Management's Discussion and Analysis

For the Nine Months Ended September 30, 2015 and 2014

The discussion and analysis that follows is intended to provide a summary of TVI Pacific Inc. ("**TVI**" or "**the Company**") results over the periods ended September 30, 2015 and 2014, as well as its financial position and future plans. It should be read in conjunction with the unaudited interim consolidated financial statements for the nine months ended September 30, 2015 and 2014, prepared in accordance with International Financial Reporting Standards ("**IFRS**"). All figures in this discussion and analysis are expressed in Canadian dollars unless otherwise indicated. Additional information is available on TVI's website at www.tvipacific.com or on SEDAR's website at www.sedar.com. Information in this Management Discussion & Analysis ("**MD&A**") is as of November 13, 2015.

NOTICE TO READER

Pursuant to National Instrument 51-102, Part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited consolidated interim financial statements of TVI Pacific Inc. for the interim reporting period ended September 30, 2015, have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board, and are the responsibility of the Company's management.

The Company's independent auditors, PricewaterhouseCoopers, have not performed a review of these consolidated interim financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

Forward-looking Statements

Certain information contained herein constitutes forward-looking statements. Forward-looking statements are frequently characterized by words such as "plan", "expect", "forecast", "project", "intend", "believe", "anticipate", "outlook" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking statements are based on the opinions and estimates of management at the dates the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those projected in the forward-looking statements. These factors include, without limitation: the inherent risks involved in the mining, exploration and development of mineral properties, the uncertainties involved in interpreting drilling results and other geological data, fluctuating metal prices, the possibility of project delays or cost overruns or unanticipated excessive operating costs and expenses, uncertainties related to the necessity of financing, the availability of and costs of financing needed in the future, and other factors described in the Company's Annual Information Form under the heading "Risk Factors". The Company undertakes no obligation to update forward-looking statements if circumstances or management's estimates or opinions should change other than as required by securities laws. The reader is cautioned not to place undue reliance on forward-looking statements.

Qualified Persons

*Mike Bue, Bsc. Eng, M.Eng, P.Eng, Technical Advisor and Project Advisory Group member of TVI, has acted as the Qualified Person in compliance with National Instrument 43-101 Standards of Disclosure for Mineral Projects ("**NI 43-101**") reporting requirements by virtue of his membership in the Professional Engineers of Ontario and Canadian Institute of Mining and Metallurgy. He has approved the scientific and technical information in this document and has confirmed compliance with NI 43-101 requirements.*

Additional information on the Company, including the Company's Annual Information Form, is also available on SEDAR at www.sedar.com and on the Company's website at www.tvipacific.com.

Corporate Profile

TVI is a publicly-traded Canadian resource company focused on the evaluation and acquisition of resource projects in the Asia Pacific region.

TVI management's track record of success includes putting the first foreign-invested mine into production in the Philippines after the passage of the Philippine Mining Act of 1995. From 2004 to 2014, TVI produced 105,200 ounces of gold, 1.8 million ounces of silver, 199,778 tonnes of copper concentrate and 30,558 tonnes of zinc concentrate from the Canatuan mines and was recognized as one of the most responsible miners in the Philippines. Up until 2014, TVI carried out its work through its Philippine affiliate, TVI Resource Development (Phils.) Inc. ("**TVIRD**"), and consolidated the financial performance of TVIRD into its financial statements.

During 2013, TVI was focused on obtaining additional financing for working capital and investment purposes and entered into various definitive agreements with Prime Resources Holdings, Inc. ("**PRHI**"), a private Philippine investment corporation, involving a private placement of common shares in TVI and the acquisition of an interest in its indirectly held Philippine assets, including TVIRD, ("**Transactions**") in December 2013. The Transactions occurred in multiple closings with the final closing in July 2014, and TVI received total proceeds of US$10.65 million while US$11.85 million was received by TVIRD and various subsidiaries, each before tax and related fees.

As a result of the Transactions, TVI's interest in TVIRD was reduced to 30.66% and TVI's management determined that TVI no longer had control in TVIRD due to the reduction of interest and by virtue of an agreement with PRHI which requires unanimous consent from both parties on decisions concerning relevant activities, resulting in joint control. Consequently, TVIRD and various other Philippine assets were deconsolidated from TVI's consolidated financial statements.

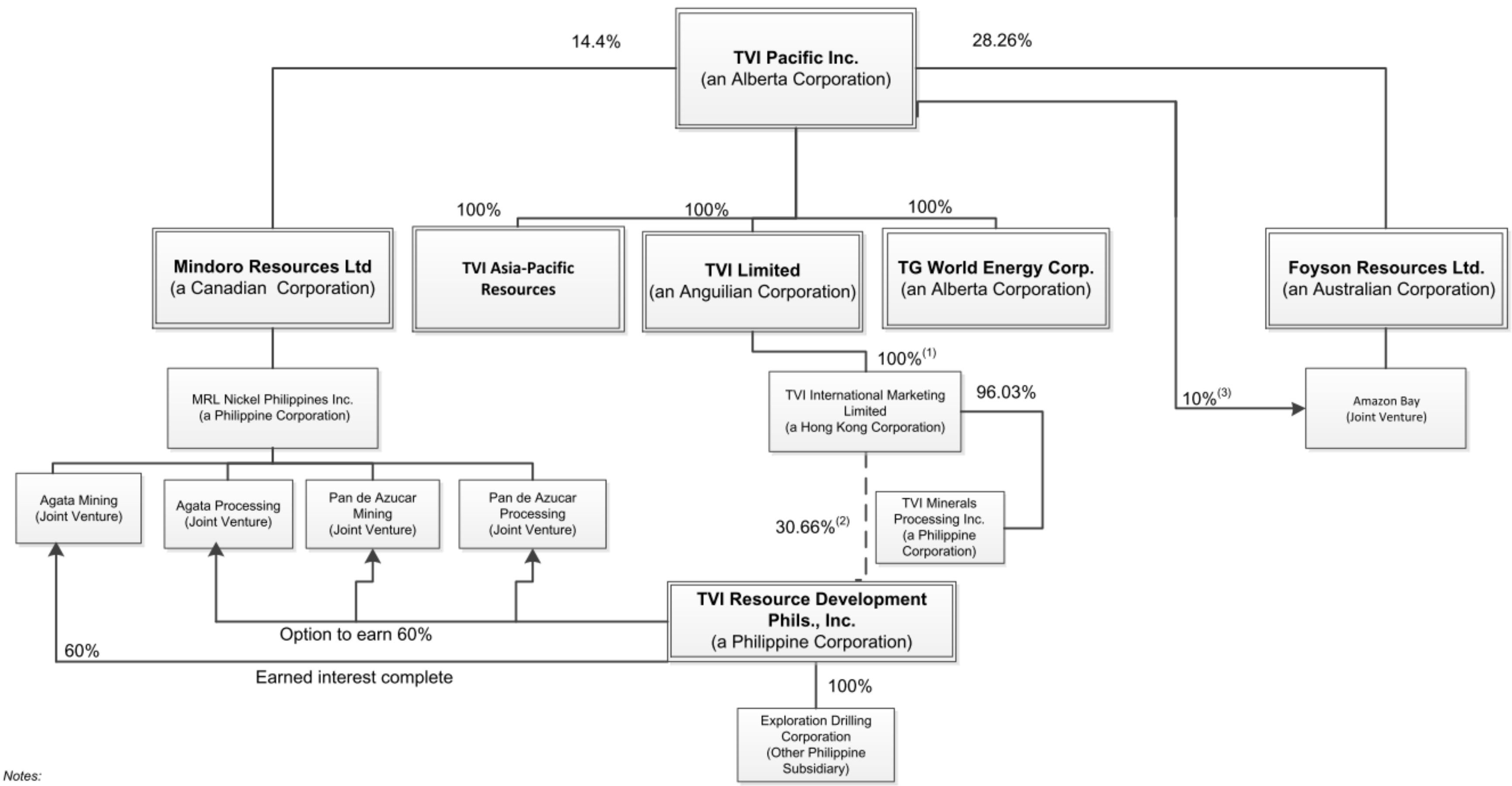
TVI's continuing interest of approximately 30.66% in TVIRD is recorded in the consolidated financial statements as an investment in joint venture within the mining segment, and accounted for using the equity method. As such, revenues earned and related expenses incurred at the level of TVIRD and its subsidiaries result in an adjustment to the investment account.

As part of PRHI's agreement to invest in TVI and TVIRD, the parties agreed that TVIRD would seek a listing on the Philippine Stock Exchange ("**PSE**") following completion of the Transactions. As at September 30, 2015, TVIRD was actively looking at securing a listing on the PSE with a view to potentially completing the listing process in 2015.

In addition to its interest in TVIRD and other Philippine subsidiaries, TVI directly holds (i) a 28.26% equity interest in FOY Group Limited ("**Foyson**") (name has been changed from Foyson Resources Limited starting August 2015); (ii) a 14.4% equity interest in Mindoro Resources Ltd. ("**Mindoro**" or "**MRL**"); (iii) a 10% interest in the Amazon Bay Iron Sands project; and (iv) a 100% investment in shares of TG World Energy Corp. ("**TG World**").

TVI is currently focused on pursuing resource projects that can be rapidly developed and put into production to generate revenue and cash flows. The Company is evaluating the Cirianiu Gold Project located in Fiji for potential investment while pursuing other opportunities in the Asia Pacific region as recommended by members of its highly experienced Project Advisory Group.

TVI Corporate Structure



Notes:
(1)Two non-voting, non-participating redeemable deferred shares are held by Prime Resource Holdings, Inc., who also holds 68.42% of TVIRD and 3.97% of TVI Minerals Processing as well as 5% equity of TVI Pacific.
(2) TVI Resource Development Phils. Inc. – The 30.66% interest is held directly by TVI Pacific while 68.42% is held by Prime Resource Holdings Inc. (a Philippine corporation) and 0.92% is held by other Class B shareholders.
(3) Represents Joint Venture interest after having completed the Stage 1 Farm-in obligation and the 10% now held by TVI Pacific in the Amazon Bay tenement. The 10% interest in Amazon Bay was written down during the period ended June 30, 2015.

INVESTMENT IN TVI RESOURCE DEVELOPMENT PHILS., INC.

