MANAGEMENT'S DISCUSSION AND ANALYSIS of

WEST KIRKLAND MINING INC.

(formerly Anthem Ventures Capital Corp.)

For the period ended March 31, 2012

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This management's discussion and analysis ("MD&A") of the financial conditions and results of operations of West Kirkland Mining Inc. ("West Kirkland" or the "Company") for the period ended March 31, 2012 should be read in conjunction with the Company's unaudited condensed consolidated financial statements and related notes thereto for the period ended March 31, 2012.

The Company prepares its financial statements in accordance with International Financial Reporting Standards ("IFRS"). 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 May 30, 2012.

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 10) 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; and
- 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 May 28, 2010 Anthem completed an amalgamation with West Kirkland Mining Inc. and acquired all of that company's 5,790,000 issued and outstanding shares (the "Qualifying Transaction"). West Kirkland Mining Inc. was a private British Columbia company incorporated in November 2009 holding a portfolio of mineral exploration properties located in Nevada and Ontario. The property portfolio included 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".

Upon completion of the Qualifying Transaction, West Kirkland Mining Inc. changed its name to WK Mining Corp. ("WK Mining") and Anthem changed its name to West Kirkland Mining Inc. The Qualifying Transaction has been accounted for as a reverse take-over. As a result the Company's consolidated financial statements and the MD&A reflect the financial position, operating results and cash flows of the legal subsidiary, WK Mining Corp., from inception; its United States subsidiary WK Mining (USA) from its date of incorporation of June 18, 2010; and West Kirkland's results of operations from May 28, 2010.

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

Highlights for the three months ended March 31, 2012

On January 12, 2012 the Company received an NI 43-101 compliant technical report by Caracle Creek International Consulting ('CCIC') on its Nevada properties. The report validated the Company's enthusiasm for its Nevada portfolio of properties.

Key conclusions of the report are:

- It is CCIC's professional opinion that gold mineralization on the TUG property has been demonstrated to be continuous in three dimensions and at an economically significant gold grade.
- The Nevada land position has potential for structural and stratigraphic controlled gold mineralization.
- CCIC recommended a budget for exploration in Nevada of $5,000,000.
- West Kirkland's initial data appears to corroborate the historical data on the TUG property. A further verification and a resource calculation program is recommended.

The Company began its 2012 drill campaign in Nevada on January 10th. Drilling concentrated on the TUG deposit. By March 31, 2012 a total of eight holes (2,274.4 meters) had been completed at TUG. The 2012 program to date consists of nine holes totaling 2,539.94 meters. The company released results of the first six holes on February 23 and April 4, 2012 as follows:

Hole ID	From (m)	To (m)	Length (m)	Au (g/t)	Ag (g/t)
WT12-009	168.25	189.43	21.18	1.13	5.43
WT12-011	180.99	197.50	16.51	1.66	26.89
Incl.	180.99	186.53	5.54	4.72	45.13
WT12-012	148.59	157.58	8.99	1.18	200.73
Incl.	148.59	151.64	3.05	1.53	516.21
WT12-013	151.63	165.41	13.78	0.64	19.00

Drilling by the Company in 2011 and 2012 has confirmed earlier work and results by prior operators and has expanded the known extent of the TUG deposit for several hundred metres northward. The deposit is exposed or near surface for the most part and is shallow dipping, making it an ideal target for open cast mining methods. A resource calculation is now being prepared for the TUG deposit in accordance with NI 43-101 standards and is expected to be complete in the second quarter of 2012.

In Kirkland Lake, between January 18 and March 31, 2012, the Company drilled 6,652.5 meters in 22 holes, extended two additional holes deeper and continued drilling a hole collared in 2011. The Company focused drilling on the Cunningham, Sutton and Goldbanks properties.

On January 16, and April 23 the Company released results from drilling on the Cunningham property from late 2011 and early 2012 as follows.

Hole ID	From (m)	To (m)	Length (m)	Au (g/t)
KC1183	177.90	178.20	0.30	3.94
KC1184	25.00	28.50	3.50	2.24
including	27.70	28.50	0.80	7.85
KC1186	8.00	11.00	3.00	7.80
including	8.00	9.00	1.00	20.10
KC1187	16.10	17.00	0.90	3.98
and	21.80	39.60	17.80	1.25
including	34.00	36.00	2.00	6.22
KC1194	33.20	38.20	5.00	1.81
including	33.20	35.20	2.00	3.69
and	74.00	75.50	1.50	3.73
KC1195	120.00	121.10	1.10	2.12
KC12129	136.3	137.3	1.00	8.76

On the Cunningham property the Company has identified mineralized structures and a possible west dipping ore chute. Further modeling and interpretation are currently underway in advance of further target selection for follow-up drilling in 2012.

