MANAGEMENT'S DISCUSSION AND ANALYSIS of

WEST KIRKLAND MINING INC.

(formerly Anthem Ventures Capital Corp.)
(An exploration stage company)

For the three and nine months ended September 30, 2010

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This management's discussion and analysis ("MD&A") of the financial conditions and results of operations for the three and nine months ended September 30, 2010 should be read in conjunction with the Company's unaudited interim consolidated financial statements and related notes thereto for the period ended September 30, 2010.

The Company prepares its financial statements in accordance with generally accepted accounting principles in Canada ("Canadian GAAP"). All dollar figures included therein and in the following discussion and analysis are quoted in Canadian dollars unless otherwise noted.

Date

This Management's Discussion and Analysis is prepared as of November 29, 2010

Forward-Looking Information

Certain statements made and information contained herein may contain "forward-looking statements" or "forward-looking information" within the meaning of applicable securities legislation. Although the Company believes that such information is reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking information is typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or are those, which, by their nature, refer to future events. The Company cautions investors that any forward-looking information provided by the Company is not a guarantee of future results or performance, and that actual results may differ materially from those in forward looking information as a result of various estimates, risks, and uncertainties, including, but not limited to, the state of the financial markets for the Company's equity securities, the state of the market for gold or other minerals that may be produced generally, recent market volatility; variations in the nature, quality and quantity of any mineral deposits that may be located, the Company's ability to obtain any necessary permits, consents or authorizations required for its activities, to raise the necessary capital or to be fully able to implement its business strategies and other risks associated with the exploration and development of mineral properties.

Although the Company has attempted to identify risks and uncertainties (section 9) that may cause actual actions, events or results to differ materially from those described in forward-looking statements and information, there may be other factors that cause actual results, performances, achievements or events to not be as anticipated, estimated or intended. Also, many of the factors are beyond our control. As actual results and future events could differ materially from those anticipated in such statements and information, readers should not place undue reliance on forward-looking statements or information. Except as may be required by law, the Company undertakes no obligation to publicly update or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise.

Certain statements within this document are considered "forward looking statements". Such forward looking statements include, but are not limited to, statements with regard to:

- Planned exploration activity including both expected drilling and geological and geophysical related activities;
- Impact of increasing competition;
- Future foreign currency exchange rates
- The Company's ability to obtain additional financing on satisfactory terms;
- Future sources of liquidity, cash flows and their uses.

Company History

Anthem Ventures Capital Corp. ("Anthem") was incorporated on April 3, 2007 and was classified as a Capital Pool Company as defined in Policy 2.4 of the TSX Venture Exchange Corporate Finance Manual.

On March 24, 2010, Anthem entered into an acquisition agreement to complete an amalgamation with West Kirkland Mining Inc. ("West Kirkland") to acquire all of the issued and outstanding shares (5,790,000) of West Kirkland (the "Transaction"). West Kirkland was a private British Columbia company that acquired a portfolio of mineral exploration properties located in Nevada and Ontario since its incorporation in November 2009. These property interests include an option to earn up to a 75% undivided interest in Mexivada Mining Corp.'s ("Mexivada") Goldstorm gold exploration property located in Nevada (the "Goldstorm Option") and seven blocks of property optioned or staked in the West Kirkland Lake area of Ontario ("Ontario Mineral Interests") together the "Properties".

On May 28, 2010 Anthem completed the Transaction and changed its name to West Kirkland Mining Inc. This transaction has been accounted for as a reverse take-over. As a result, the Company's consolidated financial statements and this MD&A reflect the financial position, operating results and cash flows of the legal subsidiary, WK Mining Corp., for its current year to date from January 1, 2010 to September 30, 2010; West Kirkland's results of operations from May 28, 2010 to September 30, 2010 and its United States subsidiary WK Mining (USA) Ltd from its date of incorporation of June 18, 2010 to September 30, 2010. On May 31, 2010 West Kirkland Mining Inc. (the "Company") began trading as a "Tier 2 Mining Issuer" on the TSX Venture Exchange under the symbol "WKM".

The Company is engaged in the business of acquisition, exploration and development of mineral resource properties. The Company holds properties in Nevada and Ontario (See "The Properties" below)

Highlights for the nine months ended September 30, 2010

On May 28, 2010 Anthem Ventures Capital Corp. completed the Transaction and changed its name to West Kirkland Mining Inc. On May 31, 2010 West Kirkland Mining Inc began trading as a "Tier 2 Mining Issuer" on the TSX Venture Exchange under the symbol "WKM".

As part of the Transaction, the Company raised gross proceeds of $6,000,000 by completing a brokered private placement of 12,000,000 common shares at a price of $0.50 per common share.

On June 1, 2010, the Company appointed Michael G. Allen to its executive team as Vice President of Exploration. Mr. Allen received Bachelor of Science degrees from the University of Alberta in 1997 and 1998 and is a Professional Geoscientist registered with the Association of Professional Engineers and Geoscientists of British Columbia. As Vice President of Exploration he will have a mandate to execute the initial drill programs in both the Kirkland Lake camp, Ontario and in the Carlin Trend, Nevada as well as expand the Company's positions along the major gold trends in North America.

On July 12, 2010, the Company retained a third party investor relations firm to provide investor relations and consulting services. Compensation to the third party will be a monthly fee of $3,750 per month for an initial term of 12 months. In addition, the Company has issued, as compensation to the third party, an option to purchase 200,000 common shares pursuant to the Company's stock option plan. The options are exercisable at a price of $0.78 per share, vest over a period of 12 months and will expire on July 12, 2012.

On September 8, 2010 the Company entered into an option agreement to acquire the Cunningham Property. A description of the Cunningham Property is included in "The Properties" Section below.

On September 15, 2010 the Company appointed Mr. Ken Kryklywy as Manager, Ontario and Quebec. Mr. Kryklywy is a Professional Engineer with 25 years of mining and exploration experience including a track record of gold discovery in the Timmins and Kirkland Lake gold camps. Mr. Kryklywy will have the mandate to expand the Company's opportunities along the major gold breaks controlling gold deposits in North America.