TVIRD is a private Philippine resource company responsible for putting the first foreign-invested mine into production after the passage of the Philippine Mining Act of 1995. This was the Canatuan mine which produced over 105,200 ounces of gold and 1.8 million ounces of silver from 2004 to 2008 and 199,778 dry metric tonnes (“**dmt**”) of copper concentrate and 30,548 dmt of zinc concentrate from 2009 to 2014. During the 10-year period in which the Canatuan gold-silver and copper-zinc mines were in production, TVIRD generated over US$479 million in gross revenues and US$180 million in cash flows.

TVIRD is currently focused on maximizing its valuation for a listing on the PSE, which would also maximize its investment value for TVI, by focusing on the following areas of growth:

- Maximizing profits at the Agata Nickel Laterite Direct Shipping Ore (“**DSO**”) Project; and
- Advancing the Balabag Gold-Silver Project towards production.

TVI’s continuing interest of approximately 30.66% in TVIRD is recorded as an investment in joint venture within the mining segment, and accounted for using the equity method in the consolidated financial statements. As such, revenues earned and related expenses incurred at the level of TVIRD and its subsidiaries now result in an adjustment to the investment account through its equity earnings/(loss). Cash generated at the level of TVIRD, its subsidiaries and joint ventures will therefore not flow through directly to TVI. Cash flows generated by TVIRD will be used to fund current and future operations and expansion activities at the level of TVIRD, its subsidiaries and joint ventures to further enhance the value of TVI’s investment.

During the year ended December 31, 2014, TVI paid $232,020 on an option to acquire the remaining Class B shares of TVIRD held by a non-controlling interest holder, representing a 0.92% interest in TVIRD, upon execution of TVIRD’s listing on the PSE within an agreed time. The total net purchase price is expected to be US $500,000, including the payment, plus 10% of (i) the initial public offering (“IPO”) value of the Class B shares, to be calculated as if they were included in the TVIRD IPO, or (ii) the average price of the Class B shares during the first 5 trading days of TVIRD’s listing – whichever is higher.

Summary information is provided below on key TVIRD projects as they may materially affect the valuation of TVIRD when it lists on the PSE. This may in turn have a material impact on the valuation of TVI’s investment interest in TVIRD.

Agata Nickel Laterite Project

The Agata nickel laterite project is held by Agata Mining Ventures Inc. (“**AMVI**”), a joint venture company between TVIRD and Mindoro in which TVIRD holds a 60% interest and is operator. Pursuant to a joint venture agreement signed on September 24, 2012, TVIRD earned a 60% interest in AMVI following the commencement of commercial production of nickel laterite DSO in October 2014.

The Agata DSO Project site is located in a 4,995 ha Mineral Processing Sharing Agreement (“**MPSA**”) No. 134-99-XIII area located in the adjacent municipalities of Tubay, Jabonga and Santiago in Agusan del Norte province. It is accessible by land (approximately 1.5 hour driving time) from the provincial capital of Butuan. The project mine site is located 3.5 km from AMVI’s private port, which is strategically located within proximity to main markets in Asia and provides the opportunity for shipping all year round.

According to an April 10, 2013, NI43-101 technical report entitled "Independent Report on the Nickel Laterite Resource - Agata North, Philippines", the Agata DSO project had 33.9 million dmt grading 1.1% nickel and 22.5% iron in the Measured and Indicated resource categories and an additional 2.1 million dmt grading 1.0% nickel and 16.3% iron in the Inferred resource category.

In a subsequent NI43-101 Feasibility Study report published on August 30, 2013 entitled "Technical Report for the Agata North Nickel Laterite DSO Project, Mindanao, Philippines" the project was shown to have Proven and Probable Reserves of 9.7 million wet metric tonnes ("**wmt**") of nickel laterite ore with a grade of 48% iron with 0.9% nickel. These reserves were calculated only on the high iron/low nickel ore in the nickel laterite deposit and do not indicate the full amount of both limonite and saprolite ore reserves in the deposit.

From November 2014 to April 2015, TVIRD undertook a large-scale 16,768-meter drill program aimed at upgrading and increasing the resources previously disclosed in April 2013 in order to support the valuation of the Agata project for TVIRD's PSE listing. Following completion of the program, a Philippine Mineral Reporting Code ("**PMRC**") technical report entitled "Economic Assessment and Ore Reserve Estimation of Agata Nickel Laterite Project" was published on July 27, 2015, which estimated that the North DSO project had 9.6 million wmt of high iron ore ("**HFO**") grading 0.9% nickel and 48.2% iron; and 6.0 million wmt of saprolite ore grading 1.5% nickel and 17.1% iron, both in the Proven and Probable Reserve categories as of June 19, 2015.

<u>Agata Nickel Processing Project</u>

The Agata nickel processing project is held by Agata Processing Inc. ("**API**"), a joint venture company in which TVIRD has the right to earn a 60% interest upon expending a minimum of $2 million and the delivery of a Definitive Feasibility Study ("**DFS**"). As at December 31, 2014, TVIRD had completed its minimum expenditure requirement and had earned 45% of shares in API, which remained in escrow until it completed a DFS. As at October 16, 2015, the DFS was completed by API subject to the approval by the Board of Directors of API, which would result in TVIRD earning a total of 60% interest of API shares.

The project is located in the middle of the current Agata nickel laterite DSO operation and in close proximity to the causeway facilities that were built to support the DSO operations, which is strategically located near main markets in Asia and provides the opportunity for shipping all year round.

<u>Agata Limestone Project</u>

The Agata Limestone project is held by AMVI. Based on the technical report entitled "Technical Report for the Agata Nickel Laterite Project, Mindanao, Philippines" dated December 20, 2011 prepared by Ausenco for Mindoro, recrystallized limestone occurs near the Agata nickel laterite deposit with very high purity levels of CaCO3 (calcium carbonate) of greater than 95%.

From November 2014 to April 2015, AMVI carried out a 17-hole drill program on the property and results had confirmed the presence of a high-purity recrystallized limestone deposit covering an area of 600 meters by 650 meters. The result of the drilling is to support TVIRD's valuation on its intended initial public offering listing with the PSE. According to a September 7, 2015, PMRC technical report entitled "Economic Assessment and Ore Reserve Estimation of Agata Limestone Project," the Agata Limestone project has 22.5 Mt of limestone at 98.4% $CaCO_3$, 0.16% Fe_2O_3, and 0.6% SiO_2 in the Probable Reserve category.

AMVI will evaluate the feasibility of commencing a limestone DSO operation or producing hydrated lime and a higher value ground calcium carbonate (GCC) product marketable to the paper and plastics industries in Asia. Due to the project's close proximity to the causeway where materials will be shipped, potential operations will benefit from having low transport and handling costs.

<u>Balabag Gold and Silver Project</u>

The Balabag Gold/Silver Project is 100% owned by TVIRD. The tenement covering the Balabag property has a total area of 4,779 ha and is covered by MPSA No. 086-97-IX originally in the name of Zamboanga Minerals Corporation registered as Title No. 086-97-IX. The MPSA is located within the Municipalities of Bayog, Zamboanga Del Sur and Zamboanga Sibugay Province, Island of Mindanao, Philippines.

In 2008, TVI filed a NI 43-101 compliant scoping study titled *Scoping Study of the Balabag Project*. This study was based on a previous resource report filed in 2007 titled *NI 43-101 Technical Report for the Mineral Resources at the Balabag Project of TVI Pacific Inc*. In June 2012, TVIRD filed an updated independent technical report which is NI 43-101 compliant and was produced by Georeference Online Ltd. All studies are available on SEDAR at www.sedar.com.

TVIRD has the right to complete a full feasibility study and put the property into full production within five years of what was to be January 25, 2008, for which TVIRD is pursuing an extension as a result of delays caused by Executive Order 79 as well as previous surface access and security problems arising from the earlier presence of illegal miners.

In 2011, TVIRD drilled 105 exploration holes and 13 sterilization/geotechnical holes for a total of 118 drill holes and total depth of 13,182 meters. In 2012, TVIRD drilled five additional exploration holes for a total depth of 1,180 meters (3,871 feet) until drilling was suspended due to security concerns. Drilling resumed in January 2013 following the relocation of illegal miners through the issuance of a Cease and Desist Order issued by the government, and an additional 18 infill holes equivalent to 1,221 meters (4,005 feet) were drilled. Since project inception in 2005, a total of 296 holes have been drilled for a total depth of 34,156 meters.

Through 2013, a one metric ton per day pilot plant was established at TVIRD's Canatuan mine site to carry out metallurgical test work on samples of the different types of mineralization at Balabag. The principal objectives of the pilot plant test work were to confirm the results obtained in previous laboratory cyanide leaching tests, optimize the metallurgical processing under an environment that more closely resembles actual operations, provide design parameters for engineering, and to start training personnel in operations and metallurgical process control. The sample material analyzed represented different types of vein mineralization distributed throughout the deposit and the results validated Balabag test material's amenability to leaching as determined from prior laboratory scale tests. The results also demonstrated the effectiveness of carbon-in-leach over carbon-in-pulp in processing the test material.

In May 2013, TVIRD submitted an updated Declaration of Mining Project Feasibility ("**DMPF**") with the Mines and Geosciences Bureau ("**MGB**"). Through December 2013, the MGB returned TVIRD's DMPF application and requested TVIRD to submit additional requirements and revise the Feasibility Study Report to comply with the minimum mine life requirement currently required through legislation for all mining projects.

On October 1, 2013, the Environmental Management Bureau issued the Environmental Compliance Certificate ("**ECC**") CO-1301-0004 for the Balabag Gold-Silver Project.

Since mid-2013, exploration and development work was put on hold at the Balabag project pending the receipt of all permits. From that period through to July 2015, TVIRD has continued to work on the engineering design for a gold-silver processing plant to process ore on-site and to maintain 16 kilometers of access roads to the project in anticipation of the commencement of construction.

In May 2014, TVIRD received the approval of its social development management program for the project. In December 2014, TVIRD entered the final phase of its permitting process by fulfilling the final requirements necessary for the approval of its DMPF from the Philippines' Department of Environment and Natural Resources ("**DENR**").

In 2015, TVIRD had the reserves validated by a Competent Person under the PMRC guidelines as part of the valuation for the PSE and submitted the DMPF documents to MGB. According to a July 2015 PMRC technical report entitled "Economic Assessment and Ore Reserve Estimation report on the Balabag Gold Project", the project has 1.4 million dmt grading 2.5 g/t Au and 68.3 g/t Ag in the Proven and Probable reserve categories.

