URACAN RESOURCES LTD.

Management's Discussion and Analysis of
Financial Condition and Results of Operations
Third Quarter Report – April 30, 2017

The following discussion is management's assessment and analysis of the results and financial condition of Uracan Resources Ltd. ("Uracan" or "Company"), and should be read in conjunction with the accompanying unaudited condensed interim financial statements and related notes. The preparation of financial data is in accordance with International Financial Reporting Standards ("IFRS"), including IAS 34, Interim Financial Reporting as issued by the IASB and follows the same accounting policies and methods of application as the Company's most recent annual financial statements. All figures are reported in Canadian dollars unless otherwise indicated.

Certain information included in this discussion may constitute forward looking statements. Forward looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different from those expressed or implied. The effective date of this report is June 29, 2017.

Overview

Uracan is a uranium exploration company that trades on the TSX Venture Exchange under the symbol URC. Uracan is in the business of exploring and developing bulk tonnage, uranium deposits with its Canadian projects in Saskatchewan and Quebec. The Company's current focus is on the Clearwater project as discussed in *Saskatchewan Properties* below and Uracan continues to actively pursue new opportunities to capitalize on management's exploration and financing capabilities.

As at April 30, 2017, the Company had a working capital deficit of $265,489. The Company recorded a loss of $2,268,550 during the nine months ended April 30, 2017, incurred negative cash flows from operations and had an accumulated deficit of $46,075,257 as at April 30, 2017. These conditions cast significant doubt on the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on management's capacity to identify additional sources of capital and to raise sufficient resources in order to fund ongoing operating expenditures and the Company's development plan. Although management has been successful in the past, there is no assurance these initiatives will be successful in the future.

Saskatchewan Properties

Clearwater Project

In August 2014, Uracan signed a definitive option agreement (the "Forum Agreement") with Forum Uranium Corp. ("Forum"), whereby Uracan can earn up to a 70% interest in Forum's Clearwater Project (the "Clearwater Project") in northern Saskatchewan.

Currently Uracan has earned a 25% interest in the Clearwater Project, with Forum holding the remaining 75% interest. Uracan earned the 25% interest with the cumulative exploration expenditures of $1.5 million. In order for Uracan to earn a 51% interest, the Company must spend an additional $1.5 million in exploration by August 29, 2017 and can elect to earn up to a 70% interest by funding cumulative expenditures of $6.0 million by August 29, 2019.

Pursuant to the Forum Agreement, the Company issued a total of 300,000 common shares to Forum. Uracan will also grant Forum a 2% net smelter royalty ("NSR") on the property, with Uracan having the option to purchase 1% of the NSR for $1.0 million. Uracan will fund all exploration work until the 51% earn-in option has been completed, after which further work will be funded by both Uracan and Forum under a joint venture agreement. Forum will be the Clearwater Project operator until Uracan earns its 51% interest, after which Uracan may elect to become the operator. The Company and Forum are currently discussing the terms of the Forum Agreement.

Uracan and Forum commenced a geophysics and diamond drill program in September 2016. The geophysical work consisted of a ground VTEM program to define targets for subsequent exploration drilling. The VTEM program outlined a number of conductors which were targeted by the drill program. Drilling commenced in late September and was completed in mid-November. A total of 2,602 meters of drilling was completed in 9 drill holes.

The Mongo area is interpreted to be on strike with the structure hosting the Triple R deposit. Drilling on the Mongo Lake area (drill holes CW-16 to CW-20) of the property have encountered predominantly mafic gneisses, locally weakly graphitic, that have been cut numerous times by felsic granitic dykes and moderately radioactive (thorium bearing) mafic dykes with probing peaks of up to 2345 counts per second. These mafic dykes have been reactivated by subparallel brittle shear zones. The upper section of the drill holes also contains intervals of secondary hematite alteration, both along fracture surfaces and locally within the matrix and lithological boundaries.

Several intervals of moderate bleaching of the drill core were noted in the Mongo Lake drilling. Clays in the bleached zone have been analyzed by TerraSpec (TSP 350-2500) instrument, and have come back as mostly illite, a clay associated with hydrothermal alteration and common around all of the eastern Athabasca basin uranium deposits and at NexGen Energy's Arrow deposit. Samples of the bleached and clay altered core will be geochemically analysed in the near term to confirm the nature and type of other clay minerals present.

The combination of elevated radioactivity, bleaching with illite clay and secondary hematite associated with brittle shear zones and local graphitic zones are encouraging as these indicate that altering and radioactive fluids were active in the area.

