AVNEL GOLD MINING LIMITED
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE THREE-MONTH PERIOD ENDED JUNE 30, 2014

The following management's discussion and analysis (the "MD&A") for Avnel Gold Mining Limited ("Avnel" or the "Company") describes the operating and financial results of the Company for the period from April 1, 2014 to June 30, 2014. Avnel was incorporated under The Companies (Guernsey) Laws 1994 to 2001 on February 18, 2005 with the purpose of becoming the holding company for, and to carry on the business of, Avnel Gold, Limited, a Cayman Islands company ("Avnel Cayman"), pursuant to a reorganisation which was completed on February 22, 2005. The Company and its consolidated subsidiaries for financial reporting purposes are referred to herein as the "Group".

This MD&A should be read in conjunction with the audited consolidated financial statements for the quarter ended June 30, 2014 and related notes that have been prepared in accordance with International Financial Reporting Standards ("IFRS"). In this MD&A, the Company also reports certain non-IFRS measures such as cash costs per ounce. All amounts in this discussion are expressed in U.S. dollars, unless identified otherwise.

Forward-Looking Statements

This MD&A contains forward-looking statements which are based on the Company's expectations, estimates and projections regarding its business and the gold market and economic environment in which it operates. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections, and other forward-looking statements will not occur. These assumptions may cause the Company's actual performance and financial results in future periods to differ materially from any estimates or projections of future performance or results expressed or implied by such forward-looking statements. Forward-looking statements in this MD&A include, among other things, statements about the potential financing, development and operation of an open-pit mine based on the preliminary economic assessment of the Kalana Main Project, the completion of a pre-feasibility study and feasibility study on the Kalana Main Project and the continued operation of, and production at, the existing Kalana Gold Mine. These statements are not guarantees of future performance and involve risks and uncertainties that are difficult to control or predict. Therefore, actual results of the Company could differ materially from those discussed in such forward-looking statements as a result of these risks and uncertainties and readers should not place undue reliance on such statements. The Company disclaims any intention or obligation to update or revise any forward-looking statements, where as a result of new information, future events or otherwise, unless required by applicable law.

Cautionary Note Regarding Technical Information

Technical information in this publication regarding the Mineral Resource Estimate and Preliminary Economic Assessment regarding the Kalana Main Project is summarised or extracted from technical reports prepared by Snowden Mining Industry Consultants (Pty) Ltd ('Snowden") entitled "Kalana Mineral Resource Estimate and Preliminary Economic Estimate" dated March 31, 2014. The Technical Report was prepared by Allan Earl, Executive Consultant, and Ivor Jones, Executive Consultant, each of whom is an independent "Qualified Person" as such term is defined in National Instrument 43-101

–Standards of Disclosure for Mineral Projects. The full text of the Technical Report is available for review on the System for Electronic Document Analysis (SEDAR) located at www.SEDAR.com.

Technical information in this publication arising subsequent to the date of the Technical Report, if any, regarding the Kalana Main Project and the Kalana Permit is provided by Avnel management under the supervision of Roy Meade, a Company director, and Dr. Olivier Femenias, VP Geology, each of whom is a non-independent "Qualified Person" as such term is defined in National Instrument 43-101.

Overview of the Company

Avnel's principal assets are an 80% indirect interest in Société d'Exploitation des Mines d'Or De Kalana, S.A. ("SOMIKA") and a 100% indirect interest in the Fougadian Exploration Permit, through its subsidiary, Avnel Mali SARL. The State of Mali holds the remaining 20% interest in SOMIKA, which owns a long tenure (30 years plus two 10-year extensions) Exploitation Permit over 387.4 square kilometres located in South West Mali (the "Kalana Permit").

A small underground mine (name plate capacity 60,000 tonnes per year with a gravity only gold recovery plant) was designed and built by the Russians (SONAREM & SOGEMORK) between the mid-1960's and 1985 and operated by the Russians until 1991 under a Soviet financial and technical aid programme to Mali. Avnel continues to operate the small underground mine principally for exploration purposes and to maintain socio economic stability in the local community. The mine operates as a narrow vein hard rock mine (below the weathered horizon) with gravity gold recovery.

The Kalana Permit was acquired by Avnel through a privatisation tender awarded in December 2002 and the permit was transferred to Avnel's 80% owned subsidiary, SOMIKA in April 2003. Mining operations were resumed by SOMIKA in January 2004 with commercial production commencing in March 2004.