As of September 30, 2015, depending on the DENR's response time, TVIRD anticipates that the permitting process could be completed by the end of 2015, after which on-site construction work is expected to commence.

Carrying value of investment in TVIRD

The carrying value of the investment in joint venture is $13,745,112 as at September 30 2015, adjusted from the balance reported at December 31, 2014 to account for TVI's proportionate share of net income realized by the Philippine entities during the nine months ended September 30, 2015.

		September 30, 2015
Investment in joint venture at January 1, 2014	$	10,675,596
Share of net loss		(88,294)
Share of other comprehensive income [1]		1,285,086
Investment in joint venture at December 31, 2014		11,872,388
Share of net income		455,799
Share of other comprehensive income [1]		1,416,925
Investment in joint venture at September 30, 2015	$	13,745,112

[1] *Other Comprehensive Income is generated by the conversion from Philippine pesos of the Philippine books to $CAD equivalent.*

The Company's share of the joint venture's result of operations, assets and liabilities for the nine months ended September 30, 2015 are as follows:

		September 30, 2015	December 31, 2014
Share of revenue	$	6,445,186	5,888,238
Share of comprehensive income		1,872,724	1,196,792
Share of total current assets		9,907,293	8,138,973
Share of total assets		25,272,907	20,650,825
Share of total current liabilities		5,013,152	4,239,965
Share of total liabilities		8,506,425	6,125,186

INVESTMENTS IN MINDORO AND FOYSON

During Q3 2012, TVI entered into two heads of agreements ("**HOA**") with Mindoro, a Canadian company engaged in mining exploration in the Philippines; and Foyson, an Australian company engaged in mining exploration in Papua New Guinea. The HOAs, dated July 6, 2012 and August 17, 2012, respectively, set out the terms of various proposed transactions consisting of a loan to, an acquisition of equity interests by way of private placement to be undertaken in two tranches for each company, and joint ventures with, Mindoro and Foyson (or "**associates**").

MINDORO

Mindoro is a publicly listed company incorporated in Canada with shares listed on the TSX Venture Exchange and Frankfurt Stock Exchange.

As at September 30, 2015, TVI owns 42,779,353 units of Mindoro, representing a 14.4% holding in the capital of Mindoro. Each unit consists of one common share and one common share purchase warrant that entitles TVI to purchase one additional share, at a price of $0.10 per share. The 18,779,353 common share purchase warrants can be exercised at any time and from time to time until September 28, 2017, while the 24,000,000 common share purchase warrants can be exercised until October 10, 2017. Assuming the exercise of all of the warrants acquired, TVI would hold 85,558,706 shares, representing an approximate 25.2% holding in the capital of Mindoro.

Mindoro Joint Venture Projects

Ownership

TVI has maintained its direct interest in Mindoro and has a 30.66% indirect ownership interest through TVIRD in the interest earned in the Agata Mining Option and Joint Venture, and the interests to be earned in the Agata Processing Option and Joint Venture, the Pan De Azucar Mining Option and Joint Venture, and the Pan de Azucar Processing Option and Joint Venture.

Structure of Mindoro Joint Ventures

i) Agata Mining Option and Joint Venture

TVIRD has earned its 60% interest in AMVI upon meeting the conditions that include: (i) TVIRD having expended a minimum of $2 million within 12 months of the date of the agreement and (ii) commercial production at Agata having commenced within three years of the date of the agreement. AMVI is a joint venture company whose shares are owned currently by TVIRD, Mindoro and Minimax Mineral Exploration Corporation ("**Minimax**"). Mindoro announced in August 2014 that it had signed an option agreement to acquire an additional 25% interest in the Agata Project from its Philippine partner, Minimax.

ii) Agata Processing Option and Joint Venture

TVIRD has the right to earn a 60% interest in the Agata Processing Joint Venture upon the delivery of a DFS with respect to a nickel processing facility at the Agata project, subject to TVIRD having expended a minimum of $2 million within 12 months of the date of the Agata Processing Option and Joint Venture Agreement ("**API Agreement**") and completing the DFS within four years of the date of the API Agreement. Under the API Agreement, TVIRD is required to fund all required expenditures associated with preparation of the DFS. TVIRD would not retain any interest in the Agata Processing Joint Venture if it withdraws prior to completing a DFS.

As of December 31, 2014, TVIRD has satisfied its minimum expenditure requirement of $2 million and has earned 45% of the shares in the Agata Processing Joint Venture, which remained in escrow until it completed the DFS. As at October 16, 2015, the DFS has been completed by API subject to approval by the Board of Directors of API which would result in TVIRD earning a total of 60% interest of API shares.

iii) Pan De Azucar ("PDA") Mining Option and Joint Venture

TVIRD has an option to earn a 60% interest in the PDA Mining Joint Venture by: (i) making minimum aggregate expenditures of $2 million in respect of the PDA mining project prior to the first anniversary of the date that a DMPF is issued in respect of that project (the "**Feasibility Declaration Date**"); and (ii) solely funding the PDA mining project to the point of commercial production, provided commercial production is achieved on or prior to the third anniversary of the Feasibility Declaration Date.

The PDA Mining Option and Joint Venture Agreement ("**PDAMVI Agreement**") initially contemplated that TVIRD would make expenditures in respect of the PDA mining project in an aggregate amount of not less than $500,000, prior to the date that is 12 months following the date of the PDAMVI Agreement, as TVIRD considers appropriate in its discretion, with any such expenditures being creditable against the $2 million of aggregate expenditures noted above.

iv) <u>PDA Processing Option and Joint Venture</u>

TVIRD has the right to earn up to a 60% interest in the PDA Processing Joint Venture in two stages as follows: (i) a 51% interest, by making minimum aggregate expenditures of $2 million in respect of the PDA processing project on or prior to the first anniversary of the date that a DMPF is issued in respect of the processing project (the "**Processing Declaration Date**"); and (ii) a 9% interest by making additional minimum aggregate expenditures of $3 million in respect of the processing project on or prior to the fourth anniversary of the Processing Declaration Date.

The PDA Processing Option and Joint Venture Agreement ("**PDAPI Agreement**") initially contemplated that TVIRD will make expenditures in respect of the PDA processing project in an aggregate amount of not less than $500,000, prior to the date that is 12 months following the date of the PDAPI Agreement, as TVIRD considers appropriate in its discretion, with any such expenditures being creditable against the $2 million of aggregate expenditures noted above.

On June 18, 2013, TVIRD's minimum spending commitments pursuant to the PDA Joint Venture agreements were extended by one year, from December 31, 2013, to December 31, 2014. As at September 30, 2015, however, the minimum spending commitments had not been met. TVIRD requested in December 2014 to file an extension of the exploration period with the MGB and as at the current reporting date, both the request to extend the exploration period and the assignment of the MPSA from Minimax to the PDA joint ventures continues to be pending.

FOYSON

Foyson is a publicly listed company incorporated in Australia, with shares listed on the Australian Securities Exchange ("**ASX"**).

On August 17, 2015, Foyson has completed a share capital consolidation at a ratio of 25:1. Prior to the consolidation, TVI held 439,822,659 shares in Foyson, representing 28.26% of Foyson's issued capital, as well as 228,965,512 conversion options. As a result of the consolidation, the new capital shareholding held by TVI was 17,592,908 shares and 9,158,621 options as at September 30, 2015. TVI has a 10% interest in the Amazon Bay Iron Sands project, of which Foyson maintains the other 90% interest.

<u>Note receivable</u>

Pursuant to the HOA with Foyson in 2012, TVI had an outstanding note receivable from Foyson in the amount of A$400,000 as at December 31, 2014 with a carrying amount of $299,787 accreted using the effective interest method. In October 2014, TVI and Foyson agreed to extend the due date of the loan to March 31, 2015, and to be provided the option to convert the loan to equity at any time prior to that date. Effective October 15, 2014, the total principal of the loan outstanding was agreed to be subject to 8% per annum interest, until converted or repaid.

Further to Foyson shareholder approval on March 31, 2015, A$211,528 of the loan was converted to Foyson shares on April 22, 2015 at A$0.0025 per share, resulting in a further 84,611,264 shares provided to the Company. 84,611,264 listed options were also received at time of conversion, which may be exercised at a conversion price of A$0.008 at any time through to their expiry on December 31, 2019.

At an Extraordinary General Meeting ("**EGM**") held by Foyson on July 30, 2015, the balance of the loan was fully converted to Foyson shares at A$0.0025 per share, resulting in a further 75,388,736 shares provided to the Company. As a result also, 75,388,736 listed options were received at time of conversion, which may be exercised at a conversion price of A$0.008 at any time through to their expiry on December 31, 2019.

The Company entered into a Capital Promissory Note Agreement on February 18, 2015, with Foyson through which it provided a further A$100,000 with an agreement to accrue interest at 12% per annum until the earlier of conversion date or maturity date. On July 30, 2015, the Note was converted at a conversion price of A$0.0029 to Foyson shares, resulting in additional 34,482,759 shares received by the Company and 34,482,759 unlisted options that may be exercised at a conversion price of A$0.008 at any time through to their expiry on December 31, 2019. The shares received by the Company as a result of this conversion are to be held in escrow for an as yet undefined period in compliance with ASX regulations.

The Company also entered into a second Capital Promissory Note Agreement on April 27, 2015, with Foyson, through which it provided a further A$100,000 with an agreement to accrue interest at 12% per annum until the earlier of conversion date or maturity date. On July 30, 2015, the Note was converted at a conversion price of A$0.0029 to Foyson shares, resulting in additional 34,482,759 shares received by the Company and 34,482,759 unlisted options that may be exercised at a conversion price of A$0.008 at any time through to their expiry on December 31, 2019. The shares received by the Company as a result of this conversion are to be held in escrow for an as yet undefined period in compliance with ASX regulations.

The conversion options are accounted for as a derivative instrument and are separately accounted for at fair value in the consolidated financial statements. The Company recognized a gain on the fair value of the derivative financial instrument amounting to $1,373,918 recorded in other gains in the consolidated financial statements, while the interest income from the accretion of the note receivable was $220,985 during the nine months ended September 30, 2015.

At September 30, 2015, the fair value of the conversion option was $1,075,314 (December 31, 2014 - $372,087) presented as a derivative financial instrument.

