2016 – $21,701) and due to related party includes $319 (March 31, 2016 – $ nil) with respect to these arrangements.

Critical Accounting Policies and Estimates

The Company's accounting policies are described in its consolidated financial statements for the year ended March 31, 2017. The preparation of its consolidated financial statements requires management to make judgements, estimates and assumptions in the process of applying the Company's accounting policies that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Estimates and assumptions are continually evaluated. However, actual outcomes could materially differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods affected. Information about critical judgements and estimates in applying accounting policies that have the most significant effect on amounts recognized in the consolidated financial statements are as follows:

Going concern

Significant judgements are disclosed in the discussion on liquidity earlier in the MD&A.

Functional currency

The Company and its subsidiaries have to determine their functional currencies based on the primary economic environment in which each entity operates. In order to do that, management has to analyse several factors, including which currency mainly influences the cost of undertaking the business activities, in which currency the entity has received financing, and in which currency it keeps its receipts from operating activities. Management uses its judgment to determine which factors are most important, when the above indicators are mixed and the functional currency is not obvious.

Options and warrants

The fair value of options and warrants is determined on the grant date. In order to compute the fair value, the Company uses the Black-Scholes option pricing model which requires management to make certain estimates, judgements, and assumptions in relation to the expected life, expected volatility, expected dividend yield and the risk-free interest rate, as well as the number of options or warrants expected to be exercised.

Recent Accounting Pronouncements

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or IFRIC. Some updates that are not applicable or are not consequential to the Company may have been excluded.

IFRS 9, *Financial Instruments* is mandatorily effective for the Company's consolidated financial statements for the year ending March 31, 2019. IFRS 9 brings together the classification and measurement, impairment and hedge accounting phases of the IASB's project to replace IAS 39, *Financial Instruments: Recognition and Measurement*. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost; fair value through profit and loss; and fair value through other comprehensive income. IFRS 9 introduces the expected credit loss model for impairment of financial assets which replaces the incurred loss model used in IAS 39. IFRS 9 amends the rules on hedge accounting to align the accounting treatment with the risk management practices of the business. Lastly, IFRS 9 amends some of the requirements of IFRS 7, *Financial Instruments: Disclosures*, including added disclosures about investments in equity instruments measured at fair value in other comprehensive income, and guidance on financial liabilities and derecognition of financial instruments.

On January 13, 2016, the IASB issued IFRS 16 *Leases* ("IFRS 16") in accordance with which, all leases will be recorded on the statement of financial position of lessees, except those that meet the limited exception criteria. As a result, for the Company's office rental leases, rent expense will be removed and replaced by the recording of depreciation and finance expenses. IFRS 16 is mandatorily effective for the Company's consolidated financial statements for the year ending March 31, 2020.

Financial Instruments

The Company's financial instruments are classified into the following categories of financial assets and liabilities (shown at carrying value):

		March 31, 2017		March 31, 2016
Financial assets				
Loans and receivables				
Cash and cash equivalents	$	646,758	$	122,367
Amounts receivable		650		2,855
	$	647,408	$	125,222
Financial liabilities				
Financial liabilities at amortized cost				
Accounts payable and accrued liabilities	$	62,593	$	76,615
Due to related party		319		-
	$	62,912	$	76,615

The carrying values of the Company's financial instruments in the table above approximate their fair values as a result of their short-term nature.

Financial risk management

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

Currency risk

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada and a portion of its expenses are incurred in U.S. dollars. A significant change in the currency exchange rates between the Canadian dollar relative to the U.S. dollar could have an effect on the Company's results of operations, financial position and cash flows. The Company has not hedged its exposure to currency fluctuations. The Company is exposed to currency risk through the following assets and liabilities denominated in U.S. dollars at March 31, 2017 and 2016:

			March 31, 2017			March 31, 2016
Cash and cash equivalents	USD	$	494	USD	$	163
Accounts payable and accrued liabilities			-			(48,799)
	USD	$	494	USD	$	(48,636)

As at March 31, 2017, based on the above net exposures a 10% change in the Canadian-U.S. dollar exchange rate would impact the Company's earnings by approximately $66 (March 31, 2016 – $6,309).

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk arises for the Company from cash held with banks and financial institutions, as well as credit exposure on outstanding amounts receivable. The Company manages its exposure to credit risk by holding its cash through Canadian chartered banks. The maximum exposure to credit risk is equal to the carrying value of the financial assets.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The risk that the Company will realize a loss as a result of a decline in the fair value of the investments included in cash is limited. Based on the amount of cash invested as at March 31, 2017 and assuming that all other variables remain constant, a 0.5% change in the applicable interest rate would result in an insignificant impact in the interest earned by the Company per annum.

Liquidity risk

Liquidity risk arises through excess of financial obligations over available financial assets due at any point in time. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements at any point in time. The Company seeks to achieve this by maintaining sufficient cash (see discussion on liquidity earlier in the MD&A).

