



Management's Discussion and Analysis
For the years ended September 30, 2013 and 2012

Filed January 28, 2014



Management's discussion and analysis (MD&A) is current to January 27, 2014 and is management's assessment of the operations and the financial results together with future prospects of Claim Post Resources Inc. ("Claim Post" or the "Company"). This MD&A should be read in conjunction with the Audited Financial Statements for the years ending September 30, 2013 and 2012 and related notes prepared in accordance with International Financial Reporting Standards ("IFRS"). All figures are in Canadian dollars unless stated otherwise. This discussion contains forward-looking statements that are not historical in nature and involves risks and uncertainties. Forward-looking statements are not guarantees as to Claim Post's future results as there are inherent difficulties in predicting future results. Accordingly, actual results could differ materially from those expressed or implied in the forward looking statements. The Company has adopted National Instrument 51-102F1 as the guideline in presenting the MD&A. Additional information relevant to the Company's activities, including the Company's Annual Report and audited financial statements, can be found on SEDAR at www.sedar.com.

Description of Business

The Company is a junior mining, exploration, and development company engaged in the acquisition, exploration and development of mineral resource properties in Canada. The Company was formed under the *Business Corporations Act* (Ontario) as Claim Post Resources Inc. on September 21, 2005 by articles of incorporation.

The business objective of the Company has evolved from exploring for base and precious metal deposits in the Timmins Camp of Ontario to acquiring and developing a major silica sand deposit located 200 km northeast of Winnipeg, Manitoba.

On March 31, 2010, the Company received approval of its application to list its common shares on the TSX Venture Exchange ("TSX-V"). Effective April 5, 2010, the Company's common shares began trading on the TSX-V under the trading symbol "CPS". The Company is a reporting issuer in the provinces of Ontario, Alberta and British Columbia.

Outlook

The Company has successfully secured of a 100% interest in the Seymourville Frac Sand Project. The initial purchase the Seymourville Property from Char Crete comprised about 70% of the Seymourville Frac Sand Project. On June 18, 2013, the Company entered into Letter of Intent ("LOI") with Gossan Resources Limited to option an additional nine contiguous sand quarry leases which comprise the remaining 30% of the same deposit. The silica sand quarry leases appear amenable to being a source of fracking sands for the oil and gas industry. A draft Memorandum of Understanding ("MOU") has been presented to the First Nation Reserve, Hollow Water, and the Villages of Seymourville and Manigotagan. Copies of the related news releases, dated April 16, 2013 and June 25, 2013, respectively, have been filed on www.SEDAR.com and can be found on the Company's website. This forms part of Management's ongoing mandate of assessing opportunities for acquisition in the mining sector which can provide near term revenue.

Due to market conditions, the Company is curtailing its direct exploration expenditures and pursuing discussions with joint venture partners to develop its portfolio of mineral properties in the Abitibi Greenstone Belt Region near Timmins in Ontario, Canada, where it owns a 100% interest in certain mining claims in the Kamiskotia Lake area in the Godfrey, Turnbull, Jamieson, Robb, Cote, Massey, Mountjoy and Bonar Townships. The Company also owns 49 patented claims in Deloro and has an option to earn up to 100% interest in the Racetrack Project in Ogden Township – both 6 km south of Timmins.

The Company does not hold any interests in producing or commercial ore deposits. The Company has no production or other material revenue. There is no operating history upon which investors may rely. Commercial development of any kind will only occur in the event that sufficient



quantities of mineral resources containing economic concentrations of gold or other mineral resources are discovered. Subsequent to the year ended September 30, 2013, the Company completed a private placement announced in its news releases dated July 3, 2013 and amended on July 9, 2013 and October 8, 2013. The Company issued a total of 31,720,000 Units and 9,083,333 Flow-Through units for total proceeds of \$2,131,000 (See "Subsequent Events"). If, in the future, a discovery is made, substantial financial resources will be required to establish ore reserves. Additional substantial financial resources will be required to develop mining and processing for any ore reserves that may be discovered. If the Company is unable to finance the establishment of ore reserves or the development of mining and processing facilities it will be required to sell all or a portion of its interest in such property to one or more parties capable of financing such development.

As at January 27, 2014, the directors and officers of the Company were:

Charles M. Gryba	President, Chief Executive Officer and Director
Richard D. Williams	Secretary and Director
Phillip Walford	Director
Joel D. Schneyer	Director
John Assman	Director
Lowell Jackson	Director
Rebecca Hudson	Chief Financial Officer
Nadim Wakeam	Assistant Secretary

Subsequent to the year ended September 30, 2013, the Company retained P&E Mining Consultants to prepare a N-I-43-101 Report on the Seymourville Frac Sand Project. Mr. Gene Puritch P. Eng will be the independent Qualified Person on the file.

Overall Performance

The following paragraphs provide an analysis of the financial condition of the Company, results of operations, trends, events, uncertainties, and industry and economic factors that affect the Company's performance for the year ended September 30, 2013.

Total exploration and evaluation costs increased in the year ended September 30, 2013 by \$42,771 to a cumulative total of \$3,810,547 from \$3,767,777 at September 30, 2012.

As of the year ended September 30, 2013, the Company had 52,788,831 common shares outstanding. (As result of equity financing completed subsequent to the year then ended as of January 27, 2014 the Company had 95,092,164 common shares outstanding).