Amazon Bay Iron Sands Project

On August 28, 2012, TVI signed agreements with Foyson relating to the Amazon Bay Iron Sands Project ("**AB**"), a joint venture project contemplated by the HOA: (i) TVI committed to a minimum expenditure of A$2 million in the 12 months following the later of the date on which all applicable joint venture conditions are satisfied and the date of the Tranche 1 Closing; (ii) TVI agreed to refund Foyson for any expenditures incurred on AB since July 1, 2012, to a maximum of A$200,000 creditable against TVI's spending commitments; (iii) TVI would earn a 10% interest in AB as a result of initial expenditure; (iv) TVI would have the right to earn a further 20% in AB by spending an additional A$5.5 million within 12 months following the expiration of the initial earning period; (v) during the two earning periods and up to the end of the second earning period, TVI and Foyson may, at TVI's expense, carry out a feasibility study of a DSO operation. If a DSO project were determined to be feasible, TVI would have the right to undertake the development to earn a 51% interest in the DSO project area. TVI was also provided the option to advance $10 million to Foyson to acquire the remaining 50% in AB held by Titan Mines.
Of the amount of the total spending commitment in relation to the joint venture arrangements with Foyson, TVI has incurred a total of $1,985,834 (equivalent to A$2 million) for the Amazon Bay project.

TVI was advised that on July 25, 2014, its 10% earned interest in the Amazon Bay tenement was formally registered with the Papua New Guinea Mineral Resources Authority ("**PNG MRA**") after having been earlier approved by the Minister for Mining on June 5, 2014.

On July 25, 2014, TVI provided notice to Foyson of its intent not to proceed with the Stage 2 farm-in of Amazon Bay but renewed its commitment to assist Foyson in finding a cash flow positive project, with synergies for its PNG operations.

On March 16, 2015, Foyson announced it had executed a binding agreement to acquire the remaining 50% of the shares in Titan Mines Limited, upon completion of which Titan will become a wholly owned subsidiary of Foyson. Titan Mines Limited holds the exploration licenses for the Amazon Bay Project, and this agreement terminates the Amazon Bay Option Agreement and removes the obligation of Foyson to pay the former shareholders of Titan Mines Limited the outstanding Option Fee of A$300,000 or the Option Exercise consideration of A$10 million. As a result of this transaction, Foyson and TVI entered into a Royalty Agreement of the same date with respect to Amazon Bay, whereby Foyson and TVI shall be responsible to pay their proportionate share of a royalty on all minerals extracted and concentrate produced from Amazon Bay and sold. The royalty is set at 0.5% of gross revenue less all costs incurred in connection with shipping or transporting the respective minerals or concentrate from the port of loading to the point of delivery to the purchaser.

During the period ended June 30, 2015, the total spending of $1,985,834, previously presented as exploration and evaluation assets in the consolidated financial statements, was written-down and recorded as exploration costs, as substantial expenditures on further exploration and evaluation of the project are not currently planned. TVI nonetheless continues to hold its 10% earned interest in the Amazon Bay tenement.

Integrated Green Energy Pty Ltd.

On July 4, 2014, Foyson announced that it had commenced exclusive negotiations for a strategic relationship with Integrated Green Energy Pty Ltd. ("**IGE**") to acquire and fund the commercialization of its plastics-to-diesel technology, where the agreed strategy is to build four commercial-scale waste plastic-to-diesel plants in eastern Australia over the next two years. IGE is an Australian company located near Newcastle, New South Wales, with a focus on the development of its waste conversion technology to produce sustainable energy resources.

On October 23, 2014, Foyson announced completion of a private placement by IGE in the amount of A$337,500, through which IGE was granted 135 million ordinary shares, representing 14.73% of Foyson's share capital. This resulted in the dilution of TVI's interest in Foyson to 20.06%. Foyson further announced on December 31, 2014, its intention to enter into a strategic relationship with IGE whereby Foyson will acquire exclusive licenses to use IGE's waste conversion technology in Australia, New Zealand, China, North America, India, Southeast Asia, Papua New Guinea and Fiji, and also fund the construction of up to four plants in eastern Australia.

On March 18, 2015, Foyson announced it had signed a binding Business Sale Agreement with IGE to acquire licenses to commercialize technologies related to plastics and biomass to fuel and energy conversion, a waste plastics-to-diesel conversion plant and the management team required to operate the facility, and all other assets used exclusively in IGE's business, including feedstock contracts. This acquisition is expected to generate short-term cash flow for Foyson that may be used for expansion activities, thereby creating potential to increase TVI's investment interest.
At the July 30, 2015 EGM, Foyson shareholders approved the IGE transaction following receipt of an earlier approval by the ASX and Australian Securities and Investment Commission ("**ASIC**") of the structure of the

IGE transaction. The shareholder approval received on July 30 provided for the acquisition of the IGE waste plastics-to-diesel and petrol conversion plant located at Berkeley Vale and royalty-free, perpetual licenses to commercialize three specific technologies, including the plastics-to-fuel conversion, the biomass-to-fuel conversion, and the biomass-to-energy conversion.

Carrying value of investments in Mindoro and Foyson

The carrying amount of the investments as of September 30, 2015 was $1,073,393. The carrying value reflects the requirement to record TVI's proportionate share of net losses recognized directly within the accounting records of Foyson and Mindoro. In addition, TVI is required to assess its investments for impairment, which is measured as the current fair value of each investment.

		Foyson
December 31, 2014	$	464,342
Additional investment		1,086,832
Share of net loss		(401,605)
Share of other comprehensive loss		(76,176)
September 30, 2015	$	1,073,393

The book value of TVI's investment in Mindoro has been reduced to nil as a result of recording its proportionate share of net losses since having acquired the investment. Any further proportionate share of losses realized by Mindoro will now be carried forward to future periods and offset against any proportionate share of net income that may be realized.

As at September 30, 2015, the fair values of the investments in Foyson and Mindoro, which have been calculated based on the number of shares held by TVI multiplied by share price of each associate at September 30, 2015 were $2,067,607 and $213,897, respectively. The total unrecognized proportionate share of net losses of Mindoro during the three and nine month periods ended September 30, 2015 and cumulatively, amounted to $592,992 and $1,711,221, respectively.

		Foyson		Mindoro
Number of shares		17,592,908		42,779,353
Share price at September 30,2015		0.125		0.005
Fair value in foreign currency		2,199,114		213,897
Exchange rate		0.9402		1.00
Fair value in CAD	$	2,067,607	$	213,897

TVI has determined that it has significant influence of the associates by virtue of its representation on the Board of Directors of the associates and various other contractual terms.

FIJI – CIRIANIU GOLD PROJECT

In November 2014, TVI entered into a Heads of Terms Agreement ("**Agreement**") with Kalo Exploration Ltd. **("Kalo**"), a private resource company incorporated in Fiji, for the exclusive right to enter into a joint venture partnership to conduct mineral exploration, development and production on the Cirianiu gold project located in the Macuata Province of northern Vanua Levu Island, Fiji. Under the terms of the Agreement, TVI was granted the right to conduct an extensive due diligence review of the property which would include surveying, resampling of drill core, assaying, geological and mine modelling, and possible confirmatory drilling.

On April 27, 2015, the Company announced that, based on encouraging results from data verification work carried out to date, management has determined that an additional exploration program including auger soil geochemical surveying and possible confirmation drilling would be essential in allowing an investment decision to be made on the project. Auger soil geochemical surveying has been underway since July 2015 and a small-scale confirmation drilling program was completed in August 2015. TVI now expects to make its investment decision on the project in the first quarter of 2016.

Upon completion of the initial stage of work, TVI will have the option to proceed to the second stage ("**Stage 2**") of the Agreement whereby it will use best efforts to conclude the material terms of a Joint Venture Agreement ("**JVA**") or Shareholder Holders Agreement ("**SHA**") with Kalo. Upon the completion of a JVA or SHA, TVI will initiate a major exploration program with the primary objective of establishing an NI43-101 compliant resource and delivery of a Scoping Study. Upon completion of Stage 2, TVI would earn a 20% economic interest in the properties. Following the completion of Stage 2, TVI will have the exclusive option to proceed to a third stage ("**Stage 3**") whereby it will deliver a definitive NI 43-101 feasibility study. Upon completion of Stage 3, TVI would earn a 40% economic interest in the properties. Upon completion of Stage 3, TVI will have the exclusive option to proceed to the fourth stage of the Agreement ("**Stage 4**") whereby it will initiate the development of the project and ultimately earn a 70% economic interest in the properties upon completion.

PETROLEUM AND NATURAL GAS PROPERTIES

On March 10, 2011, TVI acquired control of TG World, an international petroleum exploration and development company. At the time of acquisition, its major areas of focus were offshore Philippines, Alaska and Niger.

Philippines Offshore

Through TG World, TVI continues to hold a 12.5% working interest in Service Contract 54A ("**SC 54A**") in the Philippines. SC 54A is situated offshore, west of the Palawan islands. The project operator is Nido Petroleum Limited of Perth, Australia ("**Nido**") who owns a 42.4% working interest in the project.

In 2011, the partnership suspended development of its Tindalo field as a result of water incursion that the Operator was unable to resolve despite well workovers and a horizontal sidetrack well. An earlier plan to move the rig and production facilities to the nearby Yakal field was postponed to allow the joint venture to evaluate the results of the Tindalo operation.

On August 18, 2014, the Philippine Department of Energy ("**DOE**") confirmed its approval of a three-year moratorium period that includes SC54A. The moratorium period extends from August 5, 2014 to August 5, 2017 and provides the joint venture sufficient time to study the development of the discovered marginal resources in the block. At the end of this period, the joint venture has the option to enter sub-phase 7 with a commitment to drill one well.

The moratorium was granted after the DOE had previously approved three applications by the joint venture partners for 12-month extensions to Sub-phase 6 of SC 54A to allow the joint venture partners additional time to fully integrate the results of the exploration and development studies they have conducted, prior to electing to enter Sub-phase 7, which requires a one-well commitment. These studies included analysis of the Tindalo results, the acquisition of 2D and 3D seismic data over the Lawaan-Libas Prospects, and engineering studies targeting a development strategy for the three discovered fields on the SC 54A Block: Nido 1X1, Yakal and Tindalo.

In 2013, Nido announced the planned divestiture of its 42.4% interest, in light of a strategic review that refocused its intentions in other blocks and other countries, resulting in SC 54A becoming a non-core asset within its portfolio. At the time of writing, Nido has advised the partnership it intends to continue to seek divestment of its interest in SC54A; but in the interim has continued to act as Operator and will do so until such time a sale has closed and a new Operator has been appointed.

