NSX SILVER INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2016

Background

This Management's Discussion and Analysis (MD&A) of NSX Silver Inc. ("NSX Silver" or "the Company") is dated November 29, 2016 and should be read in conjunction with the unaudited interim financial statements and accompanying notes for the nine month periods ended September 30, 2016 and September 30, 2015 which have been prepared in accordance with International Financial Reporting Standards (IFRS) for consolidated financial statements. This MD&A should also be read in conjunction with the audited annual financial statements and accompanying notes for the year ended December 31, 2015. All amounts are in Canadian dollars unless otherwise specified. The financial statements and additional information, including news releases and technical reports referenced herein, are available on the Canadian System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com under the Company's profile. The common shares of NSX Silver are traded on the NEX Board of the TSX Venture Exchange under the symbol "NSY.H".

Forward-Looking Information

Certain statements in this MD&A are forward-looking statements or information (collectively- forward-looking statements). NSX Silver is hereby providing cautionary statements identifying important factors that could cause the actual results to differ materially from those projected in the forward-looking statements. Any statements that express, or involve discussions as to, expectations, beliefs, plans, objectives, assumptions or future events or performance (often, but not always, through the use of words or phrases such as "may", "is expected to", "anticipates", "estimates", "intends", "plans", "projection", "could", "vision", "goals", "objective" and "outlook") are not historical facts and may be forward-looking and may involve estimates, assumptions and uncertainties which could cause actual results or outcomes to differ materially from those expressed in the forward-looking statements. In making these forward-looking statements, NSX Silver has assumed that the risks listed below will not adversely impact the business of NSX Silver.

By their nature, forward-looking statements involve numerous assumptions, inherent risks and uncertainties, both general and specific, which contribute to the possibility that the predicted outcomes may not occur or may be delayed. The risks, uncertainties and other factors, many of which are beyond the control of NSX Silver, that could influence actual results include, but are not limited to: limited operating history; exploration, development and operating risks; regulatory risks; substantial capital requirements and liquidity; financing risks and dilution to shareholders; competition; reliance on management and dependence on key personnel; fluctuating mineral prices and marketability of minerals; title to properties; local resident concerns; no mineral reserves or mineral resources; environmental risks; governmental regulations and processing licenses and permits; management inexperience in developing mines; conflicts of interest of management; uninsurable risks; exposure to potential litigation; dividends; and other factors beyond the control of NSX Silver.

Furthermore, any forward-looking statement speaks only as of the date on which such statement is made, and, except as required by applicable law, NSX Silver undertakes no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible for management to predict all such factors and to assess in advance the impact of each such factor on the business of NSX Silver or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statement. Refer to the section titled "Risk and Uncertainties".

Company Overview

NSX Silver Inc. was incorporated on August 9, 2011 under the Canada Business Corporations Act as a wholly-owned subsidiary of NSGold Corporation ("NSGold").

NSGold, the former parent company of NSX Silver, is a mineral exploration company with gold and base metal properties located in Nova Scotia, Canada. In April 2011, NSGold signed an agreement whereby it secured the option to acquire a 100% ownership interest in the three mining concessions comprising the Dios Padre Property, including the historic Dios Padre Silver Mine, located in Sonora State, Mexico. In July 2011, NSGold announced that it commenced the process to separate its Nova Scotia gold and base metal assets and its Mexican silver assets into two separate public companies so that NSGold could devote itself solely to exploration for gold and other metals. NSX Silver was incorporated in August 2011 as a wholly-owned subsidiary of NSGold, with the intention of taking over NSGold's exploration properties in Mexico.

On August 5, 2011, NSGold completed a private placement of 8,627,451 common shares at a price of $0.51 per share, for gross proceeds of $4.4 million. The net proceeds from this financing were allocated to funding the activities of NSX Silver and working capital.

On October 21, 2011, NSX Silver and NSGold, as promoter, filed a preliminary prospectus with the securities commissions of each of the provinces of Canada in connection with a distribution of NSX Silver common shares to the shareholders of NSGold. A special meeting of shareholders of NSGold was held on December 22, 2011, at which the shareholders approved a special resolution reducing NSGold's paid-up capital in connection with the "spin-out" of the shares of NSX Silver to the shareholders of NSGold. The reduction of NSGold's paid-up capital is intended to result in the distribution of the shares of NSX Silver being treated as non-taxable for most of NSGold's shareholders.

