STRATABOUND MINERALS CORP.
MANAGEMENT DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2014

SEPTEMBER 14, 2015

The following discussion and analysis of financial condition and results of operations should be read in conjunction with the Company's annual audited financial statements and related notes for the year ended December 31, 2014 which have been prepared in accordance with International Financial Reporting Standards (IFRS).

Description of Business

Incorporated in March 1986, Stratabound is in the business of mineral exploration and evaluation, currently with base metal, silver and gold properties in New Brunswick. During 2013 the Company completed a bulk mining project and reclamation campaign on its Captain North Extension (CNE) Mining Lease near Bathurst, New Brunswick, with ore being trucked to Xstrata Zinc's mill for production of saleable concentrates. Stratabound's 2014 activities were focused on exploration of its mineral properties.

Overview

Recent Developments

In a release issued by Stratabound on February 17, 2015 Stratabound announced that it had decided to close its doors as it was not able to continue operations. The management of Silver Stream Mining Corp. (Silver Stream) recognized the value of the Stratabound assets and the many years of exploration experience in the Bathurst, New Brunswick Mining Camp, and reached out to the Stratabound board. After Silver Stream management conducted initial due diligence on the Stratabound assets, an agreement was reached on an exchange ratio. Since that time, Silver Stream has done extensive due diligence. These efforts resulted in a Letter of Intent establishing the framework for a business combination of Stratabound and Silver Stream (LOI) announced by Stratabound on May 25, 2015. This combination and additional cash will enable ongoing limited monitoring of the closed CNE mine project, alleviating the responsibility which the New Brunswick government would be required to assume if Stratabound were dissolved. In order to close the deal with Silver Stream, Stratabound's controlling shareholder has agreed to loan $250,000 to the Company.

Pursuant to the LOI, Stratabound and Silver Stream have agreed, subject to certain standard conditions, to the following terms:

- The shareholders of Silver Stream will receive two Stratabound common shares for each Silver Stream common share.

- Stratabound will complete a "shares for debt" transaction with Bellport Resources Ltd. (William Bell) to convert all amounts owed by Stratabound, including any future advances, to equity at $0.05 per share. Such amounts owing, including advances of funds and accrued interest, are currently estimated at $204,000.

- As a condition precedent to the business combination, the Company's environmental monitoring liabilities and the regulatory charges against the Company levied by Environment Canada must be resolved on terms satisfactory to Silver Stream.

- The New Brunswick Government will have adopted Environment Canada's requirements with respect to monitoring and sampling of effluent from Stratabound's mining operation, and confirmed no other additional commitments in this regard.

Stratabound currently has 107,962,611 common shares outstanding (123,527,611 fully diluted). Upon completion of the transaction, the expected Stratabound shares will be as follows:

Current Stratabound shares	107,962,611	
To be issued as shares for debt	4,080,000	
Adjusted Stratabound shares	112,042,611	31.1%
To be issued to current Silver Stream holders	248,640,422	68.9%
Total	360,683,033	100%
Total Fully Diluted	418,104,883	

The actual number of shares of Stratabound to be issued in completing the transaction will vary, based upon the actual number of Silver Stream shares outstanding at completion.

Completion of the transaction remains subject to a number of conditions, including receipt of the necessary TSX Venture Exchange approval, approval of the shareholders of Silver Stream and legal documentation, including a definitive agreement. The controlling shareholder who owns more than 50% of the Stratabound shares has agreed to consent to the deal.

Upon completion of the transaction, Stratabound intends to hold a special meeting of shareholders to approve certain matters ancillary to the transaction including a consolidation of the common shares of the Company and election of a new board of directors. Stratabound and Silver Stream have agreed as part of the transaction that Margaret Kent will become the chairman of the Company; Terrence Byberg will assume the role as the CEO and Richard Meschke will become the CFO. Directors of Stratabound after completion of the combination will be Michael Page, FAusIMM; Terrence Byberg; Margaret Kent; Dr. Peter N. Calder, P. Eng.; and R. Michael Robb, P.E.

It is contemplated that the definitive amalgamation agreement will be executed by no later than September 30, 2015 and subject to the satisfaction of all conditions precedent it is anticipated that the closing of the transaction will occur no later than October 30, 2015. However, there can be no assurance that the transaction will be completed as proposed or at all.

A cease-trade order halting the trading in the common shares of Stratabound was issued by the Alberta Securities Commission on May 6, 2015 for failure to file the Company's December 31, 2014 audited financial statements. Closing of the transaction cannot take place until the cease-trade order is lifted. The Company is currently in the process of completing the March 31 and June 30, 2015 interim condensed financial statements. Upon completion and filing of the quarterly statements, the Company will request that the cease-trade order be lifted. In preparation for completion of the transaction Silver Stream has requested that it no longer be a reporting issuer under the rules of the United States Securities Exchange Commission.