Trafigura has concluded the sale of its 15% interest to Hague and London Oil B.V., which is now a partner in the Joint Venture, and which in turn has been acquired by Wessex Exploration PLC of the UK.

Another partner, Kairiki Energy (through which its interest in the partnership is held by Yilgarn Petroleum Philippines Pty Ltd.), announced on October 20, 2014, that it had entered into a binding term sheet to sell its 30.1% interest in SC54A to Focus Oil and Gas of Aberdeen. At the time of writing, the transaction has not proceeded.

TVI management nonetheless continues to believe in the development potential of the three discovered fields, including Tindalo, on a long-term basis, and that the Block has remaining exploration upside. Accordingly, TVI intends to pursue development options with its partners and/or entertain offers for the divestment of its interest in the event of an approach by a potential buyer.

QUARTERLY FINANCIAL INFORMATION

(in thousands of Canadian dollars, except per share information)

	Net Revenue	Net Income (Loss)	Net Income (Loss) per Share[1] Basic	Net Income (Loss) per Share[1] Diluted
September 30, 2015	$ -	$ (666)	$ (0.001)	$ (0.001)
June 30, 2015	-	(1,450)	(0.002)	(0.002)
March 31, 2015	-	(752)	(0.001)	(0.001)
December 31, 2014	-	(1,140)	(0.002)	(0.002)
September 30, 2014	-	(1,469)	(0.002)	(0.002)
June 30, 2014	-	(1,860)	(0.003)	(0.003)
March 31, 2014	-	(1,561)	(0.002)	(0.002)
December 31, 2013	8,832	(9,839)	(0.016)	(0.016)

(1) Net of non-controlling interests. Please see the "Non-controlling interests" section below.

CONSOLIDATED RESULTS OF OPERATIONS – THREE MONTHS ENDED SEPTEMBER 30, 2015

For the three months ended September 30, 2015, net loss was $0.7 million, compared to a $1.5 million net loss during the same period in 2014.

During the third quarter, TVI incurred exploration costs of $0.3 million consisting of consultancy fees, travel expenses, drilling costs and sampling costs for the evaluation of the Cirianiu Gold Project located in Fiji.

General and administrative expenses for the quarter were $0.7 million compared to $0.7 million during the third quarter of 2014. Expenses mostly consist of professional and consultancy fees, personnel expenses, directors' fees, travel expenses, investor relations expenses and other corporate expenses.

During the quarter, TVI realized other gains of $0.2 million due to the increase in the fair value of conversion options that were received upon conversion of the capital promissory notes and loan receivable into Foyson shares.

Adjusting for taxes, depreciation, share of net loss of associates and joint venture and other non-recurring items, the net loss for the three months ended September 30, 2015, would be:

	Quarter Ended September 30, 2015 ($ million)

Reported net loss	(0.67)
Interest and depreciation expense	0.01
Share of net loss of associates and joint venture	0.07
Other gains	(0.18)
Net loss before interest, depreciation, other gains, share of net loss of associates and joint venture	(0.77)

CONSOLIDATED RESULTS OF OPERATIONS – NINE MONTHS ENDED SEPTEMBER 30, 2015

For the nine months ended September 30, 2015, TVI had a consolidated net loss of $2.9 million compared to a $4.9 million net loss during the same period in 2014.

During the period, TVI recorded $2.5 million exploration costs which include $0.5 million expenses for consultancy fees, travel expenses, drilling costs and sampling costs for the evaluation of the Cirianiu Gold Project located in Fiji, as well as $2.0 million spending costs in the Amazon Bay tenement that was fully written-down, as substantial expenditures on further exploration and evaluation of the project are not currently planned.

Total general and administrative expense decreased to $2.1 million during the nine months ended September 30, 2015 compared to $2.5 million during the same period in 2014, as a result of the accrued recovery of costs for services provided by TVI Pacific to the joint ventures. Expenses mostly consist of professional and consultancy fees, personnel expenses, directors' fees, travel expenses, investor relations expenses and other corporate expenses.

During the nine-month period ended September 30, 2015, the Company had an interest income of $0.2 million and other gains of $1.1 million due to the accretion of the note receivable from Foyson and increase in the fair value of conversion options that were received upon conversion of the loan and convertible promissory notes into Foyson shares.

TVI also had a foreign exchange gain of $0.4 million during the period ended September 30, 2015, which is primarily attributable to the gain on the translation of US Dollar denominated short-term deposits of TVI Pacific, as compared to $0.9 million during the same period in 2014, which also included realized foreign exchange gain on the collection of intercompany payables resulting from the PRHI Transactions.

During the period ended September 30, 2015, the consolidated net loss included TVI's proportionate share of net loss of Foyson equal to $0.4 million, as compared to $1.5 million share of net loss of Foyson and Mindoro during the same period in 2014. TVI is not currently recognizing its proportionate share of any further losses in Mindoro as its investment has previously been fully impaired; these losses will continue to accumulate and offset any future proportionate share of possible net income reported by Mindoro.

TVI also recorded its proportionate share of net gain of the consolidated Philippine entities that primarily includes TVIRD, in an amount equal to $0.5 million and proportionate share of net loss of $1.6 million through the period ended September 30, 2015 and September 30, 2014, respectively. TVI accounts for its investment in TVIRD as an investment in joint venture.

SEGMENTED INFORMATION

Prior to the deconsolidation of its Philippine subsidiaries in December 2013, TVI consolidated its interest in its Philippine subsidiaries and recognized its share of assets, liabilities, revenues and expenses. TVI's segmented information is reported in the same way as internal reporting provided to TVI's executive management to make decisions about resource allocation and performance assessment of the operating segments, which reflects the results of the mining operations in the Philippines, before the application of the equity method pertaining to its investment in joint venture.

TVI has the following reporting segments: (1) mining exploration in Fiji, and investments in associates and joint venture with mining activities in the Philippines and Papua New Guinea; and (2) petroleum exploration in the Philippines.

Mining Segment

The mining segment of TVI produced a net loss of $2.5 million during the nine months ended September 30, 2015 compared to $1.1 million net loss in the same period in 2014 that excludes the results of the joint venture operations. It consists of the $0.4 million share of loss of Foyson, $0.5 million share of gain in TVIRD, as well as $0.5 million in exploration costs incurred in Fiji and $2.0 million spending costs in the Amazon Bay tenement that was fully written-down in Q2 2015. TVI is not currently recognizing its proportionate share of any further losses in Mindoro as its investment has previously been fully impaired; these losses will continue to accumulate and offset any future proportionate share of possible net income reported by Mindoro.

For the share of losses of Foyson and Mindoro, see *Investments in Mindoro and Foyson*.

	Three months ended September 30, 2015				Three months ended September 30, 2014			
	Mining(1)	Petroleum Exploration	Corporate	Total	Mining(1)	Petroleum Exploration	Corporate	Total
Administrative and general costs	$ -	$ (17,609)	$ (722,268)	$ (739,877)	$ (16,687)	$ (21,695)	$ (699,058)	$ (737,440)
Exploration costs	(275,901)	-	-	(275,901)	-	-	-	-
Depreciation expense	-	(133)	(3,188)	(3,321)	-	(478)	(5,465)	(5,943)
	(275,901)	(17,742)	(725,456)	(1,019,099)	(16,687)	(22,173)	(704,523)	(743,383)
Interest income	-	97	80,621	80,718	14,550	41	4,296	18,887
Interest expense	-	(56)	-	(56)	-	-	-	-
Foreign exchange gains	-	7,779	155,410	163,189	643,636	8,515	66,554	718,705
Other gains (loss)	-	(1,071)	181,536	180,465	102,008	(4,879)	212	97,341
Share of losses of associates and joint venture	(70,986)	-	-	(70,986)	(350,540)	-	(695,422)	(1,045,962)
Impairment of associate	-	-	-	-	-	-	(343,763)	(343,763)
Net income (loss) before income tax	$ (346,887)	$ (10,993)	$ (307,889)	$ (665,769)	$ 392,967	$ (18,496)	$ (1,672,646)	$ (1,298,175)
Income tax expense	-	-	-	-	(170,575)	-	-	(170,575)
Net income (loss)	$ (346,887)	$ (10,993)	$ (307,889)	$ (665,769)	$ 222,392	$ (18,496)	$ (1,672,646)	$ (1,468,750)
Assets	$ 15,062,112	$ 1,052,234	$ 4,561,842	$ 20,676,188	$ 9,517,611	$ 2,219,272	$ 9,533,521	$ 21,270,404
Liabilities	-	158,010	992,800	1,150,810	202,349	4,422	308,955	515,726
Capital expenditures	-	-	8,209	8,209	-	-	-	-

	Nine months ended September 30, 2015				Nine months ended September 30, 2014			
	Mining [1]	Petroleum Exploration	Corporate	Total	Mining[1]	Petroleum Exploration	Corporate	Total
Administrative and general costs	$ -	$ (65,921)	$ (1,992,914)	$ (2,058,835)	$ (34,237)	$ (256,438)	$ (2,244,342)	$ (2,535,017)
Exploration costs	(2,539,654)	-	-	(2,539,654)	-	-	-	-
Depreciation expense	-	(882)	(12,975)	(13,857)	-	(1,434)	(17,163)	(18,597)
	(2,539,654)	(66,803)	(2,005,889)	(4,612,346)	(34,237)	(257,872)	(2,261,505)	(2,553,614)
Interest income	-	1,972	208,711	210,683	14,594	57	23,007	37,658
Interest expense	-	(2,907)	-	(2,907)	-	-	-	-
Foreign exchange gains (loss)	-	14,151	337,632	351,783	651,063	(3,205)	222,749	870,607
Other gains (loss)	-	(6,468)	1,138,243	1,131,775	72,325	(780)	212	71,757
Share of gains (losses) of associates and joint venture	54,194	-	-	54,194	(1,597,237)	-	(1,204,671)	(2,801,908)
Impairment of associate	-	-	-	-	-	-	(343,763)	(343,763)
Net loss before income tax	(2,485,460)	(60,055)	(321,303)	(2,866,818)	(893,492)	(261,800)	(3,563,971)	(4,719,263)
Income tax expense	-	-	-	-	(170,575)	-	-	(170,575)
Net loss	$ (2,485,460)	$ (60,055)	$ (321,303)	$ (2,866,818)	$ (1,064,067)	$ (261,800)	$ (3,563,971)	$ (4,889,838)
Assets	$ 15,062,112	$ 1,052,234	$ 4,561,842	$ 20,676,188	$ 9,517,611	$ 2,219,272	$ 9,533,521	$ 21,270,404
Liabilities	-	158,010	992,800	1,150,810	202,349	4,422	308,955	515,726
Capital expenditures	-	-	13,040	13,040	-	-	2,544	2,544

(1) *Mining segment's operating results in the table above shows the share in the results of the associates and the 30.66% interest in the Philippine joint venture after the application of equity method.*

CONSOLIDATED CASH POSITION, LIQUIDITY AND CAPITAL RESOURCES

Cash Position

	Three months ended September 30 2015	Three months ended September 30 2014	Nine months ended September 30 2015	Nine months ended September 30 2014
Operating cash flow used in operations	$ (567,258)	$ (1,319,657)	$ (2,056,489)	$ (3,522,999)
Change in working capital	(38,159)	1,507,851	(38,132)	2,010,942
Funds used in operations	(605,417)	188,194	(2,094,621)	(1,512,057)
Net expenditures on property and equipment and other assets	(8,209)	-	(13,040)	(2,544)
Free cash outflow[(1)]	$ (613,626)	$ 188,194	$ (2,107,661)	$ (1,514,601)
Common shares outstanding	655,470,372	655,470,372	655,470,372	655,470,372
Free cash flow per share	$ (0.001)	$ 0.000	$ (0.003)	$ (0.002)

(1) Free cash flow and funds used in operations are non-IFRS measure. Please see definitions in the "Non-IFRS Measures" section.