Drilling on a deep target on the Goldbanks property continued during the quarter. This drilling is designed to test for the gold bearing '04 and '05 break structures projecting onto the property from the Macassa Mine, which has produced nearly four million ounces of gold.

Discussion of Operations and Financial Results

1. Results of Operations

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

For the three months ended March 31, 2012

For the three months ended March 31, 2012, the Company incurred a comprehensive net loss of $2,282,692 (2011 - $441,781). The increase in net loss is primarily due to the $2,027,335 write down of certain Canadian exploration projects in 2012 (March 31, 2011 – $Nil). Further differences contributed in a minor way to this increased loss. Salaries and benefits in the quarter totaled $145,696 (March 31, 2011 - $110,674), with the increase being due to the employment of additional full-time staff in 2012. Office and general expense totaled $100,253, (March 31, 2011 - $53,091). This increase is due to the setting up of a new office in Elko Nevada. Rent totaled $44,867 (March 31, 2011 - $22,856), with this increase also being the result of the new office in Elko Nevada. Not included in total expenses for the period were deferred mineral property acquisition and exploration costs amounting to $2,369,501 (2011 - $475,934). Of this amount $1,462,577 was spent in Nevada (March 31, 2011 - $117,721) and $906,924 was spent in Ontario (March 31, 2011 - $358,213).

Selected Information

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

	Three months ended March 31, 2012	**Three months ended March 31, 2011**
Interest Income	$6,798	$12,494
Comprehensive Loss	($2,282,692)	($441,781)
Basic and Diluted Loss per Share	($0.07)	($0.02)
Total Assets	$11,608,885	$9,698,463
Long Term Debt	$Nil	$Nil
Dividends	$Nil	$Nil

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

Quarter Ending	**Interest & Other Income**	**Comprehensive Loss [(1)]**	**Net Basic Earnings (Loss) per Share**
March 31, 2012	$6,798	($2,282,692)	($0.07)
December 31, 2011	$2,041	($3,007,339)	($0.10)
September 30, 2011	$7,029	($448,022)	($0.02)
June 30, 2011	$11,113	($388,245)	($0.02)
March 31, 2011	$12,494	($441,781)	($0.02)
December 31, 2010	$13,217	($479,238)	($0.02)
September 30, 2010	$8,965	($365,760)	($0.02)
June 30, 2010	$Nil	($460,933)	($0.04)

Explanatory Notes:

[(1)] Comprehensive loss by quarter is often materially affected by the timing and recognition of large non-cash income, expenses or write-offs.

2. Exploration Programs and Expenditures

For more detailed information regarding the Company's mineral properties please refer to note 5, "Mineral Properties" in the Company's unaudited condensed consolidated financial statements for the period ended March 31, 2012.

Fronteer, Nevada Property Option

On December 14, 2010 the Company entered into an agreement with Fronteer Gold, Inc. ("Fronteer") whereby West Kirkland may earn up to a 51% interest in 11 properties located in Nevada, USA by spending US$15,400,000 over four years. West Kirkland may also earn an additional 9% by spending an aggregate US$4,000,000 within the following two years or completing a pre-feasibility study on any designated property. As a part of the transaction Fronteer also subscribed for 800,000 common shares of West Kirkland at $1.25 per share by way of a private placement, for total proceeds of $1,000,000 which closed on December 24, 2010.

On April 6, 2011 Newmont Mining Corporation ("Newmont") completed an acquisition of 100% of the issued and outstanding shares of Fronteer by plan of arrangement for aggregate cash consideration of approximately $2.3 billion. Newmont acquired Fronteer in order to gain control of Fronteer's Long Canyon gold project. As a result of Newmont's acquisition all of the 11 properties optioned by the Company from Fronteer are now under option from Newmont. The Fronteer option agreement with the Company remains unaltered and in full force and effect and the shares of the Company previously held by Fronteer are now controlled by Newmont. Newmont also participated in the Company's financing that closed on November 22, 2011.

