

# CMX GOLD & SILVER CORP.

## MANAGEMENT'S DISCUSSION AND ANALYSIS

The following discussion is management's analysis of CMX Gold & Silver Corp.'s (the "Company" or "CMX") operating and financial data for the year ended December 31, 2017 and 2016 as well as management's estimates of future operating and financial performance based on information currently available. It should be read in conjunction with the unaudited consolidated financial statements and notes for the years ended December 31, 2017 and 2016.

This Management's Discussion and Analysis ("MD&A") and the consolidated financial statements and comparative information have been prepared in accordance with IFRS.

Technical disclosure for the Clayton Property included in this MD&A has been reviewed by Richard Walker, P.Geo., a Qualified Person under National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101").

All financial information in this MD&A is stated in Canadian dollars, the Company's reporting currency, unless otherwise noted. The MD&A was prepared as of April 30, 2018. Additional information relating to CMX can be found at [www.sedar.com](http://www.sedar.com).

## MATERIAL FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking information as contemplated by Canadian securities regulators' Form 51-102F1, also known as forward-looking statements. All estimates and statements that describe the Company's objectives, goals or future plans are forward-looking statements. Readers are cautioned that the forward-looking statements are based on current expectations, estimates and projections that involve a number of risks and uncertainties, which could cause actual results to differ materially from those anticipated by the Company and described in the forward-looking statements. The Company will issue updates where actual results differ materially from any forward-looking statement previously disclosed.

## RESPONSIBILITY OF MANAGEMENT

The preparation of the financial statements, including the accompanying notes, is the responsibility of management. Management has the responsibility of selecting the accounting policies used in preparing the financial statements. In addition, management's judgment is required in preparing estimates contained in the financial statements.

## ABOUT CMX GOLD & SILVER CORP.

CMX is a junior mining company with a silver-lead-zinc property in the United States of America. The Company's focus is the development of its 100%-owned Clayton property located in Idaho, U.S.A., with the primary focus being to determine the feasibility of reactivating the mine. The Clayton property has historically produced silver, lead and zinc with minor gold. The property is held by CMX's wholly-owned subsidiary, CMX Gold & Silver (USA) Corp.

## 2017 OVERVIEW

The Company's strategy is to proceed with work programs on the Clayton Silver Property, including further sampling of the mine dump, geophysical work on the mine site to delineate future drilling targets and preliminary engineering on the refurbishment of the mill.

To carry out further programs on the Clayton property the Company is pursuing several funding programs.

The Company continues to market its Regulation A+ offering in the United States. Under Regulation A+, the offering is exempt from SEC registration requirements and is available to non-accredited investors in all states. Also, CMX is working to attract a strategic investor to provide multi-year funding for the Clayton project and has made significant progress in that regard. Although there is no certainty that the financing efforts will be successful, the Company's goal is to secure funds by mid-2018 for work programs on the Clayton property commencing in the third quarter of 2018.

In Canada, the Company's shares trade on the Canadian Securities Exchange ("CSE") under the trading symbol "CXC". Most investors in the USA are unable to transact directly on Canadian stock exchanges and, as many have expressed interest in purchasing the Company's shares, CMX shares are now DTC-Eligible for trading in the USA. The Company's shares trade on OTC Markets under the trading symbol "CXXMF".

On January 17, 2017, the Company issued 29,000 units at \$0.10 per unit in settlement of \$2,900 in debt. Each unit consisted of one common share and one common share purchase warrant entitling the holder to purchase one common share at a price of \$0.20 per share expiring on January 17, 2019.

On January 17, 2017, the Company issued 346,500 units at \$0.10 per unit for gross proceeds of \$34,650. Each unit consisted of one common share and one common share purchase warrant entitling the holder to purchase one common share at a price of \$0.20 per share expiring on January 17, 2019.

On January 17, 2017, the Company issued 480,000 common shares at US\$0.075 per share in settlement of US\$35,834 in debt.

On February 21, 2017, the Company extended the expiry dates of 660,000 warrants exercisable at \$0.20 per share until March 4, 2019.

On August 17, 2017, the Company extended the expiry dates of 500,000 warrants exercisable at \$0.20 per share until September 16, 2019.

