GRANDE PORTAGE RESOURCES LTD.

MANAGEMENT DISCUSSION & ANALYSIS OF

RESULTS OF OPERATIONS AND FINANCIAL CONDITION

For the Years Ended October 31, 2017 and 2016

(Dated February 27, 2018)

DESCRIPTION OF BUSINESS

The Company is an exploration stage company whose shares trade on Tier II (effective June 16, 2016) of the TSX Venture Exchange. The Company holds a 100% interest in the Herbert Gold Property, consisting of 91 mining claims located 20 miles north of Juneau, Alaska.

The Company is in the process of exploring its principal mineral property and has not yet determined whether the property contains ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties and related deferred exploration costs is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production or proceeds from the disposition thereof.

The Company incurred a net loss of $517,521 (2016 - $386,386) for the year ended October 31, 2017, and had an accumulated deficit of $16,520,920 (October 31, 2016 - $16,003,399) which has been funded primarily by the issuance of equity. The Company’s ability to continue as a going concern is uncertain and is dependent upon the generation of profits from mineral properties, obtaining additional financing or maintaining continued support from its shareholders and creditors. In the event that additional financial support is not received or operating profits are not generated, the carrying values of the Company’s assets may be adversely affected.

FORWARD LOOKING STATEMENTS

This MD&A contains certain statements that may constitute “forward-looking statements”. Forward-looking statements include but are not limited to, statements regarding future anticipated business developments and the timing thereof, and business and financing plans. Although the Company believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or which by their nature refer to future events. The Company cautions investors that any forward-looking statements made by the Company are not guarantees of future performance, and that actual results may differ materially from those in forward looking statements as a result of various factors, including, but not limited to, the Company’s ability to continue its projected growth, to raise the necessary capital or to be fully able to implement its business strategies.

Selected Annual Financial Information:

For the year ended	**October 31, 2017**	**October 31, 2016**	**October 31, 2015**
Total revenues	$ -	$ -	$ -
Net Loss			
Total for the year	(517,521)	(386,386)	(278,207)
Per share (basic and diluted)	(0.03)	(0.04)	(0.04)
Working capital (deficit)	70,981	(181,061)	(247,156)
Total assets	6,466,567	4,553,069	4,123,768
Exploration & Evaluation Assets	5,830,763	4,326,701	4,082,207
Total long-term financial liabilities	-	-	-

Results of Operations for the three months ended October 31, 2017 and 2016

During the three-month period, the Company incurred $283,128 (2016 - $68,629) in operating costs. The Company recorded an unrealized loss on investments of $87 (2016 – Gain of $75), and a gain on foreign exchange of $44,302 (2016 – $6,025) during the three-month period for a net loss of $234,653 (2016 - $61,934). The majority of increases for the current period were for investor and shareholder relations and consulting fees.

During the three-month period, there was a total of $1,022,833 (2016 - $213,417) incurred for exploration expenditures on the Company's Herbert Gold Property in Alaska. The majority of the costs for the Alaskan property summer drill program were for drilling, helicopter rental, geological fees, and assaying. These costs also include an amount of $114,070 recorded for shares issuable to Quaterra Resources as part of the Purchase Agreement for the acquisition by Grande Portage of Quaterra's 35% interest in the Herbert Gold Property.

In August 2017, the Company closed a non-brokered private placement consisting of 2,916,667 units at $0.15 per unit for gross proceeds of $437,500. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of $23,400 cash and 156,000 share purchase warrants at a fair value of $20,000. Each whole warrant is exercisable at $0.25 per share for a period of 18 months.

Results of Operations for the twelve months ended October 31, 2017 and 2016

During the year, the Company incurred $625,686 (2016 - $390,919) in operating costs. The majority of increases for the current period over the prior period were realized in investor and shareholder relations, consulting fees, travel and promotion, and office expenses. The Company recorded an unrealized loss on investments of $517 (2016 – Gain of $1,069) during the twelve-month period. Current operating costs were offset by the sale and transfer of the Crown Grants for proceeds of $55,600 and the sale of a piece of equipment for $6,650 for a net loss of $517,521 (2016 - $386,386).

On January 3, 2017, the Company completed the transfer of all 57 Crown granted claims to Mirva Properties Ltd. The Crown granted claims comprised both the Merry Widow and New Merry Widow properties.

