Management's Discussion and Analysis
For the Six-Month Period Ended May 31, 2019

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This management's discussion and analysis ("MD&A") of Elysee Development Corp. ("Elysee" or "the Company"), dated July 11, 2019 should be read in conjunction with the accompanying condensed consolidated interim financial statements and notes for the six-month period ended May 31, 2019. The Company's financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). Except as noted, all financial amounts are expressed in Canadian dollars. Additional information relating to the Company is available on SEDAR and may be accessed at www.sedar.com.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

This document contains certain statements that may be deemed "forward-looking statements". All statements in this document, other than statements of historical fact, that address events or developments that the Company expects to occur, are forward looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans" "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. In particular, the forward-looking statements in this MD&A include: (i) under the heading "*Outlook*" statements relating to the Company's capital expenditure plans for 2019; and (ii) under the heading "*Liquidity and Capital Resources*" the statement that the Company believes it has sufficient funds to fund its currently planned administrative budget through the balance of fiscal 2019. Forward-looking statements involve numerous risks and uncertainties. Estimates and forward-looking statements are based on assumptions of future events and actual results may vary from these estimates.

Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include market prices, and continued availability of capital and financing, and general economic, market or business conditions and other factors discussed under the heading "*Risks and Uncertainties*". Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

The forward-looking statements contained in this MD&A are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or in any other documents filed with Canadian securities regulatory authorities whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. The forward-looking statements are expressly qualified by this cautionary statement.

NAV is a non-GAAP (generally accepted accounting principles) measure calculated as the value of total assets less the value of total liabilities divided by the total number of common shares outstanding as at a specific date. For the purpose of this calculation, share purchase warrants held by the Company are valued using the Black-Scholes model calculation, as reported in our annual and quarterly financial statements. The term NAV does not have any standardized meaning according to GAAP and therefore may not be comparable to similar measures presented by other companies. There is no comparable GAAP measure presented in the Company's financial statements and thus no applicable quantitative reconciliation for such non-GAAP financial measure. The Company believes that NAV can provide information useful to its shareholders in understanding its performance, and may assist in the evaluation of its business relative to that of its peers.

OVERVIEW AND OVERALL PERFORMANCE

Elysee completed a Change of Business ("COB") from a "mining issuer" to an "investment issuer" on December 31, 2015.

The Company believes that the experience and contacts of its board of directors and management will enable it to identify and capitalize upon investment opportunities as an "investment issuer". The Company's primary focus will be to seek returns through investments in the securities of other companies and other assets.

Since the beginning of the current fiscal year on December 1, 2018, the Company has invested over $3.7 million in private and publicly listed companies in the U.S. and Canada, with total assets of $14,151,546 as at May 31, 2019.

During the six-month period ended May 31, 2019 the Company had net and comprehensive earnings of $703,064 as compared to $999,250 during the six-month period ended May 31, 2018 mainly due to $911,075 of net investment income derived from its portfolio ($1,275,395 during the six-month period ended May 31, 2018).

The value of the warrants in the Company's portfolio declined to $1,303,508 from $1,449,383 in the prior year. The fair market value is calculated using on the Black-Scholes Pricing Model. This compares to intrinsic value, which is the difference between the current market value of the underlying share less the exercise price of the warrant. The intrinsic value of the Company's investment warrants was $445,115 on May 31, 2019.

The net asset value of the Company is $0.53 per share using the Black-Scholes Pricing Model as compared to $0.50 per share using the intrinsic value for the investment warrants.

On February 28, 2019 the Company paid a final dividend of $0.02 per share for fiscal 2018 to shareholders of record as of February 19, 2019 for a total amount of $536,852.

On August 3, 2018 the Company paid an interim dividend of $0.01 per share for fiscal 2018 to shareholders of record as of July 27, 2018 for a total amount of $218,175. The total dividend paid for fiscal 2018 amounts to $0.03 per share.