On December 30, 2017, holders of the Company's secured convertible debentures in the principal amount of \$295,641 agreed to extend the maturity date of the debentures by one year to January 31, 2019. In consideration of the holders of the debentures agreeing to extend the maturity date, the Company has agreed to extend by one year the date that the holders may convert the debentures into common shares of CMX.

On December 30, 2017, the Company extended the expiry dates of 100,000 warrants exercisable at \$0.20 per share until January 11, 2019 and 3,275,000 warrants exercisable at \$0.20 per share until April 16, 2019.

## SELECTED ANNUAL INFORMATION

For the year ended December 31,	2017	2016	2015
Net loss before financing expenses	\$ 246,303	\$ 328,476	\$ 437,050
Net loss before financing expenses on a per share basis	0.007	0.010	0.013
Net loss	319,699	387,620	474,356
Net loss on a per share basis	0.010	0.012	0.015
Total assets	661,516	765,150	736,129
Total current liabilities	321,288	335,677	285,980
Total long-term liabilities	\$ 919,010	\$ 729,170	\$ 604,251

## RESULTS OF OPERATIONS

During the year ended December 31, 2017 the company realized a net loss before financing expenses of \$246,303 compared to a net loss before financing expenses of \$328,476 in 2016, resulting in a decrease of \$82,173. The Company's focus during the year continued to be on raising funds to facilitate the commencement of programs on the Clayton property with the major expenditures during the period relating to these efforts. Share-based payments dropped from \$23,752 in 2016 to \$2,723 as no new options were issued during the year. The following table itemizes the net loss from operations for the years ended December 31, 2017 and 2016.

## SCHEDULE OF NET INCOME (LOSS) BEFORE FINANCING EXPENSES

For the year ended December 31,	2017	2016
Management fees	\$ 108,100	\$ 136,412
Shareholder reporting & investor communications	57,978	56,767
General and administrative	38,277	41,537
Professional fees	31,689	33,211
Listing and filing fees	17,228	32,272
Mineral property expenditures	4,540	3,841
Share-based payments	2,722	23,752
Loss on foreign exchange	(919)	684
Recovery of prior period expenditures	(13,312)	-
Loss before financing income (expenses)	\$ 246,303	\$ 328,476

## EXPLORATION AND EVALUATION ASSETS

### Clayton Property

The Clayton Silver Mine was discovered in the late 1800's and historically was one of the most active underground mines in the Bayhorse Mining District in central Idaho for lead, zinc, silver, and copper with minor gold. Located approximately 30 km south-southwest of Challis in Custer County, southeast Idaho, the 276 ha (684 acre) property consists of 29 patented mining claims and two patented mills sites, comprising approximately 228 ha (565 acres). An additional six unpatented mining claims were filed in January 2015 and comprise 48 ha (119 acres) adjacent to and contiguous with the property to the south.

The Company has compiled and comprehensively reviewed available historical drilling and mining information for the Clayton Mine and the Clayton Silver Property. Information available in the public domain was obtained from both the United States and Idaho Geological Surveys. Several sub-surface mine plans were obtained from private sources, as well as the U.S. Department of the Interior, Office of Surface Mining. These data provide the basis for an initial compilation of the sub-surface workings tied to surface. The underground workings are flooded and inaccessible and, consequently, historical records are the only source of information available.

The former Clayton silver-lead-zinc-copper mine had total production of 218,692 kg silver (7,031,110 oz), 39,358,903 kg lead (86,771,527 lbs), 12,778,700 kg zinc (28,172,211 lbs), and 754,858 kg copper (1,664,177 lbs), with 67 kg (2,154 oz) gold from an estimated 2,145,652 tonnes of ore mined between 1934 and 1985. Mineralization was originally discovered in 1877, with the mine operating almost continuously over 50 years until its closure in 1986 due to low metal prices.

The former Clayton Mine was developed on 8 levels to a depth of 1,100 feet (335 meters) below surface and is comprised of approximately 6,000 meters (19,690 feet) of underground development. Two major ore bodies were mined: the “South Ore Body” and the “North Ore Body”. Both are tabular ore bodies raking northeast to depth. Production was initiated on the South Ore Body with development extending north, and to depth, on the North Ore Body until 1986 when the mine was closed.