On March 1, 2012, NSX Silver obtained a receipt from the securities commissions of each of the provinces of Canada for a final prospectus dated February 28, 2012. The prospectus qualified shares of NSX Silver to be distributed by NSGold to its shareholders by way of distribution in kind.

In March 2012, NSX Silver completed the acquisition from NSGold of all of the shares of Compania Minera Oso Blanco SA de CV ("CMOB") for which NSGold received one million common shares of NSX Silver. Also in March 2012, NSGold completed a share subscription agreement whereby NSGold acquired 44,428,571 common shares of NSX Silver for gross proceeds of $4,665,000. Upon closing of the transaction, the amounts due to NSGold by each of NSX Silver for reorganization costs and CMOB for Dios Padre exploration costs were repaid, and the net amount disbursed by NSGold was $3,474,063. Contemporaneously the Dios Padre Option Agreement, complete with all its rights and obligations, was assigned to NSX Silver.

NSGold then completed the distribution of the common shares of NSX Silver to the NSGold shareholders whereby the shareholders received one share of NSX Silver for each share of NSGold held on the record date of March 16, 2012. A total of 43,553,767 shares of NSX Silver were distributed with the distribution, effected by way of a distribution of paid up capital.

The common shares of NSX Silver commenced trading on the TSX Venture Exchange on March 14, 2012 as a Tier 2 Mining Issuer under the trading symbol "NSY".

During 2013 the Company terminated the Dios Padre option agreement and the Company's focus was redirected to the Oso Blanco property.

On January 23, 2015, the Company completed a one-for-ten share consolidation of its common shares.

On November 17, 2015 the Company announced it had entered into a binding letter of agreement with an arm's-length purchaser whereby it agreed to sell the shares of CMOB to the purchaser. The purchaser agreed to assume all of CMOB's liabilities and to grant to NSX Silver a 2% net smelter return royalty on any future mineral production from the eleven mining concessions that CMOB held at the time of the sale of the shares. The Company received shareholder approval for the CMOB disposition at a special meeting of shareholders held on December 16, 2015. Shareholder approval was required pursuant to Section 189 of the *Canada Business Corporations Act* as the sale of CMOB constituted a sale or exchange of all or substantially all the assets of NSX Silver. The transaction closed on December 30, 2015.

Subsequent to the closing of the CMOB Sale, the Company has no continuing business operations and the Board of Directors of the Company is exploring potential strategic alternatives. There can be no assurance that such exploration of strategic alternatives will result in a transaction being pursued, entered into or consummated.

On February 8, 2016, the Company's listing of its common shares was transferred to the NEX Board of the TSX Venture Exchange (the "NEX"). The NEX trading platform is a separate board of the TSXV which provides a unique trading forum for listed companies that have fallen below TSX Venture's ongoing listing standards.

On August 16, 2016, the Company completed a non-brokered private placement raising gross proceeds of $300,000 through the issuance of 4,999,992 units at a price of $0.06 per unit. Each unit is comprised of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company for $0.12 for a period of 12 months from the closing date.

Refer to the section titled *Proposed Change of Business Transaction* for additional information.

Resource Properties – Royalty Interest

NSX Silver holds a 2% net smelter return royalty on any future mineral production from the eleven mining concessions, including the Oso Blanco property, that CMOB held at the time of the sale of the shares. All of the mining concessions are located in Sonora State, Mexico and are considered to be early stage exploration properties.

Proposed Change of Business Transaction

After reviewing a number of possible business transactions, the Company's management identified a business opportunity in the real estate sector that it acted upon. On October 2011, 2016, the Company entered into a share purchase agreement (the "SPA") with Residence Cameron Ltd. and Dr. Marc Louis Girouard to acquire all of the issued and outstanding shares of Residence Cameron Ltd. ("Cameron"). Cameron owns multi-unit residential properties totaling 63 units, at 64, 66 and 86 Cameron Street in Moncton, NB. Cameron is a New Brunswick incorporated company whose sole assets are the multi-unit residential properties in New Brunswick.

NSX Silver Inc. will acquire all of the shares of Cameron for an aggregate purchase price of $4,995,000 subject to adjustments at closing. NSX Silver will assume collateral mortgages currently held by Cameron with Caisse Populaire Sud-Est Ltee. and New Brunswick Housing Corporation in the aggregate amount of $4,186,000 with the balance of the purchase price payable in cash from the proceeds of a private placement financing that NSX Silver expects to complete concurrent with the closing of this transaction (the "Transaction").

