

RIVER WILD EXPLORATION INC.

FORM 2A LISTING STATEMENT

February 15, 2013

Safe Harbor Statement

Except for the statements of historical fact contained herein, the information presented in this Listing Statement constitutes “forward-looking statements” or “information” (collectively “statements”) as such terms are used in the Private Securities Litigation Reform Act of 1995 and similar Canadian laws. These statements relate to analyses and other information that are based on forecasts of future results, estimates of amounts not yet determinable and assumptions of management.

Statements concerning Mineral Reserves and Mineral Resource estimates may also be deemed to constitute forward-looking statements to the extent that they involve estimates of the mineralization that will be encountered if the property is developed, and in the case of Mineral Reserves, such statements reflect the conclusion based on certain assumptions that the mineral deposit can be economically exploited. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as “expects” or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “estimates” or “intends”, or stating that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved) are not statements of historical fact and may be “forward-looking statements”.

Such forward-looking statements, including but not limited to those with respect to the price of metals, the timing and amount of estimated future mineralization and economic viability of properties, capital expenditures, costs and timing of exploration projects, permitting time lines, title to properties, the timing and possible outcome of pending exploration projects and other factors and events described in this Listing Statement involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such risks and other factors include, among others: the actual results of exploration activities; the estimation or realization of Mineral Reserves and Resources; variations in the underlying assumptions associated with conclusions of economic evaluations including the timing and amount of estimated future production, costs of production, capital expenditures, the failure of plant, equipment or processes to operate as anticipated; and possible variations in ore grade or recovery rates; costs and timing of the acquisition of and development of new deposits; availability of capital to fund programs and the resulting dilution caused by the raising of capital through the sale of shares; significant and increasing competition for mineral properties; accidents, labour disputes and other risks of the mining industry including, without limitation, those associated with the environment, delays in obtaining governmental approvals, permits or financing or in the completion of development or construction activities, title disputes or claims limitations on insurance coverage and risks associated with international mineral exploration and development activities. Although we have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements contained in this Listing Statement and in any documents incorporated into this Listing Statement.

Forward-looking statements involve significant risks and uncertainties, should not be read as guarantees of future results, and will not necessarily be accurate indications of whether or not such results will be achieved, and there can be no assurance that actual results will be consistent with these forward-looking statements.

DEFINITIONS

Unless there is something in the subject matter inconsistent therewith, the following terms shall have the respective meanings set out below, words importing the singular number shall include the plural and vice versa.

Amalgamation	means the amalgamation of River Wild with SubCo pursuant to the Arrangement.
Amended and Restated Mining Venture Agreement	means the mining venture agreement dated July 22, 2010, as amended and restated on August 17, 2012 between Ravencrest and Former River Wild, as further described herein.
Arrangement or Plan of Arrangement	means an arrangement under sections 288 to 299 of the BCBCA on the terms and conditions set forth in the Plan of Arrangement and any amendment or variation thereto made in accordance with the terms of the Arrangement Agreement.
Arrangement Agreement	means the arrangement agreement dated as of July 3, 2012 between the Company, SubCo and River Wild, as it may be amended from time to time.
BCBCA	means the British Columbia <i>Business Corporations Act</i> .
CNSX	means the Canadian National Stock Exchange.
Former River Wild	means River Wild Exploration Inc., a private junior exploration and mining company incorporated on April 28, 2010, pursuant to provisions of the BCBCA.
New River Wild	means the company resulting from the amalgamation of Former River Wild and SubCo on a post-Arrangement basis, to be named "River Wild Exploration Inc."
NI 43-101	means National Instrument 43-101, <i>Standards of Disclosure for Mineral Projects</i> .
Private Placement	means the non-brokered private placement 3,000,000 common for aggregate gross proceeds of \$150,000.
Ravencrest	means Ravencrest Resources Inc., a junior mineral exploration company existing under the laws of the BCBCA and listed for trading on the CNSX
River Wild Property	means the 29 contiguous mineral claims located in the Similkameen Mining Division in southeastern British Columbia held 50% by Ravencrest and 50% by River Wild, in addition to three recently staked mineral claims held 100% by New River Wild.
Siwash Property	means the 91 contiguous mineral claims located in the Similkameen Mining Division in southeastern British Columbia, held by Ravencrest.
Subco	means 0943173 B.C. Ltd., a direct, wholly-owned subsidiary of Ravencrest incorporated pursuant to the provisions of the BCBCA.
Tax Act	means the <i>Income Tax Act</i> (Canada), as amended.

GLOSSARY OF GEOLOGICAL TERMS

The following is a glossary of certain geological terms used in this Prospectus:

Ag	means silver.
Anomaly	means having a geochemical or geophysical character which deviates from regularity.
Au	means gold.
Breccia	means fragmental rock whose components are angular and, therefore, as distinguished from conglomerates, are not water worn. May be sedimentary or formed by crushing or grinding along faults.
Claim	means the area that confers mineral exploration/exploitation rights to the registered (mineral/mining) holder under the laws of the governing jurisdiction.
Cretaceous	is the final period of the Mesozoic era (after the Jurassic and before the Tertiary period of the Cenozoic era), thought to have covered the span of time between 135 and 65 million years ago; also the corresponding system of rocks.
Cu	means copper.
Cu-Mo	means copper molybdenum.
Dip	means the angle that a stratum or any planar feature makes with the horizontal, measured perpendicular to the strike and in the vertical plane.
Disseminated	means the distribution of mineralization usually as small grains or small irregular.
Fault	means a fracture in a rock along which there has been relative movement between the two sides either vertically or horizontally.
Fracture	means breaks in rocks due to intensive folding or faulting.
Geological	means pertaining to geology, the study of the planet earth – the materials of which it is made, the processes that act on these materials, the products formed, and the history of the planet and its life forms since its origin.
Geophysics	means the study of the earth by quantitative physical methods.
Host	means a rock or mineral that is older than rocks or minerals introduced into it.
Mineral Resource	is a concentration or occurrence of natural, solid, inorganic or fossilized organic material in or on the Earth's crust in such form and quantity and of such a grade or quality that it has reasonable prospects for economic extraction. The location, quantity, grade, geological characteristics and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge.
Mineralization	means the concentration of metals and their chemical compounds within a body of rock.
Mo	means molybdenum.
Ore	means rock containing mineral(s) or metals that can be economically extracted to produce a profit.
Pb	means lead.

Porphyry	means a rock which contains a significant proportion of crystals which are conspicuously larger than the size of the enclosing groundmass crystals.
Quartz	means a mineral composed of silicon dioxide.
Sedimentary	means pertaining to or containing sediment or formed by its deposition.
Silicified	means the introduction of replacement by silica (quartz).
Soil sampling	means the systematic collection of soil samples at a series of different locations in order to study the distribution of soil geochemical values.
Strike	means the direction or trend of a geologic structure.
Structure	means pertaining to geological structure, i.e. folds, faults, etc.
Tertiary	means the first period of the Cenozoic era (after the Cretaceous of the Mesozoic era and before the Quaternary), thought to have covered the span of time between 65 million and 2 million years ago; also, the corresponding system of rocks. It is divided into five epochs: the Paleocene, Eocene, Oligocene, Miocene, and Pliocene. It was originally designated an era rather than a period; in this sense, it may be considered to have either five periods (Paleocene, Eocene, Oligocene, Miocene, Pliocene) or two (Paleogene and Neogene), with the Pleistocene and Holocene included in the Neogene.
Vein	means a thin sheet-like intrusion into a fissure or crack, commonly bearing quartz.
Volcanic	is descriptive of rocks originating from volcanic activity.
VLF-EM	is an electro-magnetic geophysical surveying technique using very low frequency magnetic currents.
Zn	means zinc.

1. Table of Contents

1.	Table of Contents	6
2.	Corporate Structure.....	7
3.	General Development of the Business	7
4.	Narrative Description of the Business	9
5.	Selected Consolidated Financial Information.....	18
6.	Management's Discussion and Analysis	20
7.	Market for Securities	22
8.	Consolidated Capitalization	23
9.	Options to Purchase Securities.....	23
10.	Prior Sales	23
11.	Escrowed Securities	24
12.	Principal Shareholders	24
13.	Directors and Officers.....	24
14.	Capitalization	27
15.	Executive Compensation	29
16.	Indebtedness of Directors and Executive Officers.....	33
17.	Risk Factors	33
18.	Promoters	36
19.	Legal Proceedings.....	36
20.	Interest of Management and Others in Material Transactions	37
21.	Auditors, Transfer Agents and Registrars.....	37
22.	Material Contracts.....	37
23.	Interest of Experts	37
24.	Other Material Facts	37
25.	Financial Statements	37

2. Corporate Structure

River Wild Exploration Inc.

Head Office:

#507, 837 West Hastings Street
Vancouver, BC V6C 3N6

Registered and Records Office:

Suite 2600, 1066 West Hastings Street
Vancouver, BC V6E 3X1

Our company was formed under the BCBCA on September 26, 2012 upon completion of the Amalgamation pursuant to the Plan of Arrangement, under the name "River Wild Exploration Inc.", all as more particularly described under "General Development of the Business" herein. We are a mineral exploration company and have continued the current business of Former River Wild.

Upon completion of the Arrangement and subsequent Amalgamation and our listing on the CNSX, we became a "reporting issuer" in British Columbia and Ontario.

Unless otherwise stated in this Form 2A Listing Statement, references to "we," "us", "our" or "our company" refer to River Wild Exploration Inc., an entity formed as the result of the Amalgamation of Former River Wild and Subco.

We have no subsidiaries nor are any other companies controlled by us.

We are not re-qualifying following a fundamental change and are not proposing an acquisition, merger, reorganization or arrangement.

3. General Development of the Business

Amalgamation of Former River Wild and SubCo

Pursuant to a letter of intent dated April 3, 2012, on July 3, 2012, Ravencrest entered into the Arrangement Agreement among Ravencrest, Former River Wild and SubCo, pursuant to which the parties agreed to complete the Plan of Arrangement, whereby Former River Wild and SubCo would amalgamate to form our company in exchange for the issuance of an aggregate of 6,000,000 common shares in our share capital to the shareholders of Former River Wild on a *pro rata* basis and 14,500,000 common shares in our share capital to Ravencrest, which shares were then distributed to the shareholders of Ravencrest on the basis of one common share in our share capital for every two common shares in the capital stock of Ravencrest held by each shareholder of Ravencrest.

The Arrangement was approved by the Ravencrest Shareholders on August 9th, 2012 and final court approval from the Supreme Court of British Columbia to the Arrangement was obtained on August 14, 2012. The Arrangement is conditional upon conditional approval by the CNSX for listing of our common shares for trading on the CNSX.

Upon completion of the Amalgamation, we hold a 50% interest in the River Wild Property which had been held by Former River Wild.