On August 6, 2014 the Company was notified of charges brought by Environment Canada under the Fisheries Act and the Metal Mining Effluent Regulations (MMER) with respect to discharges of water from the CNE operation during March through May of 2013. A total of six counts were issued on two different charges. The Company has been in negotiations with the prosecutor regarding a resolution of these charges on terms more favorable to the Company. The prosecutor has proposed a fine of $80,000 in exchange for a guilty plea to one count on each charge. There are several mitigating factors along with a hardship provision in the Fisheries Act which allows the judge to eliminate any fine for a conviction. The Company believes that the prosecutor has failed to consider these items in his plea offer. The Company has therefore elected to enter a plea of guilty to one count under the Fisheries Act and one count under the MMER. By doing so, the Company will be able to argue the mitigating and hardship factors before the judge in the New Brunswick Provincial Court in Bathurst in late September.

2014 Exploration Activities

Stratabound’s 2014 exploration activities were directed towards the exploration for base metal massive sulphide deposits on its Captain, CNE, Taylor Brook and Commander claims and gold/base metal mineralization on its Green Point property.

To this end, various geophysical, geochemical, trenching, and drilling programs were conducted throughout 2014.

Captain and Commander

Results were produced from 2014 drilling on the Captain property (7 holes), and from a drill program on the Commander claims (6 holes).

Seven holes were drilled on the Captain claims in 2014. The most interesting hole was CP14-36, which intersected 23.5 metres of sulphides grading 0.67% copper and 0.027% cobalt, including 8.5 metres containing 1.33% copper, 0.051% cobalt, 0.2 g/t gold, and 4.88 g/t silver.

The 2014 Commander program included prospecting, soil sampling, ten trenches and six drill holes. Low-grade lead-zinc was intersected from 111 to 132 metres and from 175 to 211 metres in hole CMD-13-26.

CNE

There were positive results from exploration during summer 2014 at CNE. In 2013, drill hole CNE-13-26 identified the contact between the mineralized, chloritic Nepisiguit Falls Formation footwall of the CNE zinc-lead-silver deposit and the unmineralized Flat Landing Brook Formation. This led Stratabound to undertake a soil sampling program southward along the projected contact, intended to search for additional massive sulphide mineralization. An exceptionally strong soil anomaly was outlined over an area of 130 metres x 100 metres, directly overlying the southern projection of the CNE footwall about 100 metres south of the filled-in pit. A central portion of 95 metres x 65 metres contains on average 2.50% zinc (range 0.28% to 11.0%), 0.61% lead (range 306 ppm to 1.93%), and 271 ppm copper (range 58.1 ppm to 1240 ppm). This exceptional anomaly has not been closed off to the north or northeast.

The anomaly is clearly not due to Stratabound's limited 2013 mining activity, but would have taken millennia to form following retreat of the glaciers that once covered northern New Brunswick. It remains to be seen whether this anomaly is entirely due to the known CNE mineralization or whether it is in part due to an as-yet undiscovered sulphide horizon.

Green Point

The 2014 geophysical surveys on Green Point identified electromagnetic (MaxMin and VLF) trends that are thought to reflect late stage cross-cutting mineralization along trend from a 400 metre long airborne electromagnetic anomaly that was detected in 2001 and drill tested in 2003 by a previous owner. The 2003 drilling intersected an alteration zone containing 1.17 g/t gold over a 15.5 metre core length, and other auriferous zones within the airborne trend. The Company determined that Green Point was not a priority area, and when efforts to sell the claims were unsuccessful the Company did not renew the claims when they expired in August 2015. This is reported as a subsequent event.

Taylor Brook

During 2014 one hole was drilled on Taylor Brook, intersecting a total of 10.7 metres of semi-massive to massive sulphides in two zones (news release dated November 11, 2014). Increases in thickness and grade compared with the intersections located 80 metres up-dip, combined with strong geophysical responses and limited drilling, indicate good exploration potential for future drilling.

Mining and Reclamation

Stratabound's strategy during 2012 to 2013 was to attempt to generate cash flow by taking advantage of a one-time, short-term opportunity to deliver high grade zinc-lead-silver ore from our CNE near-surface massive sulphide deposit to Xstrata Zinc's Brunswick mill, which was within trucking distance. The opportunity had arisen because Xstrata's historic Brunswick Mine, the world's largest underground zinc producer, was running out of ore after 50 years of production, and the mine and mill would be shutting down permanently early in 2013. Stratabound was able to secure an agreement with Xstrata, beginning with a letter of intent in late 2011, later formalized, whereby Xstrata would process however much ore we could deliver to them before the mill would shut down permanently in early 2013. The shutdown was scheduled to take place on or about March 31, 2013.