At September 30, 2015, TVI's consolidated financial statements reflect a total cash and short-term deposits balance of $3.2 million held by TVI, which includes TVI Pacific, TVI International Marketing Limited ("**TVI Marketing**"), TVI Asia-Pacific Resources Corporation ("**TVI Asia-Pacific**"), TVI Minerals Processing Inc. ("**TVI Minerals**") and TG World, as compared to a consolidated cash balance of $6.2 million at the end of September 30, 2014.

Of note is that total cash held by all Philippine entities at September 30, 2015 is $5.9 million, of which $1.4 million is held in joint venture accounts and $4.2 million is held directly by TVIRD, all of which is available to the Philippine entities to fund activities and investments at that level that would contribute to the value of the *investments in joint ventures* within the accounts of TVI Pacific.

Capital Requirements

TVI's capital expenditures through 2015 are expected to be negligible as the primary focus is at the level of the Philippine entities and joint ventures, where capital expenditure programs will be funded by operations and available project financing.

Equity

Total capital was $32,972,145 at September 30, 2015 and December 31, 2014. The Company's outstanding common shares as at August 12, 2015 and at September 30, 2015, were 655,470,372. The basic weighted average number of common shares issued and outstanding for the three and nine months ended September 30, 2015, were 655,470,372 (September 30, 2014 - 655,470,372). No adjustments were required to the weighted average number of common shares in computing diluted per share amounts for these periods because the Company was in a loss position.

Stock Option Plan

The Company has a share option plan pursuant to which options may be granted to directors, officers, and employees of the Company. The options generally vest over a period of up to three years and expire no more than 5 years from the date of grant. In June 2015 and February 2015, the Company granted share options to officers of the Company in a total amount of 18,050,000 stock options with a weighted average exercise price of $0.015 per share. At September 30, 2015, TVI had 63,900,000 options outstanding, of which 19,866,667 were vested and exercisable. During the nine months ended September 30, 2015,

$234,676 (December 31, 2014 - $59,782) of stock-based compensation were charged to the statement of comprehensive income (loss) in the consolidated financial statements.

RISK FACTORS

There are certain risks involved in TVI's operations, some of which are beyond its control. Additional risks and uncertainties not presently known, or not expressed or implied below, or that are presently deemed immaterial, could also have an impact to TVI's business, financial condition and operating results.

Statements made in this MD&A regarding risk factors are based upon the opinions of management of TVI as at the effective date of such statements and, in certain cases, information received from or disseminated by third parties. Although TVI believes that the risk factors below are based upon reasonable assumptions and that information received from or disseminated by third parties is reliable, it can give no assurance that those expectations will prove to have been correct.

Risk Management

TVI's activities expose it to a variety of financial risks: market risk (including currency risk and fair value interest rate risk), liquidity risk and credit risk. TVI's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on TVI's financial performance. The Board of Directors has the overall responsibility for the establishment and oversight of TVI's risk management framework.

(a) Currency risk

TVI faces currency risks mainly due to the substantial cross-border element of its investment activities. TVI is headquartered in Canada (Canadian Dollar and US Dollar) while its associates and joint venture entities are located in the Republic of the Philippines (Peso) and Australia (Australian Dollar). The Company's cash and short term deposits are denominated in US Dollars while the notes receivable from Foyson are denominated in Australian Dollars. TVI minimizes risks by carefully planning the timing of settlement of foreign currency denominated balances and closely monitoring changes in foreign exchange rates.

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. TVI has exposure to fair value interest rate risk since its note receivable in Foyson and short-term deposits have fixed interest terms, regardless of changes in market conditions. TVI reviews its exposure to interest rate risk through comparison of actual interests with market interest rates.

(c) Liquidity risk

Liquidity risk is the risk that TVI will not be able to meet its financial obligations as they fall due. TVI's approach is to ensure that it will have sufficient liquidity to meet its liabilities when due, under both normal and stressed circumstances. Due to the dynamic nature of the underlying business, TVI maintains flexibility in funding through its joint ventures by keeping committed credit lines at that level with major vendors. TVI expects to be able to meet its current financial obligations with its current source of funds.

As at September 30, 2015 TVI has a $4.2 million working capital surplus, as compared to a working capital surplus of $6.0 million as at December 31, 2014.
(d) Credit risk

Credit risk arises from the potential that a counterparty to a financial instrument fails to meet its contractual obligations and arises principally from TVI's cash and cash equivalents, short-term deposits, derivative financial instrument, accounts receivable, due from related parties and notes receivable. TVI manages credit risk associated with cash by maintaining its cash and investments in accounts with highly reputable banks, which were approved by the Board of Directors.

The carrying amounts of cash and cash equivalents, short-term deposits, derivative financial instrument, accounts receivable, due from related parties and notes receivable at September 30, 2015 and December 31, 2014 represent TVI's maximum credit exposure.

Risk on Investments

In its minority investments in TVIRD, Foyson and Mindoro, TVI is exposed to the risk that it may not realize the expected returns from these investments. TVI and its management do not control the actions of these companies and projected cash flows from these investments may change depending on the outcome of the projects. Market value of the shares may decline, affecting the valuation of the investments and derivatives and further losses may be incurred by TVIRD, Foyson or Mindoro that would require a write-down in the value of these investments.

As at September 30, 2015, the fair value of investment in Foyson was above the carrying value while the fair value of investment in Mindoro has already been fully written-down as a result of an earlier share in the loss of this associate. Similarly, the value of investment in TVIRD is adjusted at each reporting period by TVI's share in the income or loss of this joint venture.

Regulatory Risk

Political and Regulatory Environment in the Philippines related to investment in TVIRD

On July 9, 2012, the Philippine Government introduced a new mining policy in the form of a Presidential Executive Order (Executive Order #79, or "**EO 79**"), which provided direction to agencies of the Administration to carry out certain directives and signaled the Government's intention to seek legislation "rationalizing existing revenue sharing schemes and mechanisms". During the intervening period, no new permits were issued and industry operated in an environment of extreme uncertainty.

Readers are referred to previous MD&A documents for a detailed analysis of EO 79 and the Implementing Rules and Regulations issued subsequently to execute the Executive Order.

The key elements of the policy in the view of TVIRD Management were that (a) no new mining projects would be allowed until new fiscal legislation had been passed by Congress; (b) the Government was to cause Local Government Units ("**LGU**") to rescind and/or not pass legislation contravening the Mining Act; (c) companies would be issued new exploration permits on the condition that they be subject to the fiscal terms passed subsequently by Congress; and (d) there would be a definitive map published of "No Go" areas that would be off limits to minerals exploration and development.

The government also committed to honour existing contracts such as those held by TVIRD, and in fact has approved both the ECC for the Balabag project, and, more recently, the DMPF for the Agata project (see TVI Pacific's news release dated April 28, 2014). The MGB is also working diligently with TVIRD to progress TVIRD's applications for the DMPF for the Balabag project. But of note is that with the speed by which the permitting process is proceeding, there is a risk that illegal miners who were previously evicted from Balabag could make efforts to return or to obstruct development operations in some way, despite TVIRD maintaining control of the premises, and that the government may not act in a sufficiently timely way to prevent an impact on the project's timeline.

Political and Regulatory Risks in the Philippines related to investment in TVIRD

Emerging from the above policy environment are certain risks faced by TVI, through its investment in TVIRD, including, but not limited to:

- The government's intention to increase the level of taxation for all new mining projects in the Philippines in its new fiscal regime. However, the new regime is to only be applied prospectively; i.e. new projects and existing projects will be given the option of adopting the new fiscal regime. The Balabag Project is an existing project in advanced stages of approval, and management believes it should be governed by the existing fiscal regime. However, there is a risk that the new fiscal regime may be applied to the Balabag Project. In early 2015, three bills proposing a variety of taxation levels on mining projects were proposed in the Congressional Ways and Means Committee for deliberation. As of the time of this report, the bills remain pending for Congressional hearings. If certain bills are passed, specifically House Bill No. 5367 which proposes a 10% baseline revenue sharing agreement with the government or a 55% share of adjusted net mining revenues (whichever is higher), it would have a tremendously negative impact on the mining industry and the economics of most new mining projects.

- While the government has stated that Motions for Reconsideration will be processed for APSAs and Applications for Financial and Technical Assistance Agreements ("**AFTAs**"), including TVIRD's AFTA 13, AFTA 14 and APSA 39 there is a risk that the Motions may not be approved; and that the Free Prior Informed Consent ("**FPIC**") process required for these tenements may drag out and/or not be secured.

- Government has raised the possibility of a requirement for compulsory and mandatory insurance coverage for the affected environs and communities, as well as perpetual liability for the maintenance and rehabilitation of post mining sites (i.e., setting up trust funds or heritage funds with specified uses).

- Several draft, independent member's bills, referred to as "Alternative Mining Acts" have been presented for discussion in the Philippine House of Representatives. While these bills do not currently have the support of the Administration, in the event that they were to be passed into law by Congress, or have significant elements of them adopted as law, they would further impair the fiscal regime and regulatory framework under which the mining industry operates in the country.