During the current year, there was a total of $1,504,062 (2016 - $244,494) incurred for exploration expenditures on the Company's Herbert Gold Property in Alaska. The majority of the costs for the Alaskan property summer drill program were for drilling, helicopter rental, geological fees, and assaying. These costs also include an amount of $114,070 recorded for shares issuable to Quaterra Resources as part of the Purchase Agreement for the acquisition by Grande Portage of Quaterra's 35% interest in the Herbert Gold Property and a reclamation bond of $54,759 (US $42,472).

In December 2016, the Company closed a non-brokered private placement consisting of 4,300,000 units at $0.15 per unit for gross proceeds of $645,000. Each Unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of $16,868 cash and issued 112,455 share purchase warrants at a fair value of $13,000. Each whole warrant is exercisable at $0.25 per share for a period of 18 months.

In March 2017, the Company closed a non-brokered private placement consisting of 2,265,333 units at $0.15 per unit for gross proceeds of $339,800. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of $15,208 cash and issued 101,383 share purchase warrants at a fair value of $11,000. Each whole warrant is exercisable at $0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds $0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.

On March 27, 2017, the Company announced that it had received regulatory approval to commence drilling at its Herbert Gold project located within the Juneau Gold Belt in southeast Alaska. The Company has contracted All Nations Drilling (Alaska) LLC, an Alaskan-based, diamond contractor to drill up to 19,000 feet of diamond drill core on the Company's project. The upcoming drill program will test targets significantly deeper and further to the east than in year's past. The Company will specifically target the Main, Deep Trench, Ridge and Goat veins during this program.

In June 2017, the Company closed a non-brokered private placement consisting of 1,266,666 units at $0.15 per unit for gross proceeds of $190,000. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of $12,000 cash and issued 80,000 share purchase warrants at a fair value of $8,000. Each whole warrant is exercisable at $0.25 per share for a period of 18 months. The warrants also include an acceleration clause whereby if the trading price of the Company's shares on the TSX Venture Exchange exceeds $0.50 for 10 consecutive trading days, the expiry time of the warrants shall be accelerated, at the option of the Company, such that the expiry time will be 30 calendar days.

In August 2017, the Company closed a non-brokered private placement consisting of 2,916,667 units at $0.15 per unit for gross proceeds of $437,500. Each unit consists of one common share and one-half share purchase warrant. In connection with the private placement, the Company paid finder's fees of $23,400 cash and 156,000 share purchase warrants at a fair value of $20,000. Each whole warrant is exercisable at $0.25 per share for a period of 18 months.

Selected Quarterly Financial Information:

	4th Quarter Ended October 31, 2017	**3rd Quarter Ended July 31, 2017**	**2nd Quarter Ended April 30, 2017**	**1st Quarter Ended January 31, 2017**
Revenue	Nil	Nil	Nil	Nil
Loss for period	$234,653	$159,079	$107,756	$16,033
Loss per share	$0.01	$0.01	$0.01	$0.00

	4th Quarter Ended October 31, 2016	**3rd Quarter Ended July 31, 2016**	**2nd Quarter Ended April 30, 2016**	**1st Quarter Ended January 31, 2016**
Revenue	Nil	Nil	Nil	Nil
Loss for period	$64,434	$174,442	$90,212	$57,298
Loss per share	$0.01	$0.01	$0.01	$0.01

LIQUIDITY AND CAPITAL RESOURCES

As at October 31, 2017, the Company had net working capital of $70,981 compared to a net working capital deficiency of $181,061 at October 31, 2016. The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At October 31, 2017, the Company had cash and marketable securities of $545,059 (2016 - $198,283) to settle its accounts payable of $510,064 (2016 - $407,429). Most of the Company's financial liabilities have contractual maturities of 30 days or are due on demand and are subject to normal trade terms.

As at October 31, 2017, the Company had available for sale 3,000 common shares of Quaterra Resources Inc. (a public company) with a market value of $210 (cost - $2,118). The Company also holds 3,750 common shares of Canobo Medical Inc (formerly Four River Ventures Ltd.) having a market value of $825 (cost - $22,500).

RECLAMATION BONDS

The Company placed Guaranteed Interest Certificates ("GICs") in trust as reclamation deposits pursuant to a condition of receiving consent from a government agency to explore its resource property interests. As at October 31, 2017, the Company held GICs totaling $54,759 (US $42,472) (2016 – $Nil).