Completion of the Transaction as contemplated would constitute a change of business in accordance with TSX Venture Exchange ("TSXV" or the "Exchange") Policy 5.2., *Changes of Business and Reverse Take-overs*, as the Company's current business is exploration for minerals. The proposed Transaction would see the Company engage in the ownership and management of multi-unit residential real estate. As a result, the Transaction is subject to Exchange acceptance and will also require the approval of the shareholders of NSX Silver.

The Company intends to change its name from NSX Silver Inc. to Vivere Communities Inc, as approved by its shareholders at the Company's Annual and Special Meeting of Shareholders held on June 29, 2016. The company will reserve an appropriate trading symbol to correspond with the name change. Both the change of name and trading symbol are subject to approval by the Exchange.

It is contemplated that the proposed Transaction would meet the criteria for a listing on the TSXV and allows the company to move from the NEX to TSXV, subject to approval of the Exchange.

The Transaction is subject to a number of conditions including, but not limited to, completion of satisfactory due diligence, arrangement of financing, approval by the shareholders of NSX Silver and approval by the Exchange.

Selected Financial Information

NSX Silver's net loss for the nine month period ended September 30, 2016 was $125,844 or $0.02 per share. NSX Silver's net loss for the year ended December 31, 2015 was $338,876 or $0.07 per share compared to a net loss for the year ended December 31, 2014 of $191,240 or $0.04 per share. In 2015 the Company recorded a loss on disposition of CMOB of $295,968 or $0.06 per share. In 2014 the Company recorded a provision for non-recoverable Mexican VAT of $50,000 or $0.01 per share representing approximately 50% of the outstanding recoverable Mexican VAT at the end of 2014.

On January 23, 2015, the Company completed a one-for-ten share consolidation. All references to net loss per share have been adjusted retrospectively to reflect the one-for-ten share consolidation.

The following table contains selected financial information as at September 30, 2016, December 31, 2015 and December 31, 2014.

	As at September 30, 2016 $	As at December 31, 2015 $	As at December 31, 2014 $
Total current assets	**227,730**	6,355	62,358
Resource properties	**-**	-	304,077
Total assets	**227,730**	6,355	384,856
Total current liabilities	**173,583**	95,336	134,961
Total liabilities	**173,583**	95,336	134,961
Shareholders' Equity	**54,147**	(88,981)	249,895
Net income (loss)	**(125,844)**	(338,876)	(191,240)
Net income (loss) per share	**(0.02)**	(0.07)	(0.04)

Summary of Quarterly Operating Results

The following table presents the quarterly operating results for the Company for the last eight quarters:

Quarter ended **Operating expenses**	**Sept 30, 2016 $**	**Jun 30, 2016 $**	**Mar 31, 2016 $**	**Dec 31, 2015 $**	**Sept 30, 2015 $**	**Jun 30, 2015 $**	**Mar 31, 2015 $**	**Dec 31, 2014 $**
Consulting fees	**76,332**	8,000	-	**-**	**-**	**-**	-	10,260
Insurance	**1,153**	1,144	1,188	1,250	1,250	**1,250**	1,250	1,544
Professional fees	**790**	4,052	665	13,607	**-**	**-**	3,055	(135)
Business dues and fees	**12,466**	2,455	1,250	3,372	1,915	**734**	2,955	6,362
Wages and benefits	**-**	-	-	**-**	**-**	**-**	-	-
Foreign exchange loss (gain)	**-**	-	-	**-**	2,347	**4,223**	5,770	5,572
Office and other	**7,425**	2,879	1,073	10,755	4,637	**8,299**	1,237	(184)
Travel	**3,209**	1,762	-	-	-	**-**	-	-
Gain on settlement of accounts payable	**-**	-	-	**-**	(25,000)	**-**	-	(13,000)
Write-down (recovery) of resource property	**-**	-	-	**-**	**-**	**-**	-	-
Provision for recoverable VAT	**-**	-	-	**-**	**-**	**-**	-	50,000
Loss on disposition of Mexican subsidiary	**-**	-	-	295,968	**-**	**-**	-	-
Net income (loss) for the period	**(101,375)**	(20,292)	(4,176)	(324,952)	14,851	**(14,506)**	(14,267)	(60,419)
Basic and diluted net loss per share after 1 for 10 share consolidation	**($0.02)**	($0.004)	($0.001)	($0.07)	$0.003	**($0.003)**	($0.003)	($0.01)

Results of Operations for the Three and Nine Months Ended September 30, 2016

NSX Silver's net loss for the three months ended September 30, 2016 was $101,375 or $0.02 per share as compared to net income of $14,851 or $0.003 per share for the three months ended September 30, 2015.