During 2012 Stratabound's efforts were almost entirely directed toward satisfying the numerous requirements of the various regulatory agencies involved in issuing the necessary mining and environmental permits for the CNE Mine.

Conditional approvals were not received until December 2012, and final approvals to proceed with development and production of the CNE Mine were not received until January 24, 2013.

Although the mill closure was pushed back to mid-April, this left Stratabound only 10 weeks to develop, mine, and truck ore to the mill for production of saleable concentrates. Mine development was initiated on January 26, 2013 and production commenced by March 5, 2013, ending with the closure of the Brunswick mill on April 12, 2013.

Reclamation of the open pit was undertaken immediately, and was completed in September despite an exceptionally wet spring and summer which added considerably to pumping and water treatment costs. Monitoring and analysis of water leaving the site must continue for a period of up to three years.

A total of 62,720 dry metric tonnes (DMT) was milled in April, 2013 at an average grade of 8.13% zinc, 3.22% lead, and 111 g/t silver. Saleable production was 6,239 DMT of zinc concentrate grading 54.55% zinc; 2,122 DMT of lead concentrate grading 41.51% lead and 919 g/t silver; 1,541 DMT of bulk concentrate with 42.21% zinc, 16.27% lead, and 491 g/t silver; and 50 DMT of copper concentrate grading 12.41% copper and 2,436 g/t silver.

Payable metals in concentrates were 7,540,148 lbs zinc; 2,251,257 lbs lead; 75,513 oz silver, 12,462 lbs copper; and 144 oz gold. Stratabound lost approximately $200,000 on the venture because of delays caused by New Brunswick provincial permitting issues. At least 30,000 tonnes of ore were left in the pit when the Xstrata mill shut down and the project had to be terminated.

In recognition of the good practices and achievements Stratabound received the 2013 Developer of the Year Award following a unanimous vote by the New Brunswick Prospectors and Developers Association. The award was presented to Stratabound's president, Stan Stricker, by the Hon. Craig Leonard, Minister of Natural Resources, at the New Brunswick Exploration, Mining and Petroleum Conference hosted by the Department of Natural Resources in Fredericton, N.B. on November 5, 2013. The award was given "in recognition of valuable contributions to the mining and minerals industry of New Brunswick".

Nevertheless, the limited time frame and severe weather conditions thwarted the Company's intent to deliver a minimum of 90,000 tonnes, and combined with other adverse circumstances led to disappointing financial returns.

In addition to the adverse financial results of the CNE operation, the Company has been affected in two other ways as a result of the project. Because of three events in which effluent was discharged into a nearby stream without complete treatment, due to the heavy rainfall which necessitated a controlled discharge to avoid a breach of the berms surrounding the retention ponds, Environment Canada has brought regulatory charges against the Company, which the Company is in the process of contesting. Further, the ongoing monitoring requirements for the discharge points at the property are substantial, in terms of both the extent and frequency of the required sampling. The Company is also in discussions with the Province and Environment Canada to establish a monitoring program which meets the reasonable needs of the agencies without constituting an insurmountable financial burden on the Company. These two unfortunate circumstances have led the Company to seek an exit strategy, whether by simply going out of business or by pursuing the Silver Stream proposed business combination.

Exploration Property Holdings

Exploration efforts in 2014 focused mostly on identifying drill targets on the optioned Commander claims, and in areas close to the CNE Mine and the Captain copper-cobalt-gold deposit.

Bathurst Base Metal Properties, New Brunswick

Stratabound owns a 100% interest in the CNE/Captain and Taylor Brook claim groups, totaling 158 claims, and a 100% interest in the CNE Mining Lease, within the Bathurst Mining Camp in northeast New Brunswick, Canada, one of the world's greatest zinc-lead-silver districts. In addition, Stratabound holds an option on 55 claims adjoining the northern boundary of the CNE/Captain claim group. The option agreement is with Commander Resources Ltd., and enables Stratabound to acquire up to a 65% interest in Commander's claims.

These 100%-owned and optioned properties are all situated in the heart of the Bathurst camp, with three world-class base metal mines occurring within a 20 kilometre radius of them, namely Brunswick No. 12 (for decades the world's largest underground zinc mine), Brunswick No. 6, and Heath Steele. The wholly-owned claims host three known base metal sulphide bodies: the Captain, CNE and Taylor Brook deposits, on properties with potential that has not been fully explored.

Taylor Brook Deposit

One hole was drilled in 2014, with encouraging results, as noted previously, at the 34-claim Taylor Brook property.

Stratabound is seeking a joint-venture partner to further explore this potential.