Drill hole CW-16 intersected an interval between 259.5 meters and 266.0 meters downhole assaying 3000ppm (0.3%) Lead and 43400ppm (4.34%) Zinc over a 6.5 meter core length that was chip sampled. This high grade interval occurs within a zone of anomalous Zinc mineralization, with assays ranging between 114ppm to 43400ppm Zinc and 14ppm to 3000ppm Lead between 241.8 meters and 272.0 meters downhole. The host rock is a well banded granodiorite/granitic gneiss with variable silicification and sulphide content. These samples have not been composited as they are chip samples and not continuous samples. True widths of this interval are not known at this time. Further work is required to better define the nature of this base metal mineralization.

Chip samples consist of systematically collecting similar sized small fragments of the core at a regular spacing across zones of similar lithology and alteration. These individual chips from discrete lithological intervals are combined into a single sample that is submitted to the lab (SRC Geoanalytical Laboratories or SRC) for geochemical analysis. A systematic chip sampling program of all drill core was conducted as a regular part of the sampling program on the project and is a common sampling method in uranium exploration. The initial geochemical result was of enough interest that the lab was requested to reanalyze the sample, which returned 2750ppm (0.275%) Lead and 45400 (4.54%) Zinc in the reanalysis.

The reader is cautioned that these results are derived from selective composite chip samples that may not be representative of the interval. The chips are typically taken at 1 metre intervals along the length of the core.

CW-16 was drilled on the northern portion of the Clearwater claim group just south of Mongo Lake. Please see http://www.uracan.ca/s/Sask.asp?ReportID=674709 for further details.

Elevated base metals are frequently associated with the Athabasca unconformity uranium mineralization. Base metals, along with clay alteration and hematite alteration noted in the other drill holes outlined above show that a metal bearing, hydrothermal system was active in this portion of the Patterson Lake trend. These results indicate that additional follow up work is needed to determine both the potential for uranium mineralization and the nature and potential for base metal mineralization on the Clearwater Project.

Four diamond drill holes (CW-12 to CW-15) were completed in the Key area of the project testing gravity lows or EM conductors. While the alteration of the basement rocks was very strong with up to 30m of dissolved and missing core, most of this is interpreted to be caused by surficial weathering, evidence for this given by associated kaolinite clays. The drill holes that targeted EM conductors intersected graphitic structures with evidence of numerous tectonic episodes; however, no significant uranium mineralization was noted in this area.

In 2014, two drill holes totaling 526 metres were completed on the Property. These holes were focused on two target areas that hosted the combination of an EM conductor and a coincident gravity low, and were located near previously drilled holes that encountered encouraging geology and alteration.

Hole CW-10 was drilled 270 metres south of hole CW-01 (see Forum Uranium's April 17 2014 news release for further details) and intersected several fault zones with chloritization and variable hydrothermal hematization, along with a graphitic fault gouge zone from 177 to 186 metres down the hole. Elevated uranium values were returned below 186 metres to the bottom of the hole at 242 metres, ranging between 14 ppm U3O8 and 84.9 ppm U3O8. The high of 84.9 ppm U3O8 (partial digestion) was noted over a 6 metre wide interval.

Partial digestion of the rock extracts easily leached uranium, suggesting the uranium mineralization was remobilized from a nearby source. These uranium values are a significant increase relative to those obtained from the nearby hole CW-01. Further drilling along this conductor trend is recommended.

CW-11 was located approximately 100 metres north of CW-03 and intersected a large deformation zone with strong mylonite development. Uranium values of 36.5 ppm U3O8 between 242 and 254 metres down hole and 29.5 ppm U3O8 from 272 to 284 metres down hole were noted within a quartz-rich granitic unit. This area also appears to have had uranium-bearing fluid flow, similar to that seen in CW-10. In addition boron is also present in two samples with 509 ppm boron between 252 and 262 metres, and 158 ppm boron between 272 and 278 metres depth. Boron is a positive geochemical pathfinder for uranium mineralization, and both the uranium and boron values are substantially higher than the values intersected in CW-03 to the south. These results indicate that exploration drilling should continue to the north along this major structure.