**The following information was derived from records for a working mine and is not compliant with the requirements of NI 43-101.** Historical records indicate the “South Ore Body” was mined from the 100-foot level to the 800-foot level, while the “North Ore Body” was mined from the 100-foot level to the 1100-foot level. Internal mine records from 1966 indicate a resource of 597,075 tonnes between the 800-foot level and 1300-foot level, having a weighted average grade of 3.83 oz Ag/t. Values for lead and zinc were not disclosed. Underground development on the 800-foot level was extended to the “North Ore Body”, with subsequent development down to the 1100-foot level to access the ore. Records indicate that as of January 1, 1982, there were approximately 458,590 tonnes of ore identified between the 800 and 1100 foot levels. Of this resource, 52,800 tonnes were mined in 1983, 76,110 tonnes in 1984 and 102,258 in 1985, suggesting 227,422 tonnes grading 3.83 oz Ag/t have not been mined. Additional tonnage identified down to the 1530-foot level was not mined and, therefore, is interpreted to remain available. Significant potential is demonstrated in hole 1501-A, drilled in the mid-1960’s, which penetrated the mineralized zone at 1,425 feet. At that depth, the hole intercepted 22 feet (6.70 m) of 4.07 oz Ag/t, 5.75% lead and 5.37% zinc (note: true width is unknown).

On November 23, 2015, CMX filed on SEDAR a NI 43-101 compliant technical report dated March 7, 2013 for Clayton.

#### ***Clayton Evaluation Program***

In August 2014, representatives of the Company collected a total of 95 samples from 19 locations, including 16 locations on the Mine Dump situated immediately adjacent to the old Clayton Mine workings and extending to the south. An additional three locations were sampled on the Tailings Pile south of the mine. An aggregate of over 3,000 kilograms of sample material was collected. Sample locations were selected to ensure representative samples. CMX representatives were on site during sampling to ensure random sample selection. A tracked backhoe was used to trench to a maximum depth of approximately 12 feet and five representative samples, each weighing roughly 33 kg, were taken at 2-3 foot intervals for each location.

The preliminary results from analysis of the Mine Dump samples confirmed the presence of a suite of metals of potential interest. Panning of material from the Mine Dump has confirmed the presence of free, relatively coarse gold, while analysis of the samples documents the presence of gold in each sample. In particular, assays confirmed gold values up to 2.84 gm/t (Sample 11369) with an average of 0.80 gm/t for the 16 locations comprised of the initial suite of samples.

#### ***Clayton 2018 Work Programs***

Management is planning a more detailed follow-up sampling program commencing in 2018 (funding dependent) to assess the economic potential of the Mine Dump. The program will include drilling in a grid pattern over the mine dump to recover multiple samples from each location. The Mine Dump is estimated to contain greater than 500,000 tonnes of metal-bearing material readily available for immediate processing. Upon completion of the detailed sampling and conditional on satisfactory results, CMX intends to proceed with a preliminary economic assessment (PEA) which, if positive, is expected to support refurbishing and modernizing the mill on the property as the first phase of reactivating the mine.

The Company also plans, in tandem with the mine dump sampling program, to carry out geophysical work on the property to pinpoint drill locations for a follow-up drilling program in order delineate the resource potential of the known mineralized systems identified and referred to as the South and North Ore Bodies in the old mine workings. The Company will also drill locations to identify other mineralized zones adjacent to the known structures. CMX has concluded that very little geophysics was done on the property historically.