On September 23, 2010, the Company added Mr. John S. Brock to the Board of Directors of the Company. Mr. Brock holds a B.Sc in geology and geophysics and has over 40 years service in an executive role with 20 public junior exploration companies. Through companies under his management, he has participated in 12 major mineral deposit discoveries

On September 27, 2010 a drill program budgeted at approximately $1,000,000 commenced on the Company's Kirkland Lake Properties in Ontario.

The Properties

Goldstorm Option

Pursuant to an option agreement with Mexivada (the "Mexivada Agreement") dated December 21, 2009, West Kirkland has an option to earn up to a 75% undivided interest in Mexivada's Goldstorm gold property. The Goldstorm gold property is an exploration stage mineral resource property and is located in the Snowstorm Mountains Mining District in Elko County, Nevada. The property is comprised of 148 unpatented lode mining claims and a lease over certain private lands covering an aggregate area of approximately 4,080 acres (16.51 km^2). The Mexivada Agreement contains an Area of Interest provision whereby if either party to this agreement shall stake or cause to be staked new mining claims within lines drawn parallel to and one mile from the boundaries of the current property, such properties shall be annexed and included into this agreement between the parties.

Under the terms of the Mexivada Agreement, West Kirkland can acquire a 56% interest in the property by making aggregate cash payments of US$350,000 (over a three year period), of which US$100,000 has been paid, issuing an aggregate of 450,000 common shares (over a four year period) of which 50,000 common shares have been issued to Mexivada and incurring an aggregate of US$2,900,000 in exploration expenditures (over a four year period). West Kirkland has also agreed to pay all county, Bureau of Land Management and lease option payments required to hold all of the existing mining claims and leases in good standing. West Kirkland may acquire an additional interest in the Goldstorm property (for a 75% interest in total) by issuing an additional 250,000 shares to Mexivada and incurring further exploration expenditures of US$2,250,000 within 24 months of the date upon which West Kirkland earns the initial 56% interest in the property.

In early May, 2010, in completing title due diligence on the Goldstorm property, it was discovered that title to an 800 acre section of Goldstorm property which was acquired through a lease, is subject to an exception whereby an undivided one-half interest of all oil, gas and minerals in or under the surface of said leased land was reserved by a Nevada corporation (the "Reserved Interest"). As a result, under an amendment to the Mexivada Agreement (the "Amendment"), which was agreed to on May 18, 2010, West Kirkland will retain its options to acquire up to a 75% interest in the Goldstorm property on the terms outlined above. However, the acquisition of an interest in the 800 acre section will be handled separately from West Kirkland's option to acquire an interest in the rest of the property from Mexivada. Pursuant to the Amendment, upon completion of the US$75,000 cash payment to Mexivada by December 31, 2010, as required under the Mexivada Agreement, West Kirkland will earn a 50% interest in the leased lands. Under the Amendment, Mexivada is required to use all of its best efforts to establish the extinguishment or, otherwise acquire the Reserved Interest in order to satisfy the Company's right to acquire up to a 75% interest in the entire Goldstorm property.

On March 29, 2010 an additional 79 mining claims were staked by Mexivada within the Area of Interest and added to the option agreement. Also on March 29, 2010 an additional eight claims were staked outside the Area of Interest and are held 100% by West Kirkland. The complete Goldstorm property is comprised of 235 mineral claims totaling 5,789.31 acres, (23.42 km^2). Staking costs of $37,242 have been paid. Total acquisition costs for the Goldstorm property total $187,292.

On August 4, 2010 the Company paid $36,109 in State and County claim transfer and maintenance fees to keep the Goldstorm claims in good standing,

The Company has received all permits required for drilling on the property and is currently drilling on the property. On October 14, 2010 a drill program budgeted at approximately $1,000,000 commenced on the Goldstorm property.

Ontario Mineral Interests

The Ontario properties have been optioned and staked along the well defined Larder Lake Break (the "Break") west of the Kirkland Lake gold mining area. The properties focus on a section of the Break that is under explored. Along the Break, further to the west, the Young Davidson gold mine is being developed. Further acquisitions along the Break are in progress by West Kirkland.

The Break is mapped and clearly traced in geophysics and the area between existing gold mines owned by third parties on this break is the focus of exploration.

On September 27, 2010 a drill program budgeted at approximately $1,000,000 commenced on the Company's Ontario Properties.

(a) Cairo Property

During November and December 2009 the Company staked three claims comprising 34 units (approximately 5.4 km^2) in the Alma and Cairo Townships west of Kirkland Lake, Ontario, Canada. Costs of this staking totaled $3,230.

(b) Burteby Property

In December 2009 the Company entered into an option agreement whereby the Company may acquire a 100% interest in mineral rights covering 21 claim units (approximately 3.28 km2) in the Burt and Eby Townships west of Kirkland Lake, Ontario, Canada. Consideration for the option consists of payments totaling $150,000 (of which $10,000 was paid) over a 48 month period from signing and a work commitment of $200,000 over 36 months from signing. The vendors retain a 1.5% net smelter return royalty on the property, of which the Company may purchase two thirds (1.0%) for $750,000.

(c) Cunningham Property

On September 8, 2010 the Company entered into an option agreement where the company may acquire a 100% interest in the mineral claims, and mineral rights to patent parcels and licenses of occupation totaling approximately ten square kilometers in the Holmes and Flavelle Townships west of Kirkland Lake, Ontario, Canada. Consideration for the mineral rights totals $320,000 in cash and $600,000 in expenditures over 60 months. The agreement includes an option for West Kirkland to acquire the surface rights to the patent parcels by making an additional annual payment of $10,000. The vendor retains a 1% net smelter return purchasable at any time up to commercial production for $1,000,000. As reported in the press release dated November 18, 2010, the Company has drilled five holes on the property with the first hole returning:

<u>KC1008 Drill Results:</u>

Hole ID	From (m)	To (m)	Length (m)	Au g/t*
KC1008	68.5	91.5	23.0	7.61
incl.	68.5	70.5	2.0	6.36
and	83.6	91.5	7.9	19.79

*uncapped

The Company is waiting for results on the results on the remaining 4 holes.