STATEMENT OF EXPLORATION AND EVALUATION ASSETS

	Herbert Gold Property
Balance, October 31, 2016	$ 4,326,701
Acquisition costs	145,272
Assaying	37,085
Claim maintenance fees	18,453
Consulting	6,328
Drilling	639,649
Field expenses	20,410
Food / lodging	62,899
Freight	5,582
Fuel	16,706
Geological fees	92,429
Helicopter rentals	299,799
Legal fees	19,940
Site personnel	42,941
Share-based compensation	46,503
Storage / office rental	26,945
Travel	8,697
Vehicle rentals	14,424
Balance, October 31, 2017	**$ 5,830,763**

RESOURCE PROPERTIES

Herbert Gold Property

Pursuant to an agreement dated June 16, 2010, as amended on June 12, 2012, (the "Option Agreement") with Quaterra Alaska, Inc. ("Quaterra"), the Company was granted and has exercised an option to acquire a 65% interest in a mining lease dated November 1, 2007 (the "Mining Lease") for the Herbert Gold property, consisting of 84 mining claims, located 20 miles north of Juneau, Alaska. The Company was required to incur at least USD$1,250,000 (incurred) under the Option Agreement in exploration expenditures on the property to acquire its 65% interest.

During the year ended October 31, 2016, the Company entered into a purchase agreement with Quaterra to acquire the remaining 35% interest in the Herbert Gold Project in exchange for the issuance of 1,182,331 common shares (issued) on a non-diluted basis, equal to 9% of the Company's outstanding common shares (up to the first $1 million) and a cash payment of $250,000 USD (due within 90 days of the earlier of: the delivery of a favorable feasibility report on the Herbert Gold Project; or change of control of the Company; or sale of the Herbert Gold Project. The 1,182,331 common shares issued to Quaterra are currently being held by the Company pending the successful registration of the assignment of the remaining 35% interest to the Company.

During the current reporting period, Quaterra and Grande Portage completed the Assignment and Assumption agreements transferring the remaining 35% interest to Grande Portage and the Company has released the 1,182,331 shares to Quaterra.

The Herbert Gold Project is subject to a 5% net smelter returns royalty reserved to an underlying lessor, plus minimum annual advance royalties of $30,000 USD due November 1. All advance royalties will be credited towards any net smelter returns royalty paid upon the commencement of commercial production.

OFF-BALANCE SHEET ARRANGEMENTS

As of the date of this filing, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company including, without limitation, such considerations as liquidity and capital resources that have not previously been discussed.

COMMITMENTS

The Company has renewed management agreements with certain members of senior management. In the event that there is a change of control or termination of contract, the Company is committed to pay severance payments equivalent to twelve months of salary. The agreements expire in October 31, 2018 and the Company is committed to make monthly payments of $14,050.

INVESTMENTS

The Company holds marketable securities having a fair market value of $1,1035 as at October 31, 2017.

RELATED PARTY TRANSACTIONS

Included in accounts payable at October 31, 2017 is $162,871 (2016 - $359,134) owing for services to companies controlled by directors and officers of the Company. These amounts are unsecured, non-interest bearing, and are due on demand.
During the year ended October 31, 2017, the Company incurred the following related party transactions:

(a) $28,865 (2016 - $30,848) in legal fees to a law firm of which partner is a director of the Company;

b) The Company has identified its directors and senior officers as its key management personnel. No post-employment benefits, other long-terms benefits and termination benefits were made during the year ended October 31, 2017 and 2016. Short-term key management compensation consists of the following for the year ended October 31, 2017 and 2016:

	2017	**2016**
	$	$
Accounting fees	30,000	24,000
Management fees	168,600	162,000
Stock-based compensation	89,533	94,000
Total	288,133	134,200

During the year ended October 31, 2017, the Company entered into management fee agreements for the term of two years with a Director and the President of the Company ("Contractors") in the amounts of annual compensation of $69,000 per annum and $99,600 per annum, respectively (see Note 15).

SHARE CAPITAL

Issued and Outstanding:	Balance outstanding as at February 27, 2018 is 30,139,865.
Stock Options outstanding:	Balance outstanding as at February 27, 2018 is 1,225,000.
Share Purchase Warrants:	Balance outstanding as at February 27, 2018 is 5,912,505.

RISK FACTORS

The following is a brief description of some of the risks that investors should be aware of. This discussion should not be considered complete and therefore, the Company, its Directors and officers would like to recommend shareholders, lenders, investors and readers of the Management Discussion and Analysis and other documents that the Company may disseminate to review their investments directly with their financial advisors.

a) the Company has not yet commenced commercial operations and has no history of earnings;
b) there can be no assurance that an active and liquid market for the Company's common shares will develop and an investor may find it difficult to resell its common shares.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

(a) Financial Instruments

As at October 31, 2017, the Company's financial instruments consist of cash, marketable securities, and accounts payable. The fair values of these financial instruments approximate their carrying values because of their short-term nature.