At November 30, 2018, the Company had unused tax losses of approximately $10,792,000 available that may be used to offset taxes that would otherwise be payable on the Company's future comprehensive earnings. For more information, please refer to Note 10 of the audited annual financial statements for the year ended November 30, 2018 on the Company's web site and available at www.sedar.com.

On April 29, 2019, the Company received approval from the TSX Venture Exchange (the "Exchange") to renew its Normal Course Issuer Bid (the "Bid"). The original Bid started on May 3, 2013. Pursuant to the Bid, the Company may purchase for cancellation, from time to time, as it considers advisable, up to 1,340,380 of its issued and outstanding common shares. The price which the Company will pay for any shares purchased will be the prevailing market price of such common shares on the Exchange at the time of such purchase. The renewed Bid commenced on May 9, 2019 and will terminate on May 8, 2020, or such earlier time as the Bid is completed or at the option of the Company. Mackie Research Capital Corporation of Vancouver, British Columbia is conducting the Bid on behalf of the Company. The Company purchased 28,000 of its common shares at a total cost of $9,680 pursuant to the normal course issuer bid from December 1, 2018 to May 31, 2019.

The Board of Directors of the Company believes that from time to time market prices for the Company's common shares do not always reflect the underlying value and that, accordingly, the purchase of common shares under the Bid will increase the Net Asset Value per share of, and be advantageous to, all remaining shareholders. The normal course purchases will also afford an increased degree of liquidity to current shareholders who would like to dispose of their shares and will serve to stabilize the market price for the Company's shares.

SIGNIFICANT MARKETABLE SECURITY INVESTMENTS

Management considers the Company's most significant investments during the six-month period ended May 31, 2019 and subsequent to July 11, 2019 to be as follows:

On November 28, 2018, the Company announced that it had incorporated a wholly-owned Delaware subsidiary to hold a 19% equity interest in US Vanadium LLC ("USV"). USV is in the business of acquiring vanadium concentrate worldwide for processing in the U.S. into refined products such as High Purity Vanadium Pentoxide (V2O5), technical grade V2O5 and Vanadium Trioxide (V2O3) and the subsequent sale of these products to international customers. By way of a tolling agreement with a U.S. refiner, USV is currently processing vanadium bearing concentrate into different vanadium products like V2O5 and V2O3. (see also news releases dated November 28, 2018 and December 18, 2018). Subsequent to the end of the quarter, the Company invested an additional $500,000 (US$375,000) in USV thereby increasing the total investment to $2.4 million (US$1,800,000). After the latest capital increase the Company's ownership in USV declined to approximately 14%. The Company has the option to convert up to US$1 million into a convertible debenture of USV.

On March 7, 2019, the Company subscribed for 2,700,000 shares of NextSource Materials Inc. ("Next") in a private placement at $0.11 per share. The Company also acquired 2,500,000 shares of Next on the open market at $0.10 per share.

On April 15, 2019, the Company subscribed for 680,000 units of IBC Advanced Alloys Corp. ("IBC") in a private placement at $0.22 per unit for $149,600. Each unit consists of one common share and one warrant, with each warrant entitling the Company to purchase one additional common share of IBC for three years from closing at $0.28 per share.

On May 9, 2019, the Company subscribed for 500,000 units of ML Gold Corp. ("ML Gold") in a private placement at $0.10 per unit for $50,000. Each unit consists of one common share and one warrant, with each warrant entitling the Company to purchase one additional common share of ML Gold for two years from closing at $0.15 per share.

On May 27, 2019, the Company subscribed for 500,000 units of Nanalysis Scientific Corp. ("Nanalysis") in a private placement at $0.60 per unit for $300,000. Each unit consists of one common share and one-half warrant, with each warrant entitling the Company to purchase one additional common share of Nanalysis for one year from closing at $0.75 per share.

On June 5, 2019, the Company purchased 2,000,000 shares of Minera Alamos Inc. ("Minera") at $0.10 per share for $200,000. The Company also owns 800,000 warrants exercisable at $0.10 per share until July 23, 2019.

On June 7, 2019, the Company subscribed for 150,000 shares of Alexco Resource Corp. in a private placement at US$1.00 per share for US150,000.