The property has been written down to $0 as a result of a recent revaluation of all of the Company's assets.

Commander Option

In 2010 the Company entered into a 5-year agreement with Commander Resources Ltd., recently extended to six years, allowing Stratabound the option to acquire up to a 65% interest in a 55-claim group adjoining the northern boundary of the CNE and Captain claims.

The property has been written down to $ 0 as a result of a recent revaluation of all of the Company's assets.

Green Point, New Brunswick

Stratabound had a 100% interest, subject to a 2% net smelter return royalty, in 41 claims located 2.5 kilometres north of the Bathurst camp.

The property was dropped by the Company in August 2015 and the investment has been written off.

Ramsay Brook Gold Property (Murray Group), New Brunswick

No recent work has been done on this 81-claim property, which was written off in 2012.

Enja Property, Quebec

Because of the Company's financial situation, no exploration was done in 2014, and in 2015 the Company elected not to make payments on the Enja claims as they came due, and has dropped the property and written off its investment.

Overall Performance

During the twelve month period ending December 31, 2014 the Company incurred $Nil of production costs (2013 - $8,412,302) related to the CNE mine (not including depletion and amortization) and an additional $Nil (2013 - $1,150,966) related to site reclamation. Production revenue at December 31, 2014 was $Nil (2013 - $10,234,236. Exploration expenditures for 2014 were $839,045 compared to $336,869 for 2013.

On May 17, 2013, Stratabound repaid in full a $1.4 million production loan.

At the beginning of 2013 the Company entered into a short-term loan facility with a private company controlled by its largest shareholder in the amount of $850,000. This facility bears interest at 6% per annum. As additional consideration, the Company issued 1,000,000 common share purchase warrants which vested immediately, and were exercisable at $0.20 per warrant with an expiry of June 5, 2014. The Company used these funds to post reclamation bonds with the New Brunswick Department of Energy and Mines. During the fourth quarter of 2013, $720,000 of the reclamation bond was refunded and used to reduce the loan. The remaining $130,000 bond is to be released after a period of up to three years of monitoring water leaving the CNE mine site. This bond has been provided as security to Bellport Ltd. for a portion of its recent loans to the Company.

During 2013 Stratabound received notification of a $25,000 exploration grant for the CNE/Captain claim group from the New Brunswick Department of Energy and Mines under the Junior Mining Assistance Program. During 2014 the Company was approved for an additional $15,000 grant.

The Company closed a non-brokered private placement during the fourth quarter of 2013. A total of 2,500,000 units at $0.10 per unit were placed for gross proceeds of $250,000 issued on a flow through basis. Each unit consists of one common share of the Company and one share purchase warrant entitling the holder to subscribe for one additional share at $0.20 for 5 years from closing. At year-end a liability of $53,266 was recognized. This liability is reversed when qualifying expenditures are renounced. Qualifying exploration expenditures of $250,000 were renounced in February 2014. At year-end $26,878 of exploration expenditures remained to be incurred.

Also during October, 2013, 25,000 common shares were issued for an extension of the Commander agreement. The fair value of this transaction was $1,250.

During January 2014, the Company closed a non-brokered private placement of 4 million units priced at $0.05 per unit for total proceeds of $200,000. Each unit consisted of one common share of the Company and one half-warrant exercisable for three years at a strike price of $0.05. Of the $200,000 raised, $57,800 was allocated to share capital, and $142,200 was allocated to contributed surplus in respect of the warrants issued.

During February 2014, the Company issued 950,000 units, each unit consisting of one share and one warrant exercisable for 5 years at $0.05, in full settlement of an arms-length 1% net smelter return royalty debt of $70,948 payable following production from the CNE open pit mine. Of the total value of the units, $28,500 was allocated to share capital and $27,445 was allocated to contributed surplus in respect of the warrants issued.

During June 2014, the Company issued 1.3 million units priced at $0.25 per unit for total proceeds raised of $325,000. Each unit consisted of 1 common share, four flow-through shares and 2.5 warrants exercisable for two years with a strike price of $0.10. Of the $325,000 raised, $195,072 was allocated to share capital, $71,500 was allocated to the flow-through share premium, and $58,428 was allocated to contributed surplus in respect of the warrants issued.

Also during June 2014, 100,000 common shares were issued with respect to the Commander agreement at $0.05 per share.

During August 2014, the Company issued 2.7 million units priced at $0.25 per unit for total proceeds raised of $675,000. Each unit consisted of 4 flow-through common shares, one non-flow through common share, and 2.5 warrants, with each whole warrant entitling the holder to subscribe for one additional share for two years for $0.10 per share. Of the $675,000 raised, $409,997 was allocated to share capital and $265,003 was allocated to contributed surplus in respect of the warrants issued.