As at September 30, 2013, the Company's cash position was \$55,491. This was a decrease of \$1,027,395 from September 30, 2012 of \$1,082,886. The Company has historically relied on equity financing to raise capital and will continue its attempts to do so. Subsequent to the year ended September 30, 2013, the Company completed a private placement announced in its news releases dated July 3, 2013 and amended on July 9, 2013 and October 8, 2013. The Company issued a total of 31,720,000 Units and 9,083,333 Flow-Through units for total proceeds of \$2,131,000 (See "Subsequent Events"). Prior to announcing this financing, the Company had decided to utilize debt facilities to fund the Seymourville Property acquisition (See "Commitments") and cover other working capital needs since at the time the Company was unable to secure equity financing. The Company will use the proceeds of equity financing to fund its Seymourville Frac Sand Project, which is the Company's current focus. As previously stated



by Management, future exploration programs funded directly by the Company, outside of the Seymourville Frac Sand Project, will be curtailed.

Trends

Current stock market conditions for public junior resource companies are not supportive of funding grassroots exploration activities. Given the difficulties in raising new capital through the equity markets, such companies are seeking out alternative sources of capital such as joint ventures with strategic partners, raising capital with financial partner equity groups, and investment from royalty-streaming investment groups.. It is uncertain how long this trend will continue. Otherwise there are no unusual trends, events or uncertainties presently known or identifiable to management that are reasonably expected to have a material effect on the Company's business, financial condition or results of operations. The nature of the Company's business is demanding of capital for property acquisition costs, exploration commitments and holding costs. The Company may stake ground as it becomes available for exploration and will drop claims from time to time if claims are deemed to have a low potential for a discovery. The Company intends to utilize cash on hand to meet its obligations and will continue to raise funds primarily by equity financings as necessary to augment this cash position as it does not have any operating cash flow.

Commitments

On-going commitments for capital resources relate to agreements for office space rental, the Racetrack Property option, and the Seymourville Frac Sand Project (See Notes 5 and 18 of the Audited Financial Statements for the years ended September 30, 2013 and 2012 for further details).

Racetrack Property Option

The Company has earned a 50% interest in the 103 claim units and 12 patented claim (Racetrack Property Option) from Electra Gold Ltd. Claim Post can increase its interest in the 115 units or claims to 100% by incurring a series of cash payments or share issuances plus exploration expenditures, as per the following schedule:

1. September 13, 2013: \$200,000 cash payment or issuance of 500,000 Claim Post shares, at Claim Post's option; (500,000 shares were issued December 23, 2013 and are included in shares to be issued) and
2. September 14, 2014: \$750,000 cash payment or issuance of 1,500,000 Claim Post shares, at Claim Post's option; this would complete the option to earn 100%

The Company is committed to monthly payments under the terms of operating agreements for the office space. The aggregate annual payments are as follows:

2014	\$ 27,555
2015	\$ 27,555
2016	\$ 27,555
2017	\$ 13,778

The Company will spend its available funds to further its stated business objectives. Specifically, the available funds will be spent to explore and develop its mineral properties. There may be circumstances where, for sound business reasons, a reallocation of funds may be necessary in order for the Company to achieve its stated business objectives.



Seymourville Frac Sand Project - Manigotagan Property

On June 18, 2013, the Company entered into an agreement to purchase the Manigotagan Property from Gossan Resources Limited GSS-V ("Gossan"). The property encompasses 9 quarry leases (306 hectares) and is contiguous to Claim Post's wholly-owned Seymourville Property (428 hectares). The properties are located 6km from a paved highway 200km north-east of Winnipeg, Manitoba (Canada).

The total payable to Gossan for the purchase of the Manigotagan Property subject to Regulatory Approval will be as follows:

- 1) 1,000,000 common shares of Claim Post or \$50,000, at Claim Post's sole discretion on signing the Agreement (shares issued on July 3, 2013 upon receipt of regulatory approval);
- 2) 2,000,000 common shares of Claim Post or \$200,000, at Claim Post's sole discretion on or before the day which is 6 months after the signing of the Agreement; (shares issued on December 9, 2013)
- 3) \$350,000 payable 12 months after the signing of the Agreement;
- 4) \$350,000 payable 18 months after the signing of the Agreement;
- 5) \$430,000 payable 24 months after the signing of the Agreement.

By purchasing the Manigotagan Property, Claim Post is obligated to pay a royalty interest (collectively the "Royalty") to Gossan in the amount of \$1.00 per tonne of frac sand plus \$0.50 per tonne for other silica sand or clay products sold from the Manigotagan Property. Claim Post can acquire 50% of the Royalty for \$1,500,000 any time after the Company completes the property payments.

Industry Risks

The Company is subject to numerous risk factors that may affect its business prospects in the future. These include risks inherent to exploration, development and operating companies, dependence on key personnel, commodity prices, and availability of capital, environmental and permitting risks, acquisition risks, competition and potential risks relating to land titles.

There are certain risk factors that could have material effects on the Company that are not quantifiable at present due to the nature of the Company's industry segment and other considerations.

Additional Capital

The exploration activities of the Company may require substantial additional financing. Failure to obtain sufficient financing may result in delaying or indefinite postponement of exploration and development of any of the Company's properties. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financings will be favourable to the Company. In addition, low commodity prices may affect the Company's ability to obtain financing.