The Clearwater Project is underlain by a mix of pelitic to psammitic metasediments that overlie older Archean gneisses. Recent work by the Saskatchewan Geological Survey indicates the potential that the politic to psammitic metasediments may in fact be derived from mafic metavolcanic rocks. This reinterpretation is ongoing, with other exploration companies in the Patterson Lake region re-evaluating previous geologic interpretations. Graphitic horizons are typically present at the contact between the two and are a target for drilling, especially in areas where there are cross-cutting structures. Several SSW trending electromagnetic (EM) conductors cross from Fission's claim group onto the Clearwater Project. These EM conductors were the target of the 2016 VTEM geophysical survey.

Black Lake Project

In January, 2013, the Company entered into an agreement (the "Agreement") with UEX Corporation ("UEX") whereby the Company could earn into the Black Lake Project (the "Project") in the Athabasca Basin in northern Saskatchewan. The Project is currently a joint venture between UEX (90.92% interest) and AREVA Resources Canada Inc. ("AREVA") (9.08% interest).

Under the Agreement, as amended on November 25, 2015, Uracan was to fund a total of $10.0 million of project expenditures on or before December 31, 2023, to earn a 60% interest in the Project from UEX, with no partial earn-in permitted including minimum expenditures of $1.0 million per year.

During the nine months ended April 30, 2017, the Company was unable to fund its minimum commitment under the Agreement and the option expired. As such, the Company recognized an impairment of $1,670,408 on the statement of loss and comprehensive loss in the period.

Pipewrench Lake Property

The Company holds four claim blocks in the Pipewrench Lake and Narrows Lake areas in Saskatchewan. The Company has a 100% interest in these properties.

Quebec Properties

The North Shore property consists of 12 non-contiguous claim blocks covering 180.46 km^2 located in the Havre St. Pierre, Aguanish and Natashquan corridor along the North Shore of the Gulf of St. Lawrence. The blocks consist of three distinct claim groups: Wee Gee, Costebelle, and Lac Turgeon.

The Lac Turgeon Claim Group (Turgeon A) hosts numerous uranium occurrences and deposits including the Double S, Middle Zone and TJ Zone. On September 21, 2015 the Company announced that due to the ongoing de facto moratorium on uranium exploration in Quebec, significant uncertainty surrounds the future of uranium exploration and mining in Quebec. The Quebec Ministry of Environment is refusing to issue permits to any company engaged in uranium exploration in the province. In addition, the recent BAPE public consultation has recommended against allowing uranium exploration and mining in the province. These events have caused Uracan to be severely restricted in its ability to do any uranium exploration on the North Shore Property, and make it appear unlikely that Uracan will be able to do so in the future.

The Company will continue to maintain core claims hosting known uranium mineralization in good standing while letting non-core claims lapse in order to lower the overall costs associated with the Quebec North Shore Property.

The Company is planning to evaluate the potential for lithium mineralization on the Quebec North Shore Property. This work is in the planning stages at the effective date of this report. It is expected to start in mid 2017.

Summary of Quarterly Results

		Q3 April 30, 2017		Q2 January 31, 2017		Q1 October 31, 2016		Q4 July 31, 2016
Revenue	$	-	$	-	$	-	$	-
Net loss for the period		(117,095)		(1,730,228)		(421,227)		(101,742)
Basic and diluted loss per share	$	(0.00)	$	(0.02)	$	(0.00)	$	(0.00)

		Q3 April 30, 2016		Q2 January 31, 2016		Q1 October 31, 2015		Q4 July 31, 2015
Revenue	$	-	$	-	$	-	$	-
Net income (loss) for the period		(99,969)		(140,660)		(103,379)		343,887
Basic and diluted income (loss) per share	$	(0.00)	$	(0.00)	$	(0.00)	$	0.00

The increase in expenses during the three months ended January 31, 2017, is largely as a result of the impairment of exploration and evaluation assets related to the Black Lake Project. Operating expenses increased in the three months ended October 31, 2016, due to share-based compensation. Significant items contributing to the increase in other income during the three months ended July 31, 2015, included accounts payable being written down, forgiven advance royalties payable of $325,000, and other income of $146,033 (amortization of the flow-through share premium).

Overall Performance and Results of Operations

Cash decreased by $870,377 during the nine months ended April 30, 2017. The items that contributed to the decrease were $991,239 in exploration and evaluation expenditures and cash outflows of $278,218 relating to operating activities, partially offset by proceeds on shares issued, net of share issuance costs, in the amount of $289,080, and issuance of notes payable in the amount of $110,000.

During the nine months ended April 30, 2017, the Company's option with UEX expired, and as such the Company recognized an impairment of $1,670,408 on the statement of loss and comprehensive loss in the period.