In October 2014 4,500,000 common shares were issued upon the exercise of warrants for cash proceeds to the Company of $350,000.

Selected Financial Information

The financial data are presented in accordance with International Financial Reporting Standards (IFRS). The reporting currency is the Canadian dollar.

Three Year Financial Data – Years Ended December 31

For the years ended December 31	2014	2013	2012
Revenue – mining operations	$ -	$10,234,111	$ -
Revenue – interest income	1,630	6,735	776
Loss before income taxes	6,605,010	1,969,750	578,162
Comprehensive loss for the year	6,161,533	1,687,713	657,475
Basic and diluted loss per share	$ 0.067	0.022	0.009
Assets	1,091,144	6,172,494	7,461,469

Summary of Quarterly Results

2014	Dec 31 2014	Sept 30 2014	June 30 2014	March 31 2014
Revenue – interest income	$ 1,328	$ 107	$ 70	$ 125
Loss before income taxes	6,409,043	127,733	58,986	9,248
Comprehensive loss	5,960,608	128,831	60,130	11,964
Basic and diluted loss per share	0.065	0.001	0.001	0.0002

2013	Dec 31 2013	Sept 30 2013	June 30 2013	March 31 2013
Revenue – mining operations	$(209,034)	$ -	$5,343,145	$5,100,000
Revenue – interest income	368	45	1,117	5,205
Loss before income taxes (income)	650,588	1,342,925	1,528,988	(1,521,393)
Comprehensive loss (income)	576,359	1,344,453	1,422,397	(1,628,591)
Basic and diluted loss per share (income)	0.007	0.018	0.019	(0.022)

As a result of impairment write-downs comprehensive losses can be extremely variable.

Results of Operations

Stratabound incurred a comprehensive loss of $6,161,533 for the year ended December 31, 2014, as compared to a loss of $1,687,713 for 2013. The 2014 loss was driven by the write-downs of property values, while 2013 loss largely arose from depletion and impairment of the CNE mine.

Comprehensive loss for the fourth quarter of 2014 was $5,960,608 compared to a loss of $576,359 for the fourth quarter of 2013.

At December 31, 2014 the Company had a working capital deficit of $406,995 compared with a working capital deficit of $677,046 at the end of 2013. Exploration expenditures for the fourth quarter of 2014 were $451,149 compared to fourth quarter expenditures of $238,021 for the previous year.

During 2014 the Company did not conduct any mining operations and therefore had no operating revenues or costs. During 2013, net revenue of $10,234,236 was received for 62,720 dry metric tonnes (DMT) of ore delivered to Xstrata Zinc. Cost of sales for the twelve month period of 2013 was $10,389,613 which included $2,008,668 of accumulated depletion and amortization (see Table below).

Cost of Sales

One year period ended	Dec 31, 2014	Dec 31, 2013
	$	$
Blasting, mining and delivery	**-**	3,414,728
Milling	**-**	1,881,600
Smelting	**-**	2,058,228
Water treatment	**-**	601,737
Finance charges		213,421
Refining	**-**	58,035
Exchange loss	**-**	77,745
Insurance	**-**	2,801
Depletion and amortization	**-**	2,008,668
	-	$10,389,613

Expenses relating to exploration and evaluation of mineral properties and their acquisition are capitalized as Mineral Exploration and Evaluation Assets on the statements of financial position.

General and administrative expenses in 2014 were $424,607 compared with $251,771 for 2013 (see Table below). The increase is mainly attributable to higher office costs (insurance and shareholder communications) and professional fees and a provision for fines and fees related to the Environment Canada charges stemming from the CNE project.

General and Administrative Expenses

Years ended December 31	2014	2013
Professional fees	**$ 135,120**	$ 99,988
Salaries and benefits	**79,487**	77,181
Filing fees & investor communications	**37,290**	34,303
Office and other	**74,965**	33,099
Rent	**7,200**	7,200
Provisions	**80,000**	-
Finance expense	**10,545**	-
	$ 424,607	$ 251,771

<u>Liquidity</u>

At December 31, 2014 the Company had a working capital deficit of $406,95 compared with a working capital deficit of $677,046 at the end of 2013.

Contributing to the deficit at year-end 2013 was a 1% net smelter return royalty of approximately $70,000 payable on CNE ore production. During 2014 this royalty was fully settled with a share issuance of 950,000 units comprising one share and one warrant at $0.05. Also contributing to this deficit at year-end 2013 was a $53,266 liability recognized as a premium on flow-through shares issued during 2013. This liability was reversed in February 2014 when qualifying exploration expenditures were renounced; however, in 2014 $71,500 of flow-through premium liability was recorded. Payables at December 31, 2014 were $420,409 versus

$551,319 at December 31, 2013 reflecting the reduced level of activity. A provision of $80,000 was recorded at December 31, 2014 as the Company's estimate of any Environment Canada charges including legal and other fees.