Exploration Development and Operating Risk

Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration and development, any of which could result in work stoppages, damage to property, and possible



environmental damage. None of the properties in which the Company has an interest have a known body of commercial ore. Development of the Company's mineral properties will follow upon obtaining satisfactory exploration results. Mineral exploration and development involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration and development activities will result in any discoveries of commercially viable bodies or ore. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish reserves through drilling, to develop process flow sheets to extract the metal from the resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis.

Business Risk

The success of the operations and activities of Claim Post Resources is dependent to a significant extent on the efforts and abilities of its management, outside contractors, experts and other advisors. Investors must be willing to rely to a significant degree on management's discretion and judgment, as well as the expertise and competence of the outside contractors, experts and other advisors. The Company does not have a formal program in place for succession of management and training of management. The loss of one or more of the key employees or contractors, if not replaced on a timely basis, could adversely affect the Company's operations and financial performance.

Commodity Prices

The price of the Company's common shares, its financial results, exploration and development activities have been, or may in the future be, adversely affected by declines in the price of gold and/or other metals. Gold and oil prices fluctuate widely and are affected by numerous factors beyond the Company's control such as the sale or purchase of commodities by various central banks, financial institutions, expectations of inflation or deflation, currency exchange fluctuations, interest rates, global or regional consumptive patterns, international supply and demand, speculative activities and increased production due to new project developments, improved production methods and international economic and political trends. The Company's revenues, if any, are expected to be in large part derived from mining and sale of silica sand utilized by the oil industry, precious and base metals or interests related thereto. The effect of these factors on the price of frac sand, precious and base metals, and therefore the economic viability of any of the Company's exploration projects, cannot accurately be predicted.

Environmental and Permitting

All phases of the Company's operations are subject to environmental regulation in the various jurisdictions in which it operates. These regulations, among other things, mandate the maintenance of air and water quality standards, land reclamation, transportation, storage and disposal of hazardous waste. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors, and employees. There is no assurance that future changes in environmental regulation, in any, will not adversely affect the Company's operations.

To the Company's knowledge, there are no liabilities to date which relate to environment risks or hazards.



Frack Sand Business Risks

With the Company's recent foray into the silica sand business, it is becoming exposed to a new series of industry risks. Our long-term business and financial performance depends on the level of drilling and completion activity in the oil and natural gas industry. An increase in the supply of raw frac sand having similar characteristics as the raw frac sand we plan to produce could make it more difficult for us to execute contracts on favourable terms or at all.

Federal, provincial and local legislative and regulatory initiatives relating to hydraulic fracturing and the potential for related litigation could result in increased costs, additional operating restrictions or delays for our customers, which could cause a decline in the demand for frac sand and negatively impact our business, financial condition and results of operations.

Risks Related to Environmental, Mining and Other Regulations

We and our prospective customers are subject to extensive environmental, health and safety regulations that impose, and will continue to impose, significant costs and liabilities. In addition, future regulations, or more stringent enforcement of existing regulations, could increase those costs and liabilities, which could adversely affect our results of operations.

Silica related legislation, health issues and litigation could have a material adverse effect on our business, reputation or results of operations.

Acquisition

The Company uses its best judgment to acquire mineral properties for exploration and development in pursuit of such opportunities, the Company may fail to select appropriate acquisition candidates or negotiate acceptable agreements, including arrangements to finance the acquisitions and development, or integrate such opportunity and their personnel with the Company. The Company cannot assure that it can complete any acquisition that it pursues or is currently pursuing, on favorable terms, or that any acquisition completed will ultimately benefit the Company. The Company's management and directors have experience globally thus potential acquisitions may not be in the Timmins area or in Canada.

Competition

The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than itself. Competition in the mining business could adversely affect the Company's ability to acquire suitable producing properties or prospective properties for mineral exploration in the future.

Land Title

The Company has not sought formal title opinions on its mineral property interests in Canada. Any of the Company's properties may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects. The Company has no present knowledge of any material defect in the title of any of the properties in which the Company has or may acquire an interest other than the Simmons Group claim described in the Recent Events section below, which management believes is without merit.

Review of Operations
Selected Annual Information

	Year Ended September 30, 2013	Year Ended September 30, 2012	Year Ended September 30, 2011
Loss before income taxes	\$ 767,919	\$ 560,553	\$ 2,140,136
Net Loss	767,919	535,553	1,897,136
Loss per share – basic and diluted	\$ 0.016	\$ 0.01	\$ 0.05
Total Assets	\$ 1,765,627	\$ 1,333,513	\$ 578,075

Three Months Ended September 30, 2013 and 2012

The Company had a net loss of \$386,561 or \$0.008 per share for the three months ended September 30, 2013 compared to 135,078 or \$0.00 per share for the three months ended September 30, 2012.

Professional fees were \$86,846 for the three months ended September 30, 2013 compared to \$63,243 for the three months ended September 30, 2012. The increase over the prior year is due to legal work in the drafting of recent loan and property agreements that the Company has entered into in connection with the Seymourville Frac Sand Project. These fees relate to routine professional services such as legal advice and audit fees.