On June 13, 2019, the Company acquired a convertible debenture of WELL Health Technologies Corp. for $100,000. This debenture pays 8% annual interest for 5 years and is convertible at $0.95.

OUTLOOK

At May 31, 2019 the Company's statement of financial position includes working capital of $11,677,424 inclusive of $2,076,861 of cash and cash equivalents and $9,518,564 in marketable securities. The Company also has investments of $2,474,005 in private companies.

Management believes the Company's financial position remains strong and is sufficient to cover planned administration costs for at least a twelve-month period.

RESULTS OF OPERATIONS – SIX-MONTH PERIOD ENDED MAY 31, 2019

The Company's net and comprehensive earnings for the six-month period ended May 31, 2019 was $703,064 ($0.03 basic earnings per share) compared to net and comprehensive earnings of $999,250 ($0.05 basic earnings per share) for the six-month period ended May 31, 2018.

The significant changes in net and comprehensive earnings during the current fiscal six-month period compared to the year prior are as follows:

The net realizable result of transactions in marketable securities was a $528,903 gain for the six-month period ended May 31, 2019 compared to a $1,418,339 gain in the prior year.

There was an unrealized gain on marketable securities of $273,027 for the six-month period ended May 31, 2019 compared to an unrealized loss of $188,091 in the prior year. Th unrealized gain in the current six-month period is comprised of $418,902 as a result of the fair market valuation of marketable securities and convertible debentures and an unrealized loss of $145,875 for the valuation of investment warrants.

Interest and dividend income increased $59,249 to $105,249 for the six-month period ended May 31, 2019, compared to $46,110 during the prior year as several new convertible debentures were acquired.

Advertising and promotion expenses increased $4,771 to $5,839 during the six-month period ended May 31, 2019 from $1,068 during the six-month period ended May 31, 2018.

Travel costs for the six-month period ended May 31, 2019 decreased $4,107 to $18,430 as compared to $22,537 in the prior year. The current period's travel costs were associated with the investigation of various investment opportunities and attendance at trade shows.

There was a share-based payment expense of $21,159, a non-cash item, on the quarterly vesting of previously granted stock options during the six-month period ended May 31, 2019 compared to a share-based payment expense of $96,649 during the same period a year prior.

All other general and administrative costs were relatively similar to those incurred in the six-month period a year prior.

RESULTS OF OPERATIONS – THREE-MONTH PERIOD ENDED MAY 31, 2019

The Company's net and comprehensive loss for the three-month period ended May 31, 2019 was $77,339 ($0.00 basic loss per share) compared to net and comprehensive earnings of $84,682 ($0.00 basic earnings per share) for the three-month period ended May 31, 2018.

The significant changes in net and comprehensive earnings during the current fiscal three-month period compared to the year prior are as follows:

The net realized result of transactions in marketable securities was a $20,945 gain for the three-month period ended May 31, 2019 compared to a $667,023 gain in the prior year.

There was an unrealized loss on marketable securities of $52,541 for the three-month period ended May 31, 2019 compared to an unrealized loss of $511,913 in the prior year. The unrealized loss in the current three-month period is comprised of $198,999 as a result of the fair market valuation of marketable securities and convertible debentures and an unrealized gain of $146,458 for the valuation of investment warrants.

Interest and dividend income increased $20,923 to $52,264 for the three-month period ended May 31, 2019, compared to $31,341 during the prior year as several new convertible debentures were acquired.

Advertising and promotion expenses increased $1,753 to $2,528 during the three-month period ended May 31, 2019 from $775 during the three-month period ended May 31, 2018.

Travel costs for the three-month period ended May 31, 2019 decreased $15,879 to $231 as compared to $16,110 in the prior year. The prior year period's travel costs were associated with the investigation of various investment opportunities and attendance at trade shows.

There was a share-based payment expense of $10,274, a non-cash item, on the quarterly vesting of previously granted stock options during the three-month period ended May 31, 2019 compared to a share-based payment expense of $Nil during the same period a year prior.