During October, 2013, 2,500,000 of common flow-through shares were issued for total proceeds of $250,000. Included in this issuance were 2,500,000 warrants with a strike price of $0.20, and expiring 5 years from the date of issue. Of the $250,000 raised, $100,000 was allocated to share capital, $53,266 was allocated to the flow-through share premium, and $96,734 was allocated to contributed surplus in respect of the warrants issued.

During October, 2013, 25,000 common shares were issued for an extension of the Commander agreement. The fair value of this transaction was $1,250.

During January 2014, the Company closed a non-brokered private placement of 4 million units priced at $0.05 per unit for total proceeds of $200,000. Each unit consisted of one common share of the Company and one half-warrant exercisable for three years at a strike price of $0.05. Of the $200,000 raised, $120,000 was allocated to share capital, and $80,000 was allocated to contributed surplus in respect of the warrants issued.

During February 2014, the Company issued 950,000 units, each unit consisting of one share and one warrant exercisable for 5 years at $0.05, in full settlement of an arms-length 1% net smelter return royalty debt of $70,948 payable following production from the CNE open pit mine. Of the total value of the units, $28,500 was allocated to share capital and $42,448 was allocated to contributed surplus in respect of the warrants issued.

During June 2014, the Company issued 1.3 million units priced at $0.25 per unit for total proceeds raised of $325,000. Each unit consisted of 1 common share, four flow-through shares and 2.5 warrants exercisable for two years with a strike price of $0.10. Of the $325,000 raised, $195,072 was allocated to share capital, $71,500 was allocated to the flow-through share premium, and $58,428 was allocated to contributed surplus in respect of the warrants issued.

During June 2014, 100,000 common shares were issued with respect to the Commander agreement at $0.05 per share.

During August 2014, the Company issued 2.7 million units priced at $0.25 per unit for total proceeds raised of $675,000. Each unit consisted of 4 flow-through common shares, one non-flow through common share, and 2.5 warrants, with each whole warrant entitling the holder to subscribe for one additional share for two years for $0.10 per share. Of the $675,000 raised, $409,997 was allocated to share capital and $265,003 was allocated to contributed surplus in respect of the warrants issued.

In October 2014 4,500,000 common shares were issued upon the exercise of warrants for cash proceeds to the Company of $350,000.

Future exploration is dependent on continued equity financing and/or joint ventures with other companies. The Company has no long-term debt, purchase obligations or off-balance sheet arrangements.

Subsequent Events

On February 14, 2015 the Company received a short-term loan in the amount of $13,700 from Bellport Resources Ltd., the Company's major shareholder. The loan bears interest at 6% per annum, the same as the other loans from Bellport. The funds were used for working capital purposes

On February 17, 2015 the Company announced a cessation of all operations and corporate activities and its intention to wind up the corporation within one month. As follow-up to this announcement, the Company closed its Bathurst New Brunswick office, transferred most of the records to electronic storage and discarded the remainder of the files, and transferred all of its drill core to the provincial government for preservation.

In March 2015 the Company allowed the remaining Enja claims in Quebec to expire without renewal, in order to conserve cash. Efforts to sell the claims were not successful.

On May 6, 2015 the Alberta Securities Commission and the TSX Venture Exchange issued cease trade orders with respect to the Company's common shares, for failure to file audited financial statements for the year ended December 31, 2014 as required by April 30, 2015.

On May 25, 2015 the Company and Silver Stream Mining Corp. ("Silver Stream") entered into a Letter of Intent with respect to a proposed business combination whereby the Company would acquire all of the outstanding shares of Silver Stream and Silver Stream would become a subsidiary of the Company. Key terms and conditions of the Letter of Intent include the following:

- The proposed exchange ratio is two Stratabound shares for every Silver Stream share.
- The debts of the Company to Bellport Resources Ltd., including outstanding interest thereon, shall be converted into equity at a deemed conversion rate of $0.05 per share.
- Management of Silver Stream will succeed to the management positions in the combined company.
- The Board of Directors will consist of representatives from both companies.
- The Company will retain the "Stratabound" name.
- As a condition precedent to the business combination, the Company's environmental monitoring liabilities and the charges against the Company levied by Environment Canada must be resolved on terms satisfactory to Silver Stream.
- The audited financial statements must be completed and filed, and the cease trade order noted above must be lifted and Stratabound's shares must be freely trading.

On July 8, 2015 the Company was reclassified by the TSX Venture Exchange from Tier 1 to Tier 2.