(d) Kenogami Property

In December 2009 the Company entered into an option agreement whereby the Company may acquire a 100% interest in mineral rights covering 28 claim units (approximately 4.19 km^2) near Kenogami Lake west of Kirkland Lake, Ontario, Canada. Consideration for the option consists of payments totaling $100,000 (of which $5,000 was paid) over a 48 month period from signing and a work commitment of $400,000 over 48 months from signing. A small geophysical program was completed on the property in March 2010 for a total of $11,875. The vendor retains a 2.0% net smelter return royalty on the property with no fixed repurchase terms.

(e) Flavelle

On December 30, 2009 the Company entered into an option agreement whereby the Company may acquire a 70% interest in mineral rights covering 92 units (approximately 15.11 km^2) near Larder Lake west of Kirkland Lake, Ontario, Canada. Consideration for the option consists of a $15,000 payment upon signing (paid January 22, 2010) and further payments totaling $285,000 in cash or stock of the Company, at the discretion of the Company, over a 60 month period from signing and a work commitment of $1,500,000 over 60 months from signing. The Company has drilled one hole totaling 578 metres on the property and has spent $81,553 exploring the property.

(f) *Holmes*

On December 30, 2009 the Company entered into an option agreement whereby the Company may acquire a 100% interest in mineral rights covering approximately 131 units (approximately 19.95 km^2) near Larder Lake west of Kirkland Lake, Ontario, Canada. Consideration for the option consists of a $15,000 payment upon signing (paid January 22, 2010) and further payments totaling $285,000 in cash or stock of the Company, at the discretion of the Company, over a 60 month period from signing. The Vendor retains a 2.0% net smelter return royalty on the property, of which the Company may purchase one half (1.0%) for $1,500,000. A small geophysical survey was completed over the northwest corner of the property in June 2010, for a total cost of $8,079.

(g) *Island 27*

On April 6, 2010 the Company entered into an option agreement whereby the Company may acquire a 70% interest in the Island 27 property covering 107 units (approximately 17.15 km^2) near Kenogami Lake southwest of Kirkland Lake, Ontario, Canada. Consideration for the option consists of a $100,000 payment upon signing (paid), the issuance of 500,000 common shares of the Company over a 36 month period from signing, (200,000 issued), and a work commitment of $3,000,000 over 36 months from signing. The Company has drilled 8 holes totaling 2,002.20 meters onto the property, and has spent approximately $71,947 exploring it.

(h) *Plumber*

On April 6, 2010 the Company entered into an option agreement whereby the Company may acquire a 70% interest in the Plumber property covering 15 units (approximately 2.40 km2) near Matachewan southwest of Kirkland Lake, Ontario, Canada. Consideration for the option consists of a $2,500 payment upon signing (paid), the issuance of 100,000 common shares of the Company when the Company becomes public (issued), and a work commitment of $2,000,000 over 36 months from signing.

Mr. Michael G. Allen, P.Geo the Company's VP Exploration has reviewed the above disclosure.

Subsequent Events

There may be other subsequent events of an immaterial nature disclosed elsewhere in the MD&A.

On November 1, 2010 the Company amended the Kenogami agreement such that the work commitment anniversary date is now April 30. This amendment was done to allow for more cost effective exploration of the property. The Company paid $2,000 as consideration for this amendment.

On November 2, 2010 the company closed a $2.58 million flow through financing. The offering consisted of 1,875,000 flow-through shares at a price of $1.20 per share. The Agent was also granted a 15% overallotment option, which has been exercised, for a total of 2,156,233 flow through common shares. The Agent received a cash commission of 6% of the gross proceeds of the offering plus reimbursement of costs.

On November 17, the Company entered in an option agreement to acquire 100% of the minerals rights on the 57 hectare McLean Property. Consideration for the option consists of a $5,000 payment upon signing (paid) and cash payments totaling an additional $50,000 to acquire the mineral rights to a single patent parcel. The Company also has an option to the surface rights of the property, for this option the Company will pay the vendor an additional $1,000 per year as long as the option is in effect. The Company has paid $1,000 to the vendor to maintain the option of the surface rights.

Also on November 17, 2010 the Company entered into an option agreement to acquire 100% of the mineral rights on the 203 hectare Sutton Property. Consideration for the option includes cash payments totaling $148,000 ($8,000 paid) over a period of six years and exploration expenditures of $220,000 over three years. The vendor retains a 2% Net Smelter Return, 1.5% is purchasable by the Company for $500,000 up to the commencement of commercial production.

On November 19, 2010 the Company entered in an option agreement to acquire 100% of the minerals rights on the 30 hectare O'Brien Property. Consideration for the option consists of a $5,000 payment upon signing (paid) and cash payments totaling an additional $45,000 to acquire the mineral rights to a single patent parcel. The Company also has an option to the surface rights of the property. For this option the Company will pay the vendor an additional $1,000 per year as long as the option is in effect. The Company has paid $1,000 to the vendor to maintain the option of the surface rights.

On November 26, 2010, the Company received gross proceeds of $306,641 from the exercise of 408,854 broker's warrants issued in the private placement completed May 28, 2010. Each warrant was exercisable at $0.75 per common share.