River Wild Property

Pursuant to a Mineral Property Purchase Agreement dated June 18, 2010, between Former River Wild and Donald Rippon (“**Rippon**”), of West Vancouver, BC, an arm’s length party to Former River Wild, Former River Wild acquired a 100% interest in and to the claims comprising the River Wild Property in consideration of (i) the sum of \$5,000; (ii) repayment of Rippon’s costs incurred with respect to the acquisition and assembly of the claims comprising the River Wild Property in the sum of \$26,000; and (iii) a 2.5% net smelter return payable to Rippon.

On July 22, 2010, in an arm's length transaction, Former River Wild entered into a Mining Venture Agreement with Ravencrest, whereby Former River Wild granted Ravencrest, in an arm's length transaction, an option to earn a 50% working interest in the River Wild Property. By making a cash payment of \$50,000 payment (*paid*), incurring \$100,000 in a work program by March 31, 2011 (*completed*) and maintaining the mineral claims in good standing, Ravencrest earned a 50% interest in the River Wild Property. On August 17, 2012, Former River Wild and Ravencrest entered into an Amended and Restated Mining Venture Agreement in order clarify their roles and responsibilities with regards to the River Wild Property.

The Amended and Restated Mining Venture Agreement provides for the formation of a Management Committee comprised one representative of Ravencrest and one representative of Former River Wild. The Management Committee’s role is to consider and approve work programs proposed by the Manager and review the progress of any ongoing work programs.

As provided for in the Amended and Restated Mining Venture Agreement, the Manager will propose work programs for the River Wild Property and each party may, within 30 days of receipt of the proposed work program, give notice that it will contribute to its proportionate share of the cost of the work program. If a party elects not to contribute, the interest of that party will be decreased and the interest of the other party increased so that at all times during the period that the work program is conducted the interest of each party will be that percentage which is equivalent to its contribution to costs expressed as a percentage of the total contribution to costs of both parties. If a party’s interest is decreased to below 10%, its entire interest will revert to the other party.

The Amended and Restated Mining Venture Agreement also contains a right of first offer which provides that if either Former River Wild or Ravencrest wish to sell their interest in the River Wild Property, they must first offer their interest to the other party.

The River Wild Property is contiguous to Ravencrest's Siwash Property and a work program was carried out over the River Wild Property and the Siwash Property simultaneously.

Financing

Subsequent to the completion of the Arrangement, on February 15, 2013 we completed the non-brokered Private Placement of 3,000,000 common shares at a price of \$0.05 per common share for total proceeds of \$150,000.

Operating Revenue

We have not generated operating revenue since our inception. Management anticipates that we will

experience net losses as a result of ongoing exploration and general corporate and administrative costs and expenses until such time as revenue generating activity is commenced. Our future financial performance is dependent on many external factors. Circumstances and events that could materially affect our future financial performance are set out in "Risk Factors" below.

Trends

We are not currently aware of any trends, events or uncertainty that reasonably can be expected to have a material adverse effect on our business, financial condition or results of operations other than as described in this Listing Statement elsewhere.

4. Narrative Description of the Business

We are in the business of exploration and development of mineral resource properties in Canada and are currently in the exploration stage on our River Wild Property and have not yet determined whether the River Wild Property contains any economically recoverable ore reserves.

Objectives for the Next 12 Months

Our short-term objectives for the next 12 months are to complete the listing of our common shares on the CNSX and to carry out the recommended Phase Ia exploration programs on the River Wild Property.

On closing the Private Placement on February 15, 2013, we received proceeds of \$150,000, which will be applied as follows:

<i>Principal Purpose</i>	<i>Amount</i>
To complete listing on CNSX	\$ 20,000
To pay accounts payable and shareholder loans	\$ 43,000
To pay our share of the Phase Ia exploration program on the River Wild Property	\$ 35,000
To pay our estimated general and administrative costs for the next 12 months	\$ 60,000
For general working capital	\$ 100,000
TOTAL	<u>\$ 258,000</u>

Competitive Conditions

The mineral exploration and development industry is very competitive. As an emerging issuer, we are subject to numerous competitive conditions such as need for additional capital and commercial viability of the River Wild Property.

River Wild Property

NI 43-101 Technical Report

An independent technical report on the River Wild Property as well as Ravencrest's contiguous Siwash Property entitled "Technical Report on the Siwash Creek and River Wild Properties, Similkameen Mining Division, NTS 092H/15, Merritt, British Columbia, Canada dated May 9, 2012, was prepared by APEX

Geoscience Ltd. ("**APEX**"), an arm's length company, in accordance with NI 43-101, for Ravencrest and River Wild (the "**Technical Report**"). APEX is an arm's length company. The author of the report, Mr. Kristopher J. Raffle, B.Sc, P.Geol, is an independent "Qualified Person" as defined in NI 43-101

In the Technical Report, Mr. Raffle recommended that a multi-phase exploration program be undertaken on the River Wild Property concurrently with Ravencrest's Siwash Property, with the implementation of Phase 2 contingent upon positive results from Phase 1.

The following is a summary of the key highlights from the Technical Report. A complete copy of the Technical Report is available for viewing under our profile on SEDAR at www.sedar.com.

Property Description and Location

The Siwash and River Wild Properties (collectively the "**Properties**") are located in southern British Columbia, Canada within the Similkameen, Nicola, and Osoyoos Mining Divisions. The River Wild property consists of 32 mineral claims, as follows: Together, the Properties comprise 123 contiguous mineral claims totalling 19,932 hectares (ha).

Claim Name	Tenure Number	Owner	Issue Date	Good To Date	Area (ha)
SIWASH EAST ZONE GOLD	576158	Ravencrest (50%) / River Wild (50%)	2008/Feb/14	2013/Mar/02	2083
SIWASH GOLD NORTH	576160	Ravencrest (50%) / River Wild (50%)	2008/Feb/14	2013/Mar/02	624
SIWASH - EAST 1000	602365	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	479
SIWASH EAST - 2000	602366	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	521
SIWASH EAST - 3000	602368	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	479
SIWASH EAST - 4000	602369	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	188
SIWASH SOUTH - 1000	602370	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	521
SIWASH SOUTH - 2000	602371	Ravencrest (50%) / River Wild (50%)	2009/Apr/09	2013/Mar/02	438
NS - 1000	619564	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS -2000	619570	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS- 3000	619577	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 4000	619580	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 5000	619583	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 6000	619585	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 7000	619589	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS -8000	619592	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	520
NS - 9000	619596	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	520
NS - 10000	619598	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 11000	619623	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	500
NS - 12000	619624	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	521
NS - 13000	619625	Ravencrest (50%) / River Wild (50%)	2009/Aug/16	2013/Mar/02	480
SN-20000	662123	Ravencrest (50%) / River Wild (50%)	2009/Oct/30	2013/Mar/02	458
CREST SOUTH	662163	Ravencrest (50%) / River Wild (50%)	2009/Oct/30	2013/Mar/02	104
SIWASH 2010-2	738342	Ravencrest (50%) / River Wild (50%)	2010/Apr/01	2013/Mar/02	521
SIWASH 2010 - 3	738442	Ravencrest (50%) / River Wild (50%)	2010/Apr/01	2013/Mar/02	313
SIWASH-2010-WEST-1	756822	Ravencrest (50%) / River Wild (50%)	2010/Apr/25	2013/Mar/02	459
SIWASH-2010-WEST-2	756842	Ravencrest (50%) / River Wild (50%)	2010/Apr/25	2013/Mar/02	375
SW-1	850448	Ravencrest (50%) / River Wild (50%)	2011/Apr/01	2013/Mar/02	375

Claim Name	Tenure Number	Owner	Issue Date	Good To Date	Area (ha)
SW-2	850449	Ravencrest (50%) / River Wild (50%)	2011/Apr/01	2013/Mar/02	83
CREST	1014351	River Wild	2012/Nov/07	2013/Nov/07	542
WH1	1014352	River Wild	2012/Nov/07	2013/Nov/07	63
WH2	1014353	River Wild	2012/Nov/07	2013/Nov/07	21
Total Area(ha):					15,356

Accessibility, Climate, Local Resources, Infrastructure and Physiography

The Siwash and River Wild Properties are located in the Okanagan region of British Columbia. It lies approximately 45 kilometres (km) southeast of Merritt and 35 km northeast of Princeton British Columbia. Access to the Properties is made via the Loon Lake road south of Highway 97C. After a twenty km drive along the Loon Lake road access is gained via the Shrimpton network of logging roads. The centre of the Properties lie at approximately 49°49' North latitude and 120°10' West longitude. Elevations range from 1,130 metres (m) above sea level along Siwash Creek, to 1,980 m at the summit of Pennask Mountain. Vegetation cover consists primarily of pine trees. Several areas have undergone clear-cut logging and the resulting road networks provide access to the showings. Climate is moderate with temperatures ranging from -30°C during winter months to +30°C during the summer. Snow cover is usually established by early November.

History and Mineralization

The Siwash and River Wild Properties have been subject to intermittent exploration and small-scale mining for precious and base metals since the early 1900's. Details regarding early exploration efforts are limited to the Annual Report of the Minister of Mines for the Province of British Columbia and the Geological Survey of Canada ('GSC') Memoir 243. The earliest records of work date back to 1916 when the first drift mining activities were recorded in the Siwash Creek area (B.C. Minister of Mines Annual Report, 1916). However, limited placer mining was done within the Siwash drainage, mainly on benches above the creek, since the turn of the century (B.C. Minister of Mines Annual Report, 1927). More organized and concerted exploration was conducted through the 1980's and 1990's to present.

The River Wild Property claims cover the area between Whitehead Lake, Sunset Lake, and Brenda Lake. These claims overlap with several groups of historical claims known as the Pen, Crest, Sunset, WH, Spring and King properties previously held by Fairfield Minerals, Boomer Resources (subsequently called Golden Pick Resources), Placer Dome Inc., and Kingsvale Resources, among others. The majority of exploration has been conducted by Fairfield Minerals Ltd. ("*Fairfield*").

In 1971, Royal Canadian Ventures Ltd. collected 1,100 soil samples over an approximately 113 km grid stretching from Trout Creek to Whitehead Lake area. Samples were taken at 122 m interval along north-south lines 427 m apart, and east-west lines 853 m apart. Silt samples were also collected from streams intersected by these lines. Analyses were made for Cu, Zn, Mn, and Mo, and a 4.8 km long by 1.6 km wide east-west trending anomalous zone of Zn was detected roughly parallel to the valley of Spring Creek. The anomalous zone was defined by values of over 0.02% and up to 0.38% Zn. All other analyses returned background values.

In 1988, Fairfield conducted an exploration program on present day Siwash South 1000, NS 11000, and NS 13000 claims. The program consisted of soil sampling, prospecting and rock sampling. A total of

923 soil samples were collected from a 200 m by 50 m grid and analysed for Au, Ag, and Zn. In addition, 152 soil samples were collected from 50 m by 25 m infill grids, and analysed for Au. Twenty-four reconnaissance rock samples were also collected, with two samples returning 15.9 g/t Au with 1100 g/t Ag, and 5.8 g/t Au with 366 g/t Ag, respectively. Both were taken approximately 1 km southwest of Whitehead Lake, just outside the present day Siwash South 1000 claim. All other assays returned background values.