(b) Fair Value Measurements

The Company's financial instruments are categorized in a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

<u>Level 1</u> - applies to assets or liabilities for which there are quoted prices in active markets for identical assets or liabilities.

<u>Level 2</u> - applies to assets or liabilities for which there are inputs other than quoted prices that are observable for the asset or liability such as quoted prices for similar assets or liabilities in active markets; quoted prices for identical assets or liabilities in markets with insufficient volume or infrequent transactions (less active markets); or model-derived valuations in which significant inputs are observable or can be derived principally from, or corroborated by, observable market data.

<u>Level 3</u> - applies to assets or liabilities for which there are unobservable inputs to the valuation methodology that are significant to the measurement of the fair value of the assets or liabilities.

The fair value of cash is determined based on "Level 1" inputs, which consist of quoted prices in active markets for identical assets. As at October 31, 2017, the Company believes that the carrying values of accounts payable approximate their fair values because of their nature and relatively short maturity dates or durations.

Financial Risk Factors

Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations.

Concentration of credit risk exists with respect to the Company's cash and marketable securities as all are placed with two major Canadian financial institutions. The Company is not exposed to significant credit risk on its cash and marketable securities as all have been placed with major financial institutions.

Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. At October 31, 2017, the Company had a working capital of $70,981 and a working capital deficiency of $181,061 at October 31, 2016. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. As at October 31, 2017, the Company does not have adequate working capital to discharge its existing financial obligations and will need to acquire additional funding in order to meet its current obligations.

Market Risk

The Company's financial instruments include marketable securities which are publicly traded and therefore subject to the risks related to the fluctuation in market prices of publicly traded securities. The Company closely monitors market values to determine the most appropriate course of action.

Interest Rate Risk

The Company is not subject to any significant interest rate risk.

Foreign Currency Risk

The Company's currency risk exposures arise from transactions denominated in foreign currencies. The Company's foreign exchange risk arises primarily with respect to the United States dollars ("USD"). The Company incurs exploration expenditures denominated in the USD. Fluctuations in the exchange rates between United States dollars and Canadian dollars could have a material effect on the Company's business, financial condition and results of options. The result of sensitivity analysis conducted by the Company shows an increase (decrease) of 10% in the foreign exchange rates between USD and Canadian Dollar could result in an increase (decrease) of the Company's net assets by approximately $155,063 (2016 - $26,128). The Company does not engage in any hedging activity.

Commodity Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities may be subject to risks associated with fluctuations in the market price of commodities. Management closely monitors commodity prices, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

SUBSEQUENT EVENTS

Subsequent to the year end, the Company issued 760,464 shares to Quaterra Alaska Inc. as per the terms under the Purchase Agreement for the remaining 35% interest in the Herbert Gold property. The fair value of these shares was recorded as shares issuable at October 31, 2017.

On February 23, 2018 the Company authorized a stock option grant of up to 1,500,000 stock options to directors, officers and consultants exercisable at $0.15 per share.

DISCLAIMER

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. The users of this information, including but not limited to investors and prospective investors, should read it in conjunction with all other disclosure documents provided including but not limited to all documents filed on SEDAR (www.SEDAR.com). No securities commission or regulatory authority has reviewed the accuracy of the information presented herein. The Company maintains a system of internal controls to provide reasonable assurance that assets are safeguarded and financial information is accurate and reliable. The Board of Directors has responsibility for developing and implementing the Company's approach to governance issues. Committees of the Board presently consist of an Audit Committee.

CAUTIONARY STATEMENT RISKS AND UNCERTAINTIES

This MD&A may contain "forward looking statement" that reflect the Company's current expectations and projections about its future results. When used in this MD&A, words such as "estimate", "intend", "expect", "anticipate", and similar expressions are intended to identify forward-looking statements, which by their very nature, are not guarantees of the Company's future operational or financial performance, and are subject to risks and uncertainties and other factors that could cause the Company's actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied, by these forward-looking statements. These risks, uncertainties and factors may include, but are not limited to: unavailability of financing, unfavorable feasibility studies, fluctuations in the market valuation for the minerals, difficulties in obtaining required approvals for the development of a mine and other factors.

Readers are cautioned not to place undue reliance on these forward-looking statements which speak only as at the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks and uncertainties, including the risks and uncertainties identified above and elsewhere in this MD&A, actual events may differ materially from current expectations. The Company does not intend, and does not assume any obligation to update these forward-looking statements.