Management Discussion and Analysis

FOR THE SIX MONTHS ENDED MARCH 31, 2016

Introduction

This Management Discussion and Analysis ("MD&A") of AsiaBaseMetals Inc. (the "Company") has been prepared by management as of April 15, 2016 and should be read in conjunction with the audited condensed financial statements and related notes thereto of the Company for the six months ended on March 31, 2016, which were prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). All dollar figures are expressed in Canadian dollars unless otherwise stated. These documents and additional information on the Corporation are available on the Company's website at www.asiabasemetals.com or on SEDAR at www.sedar.com.

Forward-looking Statements

This MD&A contains "forward-looking information" within the meaning of applicable Canadian securities legislation and "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 (collectively, "forward-looking information"). In certain cases, forward-looking information can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes", or variations or the negative of such words and phrases, or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved" or the negative of these terms or comparable terminology. By their very nature, forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. The Company disclaims any obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise.

Historical results of operations and trends that may be inferred from the following discussions and analysis may not necessarily indicate future results from operations.

1. Executive Summary

AsiaBaseMetals Inc. (“the Company”) is a growth company focused on the exploration and development of zinc and base metals. The Company has projects in British Columbia and Ontario, Canada.

The Gnome zinc project has land claims that encompass 5,429 hectares and are located strategically in the heart of an area home to some of Canada's important zinc deposits and the focus of much past exploration. The Gnome project lies 70 km SE from the Cirque Zn-Pb-Ag deposit and 46 km SE along trend from the Akie Zn-Pb-Ag deposit, all of which are in the Kechika trough, a geological belt northeast of Williston Lake containing these and other sediment-hosted Zn-Pb-Ag prospects along trend. These deposits and prospects were discovered in the heyday of northern British Columba Zn-Pb-Ag exploration during the late 1970’s and early 1980’s.

Work on the Gnome project to date includes mapping and sampling during the 1970’s and recent work by the Company. The Company conducted an exploration program during fiscal 2012 and completed the program early fiscal 2013. The Company prepared an updated geological report and is evaluating and assessing the data obtained from the program to determine the next course of action.

On January 1, 2016, the Company forfeited 1 mineral claim related to the Gnome Property. The claim was subsequently re-staked on January 11, 2016.

The Jean Iron Ore Property (“Jean Property”) is an iron ore exploration property located in the Thunder Bay Mining District of Northwestern Ontario, Canada. It is comprised of 17 claims totaling 1,824 hectares and is located approximately 65 kilometres to the southwest of Thunder Bay, approximately 2 kilometres north of the Whitefish Lake on Highway 588.

On November 12, 2015 the Company staked 1 additional claim consisting of 16 hectares. The Jean Property currently consists of 18 mineral claims in 115 units covering 1,840 hectares’ land.

During the six months ended March 31, 2016 the Company completed an exploration program for the Jean Property and completed an updated 43-101. The Ontario Ministry of Northern Development and Mines has accepted our work submission and all claims have been extended to November 2016 and 2017.

In addition to advancing the Gnome and the Jean projects, the Company is focused on identifying, acquiring and developing other business opportunities.

2. Second Quarter 2016 Highlights

For the six months ended March 31, 2016 (“Q2-16”), the Company incurred a comprehensive loss of $190,047 and had an accumulated deficit of $2,208,863. The Company’s ability to continue its operations and to realize assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs.

The Company’s cash position at March 31, 2016 was $20,274.

3. Selected Annual Information

The Company's fiscal year end is September 30. Selected annual information presented as follows:

	September 30, 2015	September 30, 2014	September 30, 2013
Total revenues	$Nil	$Nil	$Nil
Loss for the year	$(217,372)	$(246,455)	$(212,504)
Loss per share	$(0.02)	$(0.03)	$(0.02)
Total assets	$105,626	$166,467	$195,394
Total long term liabilities	$Nil	$Nil	$Nil

* Loss per share for the fiscal years ending September 30 has been restated to take into consideration the stock consolidations that took place on May 13 and August 31, 2015 and March 4, 2016 (See Note 12).