In 1989, Fairfield conducted exploration consisting of mapping, rock sampling, soil sampling, trenching, and magnetic geophysical surveying on areas historically known as the Whitehead claims (WH-1 to WH-8), to the west of Whitehead Lake stretching from present day claims Siwash South 2000 to Siwash 2010-2. Approximately 2100 B-horizon soil samples were collected, of which 415 were in-fills. The soil sampling was conducted over all of the claims at 100 m line spacing, and 50 m line spacing for in-fill sampling. Ten gold anomalies, ranging from 200 to 1,800 m in length, were identified in the northern section of the claims defined by soil values ranging between 0.05 to 0.34 g/t Au. A total of 13 rock grab samples were collected. A quartz veinlet 1 km southwest of Whitehead Lake within granite assayed 4.68 g/t Au and 402 g/t Ag. All other assays returned background values. One trench, 30.5 m in length, and three test pits were dug to test a northeast trending gold anomaly. A total of 21 rock chip and grab samples were collected from the trench with all assays returning background values. Magnetometer and VLF-EM surveys over 119 line-km were conducted with 200 m and 400 m line spacing. The VLF-EM detected several east-west trending conductors with couple of major offsets, which trend 160 degrees azimuth. The magnetometer survey detected number of magnetic breaks reflecting the regional lineaments trending 70 and 150 degrees azimuth.

Between September and October 1989, Fairfield conducted exploration on areas covering the present day Siwash East Gold Zone, Siwash East 1000, Siwash East 2000, Siwash East 3000, Siwash East 4000, and Siwash 2010-2 claims. The program comprised collection of 3,399 soil samples, 37 stream sediment, 30 reconnaissance soil and 57 rock samples. The soil samples were collected on a 200 m by 50 m soil geochemical grid. A rock grab sample of rusty quartz-sulphide vein material collected from the Siwash East Zone Gold claim 2 km south of the highway returned 24.1 g/t Au, and 85.6 g/t Ag. All other assays returned insignificant values. The 1989 exploration program was followed up by Fairfield in July 1990. A total of 699 soil samples were collected on several 50 m by 50 m infill grids from the 1989 sample sites. All soils were analysed for gold returned background values.

During July to October 1990, Fairfield conducted follow-up exploration to the 1989 exploration program. The 1990 program consisted of soil sampling, rock sampling, and trenching. A total of 1,337 follow-up soil samples were collected from infill grids of 50 m by 50 m. A total of 16 reconnaissance rock samples were also collected. Two trenches, totalling 269 m, were excavated south of the present-day Siwash East 1000 claim to test the geochemical anomalies and structural lineaments. A total of 55 rock chip samples were taken over 0.7 to 1.4 m in areas of altered or favourable looking bedrock and oriented perpendicular to structures. All assays returned background values. During this time, Fairfield also conducted exploration comprising soil sampling, stream sampling, and rock sampling on areas stretching from the present day NS-1000 to NS-10000 claims. A total of 5,749 soil samples were collected.

Initial 200 m by 50 m grid sampling yielded 4,792 samples. Subsequent priority infill sampling, 50 m by 50 m, surrounding selected anomalous sample sites produced an additional 957 samples. The initial soil sampling returned three samples over 0.5 g/t Au with the highest sample assaying 0.68 g/t Au, collected to the northeast of the present-day NS-2000 claim. The infill sampling returned background values. Twenty-three rock samples and five stream sediment samples were also collected. Three rock samples

returned assays of 2.5, 3.5, and 318 g/t Au, collected from the historical Crest 10PEN showing, just outside the River Wild Property. All other assays returned background values.

Between July and October 1991, Fairfield conducted an exploration program consisting of soil sampling and prospecting, covering part of the present day NS 3000, NS 4000, NS 6000, NS 9000, NS 10000, SN 20000 claims and areas to the north outside the present day River Wild Property. A total of 2,886 soil samples were collected over 400 m by 50 m grids and selected 200 m by 5 m grids. A total of 35 rock grab samples were also collected. A grab sample taken from an 8 cm wide quartz vein in a silicified volcanic outcrop located south of the SN 20000 claim, returned 4.3 g/t Au and 38.1 g/t Ag.

During June 1993, Fairfield conducted an exploration program comprised of soil sampling and prospecting on three different grids with one grid covering part of the present day NS 2000, NS 3000, and NS 6000 claims and the other grids covering areas to the immediate north and northeast of River Wild Property. A total of 1,114 soil samples were collected from 400 m by 50 m grids. A total 14 reconnaissance rock grab samples were also collected with three quartz vein samples returning 35.8, 5.03, and 1.49 g/t Au, all collected 500 m east of SN 20000 and 500 m south of Brenda Lake. All other assays returned insignificant results.

Between June and September 1994, Fairfield followed up on 1991 and 1993 exploration by conducting a program including soil sampling, prospecting, and trenching. Initially, 1,470 soil samples were collected over 400 m by 50 m grids with most of the sample lines established between existing 400 m spaced lines, resulting in the completion of 200 m by 50 m coverage over nearly all of the explored areas. In addition, 615 soil samples were collected as 50 m by 50 m infill grids. A total of 85 samples returned values of 0.02 g/t Au with the highest soil sample assaying 0.93 g/t Au, collected south of the NS 10000 claim. Several soil samples returned values between 0.1 to 0.7 g/t over SN 20000 and the northern part of the NS 4000 and NS 6000 claims. A total of 25 reconnaissance rock samples were also collected. Ten samples returned assay values higher than 1 g/t Au, four of which were collected within the River Wild Property. A float sample of quartz vein material, collected south of NS 10000, returned 3.59 g/t Au. Three outcrop samples of silicified volcanics with quartz veinlets, collected south of SN 20000, returned assays of 2.62, 2.43, 1.16 g/t Au. Two trenches totalling 122 m were dug 500 m east of SN 20000 and 500 m south of Brenda Lake. A quartz vein approximately 25 to 30 cm thick was intersected striking southwest with shallow dips ranging from 10 to 30 degrees. The footwall and hanging wall diorite showed argillic to phyllic alteration with disseminated pyrite, and contained several 1 cm quartz stringers. Nineteen continuous chip samples and two grab samples of the vein and the adjacent altered zone returned values ranging from 0.12 to 43 g/t Au.

The 1994 exploration program was followed up in June to August 1995, when Fairfield conducted soil sampling, rock sampling, and diamond drilling. A total of 768 soil samples were collected over 50 m by 50 m infill grids. Forty samples returned values greater than 0.02 and up to 1.25 g/t Au. The samples were mostly collected from the SN 20000 claim and the trenched area to the south of Brenda Lake, with the highest gold assayed sample collected from the central part of NS 10000 claim. Five holes, totalling 124.05 m, were drilled as an initial test for continuity and extent of the veining and gold mineralization exposed by the 1994 trenching, but failed to return any significant results.

Between June and September 1994, Fairfield conducted follow up exploration on historical Crest claims covering some of the areas of the present day NS 4000, NS 5000, NS 7000, and Crest South claims. The work comprised soil sampling, reconnaissance rock sampling, and trenching. A total of 959 soil samples were collected from the historical Crest property. Initial sampling, at 200 m by 50 m grid

spacing, yielded 199 samples. Subsequent fill-in sampling, mostly at 50 m by 50 m, surrounding selected anomalous gold sites located in 1990, produced an additional 760 samples. Thirty of the soil samples returned values between 0.02 to 0.61 g/t Au. Nine reconnaissance rock samples were collected during prospecting around some of the soil anomalies. Four of the rocks grab samples yielded values in the range of 0.31 to 2.14 g/t Au. Subsequently, six east-west trending trenches totalling 594 m in length were excavated in two locations in the vicinity of historical Crest showing. They encountered extensive shearing with local quartz veining in silicified volcanics and skarn alteration zones. Two hundred and thirty trench rock samples were collected. Contiguous samples from one such zone yielded values averaging 5 g/t Au over a 4.0 m length. At the second location, a continuous chip sample from a similar zone returned 8.84 g/t Au across 1 m.

Between June and September 1996, Fairfield conducted exploration on southern part of the Siwash South 1000 claim and the areas to the immediate southwest of this claim. A total of 67 soil samples were collected at 50 m or 100 m intervals between existing 200 m-spaced lines. A total of seven reconnaissance rock grab samples were collected with one sample returning 74.4 g/t Ag, 0.3 % Pb, 0.3 % Zn, and 0.2% Mo from a sub-cropping quartz vein located south of the Siwash South 1000 claim. All other assays returned insignificant results.

Between June and October 1996, Fairfield conducted follow up exploration on areas extending from the historical Crest showing to north of Brenda Lake, focusing on anomalous gold zones. The program consisted of limited infill grid soil sampling, rock sampling, and minor stream sediment sampling. A total of 37 soil, 45 rock, and 6 stream sediment samples were collected. Seven of the rock samples returned values ranging from 0.12 to 2.9 g/t Au. Three trenches totalling 234 m in length were dug at the historical Crest 10Pen showing, where historical rock sampling had returned assays of up to 318 g/t Au. Sporadic, low-grade gold mineralization was revealed in quartz veins, clay- rich shear zones, and altered volcanic rocks. Ninety-nine continuous chip and panel samples plus one grab sample were collected from favourable structures, veins, and areas of alteration. Fifteen of the rock samples returned assay values ranging from 0.1 to 2.96 g/t Au. A total of 50 basal soil samples were collected with 37 returning values over 0.02 and up to a high of 0.38 g/t Au.

During September 2004, Terrace Ventures Inc. conducted exploration in areas to the immediate north of the Crest South claim and stretching up to the centre of the SN 20000 claim. The program was designed to follow-up on the prospecting, sampling, and mapping of the earlier exploration carried out by Fairfield. Four areas were targeted, with only one area falling within the SN 20000 claim. This area covers existing soil sample sites of above background values ranging from 0.01 ppb to 0.32 g/t Au, and extends over an area of 250 m east-west by 500 m north-south. Four chip samples were collected from within this area, with two of the samples returning 0.1 and 0.43 g/t Au over 2 m and 5 m chip intervals, respectively. Both samples were described as pyritic purple to black siliceous hornfels with irregular quartz veinlets. The other two samples from this area returned background values.

During December 2010, Ravencrest completed a 496 line-km helicopter-borne versatile time-domain electromagnetic (VTEM) survey over the Siwash and River Wild Properties. The total cost to compete the 2010 airborne geophysical survey was \$106,479.69.