- A petition for Writ of Kalikasan ("Writ of Nature") has been filed with the Supreme Court of the Philippines by third parties seeking cancellation of all mining tenement applications in Region IX (Zamboanga Peninsula) and amendment of the Implementing Rules and Regulations to the Philippine Mining Act of 1995. TVIRD is not named as a respondent to the aforesaid petition, but a risk exists that it may be impleaded into the case, and/or it may be impacted should an adverse ruling issue from the court. The Supreme Court has remanded the case to the Court of Appeals in Cagayan de Oro. TVIRD legal counsel is monitoring the case. On April 08, 2014, TVIRD received an Order coming from the Court directing it to file within ten (10) days a return of the writ. On April 15, 2014, TVIRD filed a manifestation adopting the return of the writ filed by the public respondents.

- The Supreme Court has heard arguments before it from Petitioners in the case of Baraquel vs. DENR Secretary, Sagittarius Mining Inc., Oceana Gold Corporation and TVIRD, which seeks to challenge the constitutionality of certain sections of the Mining Act of 1995 and in effect to revisit the Court's La Bugal judgment that upheld its constitutionality. TVIRD is a respondent in regard to an application for a Financial and Technical Assistance Agreement ("**FTAA**"), which has subsequently been denied but which denial TVIRD has appealed. Three sessions of oral argument have taken place before the Court and all parties to the case, as well as the Chamber of Mines of the Philippines, have provided final written submissions to the Court. At the time of writing the Court continues to deliberate the case in camera. A risk exists that the Supreme Court could choose not to reject the petition and make a new ruling on the constitutionality of key provisions in the Mining Act. In that event, there is a risk that the mining agreements cited in the case would be ruled null and void and TVIRD's appeal of the denial would be rejected; or that all mining agreements in the country would be ruled null and void and their taxation agreements would have to be renegotiated (which would affect TVIRD along with all other tenement holders). On March 5, 2015, TVIRD filed a manifestation with the Supreme Court that House Bill No. 5367 is filed in Congress which proposes the new fiscal regime and revenue sharing arrangement between the Government and the mining contractor for large scale metallic mineral mining operations. TVIRD is of the position that the determination of the government's share in mining is a policy matter and Congress is acting on said authority by deliberating on House Bill No. 5367.

Social and Economic Environment

Although TVIRD has obtained a title opinion with respect to its Philippine properties, there is no guarantee that title to such mining rights will not be challenged.

There are continuing risks that communities or local politicians could withdraw support for TVIRD projects and mount protests or refuse to provide the necessary endorsements to support project titles and applications. TVIRD has been successful to date in gaining community support for its operations, and management is committed to continuing the policies of community development, sustainable development and corporate social responsibility that have been effective and rewarding up to this time. Accordingly, management believes the risk of the withdrawal of community support is low.

In addition, there is a continuing background security risk involved in any operation in the Philippines, including Mindanao – over and above the normal security risks of theft and robbery that may generally affect any mine elsewhere.

Future Exploration and Development Activities may not be Successful

Exploration for and development of precious and base metal properties involve significant financial risks that even a combination of careful evaluation, experience and knowledge may not eliminate. While the discovery of minerals or metals may result in substantial rewards, few properties that are explored are ultimately developed into producing mines. Major expenses may be required to establish reserves by drilling, constructing mining and processing facilities at a site, connecting to a reliable infrastructure, developing metallurgical processes and extracting the minerals or metals. TVI cannot ensure that its current exploration and development programs will result in profitable commercial mining operations or replacement of current production at existing mining operations with new reserves. Also, substantial expenses may be incurred on exploration projects that are subsequently abandoned due to poor exploration results or the inability to define reserves that can be mined economically.

The economic feasibility of development projects is based upon many factors, including but not limited to the accuracy of reserve/resource estimates; metallurgical recoveries; capital and operating costs; government regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting, environmental protection; and market prices. Development projects are also subject to the successful completion of feasibility studies, issuance of necessary governmental permits and availability of adequate financing. Development projects have no operating history upon which to base estimates of future cash flow. Estimates of proven and probable reserves and cash operating costs are, to a large extent, based upon detailed geological and engineering analysis. TVI also conducts feasibility studies that derive estimates of capital and operating costs based upon many factors, including anticipated tonnage and grades of minerals or metals to be mined and processed; ground and mining conditions; expected recovery rates; and anticipated social, environmental and regulatory compliance costs.

It is possible that actual costs and economic returns of current and new mining operations may differ materially from TVI's best estimates. It is not unusual for new mining operations to experience unexpected problems during the start-up phase and to require more capital than anticipated or experience higher operating costs. These uncertainties could have an adverse impact on TVI's future cash flows, earnings, results of operations and financial condition.

Funding and Liquidity

Future development and exploration depends on the ability of TVI and its investments to obtain funding through project and mining cash flows, joint ventures, debt financing, equity financing and other means. Failure to obtain additional funding when needed or on terms acceptable or favourable to TVI or its affiliates, associates or joint ventures may cause TVI or its affiliates, associates or joint ventures to postpone its exploration and development plans, forfeit rights in some or all of its properties, or reduce or terminate some or all of its operations. This could have a material adverse effect on TVI.

The ability to make scheduled payments of expenses depends on the financial condition and operating performance of TVI and its affiliates and associates or joint ventures, which is subject to prevailing economic and competitive conditions and to certain financial, business and other factors beyond its control. As at September 30, 2015, TVI and its subsidiaries do not have outstanding debts.

Current financial markets remain volatile due to uncertainties in the global economy. Commodity markets have seen substantial volatility and there were delays in obtaining required permits for certain projects. The volatility and uncertainty in the current markets could lead to difficulties in raising funds. There can be no assurance that amounts will be adequate for future financial obligations and internal cash available for investments of TVI.

Subsidiaries and Joint Ventures

The consolidated financial statements include the accounts of TVI and its subsidiaries TG World, TVI Limited, TVI Marketing, TVI Asia-Pacific and TVI Minerals, and its interest in TVIRD, Foyson and Mindoro.

TVI has significant investment in some entities over which it does not have sole control. In some cases, TVI has board representation but does not control day-to-day operations of any of those entities. Similarly, TVI does not control the financial reporting and internal controls of any of those entities. Therefore, TVI relies on the internal controls and financial reporting controls of those entities and their failure to maintain effectiveness or comply with applicable standards may adversely affect TVI.

Property Competition

There are large and well established mining companies with technical and financial resources in the worldwide market. Significant and increasing competition exists for mineral acquisition opportunities throughout the world. As a result, TVI may be unable to acquire the rights to exploit additional attractive mining properties on terms it considers acceptable. Accordingly, there can be no assurance that TVI will acquire any interest in additional operations that would yield reserves or result in commercial mining operations.

Environmental Hazards

The mining business is subject to a variety of risks such as ground fall, explosions and other accidents, flooding, environmental hazards and the discharge of toxic chemicals. TVI may or may not be able to insure against these hazards. This may result in destruction of mines and other facilities, damage to life and property, environmental damage, delayed production, increased production and exploration costs, and possible legal liability for any and all damages. Such liabilities may have a material adverse effect on TVI's financial position.

NON-IFRS MEASURES

Funds from (used in) operations is a measure that do not have any standardized meaning as prescribed by IFRS. It represents cash generated from/(used in) operating activities before changes in working capital. Funds from (used in) operations should not be considered an alternative to, or more meaningful than, cash flow from operating activities. Management believes that funds from (used in) operations is a useful supplemental measure to analyze TVI's ability to generate cash flow to fund capital investment and working capital requirements. Funds from (used in) operations may not be comparable to similar measures used by other companies.

Free cash flow from operations is a measure that does not have any standardized meaning as prescribed by IFRS. It represents cash generated from operations, before changes in working capital, less cash expenditures on property and equipment and cash expenditures on other assets. Free cash flow should not be considered an alternative to, or more meaningful than, cash flow from operating activities. Management believes that free cash flow is a useful measure that represents cash available for reinvestment or growth after considering all the expenditures necessary to maintain TVI's asset base.

Net loss before interest, depreciation, other gains and share of net losses of associates and joint venture, is a measure that does not have any standardized meaning as prescribed by IFRS. It represents income before non-cash expenses in depreciation expense, other gains, share of loss of associates and joint venture and impairment loss. This measure should not be considered an alternative to, or more meaningful than, net income/(loss). Management believes that net income before interest, depreciation and one-time charges is a useful supplemental measure to analyze TVI's ability to generate cash income. This measure may not be comparable to similar measures used by other companies.

COMPARATIVE AMOUNTS

There had been no reclassification of comparative amounts during the period ended September 30, 2015 aside from the reclassification of interest receivable from Foyson, from note receivable to accounts receivable amounting to $30,091 as at September 30, 2015 (December 31, 2014 - $9,580), representing accrued interest on the loan to Foyson and the Capital Promissory Notes with Foyson, all of which were fully converted to Foyson shares on July 30, 2015.

CHANGES IN ACCOUNTING POLICIES

Adoption of new and revised IFRS

The consolidated financial statements follow the same accounting policies and methods of application as the audited consolidated financial statements for the year ended December 31, 2014. There are no new IFRSs or IFRIC interpretations that are effective for the period beginning January 1, 2015 that would be expected to have a material impact to the Company.

New standards not yet effective at January 1, 2015

IFRS 9, "Financial Instruments" replaces existing requirements included in IAS 39, "Financial Instruments - Recognition and Measurement". The complete version of IFRS 9 was issued in July 2014. It replaces the guidance in IAS 39 that relates to the classification and measurement of financial instruments. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost, fair value through other comprehensive income and fair value through profit and loss. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in other comprehensive income, not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. The standard is effective for accounting periods beginning on or after January 1, 2018. The Company is assessing the full impact of IFRS 9.

IFRS 15, "Revenue from contracts with customers" deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognized when a customer obtains control of a good or service and thus has the ability to direct the use and obtain the benefits from the good or service. The standard replaces IAS 18 "Revenue" and IAS 11 "Construction contracts" and related interpretations. The standard is effective for annual periods beginning on or after January 1, 2018 and earlier application is permitted. The Company is assessing the impact of IFRS 15.