### **SUMMARY OF QUARTERLY RESULTS**

	2017				2016			
	Q4	Q3	Q2	Q1	Q4	Q3	Q2	Q1
Net loss before financing costs	\$66,016	\$38,958	\$71,236	\$70,093	\$117,941	\$75,315	\$67,685	\$67,535
Net loss before financing costs on a per share basis	0.002	0.001	0.002	0.002	0.004	0.002	0.002	0.002
Net loss (profit)	\$100,571	\$40,982	\$89,843	\$88,303	\$123,174	\$94,167	\$86,093	\$84,186
Net loss (profit) on a per share basis	0.003	0.001	0.003	0.003	0.004	0.003	0.003	0.003

## LIQUIDITY AND CAPITAL RESOURCES

The net loss from operations for the year ended December 31, 2017 was funded through the issuance of shares and debt. As of December 31, 2017, the Company had a net working capital deficiency of \$307,765 (2016 - \$264,022). Future operations will be funded by the issuance of capital stock. CMX is currently working on a plan to raise sufficient funds required to carry out the planned 2018 programs on Clayton (see "EXPLORATION AND EVALUATION ASSETS").

### Estimated Cash Flow Requirements for the Next 12 Months

Sampling, drilling, exploration and site preparation work on the Clayton property (funding dependent)	\$ 1,500,000
General and administrative	<u>300,000</u>
Total estimated cash requirements	<u>\$ 1,800,000</u>

The total exploration program expenditures are contingent on CMX being able to raise sufficient equity capital in the future.

## GOING CONCERN RISK

The Company has no source of operating cash flow and operations to date have been funded primarily from the issue of share capital. The Company's ability to continue as a going concern is contingent on obtaining additional financing. Whether the Company will be successful with any future financing ventures is uncertain, and this uncertainty casts significant doubt upon the Company's ability to continue as a going concern. While the Company intends to advance its plans through additional equity financing, there is no assurance that any funds will ultimately be available for operations.

## COMMITMENTS

The Company may enter into management contracts at some future date. These contracts will be negotiated in the normal course of operations and will be measured at the exchange amount which is the amount of consideration established and agreed by the parties and will reflect the values that the Company would transact with arm's length parties.

The Company has the following commitments for the next 12-month period:

Clayton property - \$2,200, related to property taxes and claims fees

## SUBSEQUENT EVENTS

On February 23, 2018, the Company completed the issuance of 2,050,000 units for gross proceeds of \$205,000. Each unit consisted of one common share and a share purchase warrant for one common share at \$0.10 per share expiring February 23, 2021.

## ARRANGEMENTS

The Company does not have any off-balance sheet arrangements and it is not likely that the Company will enter into off-balance sheet arrangements in the foreseeable future.

## CRITICAL ACCOUNTING ESTIMATES

The Company has continuously refined its management and internal reporting systems to ensure that accurate, timely, internal and external information is gathered and disseminated.

The Company's financial and operating results incorporate certain estimates including:

- i) estimated capital expenditures on projects that are in progress;
- ii) estimated future recoverable value of property associated with exploration and evaluation and any associated impairment charges or recoveries; and
- iii) estimated deferred tax assets and liabilities based on current tax interpretations, regulations and legislation that is subject to change.

The Company's management and consultants have the skills required to make such estimates and ensures that individuals with the most knowledge of the activity are responsible for the estimates. Further, past estimates are reviewed and compared to actual results, and actual results are compared to budgets in order to make more informed decisions on future estimates.

The Company's management team's mandate includes ongoing development of procedures, standards and systems to allow the Company to make the best decisions possible.

## INTERNAL CONTROLS OVER FINANCIAL REPORTING

Internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of the Company's financial reporting and the preparation of financial statements in compliance with IFRS. The Company's internal control over financial reporting includes policies and procedures that:

- pertain to the maintenance of records that accurately and fairly reflect the transactions of the Company;

- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with IFRS;
- ensure the Company's receipts and expenditures are made only in accordance with authorization of management and the Company's directors; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized transactions that could have a material effect on the annual or interim financial statements.

There were no changes in the Company's business activities during the period ended December 31, 2017 that have materially affected, or are reasonably likely to materially affect, its internal controls over financial reporting.