Office and general costs were \$47,067 for the three months ended September 30, 2013 compared to \$22,193 for the three months ended September 30, 2012. The increase in costs over the prior year period is a result of interest accrued on the loans payable as at September 30, 2013 and the Company experiencing a greater recovery of costs in the prior year period due to office space rental to third parties.

Shareholders' information for the three months ended September 30, 2013 was \$5,604 for transfer agent fees and the electronic filing of disclosure documents on SEDAR compared to \$7,906 for the three months ended September 30, 2012.

Total exploration and evaluation costs increased in the three-month period ended September 30, 2013 by \$21,862 to a cumulative total of \$3,810,547 from \$3,788,685 at June 30, 2013.

Year Ended September 30, 2013 and 2012

The Company had a net loss of \$767,919 or \$0.016 per share for the year ended September 30, 2013 compared to \$535,553 or \$0.01 per share for the year ended September 30, 2012.

Professional fees were \$266,328 for the year ended September 30, 2013 compared to \$206,420 for the year ended September 30, 2012. The increase over the prior year is due to legal work in the drafting of recent loan and property agreements that the Company has entered into in connection with the Seymourville Frac Sand Project. These fees relate to routine professional services such as legal advice and audit fees.



Office and general costs were \$113,207 for the year ended September 30, 2013 compared to \$82,803 for the year ended September 30, 2012. The increase in costs over the prior year is a result of interest accrued on the loans payable as at September 30, 2013 and the Company experiencing a greater recovery of costs in the prior year due to office space rental to third parties.

Shareholders' information for the year ended September 30, 2013 was \$43,829 transfer agent fees and the electronic filing of disclosure documents on SEDAR compared to \$21,960 for the year ended September 30, 2012. The increase over the prior year is related to the cost of filing disclosure documents with regards to the financing completed in the current year.

Share-based payments for the year ended September 30, 2013 totaled \$188,955 compared to \$Nil in the prior year and relates to 800,000 options that were granted to consultants and 2,750,000 option that were granted to directors, officers and consultants of the Company during the current year.

Total exploration and evaluation costs increased in the year ended September 30, 2013 by \$42,771 to a cumulative total of \$3,810,547 from \$3,767,777 at September 30, 2012.

Selected Quarterly Financial Data

	September 30, 2013	June 30, 2013	March 31, 2013	December 31, 2012	September 30, 2012	June 30, 2012	March 31, 2012	December 31, 2011
	\$	\$	\$	\$	\$	\$	\$	\$
Interest Income (Expense)	-	-	-	-	-	-	214	-
(Loss) Income	(386,561)	(89,456)	(162,864)	(129,038)	(135,078)	(85,305)	(146,345)	(168,825)
(Loss) Income per share, basic and diluted	(\$0.008)	(\$0.002)	(\$0.003)	(\$0.003)	(\$0.003)	(\$0.002)	(\$0.004)	(\$0.005)
Total assets	1,765,627	1,765,592	1,743,660	1,050,199	1,333,513	248,769	252,260	371,604

Liquidity and Capital Resources

The mineral properties of the Company are in the exploration and development stage and, as a result, the Company has no source of operating cash flow. The exploration and development of the Company's properties depends on the ability of the Company to obtain financing.

If the Company's exploration programs are successful, additional funds will be required to develop the Company's properties and to place them into commercial production. The only source of future funds presently available to the Company is through the issuance of share capital, or by the sale of an interest in any of its properties in whole or in part. The ability of the Company to arrange such financing or sale of an interest in the future will depend in part upon the prevailing market conditions as well as the business performance of the Company. There can be no assurance that the Company will be successful in its efforts to arrange additional financing, if needed, on terms satisfactory to the Company. If additional financing is raised through the issuance of shares, control of the Company may change and shareholders may experience dilution. If adequate financing is not available, the Company may be required to delay, reduce the scope of, or eliminate one or more exploration activities or relinquish rights to certain of its interests. Failure to obtain additional financing on a timely basis could cause the Company to forfeit its interests in some or all of its properties and reduce or terminate its operations. The Company does not consider the exercise of any warrants or options outstanding as a potential source of financing.



As at September 30, 2013, the Company had cash of \$55,491 (September 30, 2012 - \$1,082,886) to settle current liabilities of \$1,345,245 (September 30, 2012 - \$748,528). Subsequent to the year ended September 30, 2013, the Company secured equity financing to fund both the exploration of the Seymourville Frac Sand Project and the acquisition of the Manigotagan Property. More funding may be required to address its working capital deficiency.

Transactions with Related Parties

During the year ended September 30, 2013, the Company had dealings with the following related parties:

The Company relies on the experience and expertise of its President and Chief Executive Officer. The Company has secured his services on a month-to-month basis pursuant to a verbal consulting agreement, and pays him a fee of \$5,000 per month for his services for a total of \$60,000 (2012 - \$60,000) for the year ended September 30, 2013.

The Company's Chief Financial Officer received fees of \$5,400 (2012 - \$3,400) for services rendered during the year ended September 30, 2013.

During the year ended September 30, 2013, the Company was charged \$101,158 (2012 - \$26,645) for legal fees by a law firm of which an officer of the Company is a partner.