NSX Silver's net loss for the nine months ended September 30, 2016 was $125,844 or $0.02 per share as compared to a net loss of $13,924 or $0.003 per share for the nine months ended September 30, 2015.

The expenses and income incurred during the three and nine month periods ended September 30, 2016 and September 30, 2015 are detailed in the following table.

	3 months ended Sept 30, 2016	3 months ended Sept 30, 2015	9 months ended Sept 30, 2016	9 months ended Sept 30, 2015
Consulting fees	**76,332**	–	**84,332**	–
Dues and fees	**12,466**	1,915	**16,172**	5,604
Insurance	**1,153**	1,250	**3,485**	3,750
Professional fees	**790**	–	**5,507**	3,055
Foreign exchange loss	**–**	2,347	**–**	12,340
Gain on settlement of accounts payable	**–**	(25,000)	**–**	(25,000)
Travel	**3,209**	–	**4,971**	–
Other	**7,425**	4,637	**11,377**	14,175
Net income (loss) for the period	**(101,375)**	14,851	**(125,844)**	(13,924)

In light of the continued challenging financing conditions relating to TSX Venture resource issuers, the Company implemented significant reductions in corporate expenses in 2014 and 2015 with the Company incurring a significantly reduced level of general and administrative expenses during these years and also during the first half of 2016. The Company discontinued incurring wages and benefits, consulting fees and property investigation expenses in 2015 and first half 2016.

During the third quarter of 2016, the Company reviewed a number of potential business transactions with the intent of reactivating the Company. The Company incurred consulting expenses of $76,332 during the three month period ended September 30, 2016 related to these activities compared to $nil in the prior year comparable period.

During the third quarter of 2016, the Company rectified the outstanding filing of its annual audited financial statements for the year ended December 31, 2015 together with the related MD&A filing. The Company incurred late filing fees associated with these filings resulting in increased dues and fees expense of $12,466 in the three month period ended September 30, 2016 compared to $1,915 in the prior year comparable period.

During the three month period ended September 30, 2016 the Company incurred travel expenses of $3,209 compared to $nil in the prior year comparable period. The travel expenses related to the investigation of potential business transactions.

Liquidity and Capital Resources

The following table contains selected financial information as at September 30, 2016, December 31, 2015 and December 31, 2014:

	As at June 30, 2016 $	As at December 31, 2015 $	As at December 31, 2014 $
Total current assets	227,730	6,355	62,358
Resource properties	-	-	304,077
Total assets	227,730	6,355	384,856
Total liabilities	173,583	95,336	134,961
Shareholder equity	54,147	(88,981)	249,895

As at September 30, 2016, the Company had working capital of $54,147 compared to a net working capital deficiency of $88,981 at December 31, 2015. The improved financial position was a result of completing a private placement financing raising gross proceeds of $300,000 during third quarter 2016.

The Company finances its operations through the issuance of equity securities. The Company is dependent on raising additional funding through the issuance of equity securities in order to meet its ongoing general and administrative requirements.

During the nine month period ended September 30, 2016, the Company received net advances from shareholders of the Company aggregating $10,020. These advances aggregated $59,676 at September 30, 2016 and are non-interest bearing, unsecured and payable upon demand.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Related Party Transactions

During the nine month period ended June 30, 2016, the Company incurred legal fees aggregating $3,727 (nine month period ended September 30, 2015 - $2,425) from a law firm of which one of the officers is a partner.

Outstanding Share Data

On January 23, 2015 the Company completed a one-for-ten share consolidation which was approved at the Company's annual general meeting. All references to capital stock, warrants and options have been adjusted retrospectively to reflect the one-for-ten share consolidation.

The Company has 9,592,949 common shares issued and outstanding as at November 29, 2016. The Company completed a non-brokered private placement on August 16, 2016 raising gross proceeds of $300,000 through the issuance of 4,999,992 units at a price of $0.06 per unit. Each unit is comprised of one common share of the Company and one common share purchase warrant. Each warrant entitles the holder to acquire one common share of the Company for $0.12 for a period of 12 months from the closing date. At September 30, 2016, the transfer of subscription proceeds aggregating $25,000 from a subscriber's registered brokerage account remained outstanding. The 416,666 common shares and 416,666 warrants relating to this subscription were held in trust as at September 30, 2016 and for accounting purposes were excluded from the issued number of common shares and warrants. Subsequent to September 30, 2016 these subscription proceeds were received.