## LIMITATIONS OF CONTROLS AND PROCEDURES

The Company's management, including the Chief Executive Officer and Chief Financial Officer, believe that any disclosure controls and procedures or internal control over financial reporting, no matter how well conceived and operated, can provide only reasonable and not absolute assurance that the objectives of the control system are met. Further, the design of a control system reflects the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any systems of controls is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

## OUTSTANDING SHARE DATA

April 30, 2018

Common Shares Issued and Outstanding	36,265,724
Warrants Outstanding	24,334,240

	Warrants Outstanding	Weighted Average Exercise Price - CAD
Balance, December 31, 2015	24,201,740	\$ 0.17
Issued by offering memorandum	100,000	\$ 0.20
Issued for settlement of debt	500,000	\$ 0.20
Issued for settlement of debt	107,000	US\$ 0.15
Expired warrants	(3,000,000)	US\$ 0.10
Balance, December 31, 2016	21,908,740	\$ 0.18
Issued by offering memorandum	346,500	\$ 0.20
Issued for debt	29,000	\$ 0.20
Balance, December 31, 2017	22,284,240	\$ 0.18
Issued for cash	2,050,000	\$ 0.20
Balance, April 30, 2018	24,334,240	\$ 0.18

Warrants Outstanding and Exercisable	Exercise Price -CAD	Expiry Date
2,500,000	\$0.25	May 28, 2018
10,231,740	\$0.15	June 30, 2018
750,000	\$0.10	October 9, 2018
1,185,000	\$0.20	October 9, 2018
3,275,000	\$0.20	April 16, 2019
1,100,000	\$0.20	November 24, 2018
1,000,000	\$0.20	November 28, 2018
660,000	\$0.20	March 4, 2019
500,000	\$0.20	September 16, 2019
100,000	\$0.20	January 11, 2019
500,000	\$0.20	November 7, 2018
107,000	US\$0.15	November 7, 2018
375,500	\$0.20	January 17, 2019
2,050,000	\$0.20	February 23, 2021
24,334,240	\$0.18	

## Stock Option Plan

Exercise price (per option)	Number of options outstanding	Weighted average exercise price (per option)	Year of expiry	Weighted average remaining contractual life
\$0.10	2,700,000	\$0.10	2019	1.75 years
\$0.105	500,000	\$0.105	2020	2.36 years
	3,200,000	\$0.101		1.85 years

## TRANSACTIONS WITH RELATED PARTIES

During the year ended December 31, 2017, the Company incurred management fees of \$82,100 (2016 - \$105,412) to a corporation controlled by the spouse of a director of the Company. These fees are unpaid and included in due to related parties - long-term.

During the year ended December 31, 2017, the Company incurred management fees of \$10,000 (2016 - \$15,000) to the President of the Company. These fees are unpaid and included in due to related parties - long-term.

During the year ended December 31, 2017, the Company incurred management fees of \$16,000 (2016 - \$16,000) to the CFO of the Company. These fees are unpaid and included in due to related parties - long-term.

During the year ended December 31, 2017, the Company incurred consulting fees of \$31,838 (2016 - \$39,638) to the consulting accountant of the Company. These fees are unpaid and included in due to related parties - current.

During the year a related party made cash advances to the Company of \$20,000 and in 2016 received cash payments from the Company of \$14,521.

The contractual obligations and carrying value of related party debt is as follows:

	Carrying value, current	Contractual value, long-term	Contractual value, debenture	Carrying value, long-term	Carrying value, debenture
December 31, 2017					
Due to officers and directors	\$ 965	\$ 371,389	\$ 214,749	\$ 352,519	\$ 208,994
Due to other related parties	100,784	-	-	-	-
<b>Total</b>	<b>\$ 101,749</b>	<b>\$ 371,389</b>	<b>\$ 214,749</b>	<b>\$ 352,519</b>	<b>\$ 208,994</b>
December 31, 2016					
Due to officers and directors	\$ 965	\$ 232,652	\$ 202,594	\$ 232,652	\$ 180,634
Due to other related parties	48,321	-	-	-	-
<b>Total</b>	<b>\$ 49,286</b>	<b>\$ 232,652</b>	<b>\$ 202,594</b>	<b>\$ 232,652</b>	<b>\$ 180,634</b>

During the year ended December 31, 2016, the Company completed a shares for debt settlement in the amount of \$50,000 with a company controlled by the spouse of a director of the Company with the issuance of 500,000 units, each unit consisting of one common share and one common share purchase warrant exercisable at \$0.20 per share.

These transactions were initially measured at fair value.