On May 1, 2012, and revised on June 30, 2012, September 4, 2012, March 27, 2013 and June 27, 2013 the Company executed a Promissory Note in the amount of \$181,600 to DPM Mining Inc., an entity controlled by a director of the Company (hereinafter called the "Holder"). Under the terms of the Promissory Note the principal owing shall become due and be paid in full on demand, which demand may be made by the Holder at any time. In addition, at any time and from time to time, any portion of the principal may be prepaid without any notice being given to the Holder and without any bonus or penalty being paid to the Holder. The Promissory Note is non-interest bearing with no fixed terms of repayment. On November 1, 2013 the Company paid this loan in full.

On January 16, 2013, and revised on March 27, 2013, the Company entered into a \$475,000 loan agreement with three individuals, bearing interest at a rate of prime plus 5% calculated and accrued monthly in arrears maturing on July 16, 2013. Two of the three individuals collectively hold \$375,000 of this loan and are related parties, one of whom is related to the President and CEO of the Company, and the other is a significant shareholder of Claim Post, holding approximately 20% of the outstanding shares of the Company. As of the date of this report, the Company was in discussions with the parties to this loan agreement to discuss whether the maturity date would be extended or the payment terms would be otherwise amended. The proceeds from the loan were used to make payments on the Seymourville Property on January 24, 2013 and March 27, 2013 for \$400,000 and \$75,000, respectively, pursuant to the LOI described in Note 5. On October 22, 2013 and October 31, 2013 the Company made payments of \$200,000 and \$62,500, respectively, leaving a balance of \$212,500. As at September 30, 2013 the interest accrued on these loans totalled \$27,348.

On March 27, 2013 the Company executed a Promissory Note in the amount of \$25,000 to a director of the Company (hereinafter called the "Holder"). Funds were used towards the acquisition of the Seymourville Property described in Note 5. Under the terms of the Promissory Note the principal owing shall become due and be paid in full on demand, which demand may be made by the Holder at any time. In addition, at any time and from time to time, any portion of the principal may be repaid without any notice being given to the Holder and without any bonus or penalty being paid to the Holder. The Promissory Note is non-interest bearing with no fixed terms of repayment. On October 22, 2013 this loan was paid in full.



Recent Events

On September 25, 2013 the Company completed an initial closing of 3,500,000 Units for gross proceeds of \$175,000. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant. Each Warrant is exercisable at an exercise price of \$0.10 per share for a period of three (3) years from September 25, 2013. All securities issued on closing are subject to a four month hold period from the date of closing of September 25, 2013.

In connection with the closing, the Company paid a cash finder's fee in the amount of \$12,250 and issued 192,500 broker warrants entitling the holder to purchase 192,500 common shares of the Company for \$0.10 per common share for a period of three (3) years from September 25, 2013. The broker warrants were issued on September 25, 2013 in conjunction with the share issuance, and expire on September 25, 2016.

On July 19, 2013 the Company granted a total of 2,750,000 options to directors, officers, employees, consultants and service providers of the Company pursuant to the Company's Stock Option Plan. The options are exercisable at a price of \$0.10 per share for a period of five (5) years.

On July 18, 2013 the Company received regulatory approval for the Manigotagan Property agreement and has issued 1,000,000 common shares to Gossan as the first payment of the purchase price.

On July 5th, 2013 Claim Post received notice from legal counsel for Simmons Construction Limited requesting information on the purchase of leases from Char Crete in connection with the Seymourville Property (See Note 5 to the Audited Financial Statements for the years ended September 30, 2013 and 2012 for additional details). The notice indicated that Simmons Construction Limited, acting on its own behalf and as agent for others (the "Simmons Group"), holds a debenture from Char Crete that creates a security interest in the undertaking and all the assets of Char Crete. The Simmons Group claim purports to include the nine quarry leases purchased by Claim Post on August 7, 2012. The total principal of the debenture on all Char Crete assets is \$1,243,458.

The Simmons Group registered its security interest under the Manitoba Personal Property Security Act on January 15, 2013, after Claim Post had purchased these leases from Char Crete. The Simmons Group debenture was executed on November 29, 2012. Accordingly, Claim Post takes the position that the Simmons Group security interest did not attach to the Char Crete quarry leases as they were not owned by Char Crete as at the date of the debenture.

On February 21, 2013 the Company completed a non-brokered private placement of 2,500,000 units at a price of \$0.10 per Unit for gross proceeds of \$250,000. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant. Each Warrant is exercisable at an exercise price of \$0.15 per share for a period of three (3) years from the date of issuance, February 21, 2016. All securities issued on closing are subject to a four month hold period from the date of closing.

In connection with the Private Placement, the Company paid a cash finder's fee in the amount of \$17,500 and issued 175,000 finder's fee warrants entitling the holder to purchase 175,000 common shares of the Company for \$0.10 per common share in the first year and \$0.15 per share in the second year. The warrants were issued on February 21, 2013 in conjunction with the share issuance, and expire February 21, 2015.

On January 23, 2013, The Board of Directors granted 800,000 stock options to consultants, exercisable at \$0.10 for a period of 5 years from the grant date.



On October 1, 2012 the Company completed a non-brokered private placement of 9,425,000 Common Shares at a price of \$0.10 per common share for gross proceeds of \$942,500. All securities issued on closing are subject to a four month hold period from the date of closing. The shares were issued in connection with a Private Placement offering which closed on September 24, 2012. The Company issued the shares once they had collected all of the proceeds raised through the issuance.