Discussion of Operations and Financial Results

1. Results of Operations

For the three months ended September 30, 2010

For the three months ended September 30, 2010, the Company incurred a net loss of $363,451 or $0.02 per share basic and diluted. As the Company was incorporated on November 9, 2009, there is no comparative information to present. The Company earned interest revenue of $8,965 on cash held in bank accounts. Total expenses for the quarter were $372,416 as the Company continues to focus on the exploration of its mineral interests and corporate development initiatives. In particular, stock compensation expense was $94,929 (a non-cash expense) and salary and wages were $92,524 as the Company added new personnel. Professional fees consisting of legal and accounting fees were $57,993; management and consulting fees totaled $23,024; shareholder relations were $33,354; rent expense was $20,505; and office and general expense was $24,798.

For the nine months ended September 30, 2010

For the nine months ended September 30, 2010, the Company incurred a net loss of $875,732 or $0.08 per share basic and diluted. As the Company was incorporated on November 9, 2009, there is no comparative information to present. The Company earned interest revenue of $8,965 on cash held in bank accounts. Total expenses for the period were $884,697 of which $290,966 was the non-cash expense of stock compensation expense. Other administrative costs for the nine month period totaled $593,731 during which time the Company completed the reverse take-over and focused on developing its exploration program and corporate initiatives which included the hiring of new personnel. The largest expenditures were incurred in professional fees, which consisted of legal and accounting fees, of $164,680; salaries and benefits of $106,826; management and consulting fees of $95,848; and shareholder relation costs of $70,163. Associated with the growth of the Company, rent expense was $57,200 and office and general expense was $43,110.

Since incorporation, the Company has been engaged in the acquisition and exploration of mineral properties in North America.

The following tables set forth selected financial data from the Company's annual audited financial statements and should be read in conjunction with those financial statements:

	Year ended Dec. 31, 2009	Year ended Dec. 31, 2008	Year ended Dec. 31, 2007
Interest income	$Nil	N/A	N/A
Net Loss	($530)	N/A	N/A
Basic and diluted Loss per Share	($0.00)	N/A	N/A
Total Assets	$60,027	N/A	N/A
Long Term Debt	Nil	N/A	N/A
Dividends	Nil	N/A	N/A

The following table sets forth selected quarterly financial information for each of the last eight (8) quarters.

Quarter Ending	Interest & Other Income	Net Loss [(1)]	Net Basic Earnings (Loss) per Share
September 30, 2010	$8,965	($363,451)	($0.02)
June 30, 2010	$Nil	($460,933)	($0.04)
March 31, 2010	$Nil	($51,348)	($0.02)
December 31, 2009	$Nil	($530)	$0.00
Sept. 30, 2009	N/A	N/A	N/A
June 30, 2009	N/A	N/A	N/A
March 31, 2009	N/A	N/A	N/A
December 31, 2008	N/A	N/A	N/A

Explanatory Notes:
[(1)] Net gains (losses) by quarter are often materially affected by the timing and recognition of large non-cash income, expenses or write-offs. The quarter ended September 30, 2010 included a non-cash charge for stock based compensation in the amount of $8,174.

2. Off-Balance Sheet Arrangements

The Company does not have any special purpose entities nor is it party to any arrangements that would be excluded from the balance sheet.

3. Liquidity and Capital Resources

During the period, the Company issued a total of 15,084,500 common shares in private placements for net cash proceeds of $6,943,475. Cash proceeds are primarily spent on mineral property and surface right acquisitions, exploration and development as well as for general working capital purposes. The Company's primary source of capital has been from the sale of equity. At September 30, 2010 the Company had cash and cash equivalents on hand of $5,673,595 and net working capital of $5,668,793.

Under the terms of several of the Company's mineral property option and purchase agreements, the Company is required to make certain scheduled acquisition payments and exploration commitments as summarized in the table below in order to preserve the Company's interests in the related mineral properties. In the event the Company is unable or unwilling to make these payments, it is likely that the Company would forfeit its rights to acquire the related properties. The following table discloses all of the Company's optional mineral property acquisition payments and exploration commitments.

SUMMARY OF OPTIONAL MINERAL PROPERTY ACQUISITION AND EXPLORATION COMMITMENTS					
Property	**Total $ Outstanding**	**Less than 1 year**	**1 to 3 years**	**3 to 5 years**	**<5 Years**
Burteby Property					
Acquisition	$140,000	$20,000	$70,000	$50,000	$Nil
Exploration Commitments	186,450	36,450	100,000	50,000	Nil
Plumber Property					
Exploration Commitments	1,994,836	Nil	894,836	1,100,000	Nil
Kenogami Property					
Acquisition	95,000	10,000	45,000	40,000	Nil
Exploration Commitments	376,640	76,640	200,000	100,000	Nil
Holmes Property					
Acquisition	285,000	30,000	100,000	155,000	Nil
Flavelle Property					
Acquisition	285,000	30,000	100,000	155,000	Nil
Exploration Commitments	1,418,447	Nil	Nil	1,418,447	Nil
Island 27 Property					
Exploration Commitments	2,928,053	Nil	1,678,053	1,250,000	Nil
Cunningham Property					
Acquisition	340,000	Nil	110,000	120,000	110,000
Exploration Commitments	599,069	Nil	174,069	225,000	200,000
McLean Property					
Acquisition					
Exploration Commitments	50,000	Nil	12,000	18,000	20,000
Sutton Property					
Acquisition	140,000	Nil	30,000	40,000	70,000
Exploration Commitments	220,000	Nil	100,000	120,000	Nil
O'Brien Property					
Acquisition					
Exploration Commitments	45,000	Nil	12,000	18,000	15,000
Goldstorm Property[1]					
Acquisition	255,000	76,500	178,500	Nil	Nil
Exploration Commitments	2,805,000	Nil	765,000	2,040,000	Nil
Total	**$12,163,495**	**$279,590**	**$4,569,458**	**$6,899,447**	**$415,000**

1. The Goldstorm Property Acquisition and Exploration commitments are payable in US dollars and have been converted using an exchange rate of 1.02.

The Company has no long term debt or loan obligations.