On 24 March 2014 the Company announced a Mineral Resource Estimate ("MRE") and a Preliminary Economic Assessment ("PEA") of a bulk mineable project at Kalana, both completed by Snowden Mining Consultants Ltd ("Snowden"). The MRE, based on a 0.9g/t cut-off grade, shows indicated resources of 8.5 million tonnes at a grade of 4.53 grams of gold per tonne of material ("g/t Au") resulting in contained gold of 1.25 million ounces and inferred resources of 2.1 million tonnes at a grade of 3.76g/t Au resulting in 0.25 million ounces of contained gold. The PEA, utilising a constant gold price of $1,110 per ounce, a discount factor of 10%, 8% imputed interest reported an after tax net present value of $194 million and an internal rate of return of 53%.

Avnel's strategic objective, through SOMIKA, is to advance the development of Kalana Main project by completing feasibility studies to demonstrate the presence of a commercially viable bulk tonnage mining project at the Kalana Gold Mine, whilst exploring for commercially viable opportunities the remainder of the Kalana exploitation permit.

Mineral Resource Estimate and Preliminary Economic Assessment

Snowden have furnished Avnel with the following MRE and PEA by report dated March 18, 2014.

The *Mineral Resources* for the in-situ Kalana Main Project gold deposit (0.9 g/t gold cut-off):

- 1.25 million ounces of gold in the Indicated Mineral Resource category (8.5 million tonnes grading 4.53 grams of gold per tonne)
- 0.25 million ounces of gold in the Inferred Mineral Resource category (2.1 million tonnes grading 3.76 grams of gold per tonne)

The Mineral Resources for the Kalana tailings (no grade cut-off applied):

- 0.04 million ounces of gold the Indicated Mineral Resource category in historic and active tailings (0.7 million tonnes grading 1.80 grams of gold per tonne)

The Mineral Resource estimate for the Kalana Main Project incorporates data from all exploration drilling completed to date. nes of the West African Craton.

Table 1 and Table 2 summarise the 2014 Kalana Main Project Mineral Resource estimate.

The PEA of the Kalana Main Project Mineral Resources identified the potential for a mine life of 14 years recovering 1.46 million ounces:

- a two year construction period, with first production anticipated in H2 2017
- gold production averaging 138,000 ounces gold per year for the first four years and then 98,000 ounces gold per year over the remaining life of mine
- total capital of $188 million
- all-in sustaining cost[1] of $577 per ounce (including total operating costs and sustaining capital costs)
- all-in cost[2] for the project of $679 per ounce (including total operating costs and total capital costs)
- after tax net present value (NPV 10%) of $194 million with a 53% project internal rate of return a payback period of about 2 years after the start of production.

Mineral Resource modelling and estimation – the in-situ deposit

Mineralisation at the gold deposit occurs over an area of approximately 1,200 metres ("m') in an east–west direction by 1,000 m in a north-south direction. The attitude of the veins varies from north-south to northeast-southwest and dips at low to moderate angles respectively to the east or the south.

[1] "All-in sustaining costs per ounce " is defined in the Snowden PEA as the sum of the operating, sustaining capital and closure costs divided by the total number of recovered ounces

[2] "All-in cost" is defined in the Snowden PEA as the sum of total operating and capital divided by the total number of recoverable ounces

Avnel and Snowden used Avnel's interpretation of the mineralisation at Kalana Main as the basis of the resource estimate. The deposit has been divided into a number of structural domains and vein packages that contain varying amounts of gold mineralisation. Mineralisation within these domains is characterised by a mix of barren rock with variably mineralised parts including continuous veins and stockwork mineralisation.

The input data for the resource estimate comprises information from 185 diamond drillholes, 19 underground diamond drillholes and 567 reverse circulation ("RC") drillholes totalling 132,391 m.

All data was composited to the nominal sample length of 1 m prior to analysis and estimation. Grade estimation was completed using Multiple Indicator Kriging ("MIK") into 10 m by 10 m by 5 m blocks. Indicator variograms were modelled up to the 95th percentile of the data with a mathematical model used to define the top end of the grade distribution. The result of this estimation method is that, while no top cut is used to limit the higher grades, the higher grades are limited in their influence by using a mathematical model for the higher grades in the dataset.

Following the MIK estimation, the results were post-processed to provide a proportion of the block and the grade of this portion above the 0.9 g/t Au cut-off grade (which was defined separately as a part of the preliminary economic assessment). Subsequently the estimate was depleted for historic production tonnes using a manual deduction, even though the estimate did account for this through the modelling where the reef was not represented in the drilling (drilling through stopes).

The March 2014 Mineral Resource estimate for the Kalana Main Project gold deposit was completed by Snowden on behalf of Avnel. The Mineral Resources are classified as Indicated and Inferred Resources in accordance with the CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council.

Classification of the Mineral Resource comprised an evaluation of data quality, confidence in the geological interpretation, a test of the reasonableness of the assumption of economic extraction, review of statistical information and comparisons of model grade estimates versus input data grades. Where grades were estimated in the first search pass (90 m by 60 m by 10 m) and more than 10% of the block was estimated as above the cut-off grade, it was considered that the confidence in the model was sufficient to define an Indicated Mineral Resource. The remainder of the estimates within the pit optimisation shell were classified as an Inferred Mineral Resource.