Risk Factors

The Company currently has no revenues from operations. Should the Company decide to explore or acquire other mineral property interests it will require additional funding, which the Company will likely seek from the equity markets. There can be no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. An investment in the Company's common shares is highly speculative and subject to a number of risks and uncertainties. Only those persons who can bear the risk of the entire loss of their investment should participate. An investor should carefully consider the risks described below and the other information filed with the Canadian securities regulators, which are available on SEDAR at www.sedar.com, before investing in the Company's common shares. The risks described in the above-noted documents are not the only ones faced. Additional risks that the Company currently believes are immaterial may become important factors that affect the Company's business. If any of these risks occur, or if others occur, the Company's business, operating results and financial condition could be seriously harmed and investors may lose part or all of their investment.

Early stage

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks including under-capitalization, cash shortages, and limitations with respect to personnel, financial and other resources and the lack of revenue. There is no assurance that the Company will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

The Company has no source of operating cash flow and no assurance that additional funding will be available when required. Although the Company has been successful in the past in obtaining financing principally through the sale of securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and could cause the Company to suspend its operations.

Mineral exploration and development

Mineral exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits, but also from finding mineral deposits that, though present, are of insufficient size and/or grade to return a profit from production.

Upon discovery of a mineralized occurrence, several stages of exploration and assessment are required before its economic viability can be determined. Development of the subject mineral properties would follow only if favorable results are determined at each stage of assessment. Few precious and base metal deposits are ultimately developed into producing mines.

There is no assurance that the Company's mineral exploration activities will result in any discoveries of commercial bodies of ore. The long-term profitability of the Company's operations will in part be directly related to the costs and success of its exploration programs, which may be affected by a number of factors.

Dependence on key management

The Company is very dependent upon the personal efforts and commitment of its existing directors and officers, particularly Richard W. Warke, Director and Robert Pirooz, Director. To the extent one or both of these directors becomes unavailable for any reason, a disruption to the business and operations of the Company could result, and the Company may not be able to replace them readily, if at all.

Metal prices

The mining industry, in general, is intensely competitive and there is no assurance that a profitable market will exist for the sale of metals produced even if commercial quantities of precious and/or base metals are discovered. Factors beyond the control of the Company may affect the marketability of metals discovered. Pricing is affected by numerous factors beyond the Company's control, such as international economic and political trends, global or regional consumption and demand patterns, increased production and smelter availability. There is no assurance that the price of metals recovered from any mineral deposit will be such that they can be mined at a profit.

Global financial conditions

Recent global financial conditions have been characterized by increased volatility and access to public financing, particularly for junior mineral exploration companies, has been negatively impacted. These conditions may affect the Company's ability to obtain equity or debt financing in the future on terms favorable to the Company or at all. If these increased levels of volatility continue, the Company's operations and the trading price of the common shares could be adversely affected. Investors could suffer significant losses if the Company’s shares are depressed or illiquid when an investor seeks to sell their shares.

Competition and agreements with other parties

The mining industry is intensely competitive in all its phases, and the Company competes with other companies that have greater financial resources and technical capacity. Competition could adversely affect the Company's ability to acquire suitable properties or prospects in the future. The Company may, in the future, be unable to meet its share of costs incurred under such agreements to which it is a party and it may have its interest in the properties subject to such agreements reduced as a result.

Mineralization figures

The mineralization figures presented in the Company’s filings with securities regulatory authorities, press releases and other public statements that may be made from time to time are based upon estimates. These estimates are imprecise and depend upon geological interpretation and statistical inferences drawn from drilling and sampling analysis, which may prove to be unreliable. There can be no assurance that these estimates will be accurate or this mineralization could be mined or processed profitably.

There can be no assurance that minerals recovered in small scale tests will be duplicated in large scale tests under on-site conditions or in production scale.

Conflicts of interest

Some of the directors of the Company are also directors of other companies that are similarly engaged in the business of acquiring, exploring and developing natural resource properties. Situations may arise in connection with potential corporate opportunities where the other interests of these directors may conflict with the interests of Armor. Directors of Armor with conflicts of interest will be subject to the procedures set out in applicable corporate and securities legislation, regulation, rules and policies.

The Company does not and likely will not insure against all risks

The Company’s insurance will not cover all the potential risks associated with a mining company’s operations. It is not always possible to obtain insurance against these risks and the Company may decide not to insure against certain risks because of high premiums or other reasons. Insurance coverage may not continue to be available or may not be adequate to cover any resulting liability. Moreover, insurance against risks such as environmental pollution or other hazards as a result of exploration and production is not generally available to the Company or to other companies in the mining industry on acceptable terms. The Company might also become subject to environmental liability or other hazards which may not be insured against. Should such liabilities arise, they could reduce or eliminate future profitability and result in increasing costs and a decline in the value of the securities of Armor. The lack of, or insufficiency of insurance coverage could adversely affect Armor’s future cash flow and overall profitability.

Internal controls

Internal controls over financial reporting are procedures designed to provide reasonable assurance that transactions are properly authorized, assets are safeguarded against unauthorized or improper use, and transactions are properly recorded and reported. 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.

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