4. Outlook

The Company has commenced drilling both in Nevada at its Goldstorm Property and in Ontario at some of its Kirkland Lake properties in the Fall of 2010 and will be completed by mid-December. Drilling on the Company's Kirkland Lake Properties will restart in early January, 2011, drilling on the Goldstorm Property will restart in the spring of 2011. The Company is currently looking to expand its mineral holdings in both the Kirkland Lake area and Nevada. The Company's cash position is approximately $5.7 million that it plans to use on exploration and acquisition of mineral properties and general expenses.

5. Transactions with Related Parties

For the period ended September 30, 2010, the Company paid or accrued $22,750 (2009 - $Nil) for day-to-day administration, reception and secretarial services; $32,500 (2009 - $Nil) for accounting services; and $13,531 (2009 - $Nil) in consulting fees for geographical information systems and mapping to Platinum Group Metals Ltd., a company related by virtue of common directors and officers (R. Michael Jones, Frank Hallam and Eric H. Carlson). All of these amounts were charged at fair market rates.

For the period ended September 30, 2010, the Company paid or accrued $57,200 (2009 - $Nil) for rent to Anthem Properties Group Ltd. and Anthem Works Ltd. respectively, companies related by virtue of a common director (Eric H. Carlson). The rental rate was negotiated on an "arm's length basis" and is set at a fair market rate.

For the period ended September 30, 2010, the Company paid or accrued $4,084 (2009 - $Nil) for management and consulting fees to R. Michael Jones, a director and officer of the Company.

Of the related party amounts described above, included in accounts payable and accrued liabilities at September 30, 2010 is $12,060. (2009 - $Nil)

These transactions are in the normal course of operations and are measured at the exchange amount of consideration established and agreed to by the parties.

6. Critical Accounting Estimates

The preparation of financial statements in conformity with Canadian GAAP requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of revenues and expenditures during the reporting period. Management has identified (i) mineral property acquisition and exploration deferred costs (ii) provision for reclamation and closure, (iii) future income tax provision (iv) stock based compensation and (v) recoverability of its interest in mineral properties as the main estimates for the following discussion. Please refer to Note 2 of the Company's unaudited consolidated financial statements for a description of all of the significant accounting policies.

Under Canadian GAAP, the Company defers all costs relating to the acquisition and exploration of its mineral properties. Any revenues received from such properties are credited against the costs of the property. When commercial production commences on any of the Company's properties, any previously capitalized costs would be charged to operations using a unit-of-production method. The Company reviews when events or changes in circumstances indicate the carrying values of its properties, to assess their recoverability and when the carrying value of a property exceeds the estimated net recoverable amount, provision is made for impairment in value.

The existence of uncertainties during the exploration stage and the lack of definitive empirical evidence with respect to the feasibility of successful commercial development of any exploration property does create measurement uncertainty concerning the estimate of the amount of impairment to the value of any mineral property. The Company relies on its own or independent estimates of further geological prospects of a particular property and also considers the likely proceeds from a sale or assignment of the rights before determining whether or not impairment in value has occurred.

Reclamation and closure costs have been estimated based on the Company's interpretation of current regulatory requirements, however changes in regulatory requirements and new information may result in revisions to estimates. The Company recognizes the fair value of liabilities for reclamation and closure costs in the period in which they are incurred. A corresponding increase to the carrying amount of the related assets is generally recorded and depreciated over the life of the asset.

The future income tax provision is based on the liability method. Future taxes arise from the recognition of the tax consequences of temporary differences by applying enacted or substantively enacted tax rates applicable to future years to differences between the financial statement carrying amounts and the tax bases of certain assets and liabilities. The Company records a valuation allowance against any portion of those future income tax assets that it believes will, more likely than not, fail to be realized.

The Company adopted CICA Handbook Section 3870 – *Stock-Based Compensation and other Stock-Based Payments*, which requires the fair value method of accounting for stock options. Under this method, the Company is required to recognize a charge to the income statement based on an option-pricing model based on certain assumptions.

7. Changes in Accounting Policies

The Company's significant accounting policies are set out in Note 2 of the Company's unaudited consolidated financial statements for the period ended September 30, 2010.

Adoption of new accounting standards

(i) Goodwill and Intangible Assets

Effective January 1, 2009, the Company adopted the CICA Section 3064, *Goodwill and Intangible Assets*, replacing CICA Section 3062, Goodwill and Other Intangible Assets, and CICA Section 3450, *Research and Development Costs*. Collectively, these changes bring Canadian practice closer to International Financial Reporting Standards (IFRS) and U.S. GAAP. Section 3064 establishes the standards for recognition, measurement and disclosure of goodwill and intangible assets. While standards concerning goodwill are from the standards in the previous Section 3062, the provisions relating to the definition and initial recognition of intangible assets are equivalent to the corresponding provision of IFRS. The Company adopted these changes with no impact on its financial statements.

(ii) Financial instruments – disclosures

CICA Section 3862, *Financial Instruments – Disclosures*, describes the disclosures related to the significance of financial instruments to the entity's financial position and performance and the nature and extent of risks arising for financial instruments to which the entity is exposed and how the entity manages those risks. CICA Section 3862 was amended in June 2009 to require disclosure about the inputs to fair value measurements, including their classification within a hierarch that prioritizes the inputs to fair value measurement. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

This amendment is effective for fiscal years ending after September 30, 2009. The Company currently does not have any financial instruments to which this amendment applies.

(iii) EIC – 173, Credit Risk and the Fair Value of Financial Assets and Financial Liabilities

In January 2009, the EIC issued Abstract no. 173 ("EIC-173"). EIC-173 requires an entity to take into account its own credit risk and that of the relevant counterparty(ies) when determining the fair value of financial assets and financial liabilities, including derivative instruments. Adoption of EIC-173 has no impact on the Company.