All other general and administrative costs were relatively similar to those incurred in the three-month period a year prior.

SUMMARY OF QUARTERLY RESULTS

The following information is derived from the Company's quarterly financial statements for the past eight quarters:

Quarter Ended	Net and Comprehensive Earnings (Loss)	Basic Earnings (Loss) per Share
May 31, 2019 (Q2, 2019)	$(77,339)	$(0.00)
February 28, 2019 (Q1, 2019)	$780,403	$0.03
November 30, 2018 (Q4, 2018)	$94,249	$0.00
August 31, 2018 (Q3, 2018)	$195,774	$0.01
May 31, 2018 (Q2, 2018)	$84,682	$0.00
February 28, 2018 (Q1, 2018)	$914,568	$0.04
November 30, 2017 (Q4, 2017)	$293,456	$0.01
August 31, 2017 (Q3, 2017)	$(185,411)	$(0.01)

The Company's net and comprehensive earnings fluctuate significantly from quarter to quarter depending on the valuation of its marketable securities. The marketable securities are based on the fair market value of the underlying shares and the warrant valuations are based on the Black-Scholes Option Pricing Model. These fair value measurements can change dramatically depending on the price of the underlying securities and other observable inputs.

The Company's net and comprehensive loss was $77,339 for the second quarter ended May 31, 2019 (Q2, 2019) and were mainly comprised of a $52,541 unrealized loss on marketable securities and $98,145 in general and administrative expenses offset by a $20,945 realized gain on marketable securities, $52,264 in interest income and a $138 unrealized foreign exchange gain.

The Company's net and comprehensive earnings were $780,404 for the first quarter ended February 28, 2019 (Q1, 2019) and were mainly comprised of a $507,958 realized gain on marketable securities, a $325,568 unrealized gain on marketable securities, $53,095 in interest income and $5,000 in consulting income offset by a $1,352 unrealized foreign exchange loss and $109,865 in general and administrative expenses.

The Company's net and comprehensive earnings were $94,249 for the fourth quarter ended November 30, 2018 (Q4, 2018) and were mainly comprised of a $588,104 realized gain on marketable securities, $1,617 unrealized foreign exchange gain, $55,902 interest income and $10,000 consulting income offset by a $313,596 unrealized loss on marketable securities and $247,778 in general and administrative expenses.

The Company's net and comprehensive earnings were $195,774 for the third quarter ended August 31, 2018 (Q3, 2018) and were mainly comprised of a $548,191 realized gain on marketable securities, $2,064 unrealized foreign exchange gain and $40,932 in interest income offset by a $315,323 unrealized loss on marketable securities and $80,090 in general and administrative expenses.

The Company's net and comprehensive earnings were $84,682 for the second quarter ended May 31, 2018 (Q2, 2018) and were mainly comprised of a $667,023 realized gain on marketable securities, $528 unrealized foreign exchange gain and $31,341 in interest income offset by a $511,913 unrealized loss on marketable securities and $102,297 in general and administrative expenses.

The Company's net and comprehensive earnings were $914,568 for the first quarter ended February 28, 2018 (Q1, 2018) and were mainly comprised of a $751,317 realized gain on marketable securities, $323,822 unrealized gain on marketable securities and $14,770 in interest income offset by a $1,492 unrealized foreign exchange loss and $173,849 in general and administrative expenses.

The Company's net and comprehensive earnings were $293,456 for the fourth quarter ended November 30, 2017 (Q4, 2017) and was mainly comprised of a $712,442 realized gain on marketable securities, $5,708 unrealized foreign exchange gain and $20,862 in interest income offset by a $217,892 unrealized loss on marketable securities and $227,664 in general and administrative expenses.

The Company's net and comprehensive loss of $185,411 for the third quarter ended August 31, 2017 (Q3, 2017) was mainly comprised of a $305,844 unrealized loss on marketable securities, $157,583 in general and administrative expenses, and $14,513 unrealized foreign exchange loss offset by a gain of $270,851 realized on the sale of marketable securities and $21,678 in interest income.