During the year ended December 31, 2015, the Company, with agreement from the optionees, cancelled all of the outstanding options. As a result, there are no outstanding options at September 30, 2016 and November 29, 2016.

If all the outstanding warrants were exercised, the number of common shares of the Corporation outstanding at November 29, 2016 would be 14,592,941.

New Standards and Interpretations Not Yet Adopted

The following new standards and amendments to the standard are not yet effective and have not been applied in preparing these financial statements. Accordingly, the Company expects to adopt these standards as set forth below.

IFRS 9, Financial Instruments

IFRS 9, "Financial instruments" introduces new requirements for the classification and measurement of financial assets. IFRS 9 requires all recognized financial assets that are within the scope of IAS 39 Financial Instruments: Recognition and Measurement to be measured at amortized cost or fair value in subsequent accounting periods following initial recognition. Specifically, financial assets that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortized cost at the end of subsequent accounting periods. All other financial assets including equity investments are measured at their fair values at the end of subsequent accounting periods.

Requirements for classification and measurement of financial liabilities were added in October 2010 and they largely carried forward existing requirements in IAS 39, Financial Instruments – Recognition and Measurement, except that fair value changes due to credit risk for liabilities designated at fair value through profit and loss would generally be recorded in other comprehensive income.

IFRS 9 was amended in November 2013 to: (i) include guidance on hedge accounting; (ii) allow entities to early adopt the requirement to recognize changes in fair value attributable to changes in an entity's own credit risk, from financial liabilities designated under the fair value option, in other comprehensive loss, without having to adopt the remainder of IFRS 9; and (iii) remove the previous mandatory effective date for adoption of January 1, 2015, although the standard is available for early adoption.

The final version of IFRS 9 was issued in July 2014 and includes: (i) a third measurement category for financial assets – fair value through other comprehensive income; (ii) a single, forward-looking expected loss impairment model; and (iii) a mandatory effective date for IFRS 9 of annual periods beginning on or after January 1, 2018, with early adoption permitted. The Company is currently evaluating the impact of the new standard on its financial statements.

IFRS 16, Leases

IFRS 16, "Leases" ("IFRS 16") a new standard on lease accounting, was issued on January 13, 2016 and replaces the current guidance in IAS 17. The new standard results in substantially all lessee leases being recorded on the statement of financial position. IFRS 16 is effective for annual periods beginning on or after January 1, 2019, with early adoption permitted. The Company is currently evaluating the impact of this new standard on the Company's financial statement measurements and disclosures. The Company does not anticipate early adoption of this standard.

IFRS 15, Revenue from Contracts and Customers

The IASB issued IFRS 15 "Revenue from Contacts and Customers" ("IFRS 15") effective for annual periods beginning on or after January 1, 2018, although the standard is available for early adoption. IFRS 15 replaces IAS 18, "Revenue" and IAS 11, "Construction Contracts", and some revenue related interpretations. The underlying principle is that an entity will recognize revenue to depict the transfer of goods and services to customers at an amount the entity expects to be entitled to in exchange for those goods and services. The Company is currently evaluating the impact of the new standard in its financial statements.

Risks and Uncertainties

The following are certain factors relating to the business of the Company. These risks and uncertainties are not the only ones facing the Company. Additional risks and uncertainties not currently known to the Company, or that the Company currently deems immaterial, may also impair the operations of the Company. If any such risks actually occur, the financial condition, liquidity and results of operations of the Company could be materially adversely affected and the ability of the Company to implement its growth plans could be adversely affected.

The following is a description of certain risks and uncertainties that may affect the business of the Company.

i. Limited Operating History

The Company is a relatively new company with limited operating history and no history of business or mining operations, revenue generation or production history. The Company was incorporated August 9, 2011 and has yet to generate a profit from its activities. The Company will be subject to all of the business risks and uncertainties associated with any new business enterprise, including the risk that it will not achieve its growth objective. The Company anticipates that it may take several years to achieve positive cash flow from operations.

ii. Going Concern and Liquidity

The ability of the Company to continue as a going concern, and to realize its assets and discharge its liabilities when due, is dependent upon its ability to secure sufficient financing to fund ongoing operations and its general and administrative costs. The Company raised gross proceeds of $300,000 in August 2016 through the issuance of units in a non-brokered private placement and has entered into a share purchase agreement as part of its strategy to focus on the ownership and management of multi-unit residential real estate. The Company will need to raise additional equity in order to complete the proposed transaction. Management cannot provide assurance that the Company will ultimately achieve profitable operations, become cash flow positive, or raise additional debt and/or equity capital.