The 2010 VTEM Survey defines two high priority combined conductive high-magnetic low anomalies (anomaly A and B). Within Siwash Creek anomaly "A" defines the extent of a gossanous quartz-feldspar-porphyrific monzonite stock that contains the Monty West, Three Adit Gap and Fisher Maiden showings and has the potential to host significant porphyry-copper mineralization. Anomaly "B" lies within the northeast trending Spring Creek valley where previous exploration

identified gold and silver mineralized quartz feldspar porphyry and a coincident northeast trending gold in soil anomaly. Subsequent reconnaissance soil sampling by Ravencrest suggests the gold anomaly may extend an additional 2.5 km to the southwest. Numerous northeast and northwest trending structural lineaments are apparent northeast of Spring Creek also warrant ground follow-up.

Geological Setting

The Properties lie at the eastern edge of the Intermontane tectonic belt of south-central British Columbia and is underlain by Jurassic (*circa* 166 million year old) granitic to dioritic plutonics of the Pennask and Osprey Lake batholiths. The Jurassic plutons are cut by the Tertiary (*circa* 52 million year old) Otter intrusives, which form high-level stocks and dykes including potassium feldspar megacrystic granites and quartz phyrlic porphyries. Upper Triassic volcanics and sediments of the Nicola Group occur to the west and north of the property, while Upper Palaeozoic sedimentary and volcanic rocks of the Cache Creek Group occur to the east.

Exploration

Ravencrest retained Geotech Ltd. (“***Geotech***”) during December 9th to 19th, 2010 to perform a helicopter-borne magnetic and electromagnetic geophysical survey over the Siwash and River Wild Properties. APEX represented Ravencrest during the data acquisition and data processing phases of this project. The total cost to complete the 2010 airborne geophysical survey was \$106,479.69.

The geophysical surveys consisted of a helicopter-borne Geotech versatile time-domain electromagnetic (VTEM) system with Z and X component measurements and magnetics using a cesium magnetometer. The VTEM receiver and transmitter coils were in concentric-coplanar and Z-direction oriented configuration. The receiver system for the project also included a coincident-coaxial X-direction coil to measure the in-line dB/dt and calculate B-field responses. The magnetic sensor utilized for the survey was a Geometrics optically pumped cesium vapour magnetic field sensor, mounted 13 m below the helicopter. The sensitivity of the magnetic sensor is 0.02 nanoTesla (nT) at a sampling interval of 0.1 seconds.

The total area coverage was 90 square-km and a total of 496 line-km of geophysical data were acquired during the survey. The block was flown in a north to south (N 178° E azimuth) direction with traverse line spacing of 200 meters. Tie lines were flown perpendicular to the traverse lines at a spacing of 2000 meters (N 88° E azimuth). Initial processing done by Geotech were presented in conventional format yielded digital data and maps for the following:

- Total Magnetic Intensity
- B-Field Z Component Channel
- Calculated Time Constant (TAU)
- Electromagnetic stacked profiles of the B-field Z component
- Electromagnetic stacked profiles of the dB/dt Z component
- Fraser Filtered X Component

In 2011, Intrepid Geophysics Ltd. (“***Intrepid***”) and Eureka Consulting Pty Ltd. (“***Eureka***”) were retained to assist with further processing and interpretation of the data from the 2010 geophysical surveys. Eureka completed advanced processing of the digital EM data from the VTEM survey to derive depth-conductance values, allowing for the construction of Conductivity Depth Image (CDI) vertical sections

for each individual traverse line. Subsequently CDI depth plans were generated at 25, 50, 100, 150, 200, 250, and 300m below surface. The CDI depth plans, in particular, are a key interpretational tool for understanding the subsurface geoelectrical structure of the Properties.

The 50 m and 300 m conductivity depth plans overlain by composite depth keyed linear CDI trends are presented in Figures 7 and 8 of the Technical Report, respectively. The total magnetic intensity (TMI) overlain by the interpreted amplitude weighted magnetic fabric is presented in Figure 9 of the Technical Report.

Within the northwest quadrant of the survey block there occurs a northwest trending conductive high and a corresponding magnetic low anomaly (Anomaly A). The anomaly has dimensions of approximately 3 x 2 km and continues off the survey block to the northwest. This area appears as a dome shaped anomaly in the CDI depth plans, best represented in the 50 m model (Figure 7 of the Technical Report). The anomaly presents a conductive low and associated prominent conductive halo in the 300 m CDI plan. The anomaly is coincident with the mapped extent of the relatively late, post-accretionary Eocene granite, granodiorite and gossanous quartzfeldspar- porphyritic monzonite stock that contains the Monty West, Three Adit Gap and Fisher Maiden showings. The northern margin of the anomaly is in part marked by the prominent northwest trending valley of Siwash Creek. The anomaly is flanked to the south by a northwest trending magnetic high domain corresponding to mapped Middle Jurassic granitic intrusive rocks containing the Camp, Western Trenches and Northwest Trenches Showings that are associated with significant iron-oxide mineralization.

Based on the mapped extent of the Eocene stock and the apparent distribution of mineralized showings both within and peripheral to the stock, it is interpreted that coincident magnetic low and conductive high anomalies represent a hydrothermally altered intrusion hosting disseminated sulphides. Similarly, the peripheral magnetic high anomaly, tapering conductivity, and associated iron-oxide mineralization may represent a hydrothermal alteration halo around the Eocene stock. Below 200 m, the CDI depth slices show diminishing conductivity in the area of Anomaly A, likely indicating a transition to unaltered intrusive rock at depth. In the southeast area of the survey block, a linear high/low conductive and magnetic anomaly occurs (Anomaly B), stretching 6 to 7 km along the east-northeast trending valley of Spring Creek. The amplitude of the EM and magnetic anomalies are likely exaggerated by the presence of the Spring Creek valley; however, favourable historic stream and soil sample anomalies suggest that there may be mineralization in the area of Anomaly B.

A number of other northwest and northeast trending anomalies occur within the central and eastern portions of the survey area. To date, relatively little exploration has been completed within the Properties outside the area of the Siwash Creek drainage. Therefore, the relationship between airborne geophysical anomalies and zones mineralization elsewhere within the Property is poorly understood. Further exploration including ground follow-up of conductive and magnetic anomalies is warranted.

Drilling

No drilling has been completed within the Properties.

Sampling Method and Approach

Rock grab samples were collected as 'replicate' samples to verify historic exploration results. A total of 6 rock grab samples were collected from the Fisher Maiden, Monty West, Camp, and Paco showings to verify the historically reported gold, silver and base metal values, and mineralization style.

Notes were taken pertaining to the samples' lithology, alteration, mineralogy, and any structures present. Wherever possible, the width and strike length of the mineralized zone was noted. A number of fist-sized pieces of rock, each weighing no more than 5 kg, were placed in a plastic sample bag and sealed. Rock samples were collected such that the specimens had little to no weathered surface or lichen and represented the overall characteristics of mineralization from that location. Sample locations were recorded with a handheld GPS device and marked with a labelled, representative sample wrapped in flagging tape.

Sample Preparation, Analyses and Security

Rock samples were placed into sealed plastic bags and then into a sealed poly woven (rice) bag for shipment to the analyzing laboratory immediately following collection. All rock samples were collected by Apex and sent to ALS Minerals' North Vancouver, British Columbia laboratory for Gold Fire Assay with Inductively Coupled Plasma Atomic Emission Spectroscopy (ICP-AES) finish (FA/ICP-AES) and. The North Vancouver facility is currently registered with ISO/IEC 17025:2005 accreditation from the Standards Council of Canada (SCC). ALS reported nothing unusual with respect to the shipment, once received. Apex did not have control over the samples at all times during transport, and therefore cannot personally verify what happened to the samples from shipping up to the time they were received by ALS. However, Apex has no reason to believe that the security of the samples was compromised.

The samples were dried prior to preparation and then crushed to 10 mesh (70% minimum pass) using a jaw crusher. The samples were then split using a riffle splitter, and sample splits were further crushed to pass 200 mesh (85% minimum pass) using a ring mill pulverizer.

All sample pulps were subject to analysis by gold FA/ICP-AES and multi-element ICP- AES. For FA/ICP-AES analysis, the prepared sample is fused with a flux mixture, inquarted with 6 mg of gold-free silver and then cupelled to yield a precious metal bead. The bead is then digested in 0.5 ml dilute nitric and concentrated hydrochloric acid, diluted to a total volume of 4 ml with demineralized water, and analyzed by ICP-AES against matrix-matched standards. In addition to fire assay, standard trace-level, multi-element ICP-AES analysis (aqua regia digest) was performed on each sample. A prepared sample (0.50 g) is digested with aqua regia, diluted to 12.5 mL with deionized water, and analyzed by ICP-AES. The analytical results are corrected for inter-element spectral interferences.

Samples that returned gold values greater than 10 ppm by FA/ICP-AES method were subject to FA with gravimetric finish (FA/GRAV). A prepared sample is fused with flux to produce a lead button. The lead button containing the precious metals is cupelled to remove the lead. The remaining gold and silver bead is parted in dilute nitric acid, annealed, and weighed as gold. Samples that returned ICP-AES values greater than 100 ppm for Ag, and greater than 1% (10,000 ppm) Cu, Pb, and Zn were subject to ore-grade (OG) element ICP- AES analysis. A prepared sample (0.4 g) is digested with concentrated nitric acid and diluted with concentrated hydrochloric acid. The samples are then diluted with demineralized water in a 100 or 250 ml volumetric flask, and analyzed by ICP-AES or by atomic absorption spectrometry (AAS).

Data Verification

Apex conducted a reconnaissance of the Properties on October 4, 2011 to verify the historic exploration results. Further to this, rock grab samples were collected as 'replicate' samples. Specifically, Apex

collected a total of 6 rock grab samples from the Fisher Maiden, Monty West, Camp, and Paco showings to verify the reported gold silver and base metal values, and mineralization style.

Mineral Resources and Reserve Estimates

There are currently no mineral reserves or reserves on the Properties.

Interpretation and Conclusions

The 2010 VTEM Survey defines two high priority combined conductive high-magnetic low anomalies (anomaly A and B). Within Siwash Creek anomaly "A" defines the extent of a gossanous quartz-feldspar-porphyrific monzonite stock that contains the Monty West, Three Adit Gap and Fisher Maiden showings and has the potential to host significant porphyry- copper mineralization. Anomaly "B" lies within the northeast trending Spring Creek valley where previous exploration identified gold and silver mineralized quartz feldspar porphyry and a coincident northeast trending gold in soil anomaly (Rowe, 1997). Subsequent reconnaissance soil sampling by Ravencrest suggests the gold anomaly may extend an additional 2.5 km to the southwest. Numerous northeast and northwest trending structural lineaments are apparent northeast of Spring Creek also warrant ground follow-up.

The Siwash Creek area has a long history of exploration, which has resulted in the discovery of a number of poly-metallic quartz vein, copper porphyry and iron oxide breccia occurrences. The 2010 VTEM suggests mineralization within Siwash Creek and Spring Creeks is genetically related feldspar-porphyry intrusive of the Eocene Otter suite.