Three months ended April 30, 2017 and 2016

The most significant expenses incurred during the three months ended April 30, 2017, were as follows:

- Salaries and benefits of $49,011 (2016: $24,457): Comparatively higher in current period as prior period included salary reimbursements received for consulting services provided to another corporation;

- Consulting fees of $30,000 (2016: $30,285): Consisted of payments made in accordance with a financial advisory agreement, which remained consistent;

- Share-based compensation of $20,086 (2016: nil): Increased as a result of 400,000 share options granted during the period;

- Professional fees of $11,636 (2016: $5,000): Comparatively higher in current period from increased legal fees; and

- Regulatory and transfer agent fees of $2,785 (2016: $2,669): Consisted mostly of transfer agent and listing fees, which remained consistent.

Nine months ended April 30, 2017 and 2016

The most significant expenses incurred during the nine months ended April 30, 2017, were as follows:

- Share-based compensation of $448,156 (2016: nil): Increased as a result of 6,550,000 share options granted during the period;

- Salaries and benefits of $125,665 (2016: $72,641): Comparatively higher in current period as prior period included salary reimbursements received for consulting services provided to another corporation;

- Consulting fees of $90,000 (2016: $90,285): Consisted of payments made in accordance with a financial advisory agreement, which remained consistent;

- Professional fees of $20,856 (2016: $54,509): Comparatively lower in current period as prior period included increased legal fees relating to tax matters;

- Regulatory and transfer agent fees of $11,671 (2016: $6,741): Consisted mostly of transfer agent and listing fees, comparatively higher in current period due to financing activity; and

- Impairment of exploration and evaluation assets of $1,670,408 (2016: nil), which was the impairment of the Black Lake Project.

Liquidity and Capital Resources

As at April 30, 2017, the Company had working capital deficit of $265,489 and cash of $35,657 to settle current liabilities of $312,209. The Company recorded a loss of $2,268,550 during the nine months ended April 30, 2017, and had an accumulated deficit of $46,075,257 as at April 30, 2017. These conditions cast significant doubt on the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on management's capacity to identify additional sources of capital and to raise sufficient resources in order to fund ongoing operating expenditures and the Company's development plan. Although management has been successful in the past, there is no assurance these initiatives will be successful in the future.

The sources of funds currently available to the Company for its acquisition and exploration projects are solely due from equity financing. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company.

During the nine months ended April 30, 2017, the Company closed the second tranche of a non-brokered private placement, consisting of 3,600,000 flow-through shares at a price of $0.05 per share for gross proceeds of $180,000, and 704,000 non flow-through units at a price of $0.05 per unit for gross proceeds of $35,200. Each non flow-through unit consists of one common share and one half of a warrant. Each whole warrant entitles the holder to purchase one common share at an exercise price of $0.10 per common share until August 2, 2017.

During the nine months ended April 30, 2017, the Company closed a non-brokered private placement, consisting of 1,538,461 flow-through shares at a price of $0.065 per share for gross proceeds of $100,000.

Outstanding Share Data

The Company has authorized an unlimited number of common shares without par value and an unlimited number of preferred shares without par value.

At the date of this report, 105,944,601 common shares are issued and outstanding, 9,945,000 share options are outstanding and 6,440,750 warrants are outstanding.

Related Party Transactions

During the nine months ended April 30, 2017, the Company incurred consulting fees of $90,000 (2016: $90,000) and share issue costs of $3,152 (2016: nil) to Fiore Management and Advisory Corp., a company of which a director of the Company is an officer.

During the nine months ended April 30, 2017, the Company incurred legal fees of $214 (2016: nil) and share issue costs of $1,230 (2016: nil) to Farris, Vaughan, Wills & Murphy LLP, a legal firm of which a director of the Company is a partner.

As at April 30, 2017, notes payable of $155,000 (July 31, 2016: $45,000) and accrued interest of $20,515 (July 31, 2016: $16,819) were owed to a director of the Company.

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers.

Remuneration attributed to key management personnel can be summarized as follows:

> During the nine months ended April 30, 2017, salaries and benefits expense of $142,053 (2016: $137,560) was recognized on the statement of loss and comprehensive loss.
>
> During the nine months ended April 30, 2017, share-based compensation of $409,873 (2016: nil), was recorded relating to 6,000,000 share options granted to directors and officers of the Company.
>
> During the nine months ended April 30, 2017, the Company received salary recoveries of $21,396 (2016: $70,067) from arm's length companies.