The complete Fronteer package totals approximately 234 km^2 and covers many of the mine hosting trends in northeastern Nevada, including the Long Canyon Trend. Where the Fronteer optioned properties are proximal, and in places adjacent, to the Company's Rubicon optioned properties within the Long Canyon gold trend (see Rubicon option below), these two combined option packages give the Company a commanding property position.

Within the Fronteer option the TUG property has been a focus of recent exploration drilling. From January 1 to March 31, 2012 the Company drilled eight drill holes totaling 2,274.70 meters on the TUG property. Mineralization now expands beyond the area of a historic resource to the north. Recent drilling confirms the system is open for further expansion.

The TUG deposit is exposed or near surface for the most part and is shallow dipping, making it an ideal target for open cast mining methods. A resource calculation is now being prepared for the TUG deposit in accordance with NI 43-101 standards and is expected to be complete in the second quarter of 2012. Further drilling is being planned for later in 2012.

Regional geophysics completed by Newmont and Rubicon covering the Company's land position in the Long Canyon Trend have been compiled and analyzed. Approximately 9,000 soil samples were recently collected by the Company in the Long Canyon Trend on the Company's Rubicon optioned properties. All of this work is being used to establish a regional multi-target drilling strategy and budget for Nevada including TUG for 2012.

At March 31, 2012 the Company had spent $4,580,138 on exploration in the Fronteer Option area, of which $3,031,192 was spent at TUG. Although the Company is the project operator and has the right to determine programs and expenditures, a technical steering committee comprised of members from Newmont and the Company has been established so that the exploration of the projects may benefit from the collective knowledge and expertise of both companies.

Rubicon, Nevada Property Option

On June 23, 2011, the Company entered into an agreement with Rubicon Minerals Corporation to option several properties comprising approximately 909 km^2 in northeastern Nevada. In exchange for work expenditures totaling $15.0 million over four years, the Company may earn a 51% interest in properties wherein Rubicon owns 100% or 75% of the mineral interest, and 60% of Rubicon's mineral interest where Rubicon's mineral interest is less than 75%. The Company may earn an additional 9% mineral interest in properties that are 100% owned by Rubicon by spending an additional US$4,000,000 in exploration expenditures, or by completing a pre-feasibility study on any portion of the property.

Under the terms of the agreement the Company has made a firm commitment to a first year expenditure on the property package of US$2,000,000 to be made by June 23, 2012. In the event the Company does not make the required expenditures the remaining unspent balance will become payable to Rubicon. According to an amendment signed April 18, 2012 this deadline has been extended to September 1, 2012. As of March 31, 2012 $1.02 million had been spent by the Company towards this option, of which $132,955 was spent in the first quarter to March 31, 2012 (March 31, 2011 - $Nil). Subsequent to March 31, 2012, the Company has spent or incurred approximately a further $212,000 towards this option commitment.

Subsequent to entering the agreement with Rubicon Minerals, the Company has staked and additional 42.65 km^2 (532 claims) at a cost of $115,130 and added these claims to the option agreement. The complete Rubicon package now totals approximately 952 km^2.

Under the terms as described above West Kirkland can earn a 51% interest from Rubicon in 42 km^2 of the Rubicon property package directly across the valley to the north east from the Long Canyon gold deposit. West Kirkland can also earn a 60% property interest in 560 km^2 of the Rubicon property package in the Long Canyon Trend adjoining the KB and TUG properties that are optioned from Fronteer. Where the Fronteer (see Fronteer above) and Rubicon optioned properties are proximal or adjacent, these two option packages give the Company a commanding property position within the Long Canyon gold trend.

Work to date has identified four main target areas within the Rubicon optioned lands at 12 Mile, Toano, Lewis Springs, and Bandito. These targets bear geological similarities to the nearby TUG and Long Canyon deposits.

The Company has completed an extensive geophysical compilation using data collected by Newmont and Rubicon, collected in excess of 9,000 soil samples, and mapped the highest priority targets on its Long Canyon Trend Properties. This work by the Company has identified several high quality targets for follow up in 2012.

Goldstorm, Nevada Option

The Company has terminated the option agreement on the Goldstorm Property. The Company retained a 50% interest in the leased mineral rights and a 100% interest in eight claims that made up a portion of the Goldstorm property.