Recommendations

Based on the presence of polymetallic anomalies (in soil, rock and stream sediment), high grade polymetallic vein showings, adjacent past and present Cu-Mo-Au porphyry and Au vein producers, presence of geophysical anomalies, and favourable geology, the Siwash and River Wild Properties are of a high priority for follow-up exploration. A multi-phased exploration program has been and recommended, which should include, but not be limited to:

Phase 1:

- a) Compilation of historical exploration data, particularly drill hole locations, grab samples and localized soil sampling grids should be considered a priority.
- b) A field based program including the collection 700 stream silt geochemical samples within the River Wild Property. Additional rock sampling and geological mapping of the Camp Showing within the Siwash Property and all known mineral occurrences within the River Wild Property should be completed. This should incorporate chip sampling to obtain better data on mineralized zone widths. In total, approximately 150 rock samples should be collected.
- c) Ground-proofing and ground geophysical surveying (magnetic and time domain electromagnetic surveys) of geophysical anomalies should be completed as a follow up to the 2010 airborne surveys. The estimated cost to complete Phase 1 exploration is \$110,000 plus GST.

Phase 2: The Phase 2 exploration is contingent on the results of the Phase 1 exploration.

- a) Provided that Phase 1 warrants it, a diamond drilling program should be planned for the Camp showing and for high priority soil/geophysical anomalies. The estimated cost to complete Phase 2 exploration is \$150,000, not including GST (Table 9).

Budget for Proposed Exploration, Siwash and River Wild Properties

ITEM	DESCRIPTION	SIWASH	RIVER WILD	TOTAL
Phase 1				
a)	Data compilation	\$ 3,000	\$ 7,000	\$ 10,000
	Salaries - 4 students for 16 days	-	16,000	16,000
	Accommodation and meals - 16 days	-	9,000	9,000
	Senior Supervision – 5 days	-	3,750	3,750
	Truck/ATV Rentals, operating expenses (gas)	-	3,000	3,000
	Field gear – hammers, compasses, GPS, satellite phone, radios, etc.	-	1,000	1,000
	Miscellaneous, expenses, overhead fee and contingency	-	1,000	1,000
	Analytical – 700 stream sediment samples @ \$20 /sample	-	14,000	14,000
b)	Salaries – 2 geologists for 16 days	6,500	6,500	13,000
	Accommodation and meals – 16 days	3,000	3,000	6,000
	Senior Supervision – 5 days	1,500	2,250	3,750
	Truck/ATV Rentals, operating expenses (gas)	1,500	1,500	3,000
	Field gear – hammers, compasses, GPS, satellite phone, radios, etc.	500	500	1,000
	Miscellaneous, expenses, overhead fee and contingency	500	500	1,000
	Analytical – 150 rock samples @ \$35/sample	2,625	2,625	5,250
c)	Ground-proofing geophysical anomalies and 60 line-km Ground geophysical surveys at \$350/ line-km per target (magnetics)	2,625	16,625	19,250
Total Phase 1 Project Costs, Excluding GST		\$ 21,750	\$ 88,250	\$110,000
Phase 2				
a)	Contingent on the results of Phase 1: diamond drilling on selected targets from Phase 1 (600 metres @ \$250/metre all up)			\$150,000
Total Phase 2 Project Costs, Excluding GST				\$150,000
Total Phase 1 and 2 Project Costs, Excluding GST				\$260,000

5. Selected Consolidated Financial Information

Selected Annual Information

As we were only formed on September 26, 2012, the date the Amalgamation was completed, we do not have any annual financial information available. The following table provides a brief summary of our financial position as of the three months ended August 31, 2012.

<i>Description</i>	<i>As at November 30, 2012</i> \$
Total Revenues	<i>Nil</i>
Net Income or loss	
Total	(28,936)
Per share	(0.01)
Total Assets	4,215
Total Current Liabilities	42,985
Shareholder Equity (Deficit)	(37,770)
Cash dividends	N/A

The following table provides a brief summary of Former River Wild's financial operations prior to the Amalgamation for the years ended May 31, 2012 and 2011.

Description	Year Ended May 31, 2012 \$	Year Ended May 31, 2011 \$
<i>Total Revenues</i>	<i>0</i>	<i>0</i>
<i>Net Income or loss</i>		
<i>Total</i>	<i>(70,419)</i>	<i>(58,403)</i>
<i>Per share</i>	<i>(0.01)</i>	<i>(58.40)</i>
<i>Total Assets</i>	<i>3,066</i>	<i>7,216</i>
<i>Total Current Liabilities</i>	<i>11,900</i>	<i>65,581</i>
<i>Shareholders' Equity (Deficit)</i>	<i>(8,834)</i>	<i>(58,365)</i>
<i>Cash dividends</i>	<i>N/A</i>	<i>N/A</i>

Summary of Quarterly Results

We have not completed a full financial year as we were formed by the Amalgamation on September 26, 2012.

Dividends

There are no restrictions on our ability to pay dividends on our common shares. The directors may in their discretion from time to time declare and pay dividends wholly or partly by the distribution of specific assets or of fully paid shares or of bonds, debentures or other of our securities, or a combination of these.

We have not paid dividends nor do we intend to pay dividends at this time. We intend to retain any earnings to finance growth and expand its operations and do not anticipate paying any dividends on our common shares in the foreseeable future.

6. Management's Discussion and Analysis

Annual Management's Discussion & Analysis ("MD&A")

As our company was only recently formed by way of the Amalgamation, the information in this section relates to the annual MD&A of Former River Wild as of the year ended May 31, 2012.

Results of Operations

Former River Wild incurred a net and comprehensive loss of \$70,419 for the year ended May 31, 2012, compared to a net and comprehensive loss of \$58,403 for the year ended May 31, 2011. Some of the items comprising the loss for the year ended May 31, 2012 were management fees of \$31,500 (2011 - \$45,000), professional fees of \$8,189 (2011 - \$11,310), rent of \$5,220 (2011 - \$5,220), consulting fees of \$Nil (2010 - \$13,500) and a share based payment of \$25,000 (2011 - \$Nil).

Former River Wild did not have any employees; all of the services are carried out by its directors and officers or by consultants retained on an as needed basis.

Liquidity and Capital Resources

As of May 31, 2012, Former River Wild had a cash position of \$281, compared to \$6,170 as at May 31, 2011, representing a decrease of \$5,889. As of May 31, 2012, Former River Wild had a working capital deficit of \$9,334, compared to a working capital deficit of \$58,365 as at May 31, 2011.

During the year ended May 31, 2012, Former River Wild issued a total of 2,500,000 common shares at a price of \$0.01 per share and 3,500,000 shares at a price of \$0.02 per share, for aggregate consideration of \$95,000 and cancelled 1,000 common shares previously issued at \$0.50. During the year ended May 31, 2011, Former River Wild did not issue any equity securities.

We estimate that we will require approximately \$60,000 to fund our general and administrative expenses for the next twelve months. We will also require \$35,000 to carry out our share of the costs for the Phase 1 exploration program on the River Wild Property.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

Transactions with Related Parties

During the year ended May 31, 2012 Former River Wild paid management fees totaling \$31,500 (2010 - \$45,000) and issued a share based payment for \$25,000 to Norman J. Bonin, our President.

As of May 31, 2012, accounts payable include \$950 (2010 - \$44,450) owing to Norman J. Bonin. The amounts due are unsecured, non-interest bearing and have no specific terms of repayment.

Changes in Accounting Policies

New Accounting Pronouncements

Former River Wild has reviewed new and revised accounting pronouncements that have been issued but are not yet effective and determined that the following may have an impact on Former River Wild. The following pronouncements and amendments are effective for annual periods beginning on or after January 1, 2013 unless otherwise stated. We will adopt the following pronouncements on June 1, 2013. Adopting these standards is expected to have minimal or no impact on the financial statements.

IFRS 9 - Financial Instruments - is the result of the first phase of the IASB's project to replace IAS 39, "Financial Instruments: Recognition and Measurement". The new standard replaces the current multiple classification and measurement models for financial assets and liabilities with a single model that has only two classification categories: amortized cost and fair value.

IFRS 10 – Consolidation replaces SIC-12 Consolidation—Special Purpose Entities and parts of IAS 27 Consolidated and Separate Financial Statements and requires an entity to consolidate an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

IFRS 11 – Joint Arrangements requires a venturer to classify its interest in a joint arrangement as a joint venture or joint operation. Joint ventures will be accounted for using the equity method of accounting whereas joint operations, the venturer will recognize its share of the assets, liabilities, revenue and expenses of the joint operation. IFRS 11 supersedes IAS 31 Interests in Joint Ventures, and SIC-13 Jointly Controlled Entities—Non-monetary Contributions by Venturers.

IFRS 12 – Disclosure of Interest in Other Entities establishes disclosure requirements for interests in other entities, such as joint arrangements, associates, and special purpose vehicles and off balance sheet vehicles. The standard carries forward existing disclosures and also introduces additional disclosures addressing the nature of, and risks associated with, an entity's interests in other entities.

IFRS 13 – Fair Value Measurement is a comprehensive standard that defines fair value, requires disclosure about fair value measurement and provides a framework for measuring fair value when it is required or permitted within the IFRS standards.

IAS 27 – Separate Financial Statement addresses accounting for subsidiaries, jointly controlled entities and associates in non-consolidated financial statements.

IAS 28 – Investments in Associates and Joint Ventures has been amended to include joint ventures in its scope and to address the changes in IFRS 10 – 13.

IAS 1 – Presentation of Financial Statements amendment requires components of other comprehensive income (OCI) to be separately presented between those that may be reclassified to income and those that will not. The amendments are effective for annual periods beginning on or after July 1, 2012.

IAS 32 – Financial Instruments: Presentation amendment provides clarification on the application of offsetting rules. The amendments are effective for annual periods beginning on or after July 1, 2012.

IFRIC 20 - Stripping Costs in the Production Phase of a Surface Mine: The Interpretation clarifies when production stripping should lead to the recognition of an asset and how that asset should be measured, both initially and in subsequent periods.

Interim MD&A

The information in this section relates to the interim MD&A of Former River Wild as of the three months ended August 31, 2012.

Results of Operations

Former River Wild incurred a net and comprehensive loss of \$19,631 for the three months ended August 31, 2012, compared to a net and comprehensive loss of \$38,307 for the three months ended August 31, 2011. Some of the items comprising the loss for the three months ended August 31, 2012 were management fees of \$4,500 (2011 - \$11,250), professional fees of \$11,696 (2011 - \$450), rent of \$1,305 (2011 - \$1,305), filing fees of \$2,000 (2011 - \$Nil) and share based compensation of \$Nil (2011 - \$25,000).

Former River Wild does not have any employees; all of the services are carried out by its directors and officers or by consultants retained on an as needed basis.

Liquidity and Capital Resources

As of August 31, 2012, Former River Wild had a cash position of \$270, compared to \$281 as at May 31, 2011. As of August 31, 2012, Former River Wild had a working capital deficit of \$29,465, compared to a working capital deficit of \$9,334 as at May 31, 2011.