In connection with the Private Placement, the Company paid a cash finder's fee in the amount of \$65,975. The Company also paid \$10,000 in share issuance costs and issued 659,750 finder's fee warrants entitling the holder to purchase 659,750 common shares of the Company for \$0.10 per common share in the first year and \$0.15 per share in the second year. The warrants were issued on October 1, 2012 in conjunction with the share issuance and expire September 28, 2014.

Subsequent Events

On November 7, 2013 the Company completed a private placement in four tranches announced in its new releases dated July 3, 2013 and amended July 29, 2013 and October 8, 2013. The Company issued a total of 31,720,000 Units and 9,083,333 Flow-Through Units for total proceed of \$2,131,000 of which the Company completed an initial closing of 3,500,000 Units for gross proceeds of \$175,000 on September 25, 2013.

In connection with the closing, the Company paid total cash finder's fees of \$112,420 and issued a total of 2,069,900 finder warrants. Each finder warrant is exercisable at the price of \$0.10 per share and expire 36 months from the date of closing.

The proceeds received from the Offering will be used (1) to carry out a minimum 1,000 meter drilling program towards completing a resource estimation of the "Seymourville Frac Sand Project" in accordance with NI 43-101 rules; (2) to complete a scoping study on the project (Preliminary Economic Assessment), and (3) for general working capital purposes.

All Shares issued will be subject to a four (4) month hold period from the date of closing. The Offering is subject to the approval of the TSX Venture Exchange.

On November 18 2013 the Company announced that it intends to complete a new, non-brokered private placement offering (the "Offering") to raise up to \$1,010,000 through the issuance of a combination of flow-through units ("FT Unit") at a price of \$0.06 per FT Unit and non-flow-through units at a price of \$0.05 per Unit. Each FT Unit is composed of one flow-through common share in the capital of the Company and one common share purchase warrant. Each full warrant comprising the FT Units will entitle the holder to acquire one additional common share at an exercise price of \$0.10 per share for a period of 36 months from the date of issuance. Each non-flow-through Unit is composed of one common share in the capital of the Company and one common share purchase warrant. Each warrant comprising the Units will entitle the holder to acquire one additional common share at an exercise price of \$0.10 per share for a period of 36 months from the date of the issuance.

Upon closing of the Offering, the Company may pay a cash finder's fee of 7% of the proceeds, and 7% finder's warrants which are exercisable at the price of \$0.10 per share and expiring 36 months from the date of closing of the Offering.

On December 9, 2013 the Company issued 2,000,000 common shares to Gossan as the second payment of the purchase price pursuant to the Gossan Agreement. See Note 5.

On December 23, 2013 the Company issued 500,000 common shares of the Company as per the Racetrack Property Agreement with a fair value of \$0.035 per share. As at September 30, 2013 these shares were included in the shares to be issued. See Note 5.

On December 24, 2013 the Company completed an initial closing of 1,500,000 Units and 1,000,000 FT Units for gross proceeds of \$135,000. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant. Each Warrant is exercisable at an exercise price of \$0.10 per share for a period of three (3) years from December 24, 2013. All securities issued on closing are subject to a four month hold period from the date of closing of December 24, 2013.

In connection with the closing, the Company paid a cash finder's fee in the amount of \$9,450 and issued 175,000 broker warrants entitling the holder to purchase 175,000 common shares of the Company for \$0.10 per common share for a period of three (3) years from December 24, 2013. The broker warrants were issued on December 24, 2013 in conjunction with the share issuance, and expire on December 24, 2016.

On January 17th, 2014 the Company announced that it has retained P&E Mining Consultants Inc. ("P&E") of Brampton, Ontario to complete a NI 43-101 Resource Estimate Technical Report on the Seymourville Frac Sand Project.

Other Information

Additional Disclosure for Venture Companies without Significant Revenue

The following is additional financial information for the period regarding the Company as required by National Instrument 51-102 – Continuous Disclosure Obligations, for TSX-V issuers.

	September 30, 2013	September 30, 2012
Exploration and evaluation expenditures	\$ 42,771	\$ 226,322
Administrative expenses	\$ 662,997	\$ 309,231
Total assets	\$ 1,765,627	\$ 1,333,513
	September 30, 2013	September 30, 2012
Exploration and evaluation expenditures	Expensed	Expensed
Geological	\$ -	\$ 4,130
Drilling	-	6,570
Assaying	-	41,100
Consulting	4,778	37,635
Other	37,993	136,887
Total exploration and evaluation expenditures	\$ 42,771	\$ 226,322



Administrative Expenses	For the year ended September 30, 2013	For the year ended September 30, 2012
General and administrative	113,207	82,803
Interest income	(20)	(214)
Professional fees	266,328	206,420
Investor relations and travel	49,063	20,856
Shareholders' information	43,829	21,960
Share-based payments	188,955	-
Amortization	1,635	2,406
Flow-through share premium recovery	-	(25,000)
	\$ 662,997	\$ 309,231
	As at September 30, 2013	As at September 30, 2012
Outstanding share data		
Issued and outstanding common shares	52,788,831	36,163,831

Significant Accounting Policies

Dividends

The Company has neither declared nor paid any dividends on its common shares. The Company intends to retain its earnings, if any, to finance growth and expand its operations and does not anticipate paying any dividends on its common shares in the foreseeable future.