LIQUIDITY AND CAPITAL RESOURCES

The Company relies on its working capital and equity financings to fund its investing and administrative costs.

As at May 31, 2019, the Company had working capital of $11,677,424 mainly comprised of cash and cash equivalents of $2,076,861 and marketable securities of $9,518,564. This compares to working capital of $13,042,902 at November 30, 2018, which included $4,000,039 in cash and cash equivalents and marketable securities of $9,143,332.

The decrease in cash and cash equivalents of $1,923,178 during the six-month period ended May 31, 2019 was mainly due to the payment of $536,852 in dividends and the purchase of investments $3,712,579 offset by the proceeds of $2,536,108 pursuant to the sale of investments.

During the six-months ended May 31, 2019, the Company received $60,000 from the exercise of 200,000 stock options at $0.30 per share. The net proceeds of this transaction, along with cash on hand, will be sufficient to fund the Company's currently planned investments and general and administrative expenses through the balance of fiscal 2019.

Total assets at May 31, 2019 increased to $14,151,546 from $14,093,543 at November 30, 2018.

As at the date of this MD&A, the Company had approximately $1.5 Million in cash and cash equivalents.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

The Company's Board of Directors consists of Guido Cloetens, Gaston Reymenants, Stuart Rogers and Martin Burian. Stuart Rogers is the Company's President, Guido Cloetens is the Company's Chairman and Chief Executive Officer and Gordon Steblin is the Company's Chief Financial Officer.

The Company paid amounts to related parties as follows:

	For the six-month period ended	
	May 31, 2019	May 31, 2018
Management fees paid to a company controlled by Mr. Stuart Rogers	30,000	30,000
Management fees paid to a company controlled by Mr. Guido Cloetens	45,000	45,000
Accounting fees paid to a company controlled by Mr. Gordon Steblin	30,000	35,000
Director fees paid to Mr. Martin Burian	3,000	3,000
Director fees paid to a company controlled by Mr. Gaston Reymenants	3,000	3,000
	$ 111,000	$ 116,000

During the year ended November 30, 2018, the Company granted 400,000 options, exercisable at $0.37 per share until November 9, 2021 to directors and officers of the Company vested over three years. The graded vested non-cash amount for the year ended November 30, 2018 was an estimated fair value of $2,660 and for the six-month period ended May 31, 2019 was an estimated fair value of $21,159.

During the year ended November 30, 2018, the Company granted 650,000 options, exercisable at $0.33 per share until February 27, 2021 (November 30, 2017 – 575,000 options granted) to directors and officers of the Company with a vested estimated non-cash fair value of $96,649 (November 30, 2017 - $76,584).

During the six-month period ended May 31, 2019, the Company paid $9,000 for office rent to a company controlled by the Chief Executive Officer.

The amounts owing to directors and other members of key management were as follows:

	As at	
	May 31, 2019	November 30, 2018
A company controlled by Mr. Guido Cloetens	-	80,000
A company controlled by Mr. Stuart Rogers	-	25,000
A company controlled by Mr. Gordon Steblin	-	15,000
Mr. Martin Burian	-	5,000
A company controlled by Mr. Gaston Reymenants	-	5,000
	-	$ 130,000

These transactions were in the normal course of operations and were measured at the exchange value which represented the amount of consideration established and agreed to by the related parties.

CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments, and share-based payments, and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates and judgments.

CHANGE IN ACCOUNTING POLICY

During the year ended November 30, 2018, certain new accounting policies were adopted by the Company, none of which had a significant effect on the financials records or disclosures of the Company. Future accounting policy changes are included in Note 2 of the audited financial statements and are also not expected to impact the Company in a significant manner.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

	May 31, 2019	November 30, 2018
FINANCIAL ASSETS		
Fair value through profit or loss , at fair value		
Cash and cash equivalents	$ 2,076,861	$ 4,000,039
Marketable securities	9,518,564	9,143,332
Investment in private companies	2,474,005	870,836
Loans and receivables, at amortized cost		
Interest receivable	75,115	73,106
Total financial assets	$ 14,144,545	$ 14,087,313
FINANCIAL LIABILITIES		
Other liabilities, at amortized cost		
Trade and other payables	117	49,805
Due to related parties	-	130,000
Total financial liabilities	$ 117	$ 179,805

Fair value

The fair value of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the financial statements approximates their fair value due to the demand nature or short term maturity of these instruments.