Substantial additional funds for the establishment of the Company's current and planned operations will be required. No assurances can be given that the Company will be able to raise the additional funding that may be required for such activities, should such funding not be fully generated from operations. To meet such funding requirements, the Company may be required to undertake additional equity financing, which would be dilutive to shareholders. Debt financing, if available, may also involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company or at all. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or anticipated expansion.

iii. Regulatory Requirements

The current or future operations of the Company require permits from various governmental authorities, and such operations are and will be governed by laws and regulations governing exploration, development, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, site safety and other matters. Companies engaged in the exploration and development of mineral properties generally experience increased costs and delays in development and other schedules as a result of the need to comply with applicable laws, regulations and permits. There can be no assurance that all permits which the Company may require for the facilities and conduct of exploration and development operations will be obtainable on reasonable terms or that such laws and regulation would not have an adverse effect on any exploration and development project which the Company might undertake.

Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment or remedial actions. Parties engaged in exploration and development operations may be required to compensate those suffering loss or damage by reason of the exploration and development activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations. Amendments to current laws, regulation and permits governing operations and activities of mineral companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or exploration and development costs or require abandonment or delays in the development of new properties.

iv. Financing Risks and Dilution to Shareholders

The Company has limited financial resources, no operations and no revenues. If the Company's exploration program on its exploration properties is successful, additional funds will be required for the purposes of further exploration and development. There can be no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be available on favourable terms or at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

v. Title to Properties

Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. The Company cannot give an assurance that title to its exploration properties will not be challenged or impugned. Mineral properties sometimes contain claims or transfer histories that examiners cannot verify. A successful claim that NSX Silver does not have title to its exploration properties could cause the Company to lose any rights to explore, develop and mine any minerals on that property, without compensation for its prior expenditures relating to such property.

vi. Competition

There is competition within the mining industry for the discovery and acquisition of properties considered to have commercial potential. The Company competes with other mining companies, many of which have greater financial, technical and other resources than the Company, for, among other things, the acquisition of minerals claims, leases and other mineral interests as well as for the recruitment and retention of qualified employees and other personnel.

vii. Reliance on Management and Dependence on Key Personnel

The success of the Company will be largely dependent upon on the performance of its directors and officers and the ability to attract and retain key personnel. The loss of the services of these persons may have a material adverse effect on the Company's business and prospects. The Company will compete with numerous other companies for the recruitment and retention of qualified employees and contractors. There is no assurance that the Company can maintain the service of its directors and officers or other qualified personnel required to operate its business. Failure to do so could have a material adverse effect on the Company and its prospects.

viii. Conflicts of Interest

Certain of the directors and officers of the Company are engaged in, and will continue to engage in, other business activities on their own behalf and on behalf of other companies (including mineral resource companies) and, as a result of these and other activities, such directors and officers of the Company may become subject to conflicts of interest. The Canada Business Corporations Act (CBCA) provides that in the event that a director has a material interest in a contract or proposed contract or agreement that is material to the Company, the director must disclose his interest in such contract or agreement and refrain from voting on any matter in respect of such contract or agreement, subject to and in accordance with the CBCA. To the extent that conflicts of interest arise, such conflicts will be resolved in accordance with the provisions of the CBCA.

ix. Uninsurable Risks

Exploration, development and production operations on mineral properties involve numerous risks, including unexpected or unusual geological operating conditions, rock bursts, cave-ins, fires, floods, earthquakes and other environmental occurrences. It is not always possible to obtain insurance against all such risks and the Company may decide not to insure against certain risks as a result of high premiums or other reasons. Should such liabilities arise, they could have an adverse impact on the Company's results of operations and financial condition and could cause a decline in the value of the Company's shares. The Company does not intend to maintain insurance against environmental risks.

x. Litigation

The Company and/or its directors may be subject to a variety of civil or other legal proceedings, with or without merit.

xi. Dividends

To date, NSX Silver has not paid any dividends on its outstanding shares. Any decision to pay dividends on the shares of the Company will be made by its board of directors on the basis of the Company's earnings, financial requirements and other conditions.

Additional information regarding the Company is available on SEDAR at www.sedar.com.