## CONTINGENT LIABILITIES

The Company has no contingent liabilities.

## FINANCIAL INSTRUMENTS

Set out below is a comparison, by category, of the carrying amounts and fair values of all the Company's financial instruments that are carried in the consolidated financial statements.

Fair value represents the price at which a financial instrument could be exchanged for in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act.

Fair value of financial instruments	December 31, 2017		December 31, 2016	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
<b>Loans and receivables</b>				
Cash and cash equivalents	\$ 193	\$ 193	\$ 739	\$ 739
Trade and other receivables	1,303	1,303	2,995	2,995
	\$ 1,496	\$ 1,496	\$ 3,734	\$ 3,734
Financial liabilities				
<b>Other financial liabilities</b>				
Trade and other payables	\$ 183,946	\$ 183,946	\$ 286,391	\$ 286,391
Subscriptions received	32,035	32,035	-	-
Due to related parties	454,358	454,358	462,572	462,572
Long-term debt	243,711	243,711	210,823	208,993
Convertible debentures	322,690	322,690	98,268	98,268
<b>FVTPL</b>				
Derivative financial instruments	3,558	3,558	6,793	6,793
	\$ 1,208,263	\$ 1,208,263	\$ 1,064,847	\$ 1,063,017

The carrying value of cash and cash equivalents, trade and other receivables, trade and other payables and dividends payable approximate its fair value due to their short-term nature. The fair value of the due to related parties and long-term debt is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.

The Company is required to classify fair value measurements using a hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy is as follow:

- Level 1 – quoted prices in active markets for identical assets or liabilities; and
- Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly or indirectly; and
- Level 3 - inputs that are unobservable and significant to the overall fair value measurement.

Derivative financial instruments are included in Level 2.

Cash and cash equivalents are included in Level 1. Due to related parties, long-term debt, convertible debentures and derivative financial instruments are included in Level 2.

The Company is exposed to a variety of financial risks including credit risk, liquidity risk, and market risk.

Risk management is carried out by the Company's management team with guidance from the Board of Directors. The Board of Directors also provides regular guidance for overall risk management.

**a) Credit risk**

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to cash and cash equivalents, and trade and other receivables. Cash is held with reputable chartered banks from which management believes the risk of loss is minimal. Included in trade and other receivables are taxes receivable from Canadian government authorities. Management believes that the credit risk concentration with respect to financial instruments is minimal. The maximum credit risk exposure associated with the Company's financial assets is the carrying value.

**b) Liquidity risk**

Liquidity risk is that the Company will not be able to meet its obligations as they become due. The Company's approach to managing liquidity risk is to ensure that it will have sufficient resources to meet liabilities when due. As at December 31, 2017, the Company had a net working capital deficiency of \$307,765 (2016 - \$264,022). Management is continuously monitoring its working capital position and will raise funds through the equity markets as they are required. However, there is no certainty that the Company will be able to obtain funding by share issuances in the future. The Company is presently seeking to raise capital through an equity offering (see note 1 and 22).

The following amounts are the contractual maturities of financial liabilities and other commitments as at December 31, 2017:

	Total	1 year	2 – 5 years
Trade and other payables	\$ 183,946	\$ 183,946	\$ -
Subscriptions received	32,035	32,035	-
Due to related parties	473,358	101,750	352,609
Long-term debt	243,711	-	243,711
Convertible debentures	331,577	-	331,577
	\$ 1,265,627	\$ 317,731	\$ 927,897

**c) Market risk**

Market risk is the risk of loss that may arise from changes in the market factors such as interest rates, commodity and equity prices and foreign currency rates.

i) Interest rate risk

The Company has cash balances and its current policy is to invest excess cash in investment-grade short-term money market accounts. The Company periodically monitors the investments it makes and is satisfied with the credit worthiness of its investments. Interest rate risk is minimal as interest rates are anticipated to remain at historically low levels with little fluctuation and any excess cash is invested in money market funds. Fluctuations in interest rates do not materially affect the Company as it either does not have significant interest-bearing instruments or the interest is at a fixed rate.

ii) Foreign currency risk

Currency risk is the risk to the Company's earnings that arise from fluctuations of foreign exchange rates and the degree of volatility of these rates. The Company is exposed to foreign currency exchange risk on cash held in U.S. funds. The Company does not use derivative instruments to reduce its exposure to foreign currency risk.