Kirkland Lake, Ontario Mineral Interests

The Company has acquired by option and staking more than a dozen mineral rights comprising approximately 96 km^2 in the Kirkland Lake Camp. The properties are located along the underexplored western extension of the Cadillac-Larder Lake Break between Kirkland Lake's Macassa Mine (3.5 M oz Au) to the east and AuRico's Young-Davidson Mine (4.1M oz Au) to the west. To the time of writing this MD&A, WKM has drilled approximately 35,000 meters primarily on its Cunningham, Sutton and Goldbanks properties within this mineral rights package.

In Kirkland Lake, between January 18 and March 31, 2012, the Company drilled 6,652.5 meters in 22 holes, extended two additional holes and continued a hole started in 2011. Holes drilled between January 1 and March 31, 2012 are located on the Sutton, Cunningham, Goldbanks and Holmes properties.

On the Cunningham property the Company has identified mineralized structures and a possible west dipping ore chute. Further modeling and interpretation are currently underway in advance of further target selection for follow-up drilling in 2012.

Drilling on a deep target on the Goldbanks property continued during the quarter. This drilling was designed to test for the gold bearing '04 and '05 break structures projecting onto the property from the Macassa Mine, which has produced nearly four million ounces of gold. Subsequent to the end of the period the Company assessed the results of this drilling and decided not to pursue further work. The option has been terminated and the costs associated with the project have been written off.

From inception to March 31, 2012 a total of $857,838 has been spent on acquisition costs and a further $4,865,937 has been spent on exploration, primarily diamond drilling in the Kirkland Lake camp. The Company plans to continue exploration and drilling programs in the area as outlined above.

3. Liquidity and Capital Resources

During the prior year, the Company issued a total of 6,807,500 common shares in private placements for net cash proceeds of $7,191,309 and a further 301,425 common shares upon the exercise of warrants for cash proceeds of $226,069. Also, during the prior year, the Company issued 92,500 shares upon the exercise of share options for cash proceeds of $55,500. Cash proceeds are primarily spent on mineral property 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 March 31, 2012 the Company had cash on hand of $1,587,103 and net working capital of $1,222,391.

The Company has no long term debt or loan obligations. Liabilities consist primarily of trade payables of $861,654 at March 31, 2012 ($276,700 – March 31, 2011) incurred at market rates with arm's length third party suppliers, primarily for goods and services related to the Company's exploration of its mineral rights, and also for professional fees and other overhead expense in the normal course of operations. The Company is not aware of any contingencies as at March 31, 2012. As a result of the flow through share private placement completed in November 2011, the Company is committed to spending $2,000,250 on eligible Canadian exploration expenses before the end of 2012 of which approximately $1,578,039 has already been spent to the date of this MD&A.

Under the terms of certain of the Company's mineral property option and purchase agreements, the Company is required to make 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 financial statements are prepared on the basis of a going concern which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. Cash at May 30, 2012 is sufficient to fund the estimated general and development operations of the Company for the first half of the year at present rates of exploration. The Company anticipates the need to seek additional equity funding in mid-2012. Although management expects to successfully complete additional equity financings, there is no absolute assurance that such financings will be concluded successfully. If equity financings are delayed or unsuccessful, there would be changes in the timing and amount of expenditures on the Company's mineral interests, and/or the Company may be unable to continue as a going concern. If the Company was unable to continue as a going concern there would be changes in the carrying amounts of assets and liabilities and the statement of financial position classifications used.

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 2 years	3 to 5 years	>5 Years
Holmes					
For Acquisition	205,000	50,000	55,000	100,000	Nil
Flavelle					
For Acquisition	305,000	70,000	95,000	140,000	Nil
For Exploration	1,392,667	Nil	Nil	1,392,667	Nil
Cunningham					
For Acquisition	200,000	50,000	50,000	100,000	Nil
McLean					
For Acquisition	45,000	7,000	8,000	30,000	Nil
For Surface Rights	4,000	1,000	1,000	2,000	Nil
Sutton					
For Acquisition	130,000	20,000	20,000	90,000	Nil
O'Brien					
For Acquisition	40,000	7,000	8,000	25,000	Nil
For Surface Rights	4,000	1,000	1,000	2,000	Nil
Hill					
For Acquisition	45,000	5,000	20,000	20,000	Nil
For Surface Rights	3,000	1,000	1,000	1,000	Nil
Fronteer [1,2]					
For Exploration	10,792,812	418,812	1,446,375	8,927,625	Nil
Rubicon [1,3]					
For Exploration	13,943,954	976,454	2,992,500	9,975,000	Nil
Total	**27,110,433**	**1,607,266**	**4,697,875**	**20,805,292**	**Nil**

1. The Fronteer and Rubicon Property Acquisition and Exploration commitments are payable in US dollars and have been converted using an exchange rate of 0.9975
2. West Kirkland has the option of earning an additional 9% interest on any designated project by spending an aggregate US $4,000,000 by the end of year six of the agreement or completing a pre-feasibility study.
3. West Kirkland has the option of earning an additional 9% by spending an aggregate US $4,000,000 by the end of year six of the agreement or completing a pre-feasibility study on any properties in which Rubicon holds a 100% interest.