The following table provides an analysis of the Company's financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the inputs used to determine the fair value are observable.

- Level 1 - fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 - fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly. The $1,303,508 Black-Scholes valuation of warrants held as investments is substantially higher than the intrinsic value based on the warrant exercise price compared to the market price.
- Level 3 - fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data.

	Level 1	Level 2	Level 3	Total
As at May 31, 2019				
Cash and cash equivalents	$ 2,076,861	$ -	$ -	$ 2,076,861
Marketable securities - shares	6,945,862	-	-	6,945,862
Marketable securities - convertible debt	1,269,194	-	-	1,269,194
Investment in private companies - shares	-	-	2,089,915	2,089,915
Investment in private companies - convertible debt	-	-	384,090	384,090
Marketable securities - warrants	-	1,303,508	-	1,303,508
Total financial assets at fair value	$ 10,291,917	$ 1,303,508	$ 2,474,005	$ 14,069,430

	Level 1	Level 2	Level 3	Total
As at November 30, 2018				
Cash and cash equivalents	$ 4,000,039	$ -	$ -	$ 4,000,039
Marketable securities - shares	6,020,540	-	-	6,020,540
Marketable securities - convertible debt	1,673,409	-	-	1,673,409
Investment in private companies - shares	-	-	486,746	486,746
Investment in private companies - convertible debt	-	-	384,090	384,090
Marketable securities - warrants	-	1,449,383	-	1,449,383
Total financial assets at fair value	$ 11,693,988	$ 1,449,383	$ 870,836	$ 14,014,207

Management of financial risks

The financial risks arising from the Company's operations include credit risk, liquidity risk, interest rate risk, currency risk and market risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises primarily from the Company's cash and cash equivalents and receivables. The Company manages its credit risk relating to cash and cash equivalents by dealing only with highly-rated Canadian financial institutions. As at May 31, 2019, receivables were comprised of interest receivable of $75,115 (November 30, 2018 - $73,106). As a result, credit risk is considered insignificant.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk by continuously monitoring actual and projected cash flows and matching the maturity profile of financial assets and liabilities. The Company has cash and cash equivalents of $2,076,861 (November 30, 2018 - $4,000,039) to settle current liabilities of $117 (November 30, 2018 - $179,805), therefore liquidity risk is considered insignificant.

Interest rate risk

The Company's interest rate risk is primarily related to the Company's cash and cash equivalents for which amounts were invested at interest rates in effect at the time of investment. Changes in market interest rates affect the fair market value of the cash and cash equivalents. However, as these investments come to maturity within a short period of time, the impact would likely not be significant. The Company also has investments in convertible debentures which have a fixed interest rate and are not subject to interest rate fluctuations.

A 1% change in short-term rates would have changed the interest income and net earnings of the Company, assuming that all other variables remained constant, by approximately $10,384 (May 31, 2018 - $10,419) for the six-month period ended May 31, 2019.

Currency risk

The majority of the Company's cash flows and financial assets and liabilities are denominated in Canadian dollars, which is the Company's functional and reporting currency. Foreign currency risk is limited to the portion of the Company's business transactions denominated in currencies other than the Canadian dollar. As of May 31, 2019, the Company holds investments denominated in U.S. dollars totaling $1,830,000.

The Company's objective in managing its foreign currency risk is to minimize its net exposures to foreign currency cash flows by holding most of its cash and cash equivalents in Canadian dollars. The Company monitors and forecasts the values of net foreign currency cash flow and financial position exposures and from time to time could authorize the use of derivative financial instruments such as forward foreign exchange contracts to economically hedge a portion of foreign currency fluctuations. The Company has not, to the date of these financial statements, entered into derivative instruments to offset the impact of foreign currency fluctuations.