Foreign currency risk could adversely affect the Company, in particular the Company's ability to operate in foreign markets. Foreign currency exchange rates have fluctuated greatly in recent years. There is no assurance that the current exchange rates will mirror rates in the future.

The Company currently has minimal foreign currency risk although in the future foreign currency risk may affect the level of operations of the Company. This may also affect the Company's liquidity and its ability to meet its ongoing obligations.

As the Company currently holds minimal United States currency a change in the exchange rate between the U.S. dollar and the Canadian dollar would not have a significant effect on the Company liquidity or working capital. The Company is exposed to currency risk as its exploration property is denominated in US dollars. A 5% appreciation in the US currency would result in a loss of \$32,400 in other comprehensive income and a 5% depreciation in the US currency would result in a gain of \$30,857 in other comprehensive income.

**CAPITAL MANAGEMENT**

The Company's objectives in managing its capital will be:

- i) To have sufficient capital to ensure that the Company can continue to meet its commitments with respect to its mineral exploration properties and to meet its day to day operating requirements in order to continue as a going concern; and
- ii) To provide a long-term adequate return to shareholders.

The Company's capital structure is comprised of shareholders' deficiency.

CMX is an early stage mining company which involves a high degree of risk. The Company has not determined whether its properties contain economically recoverable reserves of ore and currently will not earn any revenue from its mineral properties and therefore will not generate cash flow from operations. The Company's primary source of funds will come from the issuance of capital stock.

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank sponsored instruments.

The Board of Directors does not establish quantitative return on capital criteria for management but rather relies on the expertise of the Company's management to sustain future development of the Company. The Company's long-term debt is held by related parties or shareholders and CMX is not subject to externally imposed capital requirements. There have been no changes in the Company's capital management in the current year.

## **INTERNATIONAL FINANCIAL REPORTING STANDARDS**

### **Standards issued but not yet effective**

The following new IFRS pronouncements have been issued, are not yet effective and have not been early adopted, and may have impact on the Company in future are discussed below.

In 2010, the IASB issued IFRS 9 Financial Instruments, which addresses the classification and measurement of financial assets. The new standard defines two instead of four measurement categories for financial assets, with classification to be based partly on the Company's business model and partly on the characteristics of the contractual cash flows from the respective financial asset. An embedded derivative in a structured product will no longer have to be assessed for possible separate accounting treatment unless the host is a non-financial contract. A hybrid contract that includes a financial host must be classified and measured in its entirety. The IASB has determined the mandatory effective date of IFRS 9 to be January 1, 2018. IFRS 9 is still available for early adoption. Commencing January 1, 2018, the Company will report financial instruments as outlined in IFRS 9. This policy has no effect on the cash flows of the company.

On May 28, 2014, the IASB issued International IFRS 15, "Revenue from Contracts with Customers", which is the result of the joint project with the Financial Accounting Standards Board. The new standard replaces the two-main recognition standards IAS 18, "Revenue", and IAS 11, "Construction Contracts". The new standard provides a five-step model framework as a core principle upon which an entity recognizes revenue and becomes effective January 1, 2018. The Company does not currently generate income from operations and until such time that the Company generates Revenue from Contracts with Customers IFRS 15 will not impact the Company's consolidated financial statements.

On January 13, 2016, the IASB issued International IFRS 16, "Leases", which is the result of the joint project with the Financial Accounting Standards Board. IFRS 16 specifies how to recognize, measure, present and disclose leases. The standard provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessor accounting however remains largely unchanged from IAS 17 and the distinction between operating and finance leases is retained and becomes effective January 1, 2019. The Company is currently still assessing the impact of IFRS 16 on the Company's consolidated financial statements.

### **ADDITIONAL INFORMATION**

Additional information relating to the Company can be found on SEDAR at [www.sedar.com](http://www.sedar.com) and on CMX's website: [www.cmxgoldandsilver.com](http://www.cmxgoldandsilver.com).