4. Results of Operations

The following is a summary of the total project costs to date for the Gnome zinc project:

	Acquisition Costs	Project Costs	Total
Balance as of September 30, 2015	29,276	383,185	412,461
Six months ended March 31, 2016	276	630	906
Balance as of March 31, 2016	29,552	383,815	413,367

The following is a summary of the total project costs to date for the Jean ore project:

	Acquisition Costs	Project Costs	Total
Balance as of September 30, 2015	11,516	13,754	25,270
Six months ended March 31, 2016	-	55,056	55,056
Balance as of March 31, 2016	11,516	68,810	80,326

During the six months ended March 31, 2016:

- Exploration costs increased $44,552 from $11,133 during the six months ended March 31, 2015 ("Q2-15") to $55,685 during the six months ended March 31, 2016 ("Q2-16") primarily due to NI 43-101 technical report update on the Jean project.
- Management fees increased $87,053 from $6 during Q2-15 to $87,059 during Q2-16 primarily due to the CEO appointment on April 1, 2015 and CFO appointment on March 1, 2015. $12,500 per month was paid to the new CEO from September 1 to March 31, 2016.
- Office, administration and miscellaneous costs decreased $16,040 from $19,640 during Q2-15 to $3,600 during Q2-16 primarily due to reduction in accounting and administrative services fees paid to Tintina Resources Inc.
- Professional fees increased $18,352 from $6,660 during Q2-15 to $25,012 during Q2-16 due to additional legal fees incurred.
- Regulatory and transfer agent fees increased $11,072 from $7,304 during Q2-15 to $18,376 during Q2-16 primarily due costs associated with the FY2014 and FY2015 Annual General Meetings.

5. Summary of Quarterly Results

The following is a summary of certain financial information concerning the Company for the last eight reported quarters:

Quarter Ended	Total Revenues	Comprehensive Loss for the Period	Basic and Diluted Loss Per Share
June 30, 2014	$Nil	$ (25,471)	$(0.00)
September 30, 2014	$Nil	$ (16,399)	$(0.00)
December 31, 2014	$Nil	$ (25,579)	$(0.00)
March 31, 2015	$Nil	$ (19,153)	$(0.00)
June 30, 2015	$Nil	$ (80,111)	$(0.00)
September 30, 2015	$Nil	$ (92,529)	$(0.00)
December 31, 2015	$Nil	$ (114,648)	$(0.01)
March 31, 2016	$Nil	$ (75,399)	$(0.00)

6. Liquidity and Capital Resources

As at March 31, 2016, the Company reported negative working capital of $267,874. Net decrease in cash during the six month ended March 31, 2016 was $36,614 leaving cash on hand in the amount of $20,274.

Current assets excluding cash at March 31, 2016 consist of amounts receivable of $5,373.

Current liabilities as at March 31, 2016 consist of accounts payable, accrued liabilities and shareholder loan of $293,521.

7. Off-Balance Sheet Arrangements and Commitments

At the date of this MD&A, the Company had no off-balance sheet obligation. Commitments to incur exploration and evaluation costs are detailed in Note 3 of the Interim Condensed Financial Statements for the six months ended March 31, 2016.

During fiscal 2015, the Company entered into an agreement with Futura Capital Ltd. to provide Chief Executive Officer services at a rate of $12,500 per month ($150,000 per year) for an indefinite term. The agreement can be terminated without cause by the Company with a fourteen (14) month cash payment in the amount of $175,000.

8. Transactions with Related Parties

During the six months ended March 31, 2016 and 2015, the following amounts were incurred or paid to officers and directors and/or their related companies:

i) The Company incurred $12,059 (March 31, 2015 - $nil) for CFO fees to a company controlled by common directors.

ii) The Company incurred $75,000 (March 31, 2015 - $6) for management fees to a company controlled by an officer.

As at March 31, 2016 and 2015, the following balance were due to officers and directors and/or related companies:

i) Included in accounts payable and accrued liabilities is $14,465 (March 31, 2015: $nil) due to a company controlled by common directors and $nil (March 31, 2015: $3) due to a company controlled by the CEO. These amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

ii) A loan of $203,000 (March 31, 2015: $nil) was due to a director of the Company. This amount is unsecured, bears interest at a rate of 3% per annum and is due on demand. See Note 14 (b) – Subsequent Events.

Key management personnel compensation:

Key management personnel include the Chief Executive Officer ("CEO"), Chief Financial Officer, and directors of the Company. The remuneration of directors and officers of the Company is as follows:

		2016		**2015**
Management fees	$	75,000	$	6
CFO fees		12,059		-
Total remuneration	$	87,059	$	6

Key management personnel receive compensation in the form of short-term employee benefits, share-based payments, separation payment, and post-employment benefits. Short-term benefits include management fees paid to the former CEO and the new interim CEO of the Company for their services in their roles.

9. Changes in Accounting Policies

The preparation of financial statements in conformity with IFRS requires the Company to establish accounting policies and to make estimates that affect both the amount and timing of the recording of assets, liabilities, revenues and expenses.

A detailed summary of the Company's significant accounting policies and adoption of new or amended accounting standards are included in Note 2 of the Interim Condensed Financial Statements for the six months ended March 31, 2016.