The Mineral Resources are reported above a cut-off grade of 0.9 g/t Au. This cut-off grade was defined as an output of the PEA based on a gold price of $1,110 per ounce. No mineral resources were reported outside the $1,110 per ounce of gold optimised pit shell.

The Tailings Mineral Resource

The quantity and grade of tailings is compiled from a combination of the evaluation of the tailings mineral resource in June 2004, with the addition of tailings since 2005 (tonnes and grade as measured from production). In May 2004, a sampling programme was completed on the 1985 to 1991 Russian tailings dam. The sampling was performed by using an auger and taking 1 m vertical samples on a grid of 10 m by 10 m. The tonnage of the tailings dam has been estimated from the historical production records with the addition of the tailings from ore milled in the period January to June 2004. No survey measure of the tailings dam is possible as there is no survey record of the original topographic base for the dam. The average sample gold grade for the tailings dam was used for the June 2004 resource estimate. The tailings resource at that time was reported as 234,000 tonnes at 1.9 g/t Au in the measured category.

Since July 2004, the tonnes and grade of added material to the tailings dam has been measured from the output from production. This has been reported as 421,000 tonnes at 1.73 g/t Au.

In 2012, IAMGOLD sampled the tailings dams on a grid of between 10 m by 10 m and 20 m by 20 m (depending on location) with an average depth of 3.6 m and maximum depth of 5 m. Whilst this sampling did not always reach the base of the tailings, the assays for the samples indicated the grade for the tailings mineral resource are conservative and support the confidence that the grades in the mineral resource can be achieved.

Snowden is of the opinion that the confidence in the estimation of the tailings Mineral Resource is sufficient so that it may be classified as an Indicated Mineral Resource.

Kalana Main Project Mineral Resource

The Mineral Resource estimate has been based on information collated from extensive drilling and underground workings at the Kalana Gold Mine. The mineralisation is hosted in narrow shallow dipping quartz and associated inter-vein mineralisation defining together a vein package. It is a Paleoproterozoic orogenic gold deposit emplaced in Birimian terranes of the West African Craton.

Table 1Kalana Main Project in-situ Mineral Resource Estimate - March 2014

Classification	Tonnes (millions)	Gold Grade (g/t)	Contained Gold (million ounce)
Indicated Resource	8.5	4.53	1.25
Inferred Resource	2.1	3.76	0.25

(1) Mineral Resources which are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, marketing, or other relevant issues. The Mineral Resources in this MD&A were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council.
(2) The quantity and grade of reported Inferred resources in this estimation are uncertain in nature and there has been insufficient exploration to define these Inferred Resources as an Indicated or Measured Mineral Resource and it is uncertain if further exploration will result in upgrading them to an Indicated or Measured Mineral Resource category.
(3) Contained metal figures and totals may differ due to rounding of figures.
(4) Based on a cut-off grade of 0.9 grams of gold /tonne.

Table 2Kalana Gold Mine Tailings Mineral Resource Estimate - March 2014

Category	Tonnes (millions)	Gold Grade (g/t)	Contained Gold (million ounce)
Indicated Resource	0.7	1.80	0.04

Note: Footnotes (1), (2), (3) as per Table 1. No cut-off grade applied.

Preliminary Economic Assessment

The Kalana Main Project PEA is a study that includes an economic analysis of the potential viability of the Kalana Main Project Mineral Resources. It is not a preliminary feasibility study ("PFS") or definitive feasibility study ("DFS") and cannot be used to report mineral reserves. The PEA is preliminary in nature and includes the use of Inferred Mineral Resources that are considered too speculative geologically to have reliable technical and economic considerations applied to them that would enable them to be categorised as Mineral Reserves. There is no certainty that the findings of the PEA will be realised and actual results may vary, perhaps materially. Mineral Resources that are not Mineral Reserves do not have demonstrated economic and technical viability.

The Kalana Main Project PEA is subject to a number of important assumptions, including, among others: that a competent mining contractor can mine the mineralisation in a selective manner that achieves the assumed dilution and recovery factors; that suitable locations can be identified for waste dumps and tailings storage facilities; that further test work will confirm the metallurgical recoveries, that there is no material increase in capital and operating costs, forecast construction schedules can be achieved; an adequate supply of water is available and can be exploited; environmental and social impact studies will be completed in an acceptable timeframe; all required permits will be obtained in a timely manner; the availability of adequate project financing; and the Company will continue to have the support of local communities and regulators.