Risks and Uncertainties

The Company is subject to a number of risk factors due to the nature of the mining business in which it is engaged, including adverse movements in commodity prices, which are impossible to forecast. The Company seeks to counter these risks to the extent possible by selecting exploration areas on the basis of their recognized geological potential to host economic deposits. The Company is subject to significant risks including, but not limited to, the following:

Industry

The Company is engaged in the acquisition and exploration of mineral properties, an inherently risky business, and there is no assurance that an economic mineral deposit will ever be discovered and subsequently put into production. Most exploration projects do not result in the discovery of commercially mineable ore deposits. The geological focus of the Company is on areas in which the geological setting is well understood by management.

Uranium and Metal Prices

The price of uranium is affected by numerous factors beyond the control of the Company including producer hedging activities, the relative exchange rate of the U.S. dollar with other major currencies, demand, political and economic conditions and production levels. In addition, the price of uranium has been volatile over short periods of time due to speculative activities. The price of other metals and mineral products that the Company may explore for have the same or similar price risk factors.

Dependence on Management

The Company strongly depends on the business and technical expertise of its management team and there is little possibility that this dependence will decrease in the near term.

Critical Accounting Policies and Estimates

The Company has prepared the accompanying financial statements in accordance with IAS 34, using accounting policies consistent with IFRS. Significant accounting policies are described in Note 3 of the Company's financial statements as at and for the year ended July 31, 2016.

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates.

Recent Accounting Standards Not Yet Effective

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC. The following have not yet been adopted by the Company and are being evaluated to determine their impact.

- IFRS 9: New standard that replaced IAS 39 for classification and measurement, effective for annual periods beginning on or after January 1, 2018.
- IFRS 16 – Leases: New standard to establish principles for recognition, measurement, presentation and disclosure of leases with an impact on lessee accounting, effective for annual periods beginning on or after January 1, 2019.

Financial Instruments

Financial Risk Management

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's financial instruments consist of cash, amounts receivable, trade and other payables and notes payable.

Fair Value Measurement

The Company classifies the fair value of financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument:

- Level 1 – quoted prices in active markets for identical assets or liabilities.
- Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e.: as prices) or indirectly (i.e.: derived from prices).
- Level 3 – inputs for the asset or liability that are not based on observable market data.

Cash, amounts receivable, trade and other payables and notes payable are held at amortized cost which approximates fair value due to the short-term nature of these instruments.

Financial Instrument Risk Exposure

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board approves and monitors the risk management processes.

Credit Risk

Credit risk arises from the potential for non-performance by counterparties of contractual financial obligations. The Company's exposure to credit risk includes cash and cash equivalents and amounts receivable. The Company reduces its credit risk on cash and cash equivalents by maintaining its bank account with a large international financial institution. The maximum exposure to credit risk is equal to the carrying value of its cash and cash equivalents and amounts receivable.

Liquidity Risk

At April 30, 2017, the Company had cash of $35,657 to settle current liabilities of $312,209 and had a working capital deficit of $265,489. Refer to Note 1 for additional details of liquidity risk as it relates to the Company continuing as a going concern.

Market Risk

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

I. Interest Rate Risk

The Company's notes payable bear interest at fixed rates and the Company's bank account earns interest at variable rates. The fair value of its financial instruments is relatively unaffected by changes in short-term interest rates.

II. Commodity Price Risk

Although the Company is an exploration stage company, it is subject to price risk from fluctuations in market prices of natural resource commodities since its future profitability is dependent on the market price of these commodities. The prices of commodities are affected by numerous factors beyond the Company's control. Fluctuations in commodity prices could result in future commercial production that is impracticable to the Company. Therefore, management regularly monitors natural resource commodity prices to determine the appropriate course of action to be taken by the Company.

III. Equity Price Risk

Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

IV. Currency Risk

The Company is not exposed to currency risk as all transactions are denominated in Canadian dollars.

Management's Report on Internal Control over Financial Reporting

In connection with National Instrument ("NI") 52-109 (Certification of Disclosure in Issuer's Annual and Interim Filings) adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited condensed interim financial statements and the audited annual financial statements and respective accompanying Management's Discussion and Analysis.

The Venture Issuer Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109.

Outlook

Clearwater Project

Uracan has received the results of the fall 2016 work program and is exploring financing opportunities to continue work on the project.

Additional information relating to the Company is available on the Company's web site at www.uracan.ca and on SEDAR at www.sedar.com.