In August 2015 the Company allowed the Green Point claims in the Bathurst mining camp to expire. Efforts to sell the claims were unsuccessful.

In August 2015 the Company received a commitment from Bellport Resources Ltd. for an additional loan of $250,000 to enable completion of the transaction with Silver Stream.

Related Party Transactions

During the year, the Company paid rent of $7,200 (2013 - $7,200) for office space owned by officers of the Company.

During the year, the Company issued through private placement financing 100,000 (2013 - 100,000) common shares to directors and officers of the Company and issued 24,820,000 (2013 - 2,400,000) common shares to a private company controlled by Stratabound's largest shareholder in a private placement and pursuant to the exercise of warrants.

Of the total salaries and benefits paid to key management, $18,000 (2013 - $10,500) was capitalized as mineral exploration and evaluation assets during the year.

Commitments and Contingencies

The Company is committed to incurring qualifying exploration expenditures of $800,000 before December 31, 2015. At December 31, 2014, the remaining expenditure obligation is $13,577. This obligation relates to the flow-through share offerings closed during 2014.

At December 31, 2014, the Company has committed to spending an additional $182,932 on exploration to complete the requirements under the option agreement with Commander Resources Ltd.

Share Capital

The authorized capital of the Company consists of an unlimited number of common shares without par value. At December 31, 2014 the number of issued common shares was 107,962,611 (fully diluted 123,527,611)). As at September 14, 2015 the number of common shares issued is 107,962,611 (fully diluted 123,527,611).

Options outstanding at September 14, 2015

Number of Options	Exercise Price	Expiry Date
365,000	0.13	July 12, 2016
1,975,000	0.10	May 17, 2017
1,625,000	0.10	April 8, 2018
3,965,000	0.102	

Warrants outstanding at September 14, 2015

Number of Warrants	Exercise Price		Expiry Date
750,000	$	0.10	June 16, 2016
6,750,000		0.10	August 29, 2016
2,500,000		0.20	October 9, 2018
950,000		0.05	February 5, 2019
10,950,000	$	.118	

<u>Risks and Uncertainties</u>

The business of exploration and mining is full of risk that even a combination of experience, knowledge and careful evaluation may not be able to overcome. The operations to be conducted by the Company will be subject to all of the operating risks normally attendant upon mineral exploration and development. Failure to obtain financing can result in delay or indefinite postponement of exploration and development projects with the possible loss of such properties. While the Company has been successful in the past at raising funds, there can be no assurance that it will continue to do so. Equity financing opportunities require favorable market conditions and commodity prices that cannot be assured.

Whether a mineral deposit once discovered will be commercially viable depends on a number of factors, some of which depend on the particular attributes of the deposit, such as size, grade and proximity to infrastructure. These factors are beyond the control of the Company. The Company must also compete with a number of companies that may have greater technical or financial resources. The Company is unable to predict the amount of time which may elapse between the date when any new mineral reserve may be discovered and the date when production will commence from any such discovery.

The exploration and development of mineral properties and the marketability of any minerals contained in such properties can be affected by many other factors beyond the control of the corporation, such as metal prices, availability of adequate refining facilities, or the imposition of new government regulation affecting existing taxes and royalties or environmental and pollution controls.

The directors of the Company are engaged and will continue to be engaged in the search for mining interests on their own behalf and on behalf of other companies, and situations may arise where the directors and officers may be in direct competition with the Company. Conflicts of interest, if any, which arise will be subject to and governed by procedures prescribed by the *Business Corporations Act* (Alberta) which require a director or officer of a corporation who is a party to, or is a director or an officer of or has a material contract with the Corporation to disclose his interest and, in the case of directors, to refrain from voting on any matter in respect of such contract unless otherwise permitted under the *Business Corporations Act* (Alberta).

<u>Critical Accounting Estimates</u>

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

The effect of a change in an accounting estimate is recognized prospectively by including it in total comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

Exploration and evaluation expenditure

Estimates

In situations where indicators of impairment are present for the Company's mineral exploration and evaluation assets, estimates of recoverable amount must be determined as the higher of the CGU's estimated value in use or the estimated fair value less costs to sell. Value in use is based on the present value of the future cash flows expected to flow from the CGU to the Company and actual cash flows may vary. Fair value less costs to sell is based on recent sales of comparable assets which may or may not be indicative of the CGU's fair value.

Judgments

Management uses judgment in determining whether or not there are indicators of impairment for its CGUs. The results of management's assessment could result in an impairment test not being performed when indicators did in fact exist, which could impact the valuation of the CGUs' carrying values. Management uses judgement in determining what constitutes a CGU (Note 3e).