4. 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.

5. Transactions with Related Parties

The Company paid remuneration for the following items with companies related by virtue of directors in common:

	Three months ended March 31, 2012	Three months ended March 31, 2011
Administration fees	$ 10,500	$ 10,500
Professional fees (accounting)	15,000	15,000
Management and Consulting Fees	4,358	13,086
Directors Fees	27,250	28,500
Rent	22,030	21,821
Total Related Party Transactions	$ 79,138	$ 88,907

For the three months ended March 31, 2012, the Company paid or accrued $10,500 (March 31, 2011 - $10,500) for day-to-day administration, reception and secretarial services and $15,000 (March 31, 2011 - $15,000) for accounting services; and $Nil (March 31, 2011 - $5,376) in consulting fees for geographical information systems and mapping to Platinum Group Metals Ltd., a company related by virtue of common directors and officers. All of these amounts were charged at fair market rates.

For the three months ended March 31, 2012, the Company paid or accrued $22,030 (March 31, 2011 - $21,821) for rent to Anthem Properties Group Ltd. and Anthem Works Ltd. respectively, companies related by virtue of a common director. The rental rate was negotiated on an arm's length basis and is set at a fair market rate.

For the period ended March 31, 2012 the Company accrued $27,250 (March 31, 2011 - $28,500) in directors fees.

For the period ended March 31, 2012 the Company paid $4,358 (March 31, 2011 - $7,710) for management and consulting fees to a director and officer of the Company.

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. Proposed Transactions

As is typical of the mineral exploration and development industry, the Company is continually reviewing potential merger, acquisition, investment, joint venture and other opportunities that could enhance shareholder value.

7. Critical Accounting Estimates

The preparation of financial statements in conformity with IFRS 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) deferred tax provision (iv) share-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 condensed consolidated financial statements for a description of all of the significant accounting policies.

Under IFRS, 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 the carrying value of its mineral properties for recoverability when events or changes in circumstances indicate that the properties may be impaired. If such a condition exists and 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 deferred 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 does not recognize any deferred tax assets unless it is probable that the deferred tax amount will be realized in the foreseeable future.

The Company adopted IFRS 2 – *Share-Based Payment*, which requires the fair value method of accounting for share options. Under this method, the Company estimates the fair value of share-based compensation using an option-pricing model based on certain assumptions.

8. Changes in Accounting Policies

Certain new accounting standards and interpretations have been published that are not mandatory for the March 31, 2012 reporting period. The following standards are assessed not to have any impact on the Company's financial statements:

IFRS 9 – Financial Instruments: effective for accounting periods commencing on or after January 1, 2015;

IFRS 10 – Consolidated Financial Statements: effective for accounting periods commencing on or after January 1, 2013;

IFRS 11 – Joint Arrangements: effective for accounting periods commencing on or after January 1, 2013;

IFRS 12 – Disclosure of Interests in Other Entities: effective for accounting periods commencing on or after January 1, 2013;

IFRS 13 – Fair Value Measurement: effective for accounting periods commencing on or after January 1, 2013;

IAS 27 (2011) - Consolidated and Separate Financial Statements: effective for accounting periods commencing on or after January 1, 2013;

IAS 28 (2011) - Investments in Associates and Joint Ventures: effective for accounting periods commencing on or after January 1, 2013;

Amendments to IAS 1, Presentation of Items of Other Comprehensive Income: effective for accounting periods commencing on or after July 1, 2012.

9. Financial Instruments and Other Instruments

The Company has designated its cash as loans and receivables, and it is measured at cost which approximates fair value. 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. Trades payable and other liabilities are classified as other financial liabilities and are recorded at amortized cost. The Company had no available for sale financial instruments during the year. 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.

