TAKARA RESOURCES INC.

Form 51-102F1
Interim Management's Discussion & Analysis
for the six months ended June 30, 2016

DATE: August 9, 2016

The following Management's Discussion and Analysis ("MD&A") is a review of the operations, current financial position and outlook of Takara Resources Inc. ("Takara" or the "Company"), and it has been prepared by management and should be read in conjunction with the December 31, 2015 annul MD&A, the interim condensed financial statements of Takara for the six months ended June 30, 2016, and the related notes thereto and the audited consolidated financial statements of Takara for the year ended December 31, 2015 and the related notes thereto, which are prepared in accordance with International Financial Reporting Standards ("IFRS"). The discussion covers the six months ended June 30, 2016 and up to the date of filing of this MD&A. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. All amounts are stated in Canadian dollars unless otherwise indicated.

FORWARD-LOOKING INFORMATION

This MD&A contains certain forward-looking statements and information relating to the Company that are based on the beliefs of its management as well as assumptions made by and information currently available to the Company. When used in this document, the words "anticipate", "believe", "estimate", "expect" and similar expressions, as they relate to the Company or its management, are intended to identify forward-looking statements. This MD&A contains forward-looking statements relating to, among other things, regulatory compliance, the sufficiency of current working capital, the estimated cost and availability of funding for the continued exploration and development of the Company's exploration properties. Such statements reflect the current views of the Company with respect to future events and are subject to certain risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward-looking statements. Aside from factors identified in the annual MD&A, additional important factors, if any, are identified here.

DESCRIPTION OF BUSINESS

Takara is a junior natural resource company whose business is to seek out exploration opportunities with a focus on the Castle Silver Mine property in Haultain and Nicol Townships, Ontario. Operations are conducted either directly or through consulting agreements with third-parties. The Company finances its properties by way of equity or debt financing or by way of joint ventures. Additional information is provided in the Company's audited consolidated financial statements for the year ended December 31, 2015, and the Company's interim condensed consolidated financial statements for the six months ended June 30, 2016. These documents are available on SEDAR at www.sedar.com. The Company also maintains a website at www.takararesources.com.

The Company is a reporting issuer in the Provinces of British Columbia, Alberta and Ontario, and trades on the TSX Venture Exchange ("TSXV") under the symbol TKK

The corporate office of the Company is located at 1500 West Georgia St., Suite 1300 Vancouver, BC V6G 2Z 6

FINANCINGS

On April 13, 2015, the Company announced a non-brokered private placement of up to 6,000,000 units at a price of $0.05 per unit for aggregate gross proceeds of up to $300,000. Each unit consists of one common share of the Company and one common share purchase warrant. Each warrant is exercisable to acquire a common share at a price of $0.10 for a period of two years from the date of issuance. A finders' fee equal to 7% of the gross proceeds raised and the issuance of a number of finder warrants equal to 7% of the units were available to eligible finders. Each finder warrant entitles the holder to acquire one common share at a price of $0.10 for a period of 24 months from closing. On May 20, 2015, the Company closed the first tranche of the private placement consisting of 1,500,000 units for gross proceeds of $75,000. Finder fees payable for the first tranche totaled $1,750 and 35,000 finder warrants. On June 23, 2015, the Company closed the second tranche of the private placement consisting of 1,900,000 units for gross proceeds of $95,000. Finder fees payable for the second tranche totaled $5,600 and 112,000 finder warrants.

On July 31, 2015, the Company closed the final tranche of the private placement consisting of 600,000 units for gross proceeds of $30,000. The investors' and finders' warrants were assigned a value of $77,623 using the Black Scholes option pricing model. The assumptions used were: expected dividend yield of 0%, expected volatility of 118% - 212%, a risk free interest rate of 0.46% - 0.63% and expected life of 24 months.

RESULTS OF OPERATIONS

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may be different from those estimates.

The following schedule provides the details of the Company's corporate operating expenditures for the three and six months ended June 30, 2016 and 2015.

	Three months ended June 30,		Six months ended June 30,	
	2016	2015	**2016**	2015
Administrative and general expenses	**$ 541**	$ 14,984	**$ 2,510**	$ 22,011
Management fees	**19,671**	-	**31,671**	-
Professional fees	**4,742**	41,523	**30,377**	44,978
Filing costs and shareholders' information	**5,321**	-	**20,476**	-
Travel	**52**	-	**2,015**	-
	$ 30,327	$ 56,507	**$ 87,049**	$ 66,989

The Company was inactive during the six months ended June 30, 2015 and had limited operations in 2016 due to a shortage of working capital

The following schedule provides the details of the Company's exploration expenditures on its Castle project for the three and six months ended June 30, 2016 and 2015.

	Three months ended June 30,		Six months ended June 30,	
	2016	2015	**2016**	2015
Acquisitions	**$ 15,000**	$ -	**$ 15,000**	$ -
Equipment	**26**	-	**610**	-
Facility expenses	**4,809**	-	**6,129**	-
Project management and engineering	**19,033**	-	**38,968**	-
Reports	**15**	-	**770**	-
Taxes, permits and licensing	**25**	-	**1,237**	-
	$ 38,908	$ -	**$ 62,714**	$ -

The Company was inactive during the six months ended June 30, 2015 and is now waiting for additional financing to actively engage in exploration activities.

Summary of Quarterly Results

The following table sets forth selected financial information for each of the most recently completed quarters

	Jun 30, 2014	Mar 31, 2016	Dec 31, 2015	Sep 30, 2015	Jun 30, 2015	Mar 31, 2015	Dec 31, 2014	Sep 30, 2014
Revenue	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Net (Profit) Loss	67,492	80,507	121,341	327,996	58,507	8,482	147,306	34,690
Loss per share	0.00	0.00	0.00	.02	.00	.00	0.01	0.00

LIQUIDITY

The Company has financed its operations to date primarily through the issuance of common shares and the exercise of warrants and stock options. The Company will continue to seek capital through various means including the issuance of capital stock.

The Company is in the exploration stage. These financial statements are prepared in accordance with accounting principles to a going concern, which assumes that the Company will be able to realize assets and discharge liabilities in the normal course of business. The Company's ability to continue as a going concern is dependent upon the continued support from its directors, the ability to continue to raise the necessary financing to meet its obligations, and to achieve profitable operations in the future. The outcome of these matters cannot be predicted at this time. These financial statements do not reflect any adjustments to the amounts and classification of assets and liabilities that might be necessary should the Company be unable to continue in business.

The Company has no history of profitable operations and its mineral projects are at an early stage. Therefore, it is subject to many risks common to comparable junior venture resource companies, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources as well as a lack of revenues.