Recent accounting pronouncements

(a) International Financial Reporting Standards ("IFRS")

The Canadian Accounting Standards Board ("AcSB") will require all public companies to adopt IFRS for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011. The Company will adopt IFRS as the basis for preparing its consolidated financial statements effective January 1, 2011. The adoption date of January 1, 2011 will require the restatement for comparative purposes of all quarterly results reported by the Company for the year ended December 31, 2010 as well as an opening IFRS balance sheet as of January 1, 2010.

Management anticipates completing its reporting conversion to IFRS on a timely basis under the following convergence plan.

Company's Convergence Plan

The conversion to IFRS is being led by the Company's Chief Financial Officer, along with other members of the finance group.

The conversion project is being executed in accordance with the following four phases:

1. Review and Assessment
2. Planning and Design
3. Implementation
4. Post Implementation Review

The Company's main objective in the selection of IFRS policies and transition elections is to become IFRS compliant while ensuring it provides meaningful and transparent information to stakeholders. Management will continue to monitor current IFRS developments as multiple changes are expected to come into effect as the Company transitions to IFRS.

Phase 1: Review and Assessment

In this phase, management will conduct a detailed review of all relevant IFRS standards to identify differences with the Company's current accounting policies and practices, give separate consideration of one-time accounting policy alternatives that must be addressed at the changeover date (IFRS 1 considerations), and address those accounting policy choices that will be applied on an ongoing basis in periods subsequent to the changeover to IFRS.

To date, the Company is in the process of completing its review of the significant IFRS differences between Canadian GAAP and IFRS. This assessment is providing insight into those areas that will be impacted by the conversion, and allowing the Company to prioritize those differences that could have a significant impact on its financial statements.

The most significant potential impact of accounting policy differences on the Company's consolidated financial statements relates to the accounting for deferred exploration costs and mineral rights. The Company is in the exploration stage and under Canadian GAAP currently capitalizes all costs related to the acquisition and exploration of its mining rights. Management regularly reviews the carrying value of mineral rights and deferred exploration costs for evidence of impairment, and when the carrying values are estimated to exceed their net recoverable amounts, a provision is made for the decline in value.

IFRS 6 "*exploration for and evaluation of mineral resources*," prescribes the financial reporting for the exploration for and evaluation of mineral resources. IFRS 6 does not require or prohibit any specific accounting policies for the recognition and measurement of exploration and evaluation assets. Under IFRS 6, an entity is permitted to continue to use its existing accounting policies provided that they result in information that is relevant to the economic decision making needs of users and that is reliable. A policy choice is therefore required under IFRS dictating whether the Company continues to capitalize costs related to the acquisition and exploration of its mining rights, or elects to expense them as incurred. If the latter choice is made, the opening January 1, 2010 IFRS balance sheet will show a nil carrying value for the Company's mineral rights and deferred exploration costs.

Management is also assessing the impact of IFRS adoption on the Company's internal controls over financial reporting, disclosure controls and procedures, information technology and data systems. As a preliminary assessment, the Company does not expect that the conversion to IFRS will have a significant impact on its accounting processes and internal controls (including information technology and data systems).

The Company does not expect the conversion to IFRS to have a significant impact on its risk management or other business activities. Currently, there are no matters that would be influenced by GAAP measures, such as debt covenants, capital requirements and compensation arrangements that would be impacted by the transition to IFRS.

Phase 2: Planning and Design

In the fall of 2010, the Company completed a detailed assessment and design phase which included the identification, evaluation and selection of accounting policies under IFRS. This included an assessment of elections under IFRS 1, *First-Time Adoption of IFRS*; the identification of any business impacts resulting from the identified accounting differences; training analysis and information system analysis.

The following areas were identified in Phase 1 as having the greatest potential impact to the Company's reported financial position and results of operations:

1. IFRS 1 – *First-time Adoption of IFRS*

IFRS 1 provides a framework for the first time adoption of IFRS and outlines that, in general, a company must apply all the principles under IFRS retrospectively and recognized directly in retained earnings. IFRS 1 does however provide a number of mandatory exceptions which prohibit retrospective application of IFRS. We will be in compliance with all the mandatory exceptions and anticipate electing the following optional exemptions at the date of transition:

- Business combinations – the business combination exception which allows us to avoid having to apply IFRS 3 *Business Combination* retrospectively to past business combinations. This election does not have a material effect as the Company did not enter into any business combinations prior to the transition date.
- If a company elects to apply IFRS 3 retrospectively, IAS 27 – *Consolidated and Separate Financial Statements* must also be applied retrospectively. As the Company will elect to avoid applying IFRS 3 retrospectively, it will also not be required to apply IAS 27 retrospectively.
- IFRS 1 allows for cumulative translation differences for all foreign operations to be deemed zero at the date of transition to IFRS, (with the balance being transferred to opening retained earnings at the date of transition). The Company has chosen to apply this election.

2. Exploration and development expenditures and property, plant and equipment

The Company currently is in the exploration stage with respect to its activities and accordingly follows the practice of capitalizing all costs relating to the acquisition, exploration and development of its mining rights. Under IFRS 6, *Exploration for and Evaluation of Mineral Resources* and IAS 16, *Property, Plant and Equipment,* the Company's mineral properties will be required to be grouped into three groups:

- Pre-exploration;
- Exploration and evaluation; and
- Development expenditures.

a) Exploration and development expenditures

Under IFRS, IFRS 6, *Exploration for and Evaluation of Mineral* Resources, pre-exploration costs in areas where a legal right to explore has not been obtained are expensed as incurred with the exception that certain costs incurred to acquire the legal right to explore, such as lease acquisition costs, can be capitalized.

All previously capitalized expenditures under Canadian GAAP now classified as 'pre-exploration' expenditures *must* be expensed to retained earnings when incurred under IFRS. These include all capitalized costs relating to each property that were incurred before obtaining the legal right to explore, (excluding costs directly attributable to acquiring the lease).