The CGUs identified by the Company are as follows:

1. Taylor Brook
2. CNE/Captain Group
3. CNE Mining Lease
4. Green Point
5. Gemini Hills
6. Enja
7. Commander Option

During the year, the Company had two reportable segments; exploration properties and the producing mine. However, due to impairment on the producing property, there was only one reportable segment at year-end.

Income taxes

Estimates

Deferred tax assets and liabilities are determined using the tax rates expected to be in effect at the time the assets are realized and liabilities settled. The actual tax rate in effect at that time may vary from the expected tax rates.

Judgments

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Company recognizes liabilities and contingencies for anticipated tax audit issues based on the Company's current understanding of tax law. For matters where it is probable that an adjustment will be made, the Company records its best estimate of the tax liability including the related interest and penalties in the current tax provision. Management believes they have adequately provided for the probable outcome of these matters; however, the final outcome may differ materially from the amount included in the tax liabilities.

In addition, the Company recognizes deferred tax assets relating to tax losses carried forward to the extent there are sufficient taxable temporary differences (deferred tax liabilities) relating to the same taxation authority and the same taxable entity against which the unused tax losses can be utilized. However, utilization of the tax losses also depends on the ability of the taxable entity to satisfy certain tests at the time the losses are recovered.

Share-based payment transactions

Estimates

The Company measures the cost of equity-settled transactions with directors, officers, employees and consultants by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This valuation requires the determination of the most appropriate inputs including the expected life of the share option (based on historical times between vesting date and exercise date) and share price volatility (based on historical share price volatility). In addition, the amount recognized is based on the number of equity instruments expected to ultimately vest, which relies on estimates of forfeiture rates which is based on historical evidence of forfeitures. History may not always be indicative of the future and as a result, the value determined has significant estimation uncertainty. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 15 to the December 31, 2014 audited financial statements. The same estimates are required for transactions with non-employees where the fair value of the goods or services received cannot be reliably determined.

Financial Instruments

Financial assets are classified into one of the following categories based on the purpose for which the asset was acquired. All transactions related to financial instruments are recorded on a trade date basis. The Company's accounting policy for each category is as follows:

Loans and receivables

These assets are non-derivative financial assets resulting from the delivery of cash or other assets by a lender to a borrower in return for a promise to repay on a specified date or dates, or on demand. They are initially recognized at fair value plus transaction costs that are directly attributable to their acquisition or issue and subsequently carried at amortized cost, using the effective interest rate method, less any impairment losses. Amortized cost is calculated taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs. Gains and losses are recognized in profit or loss when the loans and receivables are derecognized or impaired, as well as through the amortization process. The Company classifies its cash and other receivables as loans and receivables.

Available-for-sale investments

Non-derivative financial assets not included in the above category are classified as available-for-sale and comprise principally the Company's investments in entities not qualifying as subsidiaries or associates. Available-for-sale investments are carried at fair value with changes in fair value recognized in other comprehensive income. Where there is a significant or prolonged decline in the fair value of an available-for-sale financial asset (which constitutes objective evidence of impairment), the full amount of the impairment, including any amount previously recognized in other comprehensive income, is recognized in profit or loss. If there is no quoted market price in an active market and fair value cannot be readily determined, available-for-sale investments are carried at cost.

On sale or impairment, the cumulative amount recognized in other comprehensive income is reclassified from accumulated other comprehensive income to profit or loss.

Other financial liabilities

Financial liabilities are classified as other financial liabilities and comprise accounts payable and accrued liabilities and short-term loan payable. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemption, as well as any interest payable while the liability is outstanding.

Accounts payable and accrued liabilities represent obligations for goods and services provided to the Company prior to the end of the period which are unpaid. All amounts are unsecured and are normally paid within 30 days of recognition.

The Company’s publicly filed documents are available on SEDAR at www.sedar.com

Additional information on the Company’s projects including news releases, maps and photos can be viewed on the Company’s website www.stratabound.com.

All scientific and technical data disclosed in this report has been reviewed and verified by Stan Stricker, P.Geol., a Qualified Person within the meaning of National Instrument 43-101. Stan Stricker, P.Geol. is the Qualified Person for the Company.

Certain information regarding the Company contained herein may constitute forward looking statements. Forward looking statements may include estimates, plans, expectations, opinions, forecasts, projections, guidance or other statements that are not statements of fact. Although the Company believes that the expectations reflected in such forward looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct. These statements are subject to certain risks and uncertainties and may be based on assumptions that could cause actual results to differ materially from those anticipated or implied in the forward looking statements. The Company does not plan to update or alter any forward looking statement except where required by law. Specific statements include plans for further drilling and raising additional equity, specific risks include operational and geological risks and the ability of the Company to raise necessary funds for exploration. The Company's forward looking statements are expressly qualified in their entirety by this cautionary statement.