Market risk

Market risk is the risk that the fair value of or future cash flows from the Company's financial instruments will significantly fluctuate because of changes in market prices. The Company is exposed to market risk in trading its marketable securities and unfavourable market conditions could result in dispositions of investments at less than favourable prices.

The Company manages market risk by having a portfolio that is not singularly exposed to any one issuer or class of issuers. The Company's investment activities are currently concentrated primarily in junior exploration and mining companies active in the gold and silver sector as well as several technology companies.

RISKS AND UNCERTAINTIES

The Company believes that the following items represent significant areas for consideration.

Cash Flows and Additional Funding Requirements

The Company has a limited history of operating earnings and no assurances that sufficient funding, including adequate financing, will be available. The sources of funds currently available to the Company include; sale of marketable securities, raising equity or debt capital.

Composition of Portfolio

The composition of the Company's securities portfolio taken as a whole may vary widely from time to time, particularly equity securities in which the Company invests in the natural resource sector which often have very high volatilities. The Company may make investments in securities that have low trading volumes. Accordingly, it may be difficult for the Company to make trades in these securities without adversely affecting the price of such securities.

Stock Price and Performance

The Company's stock price may vary according to the value of the securities in which it invests, which will depend, in part, upon the performance of the issuers of such securities. The value of the securities acquired by the Company will be affected by business factors and risks that are beyond the control of the Company. In addition, the performance of certain of the securities may be affected by business factors and risks other than their exposure to metal and mineral prices, which may be more determinative of such securities performance. Some of the factor and risks are: (i) some of the issuers in which the Company invests may have limited operating histories, (ii) operational risks related to specific business activities of the respective issuers; (iii) quality of underlying assets; (iv) financial performance of the respective issuers and their competitors; (v) volatility in the price of metal and mineral prices; (vi) environmental risks; (vii) political risks; (viii) fluctuation in exchange rates; (ix) fluctuation in interest rates; and (x) government regulation, including regulation to prices, taxes, royalties, land tenure, land use, importing and exporting of materials and environmental protection.

There is no assurance that the investment objectives of the Company will actually be achieved. The value of the shares of the Company may increase or decrease with the value of its investment portfolio and general economic conditions beyond the control of the Company's management, including the level of interest rates, corporate earnings, economic activity, the value of the Canadian dollar and other factors.

Key Management

The success of the Company will be largely dependent upon the performance of its key officers and consultants. The success of the Company is largely dependent on the discretion and ability of the Company in determining the composition of the portfolio of assets, and in negotiating the pricing and other terms of the agreements leading to the acquisition of assets. Failure to retain key individuals or to attract or retain additional key individuals with necessary skills could have a materially adverse impact upon the Company's success.

Conflict of Interest

Some of the Company's directors and officers are directors and officers of other reporting companies. These associations may give rise from time to time to conflicts of interest. As a result of, the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. The ability to liquidate investments held by the Company in corporations with common director may be impaired by trading black-out periods imposed on insiders of such entities.

SUBSEQUENT EVENTS

For the period from June 1, 2019 to July 11, 2019, the Company repurchased 25,000 common shares of the Company, which will be cancelled.

OUTSTANDING SHARE DATA

The Company is authorized to issue unlimited common shares without par value. As at July 11, 2019, there were 26,782,613 outstanding common shares.

The following table summarizes information regarding stock options outstanding and exercisable as at July 11, 2019:

Grant date	Expiry date	Number of options outstanding	Number of options exercisable	Exercise price
August 3, 2016	August 3, 2019	200,000	200,000	$ 0.30
July 7, 2017	July 7, 2020	575,000	575,000	$ 0.305
February 27, 2018	February 27, 2021	650,000	650,000	$ 0.33
November 9, 2018	November 9, 2021	400,000	66,666	$ 0.37
Total options		**1,825,000**	**1,491,666**	

There were no warrants outstanding as at May 31, 2019 or July 11, 2019.