10. 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. For a discussion of risk factors applicable to the Company, see the section entitled "Risk Factors" in the Company's most recent annual information form filed with the Canadian provincial securities regulators.

Without limiting the foregoing, the most significant risks and uncertainties faced by the Company are: the inherent risk associated with mineral exploration and development activities; the uncertainty of mineral resources and their development into mineable reserves; uncertainty as to potential project delays from circumstances beyond the Company's control; as well as title risks; political risks; risks associated with fluctuations in foreign exchange rates; risks associated with fluctuations in metal prices; risks associated with the possible failure to obtain mining licenses and/or obtain the capital required for project and mine development.

11. 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 condensed consolidated 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 condensed consolidated 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 accounting policies.

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.

12. Outstanding Share Data

The Company has an unlimited number of common shares authorized for issuance without par value. At March 31, 2012 there were 32,824,733 common shares outstanding and 2,095,000 incentive share options outstanding. At May 30, 2012 there were 32,824,733 common shares outstanding, 2,095,000 incentive share options outstanding and 2,956,625 common share purchase warrants outstanding. During the quarter ended March 31, 2012, 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 a further 918,000 were released on November 28, 2010, May 28, 2011, November 28, 2011 and May 28, 2012. The remaining 1,836,000 escrowed shares will be released in two tranches of 918,000 common shares on November 28 2012 and May 28, 2013.

13. Outlook

The Company has accumulated large land positions in two prolific gold jurisdictions; Ontario and Nevada. In Ontario the Company is focused on the Cadillac-Larder Lake Break west of Kirkland Lake and in Nevada the Company is focused on the emerging Long Canyon Trend and other mine hosting trends in north east Nevada. Acquired properties are being evaluated and ranked. Results of current work and that of past operators is being carefully compiled into a digital data base, and then is carefully analyzed and reviewed. Current work has consisted of prospecting, mapping, soil sampling, airborne and ground based geophysical surveys and drilling. Where sufficient work has been completed, three-dimensional modeling is being undertaken. At the time of writing the Company is preparing for its next round of drilling in both the Kirkland Lake and Nevada camps.

In less than two years in Kirkland Lake the Company has accumulated 96 km^2 on the Cadillac-Larder Lake Break between the operating Macassa and Young-Davidson mines. This aggressive property acquisition strategy will continue going forward. The Company has drilled in excess of 35,000 meters in 135 drill holes in the Kirkland Lake camp. Going forward, the Company will be focused on structures that continue to give economically significant grades over mineable widths within the portfolio of properties. Additional properties within the Kirkland Lake Camp continue to be evaluated.

The Company's total land holding in Nevada now stands in excess of 1,200km^2, with the Company continuing to explore further land acquisition opportunities. As planned, the Company has continued to rank and evaluate the 11 Fronteer properties (including the KB and TUG properties) acquired in December 2010 using mapping, fieldwork, geophysics, modeling and drilling. At the time of writing the Company has engaged an independent technical expert who is in process of estimating an initial resource at TUG. The resource will be documented by an NI 43-101 technical report. Completion of this initial resource is expected in the second quarter of 2012.

Approximately 602 km^2 of the mineral rights optioned in the June 2011 Rubicon agreement are located in the Long Canyon Trend, near and adjacent to the TUG and KB properties optioned from Fronteer in December 2010. The Fronteer and Rubicon properties are being systematically evaluated and ranked with special attention being paid to those properties located adjacent to the KB and TUG properties. Previous work has identified "gold in stream" anomalies in the Lewis Spring area. Government mapping over the Toano project area has identified stratigraphy similar to that which hosts the nearby Long Canyon Deposit. In 2011 the Company completed over 9,000 soil samples on the Rubicon property package. This sampling yielded significant results, also on the Lewis Spring and Toano properties. Target areas have been identified on these two properties with kilometer scale multi-element anomalies having been generated. A review of the historic data also revealed an untested target known as Bandito, as well as a previously drilled target at 12 Mile. These targets are being further evaluated and drilling is planned for 2012. New prospects will continue to be evaluated.

Using the upcoming TUG resource estimate as a stepping stone, the Company plans to build on its assets in the Long Canyon Trend through further exploration and drilling. Evaluation of the Company's Nevada portfolio continues. The Black Mountain, West Starvation Canyon and Gollaher properties are currently being evaluated for their potential at the time of writing. Additional opportunities to acquire properties are being evaluated.

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