Assessment of Recoverability of Future Income Tax Assets

In preparing the financial statements, the Company is required to estimate its income tax obligations. This process involves estimating the actual tax exposure together with assessing temporary differences resulting from differing treatment of items for tax and accounting purposes. The Company assesses, based on all available evidence, the likelihood that the future income tax assets will be recovered from future taxable income and, to the extent that recovery cannot be considered "more likely than not," a valuation allowance is established. If the valuation allowance is changed in a period, an expense or benefit must be included within the tax provision on the income statement.

Assessment of Recoverability of HST Recoverable

The carrying amount of HST Recoverable is considered representative of their respective values. The Company assesses the likelihood that these receivables will be recovered and, to the extent that recovery is considered doubtful, a provision for doubtful accounts is recorded.

Assessment of Recoverability of Mineral Property Costs

The Company's recorded value of its exploration properties is based on historical costs that expect to be recovered in the future. The Company's recoverability evaluation is based on market conditions for minerals, underlying mineral resources associated with the properties and future costs that may be required for ultimate realization through mining operations or by sale.



Critical Accounting Policies

Going Concern

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of the carrying value of interest in mineral properties and the Company's continued existence is dependent upon the preservation of its interest in the underlying properties, the discovery of economically recoverable reserves, the achievement of profitable operations, or the ability of the Company to raise additional financing, if necessary, or alternatively upon the Company's ability to dispose of its interests on an advantageous basis. Changes in future conditions could require material write-downs to the carrying values. The Company stakes claims strategically and drops claims that are deemed to be of low value claims from time to time.

The Company has historically relied on equity financing to raise capital and expects to be able to continue to do so, but its ability to do so may be impacted by the current global situation and economic uncertainties. Management has considered how these conditions have impacted the Company's viability given its current capital structure and considers that until the outcome of future financing activities is known there is considerable uncertainty about the appropriateness of the use of the going concern basis of accounting.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements, aboriginal claims, unregistered claims, and non-compliance with regulatory and environmental requirements.

Management plans to secure the necessary financing through the issue of new equity or debt instruments and the entering into joint venture arrangements. Nevertheless, there is no assurance that these initiatives will be successful.

The Company will require substantial additional funds to further explore and, if warranted, develop its exploration properties. The Company has limited financial resources and no current source of recurring revenue, and there is no assurance that additional funding will be available to the Company to carry out the completion of its planned exploration activities. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and property development. The terms of any additional financing obtained by the Company could result in substantial dilution to the shareholders of the Company.

Income Tax

The Company accounts for income taxes in accordance with the asset and liability method. The determination of future income tax assets and liabilities is based on the differences between the financial statement and the income tax bases of assets and liabilities, using substantively enacted tax rates in effect for the period in which the differences are expected to reverse. Future income tax assets are recorded to recognize tax benefits only to the extent that, based on available evidence, it is more likely than not that they will be realized.

Cash

Cash consists of cash held with a Canadian chartered bank.



Loss per Share

Basic loss per share is determined by dividing the net loss by the weighted average number of ordinary shares outstanding during the financial period. Diluted loss per share is calculated using the treasury stock method. The amount is the same as basic loss per share as the effect of including potential issues of shares under option or from warrant exercises would be anti-dilutive.

Capital Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration and development of mineral properties and to ensure it continues as a going concern. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

There were no changes in the Company's approach to capital management during the periods ended September 30, 2013 and 2012. As at September 30, 2013, the Company is not subject to externally imposed capital requirements. For additional details see Note 6 to the unaudited condensed interim financial statements for the three and year ended September 30, 2013.

Financial Risk Factors

Fair Value of Financial Instruments

The Company has designated its cash as FVTPL, which is measured at fair value. Receivables and other assets are classified for accounting purposes as loans and receivables, which are measured at amortized cost which equals fair value. Trade and other payables are classified for accounting purposes as other financial liabilities, which are measured at amortized cost, which also equals fair value. Fair values of receivables and other assets, and trade and other payables are determined from transaction values which were derived from observable market inputs.

As at September 30, 2013, the carrying value and fair value amounts of the Company's financial instruments are approximately equivalent due to the relatively short periods to maturity of these instruments.

Fair value estimates are made at a specific point in time, based on relevant market information and information about financial instruments. These estimates are subject to and involve uncertainties and matters of significant judgment and, therefore, cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Risks

A summary of the Company's risk exposures as it relates to financial instruments are reflected below:

(i) Credit Risk

Credit risk is the risk of loss associated with a counter-party's inability to fulfill its payment obligations. The credit risk is attributable to various financial instruments, as noted below. The credit risk is limited to the carrying value amount carried on the balance sheet.

The Company's credit risk is primarily attributable to cash and receivables included in current assets. The Company has no material concentration of credit risk arising from



operations. Cash consists of bank deposits held with a Canadian chartered bank and management believes the risk of loss is remote. The Company's receivables are normally collected within a 60-90 day period. The Company has not experienced any significant collection issues to September 30, 2013.

The Company's maximum exposure to credit risk as at September 30, 2013 is the carrying value of cash and receivables and other assets (excluding HST receivable) in the amount of \$65,375 (September 30, 2012 - \$1,110,850).