10. Financial Instruments and Other Instruments

Financial Instruments and Fair Value Measurements

IFRS 13 – *Fair Value Measurement*, establishes a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 - inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Assets measured at fair value on a recurring basis were presented on the Company's statement of financial position as at March 31, 2016 as follows:

	Fair Value Measurements Using			
	Quoted Prices in Active Markets For Identical Instruments (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Financial assets				
Cash and cash equivalents	$ 20,274	$ –	$ –	$ 20,274

Financial Risk

(i) Credit Risk

Credit risk arises from non-performance by counterparties of contractual financial obligations. The Company's maximum credit risk is primarily attributable to its cash. The Company limits its exposure to credit loss for cash by placing such instruments with financial institutions.

As at March 31, 2016, the Company's maximum exposure to credit risk is the carrying value of cash of $20,274.

(ii) Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient financial resources to meet liabilities when due. As at March 31, 2016, the Company had negative working capital of $267,874. All of the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

As at March 31, 2016, the Company has negative working capital to discharge its existing financial obligations. Management intends to raise capital through the issuance of new shares, however, as at April 15, 2016 this has not been completed.

(iii) Interest Rate Risk

In management's opinion, the Company's interest rate risk is minimal as the Company does not have any bank indebtedness or loans payable that bear interest at fixed or variable rates.

10. Financial Instruments and Other Instruments (continued)

(iv) Foreign Currency Risk

The Company is exposed to currency fluctuations in the acquisition of foreign currencies. The Company holds balance in cash in foreign currencies (US dollars) and is therefore exposed to gains or losses on foreign exchange. A significant change in the currency exchange rate between the Canadian dollar relative to the US dollar could have an effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

(v) Commodity Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities may be subject to risks associated with fluctuations in the market price of commodities.

11. Business Operations

The Company was incorporated on August 11, 2009 under the laws of British Columbia. The Company's principal business activities include the acquisition, exploration and development of resource property. The address of the Company's corporate office is 6153 Glendalough Pl., Vancouver, British Columbia, V6N 1S5, Canada.

At March 31, 2016, the Company had not yet determined whether its property contains ore reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development, and upon future profitable production or proceeds from the disposition of the resource property.

12. Outstanding Share Data

Summary of Outstanding Share Data at April 15, 2016:

i) Authorized:
Unlimited common shares without par value

Issued and outstanding:
10,175,115 common shares

ii) Stock options outstanding: Nil

iii) Warrants outstanding: 500,000 units

On April 16, 2015, the Company's Board approved a consolidation of the Company's issued and outstanding share capital on a 2 old for 1 new basis. The stock consolidation was completed on May 13, 2015. On August 14, 2015 the Board approved a further consolidation on the Company's issued and outstanding share capital on a 2 old for 1 new basis. The stock consolidation was completed on August 31, 2015. Subsequently, on February 17, 2016 the Board approved a further consolidation of the issued and outstanding shares on a 2 old for 1 new basis. The stock consolidation was completed on March 4, 2016. All share capital and per share amounts in these financial statements have been adjusted to give retroactive effect to the share consolidation.

12. Outstanding Share Data (continued)

On March 10, 2016 the Company announced a non-brokered private placement for gross proceeds up to $250,000 through the sale of up to 5,000,000 units ("Units") at a price of $0.05 per Unit. Each Unit will consist of one common share of the Company and one warrant to purchase an additional common share at a price of $0.05 per share for a period of five years. All securities issued pursuant to the private placement will be subject to a four month hold. The private placement is subject to acceptance by the TSX Venture Exchange. See Note 14 (a) – Subsequent Events.

13. Disclosure Controls

Management has designed disclosure controls and procedures, or has caused them to be designed under its supervision to provide reasonable assurance that material information relating to the Company is made known to management, particularly during the period in which the annual filings are being prepared. Management has also designed such internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and preparation of the financial statements for the six months ended March 31, 2016 in accordance with IFRS.

The Chief Executive Officer and Chief Financial Officer of the Company have evaluated the effectiveness of the Company's disclosure controls and procedures in place as at March 31, 2016. Based on this evaluation, the Chief Executive Officer and Chief Financial Officer of the Company concluded that the design and operations of these controls and procedures were effective.

Additional disclosures pertaining to the Company's management information circulars, material change reports, press releases and other information are available on the SEDAR website at www.sedar.com. The shareholders will be kept informed of any material changes.

14. Subsequent Events

a) On April 13, 2016, the Company completed its non-brokered private placement for aggregate proceeds of $250,000. The company issued 5,000,000 units at a price of $0.05 per unit. Each unit is comprised of one common share and one share purchase warrant, with each warrant exercisable for five years to purchase one additional common share at a price of $0.05.

   All securities issued in connection with the private placement are subject to a four month hold period that will expire on August 14, 2016.

b) The Company paid the loan due to the director on completion of the non-brokered private placement on April 14, 2016.