During the three months ended August 31, 2012 and the three months ended August 31, 2011, Former River Wild did not issue any equity securities.

Transactions with Related Parties

During the three months ended August 31, 2012, Former River Wild paid management fees totaling \$4,500 (2011 - \$11,250) to Norman J. Bonin, our President, and paid professional fees of \$2,219 (2011 - \$Nil) with a company with a common officer.

As of August 31, 2012, accounts payable include \$2,485 (2011 - \$Nil) owing to a company with a common officer and a shareholder's loan of \$6,550 (2011 - \$Nil) to Norman J. Bonin. The amounts due are unsecured, non-interest bearing and have no specific terms of repayment.

7. Market for Securities

We are not currently listed on any stock exchange or trading quotation system.

8. Consolidated Capitalization

<i>Description of Security</i>	<i>Number authorized to be issued</i>	<i>Number outstanding as of February 8, 2013</i>	<i>Number outstanding as the date of the Listing Statement</i>
Common Shares without par value	Unlimited	20,500,000	23,500,000

9. Options to Purchase Securities

We do not presently have any stock options outstanding.

10. Description of the Securities

We have only one class of common shares, without any special rights or restrictions. All of our common shares rank equally as to voting rights, participation in a distribution of our assets on liquidation, dissolution or winding-up and the entitlement to dividends. There are no cumulative voting rights, in consequence of which a simple majority of votes at the annual meeting can elect all of our directors. Our shareholders are entitled to receive notice of all meetings of shareholders and to attend and vote their common shares at such meetings. Each one of our common shares carries with it the right to one vote.

In the event of our liquidation, dissolution or winding-up or other distribution of our assets, our shareholders will be entitled to receive, on a *pro rata* basis, all of the assets remaining after we have paid our liabilities. There are no sinking fund provisions. There is no set dividend rate or dividend schedule for our common shares. Our Board will decide if and when dividends should be declared and paid.

Our common shares are not subject to any future call or assessment and there are no provisions for exchange, conversion, exercise, redemption or retraction.

Prior Sales

The following is a list of sales of our common shares within the 12 months prior to the date of this Listing Statement:

<i>Date</i>	<i>Number of Shares</i>	<i>Price per Share</i>	<i>Aggregate</i>	<i>Consideration</i>
October 1, 2012	14,500,000 common shares	(2)	(2)	N/A (2)
October 19, 2012	6,000,000 common shares	(1)	(1)	N/A (1)
February 8, 2013	3,000,000 common shares	\$0.05	\$150,000	Cash - private placement (3)
TOTAL	23,500,000 common shares		\$150,000	

(1) Pursuant to the Arrangement Agreement dated July 3, 2012, and upon completion of the Amalgamation, we issued these shares to Ravencrest for distribution to Ravencrest's shareholders on the basis of one of our common shares for every two Ravencrest common shares.

(2) Pursuant to the Arrangement Agreement dated July 3, 2012, we issued these shares to the shareholders of Former River Wild on a *pro rata* basis upon completion of the Amalgamation of Former River Wild Exploration Inc. and SubCo.

(3) *These shares were issued by us pursuant to a non-brokered private placement of 3,000,000 common shares at a price of \$0.05 per common share.*

Stock Exchange Price

Our common shares are not currently trading on any stock exchange nor are our common shares quoted on a stock quotation system.

11. Escrowed Securities

<i>Designation of Class held in Escrow</i>	<i>Number of Securities held in Escrow</i>	<i>Percentage of Class ⁽¹⁾</i>
Common Shares	4,500,000	19.15%

(1) *Based on an issued and outstanding share capital of 23,500,000 common shares.*

Common shares in our issued share capital that are held by insiders, being directors, officers and 10% shareholders, are subject to escrow pursuant to an escrow agreement dated August 14, 2012 entered into among the Issuer, Equity Financial Trust Company and each of the insiders. The Escrow Agreement provides that the escrow shares shall not be sold, assigned, hypothecated, transferred within escrow or otherwise dealt with in any manner without the written consent of the CNSX. The escrow shares are subject to release over a period of 36 months following the listing on the CNSX, with 10% released upon the listing date, and 15% released on each of the 6, 12, 18, 24, 30 and 36 month anniversaries of the initial release.

All material conditions governing the transfer, release and cancellation of the escrowed securities is set out in the escrow agreement.

12. Principal Shareholders

Other than as set out in the table below, and as at the date of this Listing Statement, to the knowledge of our directors and senior officers, no person or company own, directly or indirectly, or exercise control or direction over, shares carrying more than 10% of the voting rights attached to all of our outstanding shares.

<i>Name of Principal Shareholder</i>	<i>Number of Common Shares</i>	<i>Type of Ownership</i>	<i>Percentage of Issued and Outstanding Common Shares ⁽¹⁾</i>
Norman J. Bonin ⁽²⁾	2,550,000	Registered/Direct	10.85%

(1) *Based on an issued and outstanding share capital of 23,500,000 common shares.*

(2) *Mr. Bonin is our President, Chief Executive Officer and a director.*

13. Directors and Officers

Directors are elected or appointed and hold office until the next annual general meeting of shareholders or until his successor is duly elected or appointed, unless his office is earlier vacated in accordance with our Articles or if he becomes disqualified to act as a director. The term of office of our officers is at the discretion of our Board.

<i>Name and Municipality of Residence</i>	<i>Position</i>	<i>Year First Elected or Appointed</i>	<i>Number of Common Shares beneficially owned or controlled as at the Effective Date</i> ⁽¹⁾	<i>Percentage of Issued and Outstanding Common Shares</i>
Norman J. Bonin ⁽²⁾ <i>Sechelt, BC Canada</i>	President, Chief Executive Officer and Director	2012	2,550,000	10.64%
Dr. Carl Almond ⁽²⁾ <i>Columbia, SC USA</i>	Director	2012	200,000	0.85%
Walter W. Tyler ⁽²⁾ <i>Lakewood, CO USA</i>	Director	2012	100,000	0.43%
Rowland Perkins <i>Calgary, AB Canada</i>	Chief Financial Officer	2012	2,050,000	8.51%
Donna M. Moroney <i>Vancouver, BC Canada</i>	Corporate Secretary	2012	Nil	N/A

(1) The information as to voting securities beneficially owned, directly or indirectly, is based upon information furnished by the nominees.

(2) Member of the Audit Committee.

As of the date of this Listing Statement, our directors and officers beneficially owned, directly or indirectly, as a group, 4,900,000 common shares representing approximately 20.85% of all of our outstanding voting securities.

Conflicts of Interest

Certain of our directors and officers are also directors and officers of other natural resource companies. Our directors are bound by the provisions of the *Business Corporations Act* (British Columbia) to act honestly and in good faith with a view to the best interests of our company and to disclose any interests, which they may have in any project or opportunity we may have. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his interest and abstain from voting on such matter.

To the best of our knowledge, and other than disclosed herein, there are no known existing or potential conflicts of interest among our promoters, directors and officers or other members of management or of any proposed promoter, director, officer or other member of management as a result of their outside business interests except that certain of the directors and officers serve as directors and officers of other companies, and therefore it is possible that a conflict may arise between their duties to our company and their duties as a director or officer of such other companies.

Principal Occupation or Employment During the Past Five Years of Directors and Officers

Unless otherwise stated, each of the below-named directors and or officers has held the principal occupation or employment indicated for the past five years.

Norman J. Bonin (Age - 60) *Director, President and Chief Executive Officer*: Mr. Bonin has been in the waste disposal and recycling business for 35 years. He has been President and a director of Direct Disposal Corp., a private waste management service, since 1992. He was formerly a director of International Tower Hill Mines Ltd. (TSX: ITH; AMEX: THM) and a director of Oculus VisionTech Inc. (TSX.V: OVT) (formerly USA Video Interactive Corp.). Mr. Bonin expects to devote 15% of his time to our company.

Dr. Carl Almond (Age - 86) *Director*: Dr. Almond is a retired general and thoracic surgeon and business consultant. Dr. Almond expects to devote 5% of his time to our company.

Walter W. Tyler (Age - 85) *Director*: Mr. Tyler, a retired business consultant and professional engineer, is President of TPI Properties, Inc. Mr. Tyler expects to devote 5% of his time to our company.

Rowland Perkins (Age - 60) *Chief Financial Officer*: Mr. Perkins has a degree in Economics from the University of Manitoba. He has 35 years of business experience and 20 years with public companies and is the President and Chief Executive Officer of ebackup Inc., a digital cloud data service provider specializing in offsite data backup, remote data storage and Cloud service offerings. In addition, Mr. Perkins is a director of several publicly traded companies: Oculus VisionTech Inc. (TSX.V: OVT) (formerly USA Video Interactive Corporation) since January 2005; Strikepoint Gold Inc. (TSX.V: SKP; OTCQX: STKXF) since 2011; Dorato Resources Inc. (TSX.V: DRI; OTCQX: DRIFF) since 2011; Corvus Gold Inc. (TSX: KOR; OTCQX: CORVF) since 2010 and was a former director of International Tower Hill Mines Ltd. (TSX: ITH; AMEX: THM) from 2005 to 2010. Mr. Perkins expects to devote 10% of his time to our company.

Donna M. Moroney (Age - 52) *Corporate Secretary* – Ms. Moroney has over 25 years of experience in regulatory and corporate compliance in both Canada and the United States, and as a senior officer of various public companies. As President of Equity Corporate Services Inc. (since 2008), a wholly-owned subsidiary of Equity Financial Holdings Inc. (TSX: EQI), she assists companies in the resource, financial and technology sectors in maintaining the securities and exchange demands on public companies, as well as keeping them up-to-date on relevant issues, policies and working practices. Ms. Moroney also assists companies reporting in the US in preparing registration statements, quarterly and annual financial filings and other various facets of meeting US securities requirements. She also leads annual seminars that provide a practical guide for public companies in meeting their securities regulatory compliance requirements. She currently serves as a senior officer for nine public companies. Ms. Moroney expects to devote 10% of her time to our company.

We have not entered into a non-competition or non-disclosure agreement with any of our directors or officers.

Corporate Cease Trade Orders or Bankruptcies

No director is, or within the ten years prior to the date hereof has been, a director or executive officer of any company, including our company, that while that person was acting in that capacity:

- (a) was the subject of a cease trade order or similar order or an order that denied the company access

- to any exemption under securities legislation for a period of more than 30 consecutive days; or
- (b) was subject to an event that resulted, after the director ceased to be a director or executive officer of the company being the subject of a cease trade order or similar order or an order that denied the relevant company access to any exemption under securities legislation, for a period of more than 30 consecutive days; or
- (c) within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Individual Bankruptcies

Other than as set forth below, no director of New River Wild has, within the ten years prior to the date of this Listing Application, become bankrupt or made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of that individual.