Under a July 2009 amendment to IFRS 1 "First-time adoption of IFRS", a first-time adopter that used the full-cost method of accounting under Canadian GAAP may elect to measure the previously capitalized exploration and evaluation expenditures and the development and production expenditures at the amount determined previously under Canadian GAAP. The Company intends to adopt this exemption as management believes it may provide greater consistency and comparability of the financial statements as well as saving time and resources as the Company converts to IFRS. Following the implementation of IFRS, the Company will continue to capitalize all expenditures incurred after the pre-exploration phase of mineral property development.

b) Property plant and equipment

Once the technical feasibility and commercial viability of a property has been established, development expenditures meeting the definition of a property, plant and equipment or intangible assets under other IFRS standards will be capitalized as appropriate. Under IFRS, IAS 16, *Property, Plant and Equipment*, each part of an item of property, plant and equipment with a cost that is significant in relation to the total costs of the item is depreciated separately.

Impairment testing on the properties will be performed at a lower level under IFRS than Canadian GAAP. Impairment testing is done on Cash Generating Units (CGU's). CGU's are considered to be groupings of assets that generate cash inflows, which are largely independent of other asset groupings.

After the preliminary impact assessment phase, the Company does not anticipate any significant changes to its information technology, disclosure controls and procedures or its business activities as a result of the adoption of IFRS. The Company anticipates certain changes to its internal controls over financial reporting resulting from the change in accounting policies relating to exploration and evaluation expenditures and development expenditures. The Company's audit committee member, management and certain staff involved in the transition to IFRS have attended IFRS seminars and will have further education and training as necessary.

Phase 3: Implementation

In this phase, management will implement the changes to affected accounting policies and practices, business processes, systems and internal controls. The changes will be tested prior to the formal reporting requirements under IFRS to ensure all significant differences are properly addressed in time for the changeover.

During this phase, management will prepare 2010 opening balance sheets and reconciliations of 2010 interim and year end statements to Canadian GAAP statements of the same periods. The target will be to prepare these statements as soon as practicable through 2010. It is expected that draft opening balance sheets will be prepared during the fourth quarter of 2010, allowing management adequate time to comply with reporting under IFRS in the first quarter of 2011.

Phase 4: Post Implementation

A post implementation review will be performed early in 2011 to ensure full compliance with IFRS.

(b) CICA Handbook Section 1582, *Business Combinations* ("Section 1582")

Section 1582 applies prospectively to business combinations for which the acquisition date is on or after January 1, 2011, with early adoption permitted. This section changes the accounting basis for business combinations to and "entity" basis from the parent company perspective previously applied under Canadian GAAP. The Company has not yet determined the impact of the adoption of this new section on the financial statements.

(c) CICA Handbook Section 1601, *Consolidated Financial Statements* ("Section 1601") and Section 1602, *Non-Controlling Interest* ("Section 1602")

CICA Sections 1601 and 1602 replace CICA Section 1602, *Consolidated Financial Statements*, and apply to fiscal years beginning on or after January 1, 2011, with early adoption permitted. Section 1601 establishes standards for the preparation of consolidated financial statements. Section 102 establishes standards for accounting for a no-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination. The Company has not yet determined the impact of the adoption of this new section on the financial statements.

8. Financial Instruments and Other Instruments

The Company has designated its cash as held-for-trading, and it is measured at fair value, with changes in fair value being recorded in net loss. Accounts receivable are classified as loans and receivables and are measured at amortized costs. Reclamation bonds are classified as held to maturity and are measured at amortized cost, adjusted for current exchange rates. Accounts payable and accrued liabilities are classified as other financial liabilities and are recorded at amortized cost. The Company had neither available for sale, nor held to maturity financial instruments during the period from January 1, 2010 to September 30, 2010. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from financial instruments. The fair value of these financial instruments approximates their carrying value due to their capacity for prompt liquidation.

9. Risks and Uncertainties

The Company's securities should be considered a highly speculative investment and investors should carefully consider all of the information disclosed in the Company's Canadian regulatory filings prior to making an investment in the Company.

General

Resource exploration and development is a speculative business, characterized by a number of significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but also from finding mineral deposits, which, though present, are insufficient in quantity and/or quality to return a profit from production.

The Company's business is subject to exploration and development risks

All of the Company's properties are in the exploration stage and no known reserves have been discovered on such properties. At this stage, favorable results, estimates and studies are subject to a number of risks, including, but not limited to:

- the limited amount of drilling and testing completed to date;
- the preliminary nature of any operating and capital cost estimates;
- the difficulties inherent in scaling up operations and achieving expected metallurgical recoveries;
- the likelihood of cost estimates increasing in the future; and
- the possibility of difficulties procuring needed supplies of electrical power and water.

There is no certainty that the expenditures to be made by us or by our joint venture partners in the exploration of the properties described herein will result in discoveries of precious metals in commercial quantities or that any of our properties will be developed. Most exploration projects do not result in the discovery of precious metals and no assurance can be given that any particular level of recovery of precious metals will in fact be realized or that any identified resource will ever qualify as a commercially mineable (or viable) resource which can be legally and economically exploited. Estimates of reserves, mineral deposits and production costs can also be affected by such factors as environmental permit regulations and requirements, weather, environmental factors, unforeseen technical difficulties, unusual or unexpected geological formations and work interruptions. In addition, the grade of precious metals ultimately discovered may differ from that indicated by drilling results. There can be no assurance that precious metals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

Economic and Political instability may affect the Company's business

Since mid-calendar 2008 until early 2009 there had been a negative trend with regard to the market for metal commodities and related products as a result of global economic uncertainty, reduced confidence in financial markets, bank failures and credit availability concerns. Markets have shown an improving trend since that time, but macro-economic events could still negatively affect the mining and minerals sectors in general. The Company will consider its business plans and options carefully going forward in 2010 and beyond. Based on current and expected metal prices and cost structures, management has determined that the values of the Company's mineral properties have not been impaired at this time.