There are no other new standards, amendments and interpretations that are not yet effective that would be expected to have a material impact on TVI.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Management is responsible for applying judgement in preparing accounting estimates. Certain estimates and related disclosures included within the consolidated financial statements are particularly sensitive because of their significance to the consolidated financial statements and because of the possibility that future events affecting them may differ significantly from management's current judgements. The following are significant accounting estimates:

- TVI applies the fair value method, using the Black-Scholes option pricing model, for stock options granted to employees and directors under the share option plan, as well as the conversion options related to the note receivable from Foyson. Management must estimate the volatility, forfeiture rate, expected life and risk-free interest rates in using the model to assess the fair value of stock options and derivative financial instrument.

- The Company reviews and tests the carrying amounts of investments in associates and joint ventures, property and equipment, and exploration and evaluation assets whenever events or changes in circumstances indicate, in management's judgment, that the carrying amount may not be recoverable. If there are indications that impairment may have occurred, the amount by which the carrying value of assets exceeds their estimated recoverable value is charged to the statements of comprehensive income/(loss). Evaluating for recoverability during the exploration and evaluation phase requires judgment in determining whether it is likely that future economic benefit from future exploitation, sale or otherwise are likely.

- Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. TVI recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the year in which such determination is made.

- Management has assessed the level of influence that TVI has on Mindoro and determined that it has significant influence though the shareholding is below 20% because of the board representation and contractual terms. Consequently, this investment has been classified as an associate.

OFF BALANCE SHEET ARRANGEMENTS

TVI does not have any off balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

Transactions with related parties are recorded at the exchange amounts which are the amounts established and agreed to by the parties.

- At September 30, 2015, TVI’s remaining receivable from the joint ventures in the Philippines was $186,840 (December 31, 2014 - $21,555), presented as part of due from related parties in the consolidated financial statements and relating to services provided by TVI Pacific to the joint ventures.

- During the three and nine months ended September 30, 2015, TVI had incurred management fees of $67,333 and $265,639 (September 30, 2014 - $111,315 and $618,469), respectively. Management fees are paid to a corporation owned by the President of TVI for the services of the President, travel costs, and support staff including TVI’s Office Administrator and Accountant. During the period ended September 30, 2015, the Company made advance payments and at September 30, 2015, the amount payable to the corporation was $43,677 which formed part of the due to related parties in the consolidated financial statements (December 31, 2014 – due from related parties $147,305).

- During the three and nine months ended September 30, 2015, TVI incurred directors’ fees of $43,750 and $154,625 (September 30, 2014 - $52,938 and $174,813), respectively. At September 30, 2015, the fees payable to directors were $7,688, which formed part of the due to related parties in the consolidated financial statements (December 31, 2014 – $47,938).

- During the three and nine months ended September 30, 2015, TVI incurred $70,069 and $195,168 (September 30, 2014- $120,894 and $191,177), respectively, to a corporation controlled by a director and officer of TVIRD for administrative expenses. TVI owed the corporation $14,449 at September 30, 2015, which formed part of the due to related parties in the consolidated financial statements (December 31, 2014 - $12,786).

- At September 30, 2015, the Company’s remaining payable to the joint ventures in the Philippines was $6,036 (December 31, 2014 - $9,311), presented as part of due to related parties in the statement of financial position.

- Additional loan of A$100,000 was issued to Foyson by the Company each in February 2015 and April 2015, which were fully converted to shares in July 2015 (December 31, 2014 - $290,207).

- On December 12, 2014, TVIRD provided a bridge loan to Mindoro in the amount of $500,000 on which an annual interest rate of 8% was applied on any unpaid portion until what was agreed to be the earlier of the maturity date of January 31, 2015 or upon receipt of the proceeds from a proposed convertible debenture offering by Mindoro. At time of reporting, the bridge loan has not been extended beyond June 30, 2015, nor has it been called. The parties continue to consider options going forward while interest continues to accrue at 8% per annum on the total loan balance. The bridge loan is secured by the shares of Mindoro's Philippine subsidiary, MRL Nickel Phils., Inc.

- TVI's interest in joint venture, TVIRD, has also entered into a management contract with the corporation owned by the President of TVI for the services of the President starting January 1, 2014. As a result, the costs of ongoing services previously charged by this corporation directly to TVI have been reduced for the period of the management contract.

CONTINGENCIES AND CONTRACTUAL OBLIGATIONS

The Company has entered into a lease contract with respect to its corporate office premises that has commenced on April 1, 2015. The lease is for a three-year term through to March 31, 2018, and the total rent payments up to the end of the lease contract in March 2018 amounts to $179,177, inclusive of base rent, estimated operating expense and taxes.

Legal Actions

The Company has no known current or pending claims filed against it.

CONTROLS AND PROCEDURES

Disclosure Controls and Procedures

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant material information is gathered and reported to management, including the Chief Executive Officer and Chief Financial Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure. Management, with the participation of the certifying officers, has evaluated the design and effectiveness of TVI's disclosure controls and procedures (as defined by the Canadian Securities Administrators). Based on that evaluation, the certifying officers have concluded that such disclosure controls and procedures are effective and designed to ensure they are aware of all material information relating to the Company.

Internal Controls over Financial Reporting

TVI's internal controls over financial reporting ("**ICOFR**") are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with generally accepted accounting principles. Management has evaluated the design of TVI's ICOFR as at September 30, 2015, and plans to update the evaluation of operating effectiveness of internal controls over financial reporting throughout the year. Management concluded that there has been no change in the Company's internal control over financial reporting during the nine months ended September 30, 2015, that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.

It should be noted that while TVI's Chief Executive Officer and Chief Financial Officer believe that ICOFR provide a reasonable level of assurance, they do not expect that the ICOFR would prevent all errors and fraud. A control system, no matter how well conceived or operated, can only provide reasonable assurance that the objectives of the control system are met.

SUBSEQUENT EVENTS

On October 8, 2015, TVIRD has filed a preliminary prospectus (the "**Preliminary Prospectus**") with the Philippine Securities and Exchange Commission (the "**SEC**") and the PSE relating to the proposed IPO of TVIRD shares in the Philippines. Subject to registration with and approval by the SEC, and listing approval by the PSE, the IPO and listing of the TVIRD shares on the main board of the PSE are expected to be completed in mid-December 2015. The Preliminary Prospectus contemplates a primary offer of up to 272.02 million shares from the unissued capital stock of TVIRD (representing 10% of TVIRD's projected outstanding common share capital) and a secondary offer of up to 136.01 million shares from the holdings of existing shareholders (representing 5% of TVIRD's projected outstanding common share capital), in each case at an offer price of up to PHP3.71 per share (approx. CAD$0.11 per share using a PHP/CAD exchange rate of 35.28). TVIRD proposes to use the net proceeds from the primary offer to fund certain capital expenditures for the construction, development and operation of TVIRD's Balabag Gold-Silver Project.

IMPORTANT INFORMATION REGARDING FORWARD-LOOKING STATEMENTS

Certain statements in this MD&A constitute forward-looking information. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "intend", "could", "might", "should", "believe", "schedule" and similar expressions. Forward-looking statements are based upon the opinions and expectations of TVI as at the effective date of such statements and, in certain cases, information received from or disseminated by third parties. Although TVI believes that the expectations reflected in such forward-looking statements are based upon reasonable assumptions and that information received from or disseminated by third parties is reliable, it can give no assurance that those expectations will prove to have been correct. Forward-looking statements are subject to certain risks and uncertainties (known and unknown) that could cause actual outcomes to differ materially from those anticipated or implied. These factors include, but are not limited to, such things as general economic conditions in Canada, the Philippines, Fiji, Papua New Guinea and elsewhere; volatility of prices for precious metals, base metals, oil and gas; commodity supply and demand; fluctuations in currency and interest rates; inherent risks associated with the exploration and development of mining properties; inherent risks associated with the exploration and development of oil and gas properties; ultimate recoverability of reserves; production, timing, results and costs of exploration and development activities; political or civil unrest; availability of financial resources or third-party financing; new laws (domestic or foreign); changes in administrative practices; changes in exploration plans or budgets; availability of personnel and equipment (including mechanical problems); and extreme weather conditions and forces of nature (i.e. typhoons, heavy rains, earthquakes, and the like) that may disrupt operations and exploration.

Forward-looking statements regarding the timing and nature of exploration and drilling activities in TVIRD's tenements in the Philippines are based upon current and previous exploration activities, management's experience with other exploration programs undertaken in the Philippines and elsewhere, and TVIRD's overall plans, budget and strategy (which are all subject to change). In certain cases, the timing of exploration activities in the Philippines, Fiji and Papua New Guinea are dependent upon the receipt of free prior informed consent from indigenous communities and regulatory approvals from the governments of the Philippines, Fiji and Papua New Guinea.

The forward-looking statements set out in this MD&A include information relating to interests that may be earned by TVIRD in the Agata and Pan de Azucar joint ventures; opportunities for exploration, development and commercialization of the Agata Mining Project (Limestone DSO/Lime Production Facility and the Agata Nickel Processing Plant). Related risks and uncertainties include, but are not limited to: (A) results of further work in pursuing the conceptual planning described in this MD&A not supporting current expectations as to the opportunities outlined; (B) TVIRD not funding the necessary expenditures at Agata or Pan de Azucar to advance the projects or earn an interest under the joint venture agreements due to, among other things (i) changes in TVIRD's strategic priorities, due diligence findings, changes in laws or regulations affecting mining operations in the Philippines (including the profitability of such operations), and other factors, (ii) changes in TVIRD budgets and (iii) limited availability of funds; (C) a determination on the part of

TVIRD not to pursue projects contemplated by one or more of the joint venture agreements noted above for technical, economic, legal or other reasons (including, without limitation, a failure to obtain required permits or other governmental or regulatory approvals); and (D) certain other risks identified elsewhere in TVI's public filings, including, without limitation, those risk factors set forth at pp. 17-19 of TVI's Annual Information Form dated March 24, 2015.

***Accordingly, readers should not place undue reliance upon the forward-looking statements contained in this MD&A and such forward-looking statements should not be interpreted or regarded as guarantees of future outcomes**.*

The forward-looking statements of TVI contained in this MD&A are expressly qualified, in their entirety, by this cautionary statement. Various risks to which TVI and its affiliates are exposed in the conduct of their business are described in detail in TVI's Annual Information Form for the year ended December 31, 2014, which was filed on SEDAR on March 24, 2015, and is available at www.SEDAR.com. Subject to applicable securities laws, TVI does not undertake any obligation to publicly revise the forward-looking statements included in this MD&A to reflect subsequent events or circumstances, except as required by law.

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