On March 29, 2006, Norman J. Bonin, a director, received an absolute order of discharge of bankruptcy for which he filed an assignment on March 3, 2005.

14. Capitalization

Public Float

<i>Issued Capital</i>	<i>Number of Securities (non-diluted)</i>	<i>Number of Securities (fully-diluted)</i>	<i>% Issued (non-diluted)</i>	<i>% of Issued (fully-diluted)</i>
Public Float				
Total Outstanding (A)	23,500,000	23,500,000		
Held by related persons or employees or related person or by persons or company who beneficially own, direct or indirectly, more than a 5% voting position in the issuer (or who would beneficially own or control, directly or indirectly, more than a 5% voting position in the issuer upon exercise or conversion of other securities held (B)	4,900,000	4,900,000	20.85%	20.85%
Total Public Float (A-B)	18,600,000	18,600,000	79.15%	79.15%

Freely-Tradeable Float				
Number of outstanding securities subject to resale restrictions, including restrictions imposed by pooling or other arrangements or in a shareholder agreement and securities held by control block holders (C)	7,500,000	7,500,000	31.91%	31.91%
Total Tradeable Float (A-C)	16,000,000	16,000,000	68.09%	68.09%

Public Securityholders (Registered)

<i>Common Shares</i>		
<i>Size of Holding</i>	<i>Number of holders</i>	<i>Total number of securities</i>
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities	0	0
1,000 – 1,999 securities	0	0
2,000 – 2,999 securities	0	0
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	0	0
5,000 or more securities	11	9,478,500
	11	9,478,500

Public Securityholders (Beneficial)

<i>Common Shares</i>		
<i>Size of Holding</i>	<i>Number of holders</i>	<i>Total number of securities</i>
1 – 99 securities	0	0
100 – 499 securities	0	0
500 – 999 securities	0	0
1,000 – 1,999 securities	9	10,500
2,000 – 2,999 securities	253	632,500

<i>Common Shares</i>		
<i>Size of Holding</i>	<i>Number of holders</i>	<i>Total number of securities</i>
3,000 – 3,999 securities	0	0
4,000 – 4,999 securities	2	8,500
5,000 or more securities	20	1,075,500
Unable to confirm	0	4,794,500

Non - Public Securityholders (Registered)

<i>Class of Security</i>			
<i>Size of Holding</i>		<i>Number of holders</i>	<i>Total number of securities</i>
1 – 99 securities		0	0
100 – 499 securities		0	0
500 – 999 securities		0	0
1,000 – 1,999 securities		0	0
2,000 – 2,999 securities		0	0
3,000 – 3,999 securities		0	0
4,000 – 4,999 securities		0	0
5,000 or more securities		2	7,500,000
Unable to confirm		0	0

15. Executive Compensation

Named Executive Officers

In this Listing Statement:

Chief Executive Officer (“*CEO*”) means an individual who acted as chief executive officer of our Company, or acted in a similar capacity, for any part of the most recently completed financial year.

Chief Financial Officer (“*CFO*”) means an individual who acted as chief financial officer of our company, or acted in a similar capacity, for any part of the most recently completed financial year.

Named Executive Officer (“*NEO*”) means each of the following individuals:

- (a) a CEO;

- (b) a CFO;
- (c) each of the three most highly compensated executive officers, or the three most highly compensated individuals acting in a similar capacity, other than the CEO and CFO, at the end of the most recently completed financial year whose total compensation was, individually, more than \$150,000, for that financial year; and
- (d) each individual who would be an NEO under paragraph (c) but for the fact that the individual was neither an executive officer, nor acting in a similar capacity, at the end of that financial year.

option-based award” means an award under an equity incentive plan of options, including, for greater certainty, share options, share appreciation rights, and similar instruments that have option-like features.

“share-based award” means an award under an equity incentive plan of equity-based instruments that do not have option-like features, including, for greater certainty, common shares, restricted shares, restricted share units, deferred share units, phantom shares, phantom share units, common share equivalent units, and stock.

Compensation Discussion and Analysis

The purpose of this Compensation Discussion and Analysis is to provide information about our executive compensation objectives and processes and to discuss compensation decisions relating to our NEOs listed in the Summary Compensation Table below. We currently have two NEOs, being Norman J. Bonin, President and CEO, and Rowland Perkins, CFO.

We are in the exploration stage and our primary asset consists of the River Wild Property, although we have not yet determined whether this property contains reserves that are economically recoverable. We have not had any revenues from operations and expect to operate with limited financial resources to ensure that funds are available to complete the development of our business. As a result, our Board of Directors ("**Board**") has to consider not only our financial situation at the time of the determination of executive compensation, but also our estimated financial situation in the mid and long-term.

Compensation Objectives and Principles

The primary goal of our executive compensation program is to attract and retain the key executives necessary for our long term success, to encourage executives to further our development and our operations, and to motivate top quality and experienced executives. The key elements of our executive compensation program are: (i) base salary; (ii) potential annual incentive award; and (iii) incentive stock options. Our directors are of the view that all elements of the total program should be considered, rather than any single element.

Compensation Process

We will rely solely on our Board through discussion without any formal objectives, criteria or analysis, in determining the compensation of our executive officers. Our Board is responsible for determining all forms of compensation, including long-term incentive in the form of stock options, to be granted to our NEOs and to our directors, and for reviewing the recommendations respecting compensation for any other officers from time to time, to ensure such arrangements reflect the responsibilities and risks associated with each position.

The compensation of our NEOs has been established with a view to attracting and retaining executives critical to our short and long-term success and to continuing to provide executives with compensation that is in accordance with existing market standards generally and competitive within the mining industry, in particular.

No fees are expected to be paid to our NEOs other than the CEO, who received a management fee. We will reimburse expenses incurred by each NEO, and may grant options to purchase common shares under a stock option plan once if and when we have implemented a plan. Through our executive compensation practices, we seek to provide value to our shareholders through a strong executive leadership. Specifically, our executive compensation structure seeks to attract and retain talented and experienced executives necessary to achieve our strategic objectives, motivate and reward executives whose knowledge, skills and performance are critical to our success, align the interests of our executives and shareholders by motivating executives to increase shareholder value.

Base Salary/Management Fees

Our intended approach is to pay our executives a base salary that is competitive with those of other executive officers in similar companies. We believe that a competitive base salary is a necessary element of any compensation program that is designed to attract and retain talented and experienced executives. We also believe that attractive base salaries can motivate and reward executives for their overall performance. However, we do not at present pay a base salary to our NEOs because of current market conditions and our financial position.

We pay a management fee to our CEO, which fee relates to the day-to-day administrative affairs of our company. The management fee structure is reviewed annually and may be adjusted in accordance with certain criteria including, without limitation (a) past fees; (b) changes in the compensation for similar companies with which we compete for executive talent; and (c) changes in the duties and responsibilities.

Stock Options

Our proposed granting of options to purchase common shares to our executive officers is a method of compensation which will be used to attract and retain personnel and to provide an incentive to participate in our long-term development and to increase shareholder value. The relative emphasis of options for remunerating executive officers and employees will generally vary depending on the prevailing practices in competing companies and on the number of options to purchase common shares that are outstanding at the time. We generally expect future option grants to be based on the following factors: the executive's past performance, anticipated future contribution, prior option grants to such executive, the percentage of outstanding equity owned by the executive, competitive market practices and the executive's responsibilities and performances. We have not set specific target levels for options to NEOs but seek to be competitive with similar companies.

Outstanding Share-Based Awards and Option-Based Awards

Share compensation awards will be granted, at the discretion of the Board, based on our performance, in compliance with applicable securities law, stock exchange and other regulatory requirements. Share compensation grants may also be issued, at the discretion of the Board, throughout the year, to attract new directors, officers, employees or consultants. Our Board of Directors will also consider the overall number of options that are outstanding relative to the number of outstanding common shares in

determining whether to make any new grants of options and the size and terms of any such grants, as well as the level of effort, time, responsibility, ability, experience and level of commitment of our executive officer in determining the level of incentive stock option compensation.

Benefits and Perquisites

Our NEOs do not receive any benefits or perquisites.

Summary Compensation Table

The following table provides a summary of the compensation earned by, paid to, or accrued and payable to, each NEO from Former River Wild for the years ended May 31, 2012 and May 31, 2011.

Name and Principal Position ⁽¹⁾	Year	Salary (\$)	Share-Based Awards (\$)	Option-Based Awards (\$)	Non-Equity Incentive Plan Compensation (\$)		Pension Value (\$)	All Other Compensation (\$)	Total Compensation (\$)
					Annual Incentive Plans (f1)	Long Term Incentive Plans (f2)			
(a)	(b)	(c)	(d)	(e)	(f1)	(f2)	(g)	(h)	(i)
Norman J. Bonin <i>President and CEO</i>	2012	Nil	Nil	Nil	Nil	Nil	Nil	31,500	31,500
	2011	Nil	Nil	Nil	Nil	Nil	Nil	45,000	45,000
Rowland Perkins <i>CFO</i>	2012	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	2011	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

Incentive Plan Awards

Outstanding Share-Based or Option-Based Awards

There were no share-based or option-based awards granted to our NEOs since our inception by way of Amalgamation and none are outstanding as of the date of this Listing Statement.

Incentive Plan Awards – Value Vested or Earned During the Year

There were no Incentive Plan Awards or Value Vested or Earned awards for our NEOs nor were any granted to our NEOs since our inception by way of Amalgamation and none are outstanding as of the date of this Listing Statement.

Pension Plan Benefits and Deferred Compensation Plans

We do not offer any pension plan benefits or deferred compensation plans to our NEOs.

Termination and Change of Control Benefits

We do not have written agreements for termination or change of control with any of our NEOs.

Director Compensation

Since our inception by way of Amalgamation up to the date of this Listing Statement:

- (a) no compensation of any kind was accrued, owing or paid to any of our directors for acting in their capacity as such;
- (b) no arrangements of any kind existed with respect to the payment of compensation of any kind to any of our directors for acting in their capacity as such;
- (c) excluding our NEOs, no compensation of any kind was accrued, owing or paid to any of the directors for services rendered to our company as consultants or experts; and
- (d) excluding our NEOs, no arrangements of any kind existed with respect to the payment of compensation of any kind to any of our directors for services rendered, or proposed to be rendered, to our company as consultants or experts.

16. Indebtedness of Directors and Executive Officers

Management is not aware of any indebtedness (other than routine indebtedness) outstanding by any of our directors, executive officers or any of their associates, or any guarantees, support agreements, letters of credit or similar arrangements provided by us or any subsidiaries, to these individuals.

17. Risk Factors

The risks associated with the mineral exploration business are numerous. Certain of them are described below. Additional risks that are not yet identified or that we believe are immaterial may also impair our business operations.

No Established Market

There is no market for our shares as our shares are not currently listed on any stock exchange.