(ii) Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due and ensuring an adequate supply of funds to enable the Company to carry out its intended programs. As at September 30, 2013, the Company had a cash balance of \$55,491 (September 30, 2012 - \$1,082,886) to settle current liabilities of \$1,345,245 (September 30, 2012 - \$748,528). All of the Company's financial trade liabilities have contractual maturities of less than one year and are subject to normal trade terms. On January 16, 2013, and revised on March 27, 2013, the Company also entered into a loan agreement in the amount of \$475,000, which bears interest at a rate of prime plus 5%, and a promissory note of \$25,000, which is non-interest bearing and due on demand.

As at September 30, 2013, the Company had a working capital deficiency of \$1,269,619 (September 30, 2012 – working capital of \$383,698). The interest payable on the loan agreement will further impact the Company's liquidity risk and working capital deficiency in the short-term. In order to meet its longer-term working capital and property exploration expenditures, the Company intends on securing additional financing to ensure that those obligations are properly discharged. As such, management believes that the Company will then have sufficient working capital to discharge its current and anticipated obligations for a minimum of one year. There can be no assurance that Claim Post will be successful in its efforts to arrange additional financing on terms satisfactory to the Company. If additional financing is raised by the issuance of shares from the treasury of the Company, control of Claim Post may change and shareholders may experience additional dilution. If adequate financing is not available, the Company may be required to delay, reduce the scope of, or eliminate one or more exploration activities or relinquish rights to certain of its interests. Failure to obtain additional financing on a timely basis could cause the Company to forfeit some or all of its interests and reduce or terminate its operations therein.

(iii) Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity prices and/or stock market movements (price risk).

a. Interest Rate Risk

The Company is not exposed to significant interest rate risk due to the short-term nature of its monetary assets and liabilities. Cash not required in the short term is invested in short-term guaranteed investment certificates, as appropriate.

b. Foreign currency risk

The Company's functional currency is the Canadian dollar and major purchases are transacted in Canadian dollars. Management believes the foreign exchange risk derived from currency conversions is negligible and therefore does not hedge its foreign exchange risk. The Company does not hold balances in foreign currencies to give rise to exposure to foreign exchange risk.



c. Price risk

The Company is exposed to price risk with respect to commodity prices. Changes in commodity prices will impact the economics of development of the Company's mineral properties. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. Price risk is remote since the Company is not currently a revenue producing entity. However, commodity prices effect the market evaluation of exploration and development companies impacting the ability to finance its activities in general.

Additional Capital

The continued exploration by the Company will require substantial additional financing. There can be no assurance that additional capital or other types of financing will be available if needed or that, if available, the terms of such financings will be favorable to the Company. In addition, low commodity prices may affect the Company's ability to obtain financing since the equity investment that constitutes the primary asset of the Company is linked to such prices.

Critical Accounting Estimates

Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. These estimates relate primarily to the recoverable value of its mineral properties and related deferred exploration costs, future income taxes, and the valuation of warrants and share-based payments.

These estimates involve considerable judgment and are, or could be, affected by significant factors that are out of the Company's control.

The Company classifies financial instrument fair values in a hierarchy comprising three levels reflecting the significance of the inputs used in making the measurements, described as follows:

Level 1: Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Valuations based on directly or indirectly observable inputs in active markets for similar assets or liabilities, other than Level 1 prices, such as quoted interest or currency exchange rates;
And

Level 3: Valuations based on significant inputs that are not derived from observable market data, such as discounted cash flow methodologies based on internal cash flow forecasts.

Cash is classified as level 2.

Forward Looking Statements

This Management's Discussion and Analysis includes "forward-looking statements", within the meaning of applicable securities legislation, which are based on the opinions and estimates of Management 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. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "budget", "plan", "continue", "estimate", "expect", "forecast", "may", "will", "project", "predict", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar words suggesting future outcomes or statements regarding an outlook. Such risks and uncertainties include, but are not limited to, risks associated with the mining industry (including operational risks in exploration, development and production; delays or changes in plans with respect to exploration or development projects or capital expenditures; the uncertainty of reserve estimates; the uncertainty of estimates and projections in relation to production, costs and expenses; the uncertainty surrounding the ability of Claim Post to obtain all permits, consents or



authorizations required for its operations and activities; and health safety and environmental risks), the risk of commodity price and foreign exchange rate fluctuations, the ability of Claim Post to fund the capital and operating expenses necessary to achieve the business objectives of Claim Post, the uncertainty associated with commercial negotiations and negotiating with foreign governments and risks associated with international business activities, as well as those risks described in public disclosure documents filed by Claim Post. Due to the risks, uncertainties and assumptions inherent in forward-looking statements, prospective investors in securities of Claim Post should not place undue reliance on these forward-looking statements. Statements in relation to "reserves" are deemed to be forward-looking statements, as they involve the implied assessment, based on certain estimates and assumptions, that the reserves described can be profitably produced in the future.

Readers are cautioned that the foregoing lists of risks, uncertainties and other factors are not exhaustive. The forward-looking statements contained in this document are made as of the date hereof and the Company undertakes no obligation to update publicly or revise any forward-looking statements or in any other documents filed with Canadian securities regulatory authorities, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. The forward-looking statements are expressly qualified by this cautionary statement.

Dated January 27, 2014

"Charles Gryba"

President