The Company is subject to risk of fluctuations in the relative values of the Canadian Dollar as compared to the U.S. Dollar

The Company may be adversely affected by foreign currency fluctuations. The Company is primarily funded through equity investments into the Company denominated in Canadian Dollars. In the normal course of business the Company enters into transactions for the purchase of supplies and services denominated in Canadian and U.S. Dollars. The Company also has cash and certain liabilities denominated in U.S. Dollars. One of the Company's options to acquire properties or surface rights in the United States may result in payments by the Company denominated in U.S. Dollars. Exploration, development and administrative costs to be funded by the Company in the United States will also be denominated in U.S. Dollars. Fluctuations in the exchange rates between the Canadian Dollar and the U.S. Dollar may have an adverse or positive effect on the Company.

The Company's properties are subject to title risks

The Company's properties may be subject to prior unregistered agreements or transfers and title may be affected by undetected defects. These defects could adversely affect the Company's title to such properties or delay or increase the cost of the development of such properties. In addition, the Company's properties may be subject to aboriginal or other historical rights that may be claimed on Crown properties or other types of tenure with respect to which mineral rights have been conferred. The Company is not aware of any aboriginal land claims having been asserted or any legal actions relating to native issues having been instituted with respect to any of the mineral properties in which the Company has an interest.

The Company is aware of the mutual benefits afforded by co-operative relationships with indigenous people in conducting exploration activity and is supportive of measures established to achieve such co-operation.

Environmental risk

Environmental legislation on a global basis is evolving in a manner that will ensure stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessment of proposed development and a higher level of responsibility for companies and their officers, directors and employees. There is no assurance that future changes to environmental legislation in Canada or the United States will not adversely affect the Company's operations. Environmental risks may exist on properties in which the Company holds interests which are unknown at present and which have been caused by previous or existing owners or operators. Furthermore, future compliance with environmental reclamation, closure and other requirements may involve significant costs and other liabilities. In particular, the Company's operations and exploration activities are subject to Canadian and United States national and provincial laws and regulations governing protection of the environment. Such laws are continually changing, and in general are becoming more restrictive.

The mineral exploration industry is extremely competitive

The resource industry is intensely competitive in all of its phases, and the Company competes with many companies that possess greater financial resources and technical facilities. Competition could adversely affect the Company's ability to acquire suitable new producing properties or prospects for exploration in the future. Competition could also affect the Company's ability to raise financing to fund the exploration and development of its properties or to hire qualified personnel.

Metal prices affect the success of the Company's business

Metal prices have historically been subject to significant price fluctuation. No assurance may be given that metal prices will remain stable. Significant price fluctuations over short periods of time may be generated by numerous factors beyond the control of the Company, including domestic and international economic and political trends, expectations of inflation, currency exchange fluctuations, interest rates, global or regional consumption patterns, speculative activities and increases or decreases in production due to improved mining and production methods. Significant reductions or volatility in metal prices may have an adverse effect on the Company's business, including the economic attractiveness of the Company's projects, the Company's ability to obtain financing and, if the Company's projects enter the production phase, the amount of the Company's revenue or profit or loss.

10. Disclosure on Internal Controls

Management has established processes to provide them sufficient knowledge to support representations that they have exercised reasonable diligence that (i) the unaudited consolidated interim financial statements do not contain any untrue statement of material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it is made, as of the date of and for the periods presented by the audited financial statements; and (ii) the unaudited consolidated interim financial statements fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109 Certification of Disclosure in Issuers' Annual and Interim Filings (NI 52-109), this Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures (DC&P) and internal control over financial reporting (ICFR), as defined in NI 52-

109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

i) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation; and

ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's GAAP.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in this certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

11. Additional Disclosure for Venture Issuers Without Significant Revenue

Additional disclosure concerning the Company's general and administrative expenses is provided in the Company's Statement of Net Loss and Comprehensive Loss contained in its unaudited interim consolidated financial statements for the nine months ended September 30, 2010.

12. Outstanding Share Data

The Company has an unlimited number of common shares authorized for issuance without par value. At September 30, 2010 there were 22,254,500 common shares outstanding, 1,845,000 incentive stock options outstanding and 814,000 common share purchase warrants outstanding and at November 29, 2010 there were 24,410,733 common shares outstanding, 1,845,000 incentive stock options outstanding and 814,000 common share purchase warrants outstanding. During the period ending September 30, 2010, the Company made no changes to the exercise price of outstanding options through cancellation and reissuance or otherwise.

In connection with the completion of the acquisition of WK Mining on May 28, 2010, a total of 6,120,000 of the Company's shares held by directors and other related parties of the Company were placed in escrow. Under the terms of the escrow agreement 10% or 612,000 shares were released on the completion of the acquisition, and of the remaining 5,508,000 escrowed shares, 918,000 shares will be released semi-annually commencing November 28, 2010 and ending May 28, 2013.

13. Investor Relations

On July 12, 2010, the Company retained Sequoia Partners Inc. ("Sequoia") to provide investor relations and consulting services. Sequoia will be paid a monthly retainer of $3,750 for an initial 12-month term, renewable for 12-month periods upon mutual agreement. The contract can be terminated by either party by giving one month's written notice. The Company has issued, as compensation to Sequoia, an option to purchase 200,000 common shares pursuant to the Company's incentive stock option plan. The options have an exercise price of $0.78 and vest over a period of 12 months and will expire July 12, 2012.

In September, 2010 the Company hired an employee to head up its investor and media relations and will work with Sequoia Partners to actively seek to raise the Company's profile with both retail and institutional investors.

ADDITIONAL INFORMATION

Additional information relating to the Company can also be found on SEDAR.

Approval

The Board of Directors of West Kirkland Mining Inc. has approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.

List of Directors and Officers:

Directors:	R. Michael Jones Frank Hallam Eric H. Carlson Pierre Lebel John S. Brock
Officers:	R. Michael Jones (President and Chief Executive Officer) Frank Hallam (Chief Financial Officer and Corporate Secretary) Michael G. Allen (Vice President of Exploration)