Dependence on, and Protection of, Key Personnel

We are substantially dependent upon the services of Norman J. Bonin, our President and Chief Executive Officer. The loss of the services of Mr. Bonin could have a material adverse effect on our business. We do not have key man insurance on the life of Mr. Bonin.

Liquidity Concerns and Future Financing Requirements

We will require additional financing in order to fund our full exploration program. Our ability to arrange such financing in the future will depend in part upon prevailing capital market conditions, as well as our business success. There can be no assurance that we will be successful in our efforts to arrange additional financing on terms satisfactory to us, if at all. If additional financing is raised by the issuance of common shares from treasury, control of our company may change and shareholders may suffer additional dilution. If adequate funds are not available, or are not available on acceptable terms, we may not be able to maintain our interest in the River Wild Property, to take advantage of other opportunities, or otherwise remain in business.

Substantial Capital Expenditures Required

Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis. The discovery of mineral deposits is dependent upon a number of factors. The commercial viability of a mineral deposit once discovered is also dependent upon a number of factors, some of which relate to particular attributes of the deposit, such as size, grade and proximity to infrastructure, and some of which are more general factors such as metal prices and government regulations, including environmental protection. Most of these factors are beyond our control. In addition, because of these risks, there is no certainty that the expenditures to be made by us on the exploration of the River Wild Property as described herein will result in the discovery of commercial quantities of ore.

Future Acquisitions

As part of our business strategy, we may seek to grow by acquiring companies, assets or establishing joint ventures that we believe will complement our current or future business. We may not effectively select acquisition candidates or negotiate or finance acquisitions or integrate the acquired businesses and their personnel or acquire assets for our business. We cannot guarantee that we can complete any acquisition we pursue on favourable terms, or that any acquisitions completed will ultimately benefit our business.

Exploration and Development

The River Wild Property is in the exploration stage and is without a known body of commercial ore. Mineral exploration and development involves a degree of risk which even a combination of experience, knowledge and careful evaluation may not be able to mitigate. The vast majority of properties which are explored are not ultimately developed into producing mines. There is no assurance that our mineral exploration and development activities will result in any discoveries of commercial bodies of ore. The long-term profitability of our operations will be in part directly related to the cost and success of our exploration programs, which may be affected by a number of factors.

We are required to obtain work permits from the British Columbia Ministry of Energy and Mines to carry out our work programs. There is no guarantee all required permits will be granted on terms satisfactory to us, or at all. If such permits are not received, we may not be able to carry out or complete our business objectives.

Reliability of Historical Information

We have relied, and the Technical Report is based, in part, upon historical data compiled by previous parties involved with the River Wild Property. To the extent that any of such historical data is inaccurate or incomplete, our exploration plans may be adversely affected.

Operating Hazards and Risks

Mineral exploration and development involves risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which we have a direct or indirect interest will be subject to hazards and risks normally incidental to exploration, development and production

of minerals, any of which could result in work stoppages, damage to or destruction of property, loss of life and environmental damage. We do not currently carry any liability insurance for such risks, electing instead to ensure our contractors have adequate insurance coverage. The nature of these risks is such that liabilities might exceed any insurance policy limits, the liabilities and hazards might not be insurable or we might not elect to insure itself against such liabilities due to high premium costs or other factors. Such liabilities may have a materially adverse effect upon our financial condition.

Fluctuating Mineral Prices

The mining industry is heavily dependent upon the market price of the metals or minerals being mined. There is no assurance that, even if commercial quantities of mineral resources are discovered, a profitable market will exist for the sale of the same. There can be no assurance that mineral prices will be such that our properties can be mined at a profit. Factors beyond our control may affect the marketability of any minerals discovered. The price of gold has experienced volatile and significant price movements over short periods of time, and is affected by numerous factors beyond our control.

Competition

The mining industry is intensely and increasingly competitive, and we compete for exploration and exploitation properties with many companies possessing greater financial resources and technical facilities than us. Competition in the mining business could adversely affect our ability to acquire suitable producing properties or prospects for mineral exploration in the future.

Title Matters

While we have reviewed and are satisfied with the title to the River Wild Property claims, and, to the best of our knowledge, such title is in good standing, there is no guarantee that titles to such claims will not be challenged or impugned. The River Wild Property claims may be subject to prior unregistered agreements of transfer or aboriginal land claims, and title may be affected by undetected defects.

Environmental Risks and Other Regulatory Requirements

The current or future operations of our company, including exploration or development activities and commencement of production on our properties require permits from various federal and local governmental authorities, and such operations are and will be governed by laws and regulations governing prospecting, development, mining, production, taxes, labour standards, occupational health, waste disposal, toxic substances, land use, environmental protection, mine safety and other matters. Companies engaged in the development and operation of mines and related facilities generally experience increased costs and delays in production and other schedules as a result of the need to comply with the applicable laws, regulations and permits. There can be no assurance that all permits which we may require for the construction of mining facilities and conduct of mining operations will be obtainable on reasonable terms or that such laws and regulations would not have an adverse effect on any mining project which we 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 mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed upon them for violation of applicable laws or regulations.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material impact on us and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in the development of new mining properties.

We may also be held liable should environmental problems be discovered that were caused by former owners and operators of our properties in which we previously had no interest. We conduct our mineral exploration activities in compliance with applicable environmental protection legislation. We are not aware of any existing environmental problems related to any of our current or former properties that may result in material liabilities to us.

Industry Regulation

We currently operate our business in a regulated industry. There can be no assurances that we may not be negatively affected by changes in the Canadian federal, provincial or other legislation, or by any decisions or orders of any governmental or administrative body or applicable regulatory authority.

Uninsured or Uninsurable Risks

We may become subject to liability for cave-ins, pollution or other hazards against which we cannot insure or against which we may elect not to insure because of high premium costs or for other reasons. The payment of any such liabilities would reduce the funds available for exploration and mining activities. Payments of liabilities for which we do not carry insurance may have a material adverse effect on our financial position.

Volatility of Share Price

As our common shares are to be listed on the CNSX, factors such as announcements of quarterly variations in operating results, exploration results, as well as market conditions in the mining industry may have a significant impact on the market price of our common shares. Global stock markets, and the CNSX in particular have from time to time experienced extreme price and volume fluctuations, which have often been unrelated to the operations of particular companies. Share prices for many companies in the mineral exploration and mining industries have experienced wide fluctuations that have been often unrelated to the operations of the companies themselves. In addition, there can be no assurance that an active trading or liquid market will develop or be sustained for our common shares.

Uncertainty of Use of Proceeds

Although we have set out our intended use of proceeds from the Private Placement, the same are estimates only and subject to change. While management does not contemplate any material variation, management does retain broad discretion in the application of such proceeds.

Conflicts of Interest

Certain of our directors and officers are, and may continue to be, involved in the mining and mineral exploration industry through their direct and indirect participation in corporations, partnerships or joint ventures which are potential competitors of our company. Situations may arise in connection with potential acquisitions or opportunities where the other interests of these directors and officers may conflict

with the interests of our company. Our directors and officers having conflicts of interest will be subject to and follow the procedures set out in applicable corporate and securities legislation, regulation, rules and policies.

18. Promoters

We do not have a promoter.

19. Legal Proceedings

There are no current or contemplated legal proceedings that are material to us or our business or assets.

20. Interest of Management and Others in Material Transactions

We are not aware of any direct or indirect material interest in any matter to be acted upon or any material transaction during the last three fiscal years, of any director, executive officer or principal shareholder of our company, other than the right of such parties as a Ravencrest shareholder to receive our common shares pursuant to the Arrangement.

21. Auditors, Transfer Agents and Registrars

Auditors

McKay LLP
Chartered Accountants
1100 - 1177 West Hastings Street
Vancouver, BC V6E 4T5

Transfer Agent and Registrar

Equity Financial Trust Company
#1620, 1185 West Georgia Street
Vancouver, BC V6E 4E6

22. Material Contracts

Other than the Arrangement Agreement and the Amended and Restated Mining Venture Agreement, we are not a party to any material contracts.

23. Interest of Experts

There is no direct or indirect interest in our business or assets or of a Related Person of our company received or to be received by a person or company whose profession or business gives authority to a statement made by us and who is named as having prepared or certified a part of this Listing Statement or prepared or certified a report or valuation described or included in this Listing Statement.

24. Other Material Facts

There are no other material facts about our company and our securities that are not disclosed under the preceding items or incorporated by reference that are necessary in order for this Listing Statement to contain full, true and plain disclosure of all material facts relating to our company and our securities.

25. Financial Statements

Financial statements for Former River Wild for the years ended May 31, 2012 and May 31 2011 (audited) and the interim period ended November 30, 2012 (unaudited) are appended to this Listing Statement. Pro forma financial statements as of February 29, 2012 (unaudited) for New River Wild are also appended to this Listing Statement.

CERTIFICATE OF THE ISSUER

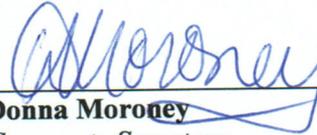
Pursuant to a resolution duly passed by its Board of Directors, River Wild Exploration Inc. hereby applies for the listing of the above-mentioned securities on CNSX. The foregoing contains full, true and plain disclosure of all material information relating to River Wild Exploration Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 15th day of February, 2013.



Norman J. Bonin
Chief Executive Officer

Rowland Perkins
Chief Financial Officer



Donna Moroney
Corporate Secretary

Dr. Carl Almond
Director

Walter W. Tyler
Director

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, River Wild Exploration Inc. hereby applies for the listing of the above-mentioned securities on CNSX. The foregoing contains full, true and plain disclosure of all material information relating to River Wild Exploration Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 8th day of **February**, 2013.



Norman J. Bonin
Chief Executive Officer



Rowland Perkins
Chief Financial Officer

Dr. Carl Almond
Director

Donna Moroney
Corporate Secretary

Walter W. Tyler
Director

2013-02-15 08:57 Carl Almond 252 7252 Page 1/ 1

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, River Wild Exploration Inc. hereby applies for the listing of the above-mentioned securities on CNSX. The foregoing contains full, true and plain disclosure of all material information relating to River Wild Exploration Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 15th day of February, 2013.

Norman J. Bonin
Chief Executive Officer

Carl Almond

Dr. Carl Almond
Director

Rowland Perkins
Chief Financial Officer

Donna Moroney
Corporate Secretary

Walter W. Tyler
Director

CERTIFICATE OF THE ISSUER

Pursuant to a resolution duly passed by its Board of Directors, River Wild Exploration Inc. hereby applies for the listing of the above-mentioned securities on CNSX. The foregoing contains full, true and plain disclosure of all material information relating to River Wild Exploration Inc. It contains no untrue statement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to prevent a statement that is made from being false or misleading in light of the circumstances in which it was made.

Dated at Vancouver, British Columbia this 15th day of February, 2013.

Norman J. Bonin
Chief Executive Officer

Rowland Perkins
Chief Financial Officer

Dr. Carl Almond
Director

Donna Moroney
Corporate Secretary



Walter W. Tyler
Director