The March 2014 PEA for the Kalana Main Project was completed by Snowden on behalf of Avnel. The findings of Snowden's assessment are:

- A 14-year mine life recovering 1.46 million ounces and comprising:
  - a three stage open pit containing 15.1 million tonnes at 3.2 grams of gold per tonne and 128 million tonnes of waste.
  - 655,000 tonnes of tailings at 1.8 grams of gold per tonne.
  - a 1.2 million tonnes per year of conventional gravity and CIL process plant achieving 93% recovery for saprolite, saprock and fresh material and 83% for tailings.
- About a two-year construction period, with first production anticipated in H2 2017.
- Gold production averaging 138,000 ounces gold per year for the first four years and then 98,000 ounces gold per year over the remaining life of mine.
- Total capital of $188 million comprising:
  - $134 million plant, mine services and infrastructure.
  - $15 million pre-strip.

  - $29 million sustaining capital and community.
  - mine closure $10 million.
- All-in sustaining cost for the project of $577 per ounce (based on total operating costs, sustaining capital and mine closure costs).
- All-in cost for the project of $679 per ounce (based on total operating and total capital costs).
- After tax net present value (NPV 10%) of $194 million with a 53% project internal rate of return. Payback on construction capital and pre-production costs is expected to be 2 years after the start of production.

The Kalana Main Project PEA is based on open pit mining using small-scale mining equipment to selectively mine the economic quartz and associated inter-vein mineralisation with larger equipment used in waste. The processing method will be conventional gravity concentration and CIL. The open pit will be mined in three stages with preferential processing of higher grades and lower grade material stockpiled for later processing. To account for dilution and losses during the mining process, the mineral resource had a 50% tonnage modifying factor and a mining recovery modifying factor between 92.5% and 95% applied in the mine production schedule. Only Inferred and Indicated Mineral Resources (which were constrained by the optimised open pit) were included in the mine production schedule. A tailings Mineral Resource from historic operations will be recovered and processed in the first year of production.

Test work and historic operations show the work index for saprolite and fresh rock will be in a range of 11 kwh/t to 17 kwh/t. Metallurgical tests have shown gravity gold recoveries in the range 40% up to 95% in saprolite and fresh rock. Operating experience has shown gravity recoveries of between 80% and 92%. Cyanide leach test work of saprolite and fresh mineralisation has achieved up to 95% gold recovery from mineralisation ground to 80% passing 75 micron. Gold recovery of 93% using a combination of gravity recovery and CIL has been used in the PEA.

The optimised pit shell was defined using standard optimisation software, a gold price of $1,110 per ounce, mining and processing costs that reflect the weathering profiles and general and administrative (G&A) costs. Overall pit-slope angles range from 37º to 45º depending on the weathering profile. The production schedule was constrained to an advance rate of 30 vertical m per year.

Over the life of mine, mining costs are estimated to average $3.32 per total tonne mined. Processing and administration costs are estimated to average $20.87 per tonne processed. Using a discount rate of 10%, the Kalana Main Project open pit has an estimated project NPV (after allowance for tax and interest) of about $194 million and a project internal rate of return (IRR) of 53% after accounting for all operating costs, capital expenditures, tax, imputed interest and royalty payments. PFS and DFS costs of about $16 million have not been included in the financial analysis. The base case results of the Kalana Main Pit PEA are summarised in Table 3 and sensitivity to metal price and discount rate in Table 4.

Table 3: Kalana Main Project PEA Results – Base Case

Item	Value
Tonnes processed (kt)	15,753
Gold grade (g/t)	3.1
Au contained (koz)	1,578
Recovery	93%
Au recovered (koz)	1,464
Revenue ($M)	1,625
Royalty ($M)	49
Selling cost ($M)	16
Net revenue ($M)	1,560
Mining cost ($M)	477
Process cost ($M)	258
G&A ($M)	71
Total operating cost ($M)	806
Capital plant and infrastructure ($M)	134
Pre-strip ($M)	15
Sustaining capital ($M)	29
Closure cost ($M)	10
Total capital cost ($M)	188
Net cash flow ($M)	566
NPV after tax and interest ($M)	194
IRR after tax and interest	53%

Table 4: Kalana Main Project Sensitivity (gold price and discount rate)

Metal price ($/oz)	NPV (5%)	NPV (10%)	IRR
1,110	$276 million	$194 million	53%
1,300	$424 million	$306 million	74%

Fougadian Exploration Permit

On October 17, 2006, Avnel was awarded the Fougadian Exploration Permit, which lies south of the Kalana Permit. The Fougadian Exploration Permit covers an area of 150 square kilometres including a portion of the Niessoumala exploration area. The permit was awarded in accordance with the 1999 Mining Code and a foundation agreement (the "Foundation Agreement") was signed between Avnel Mali, a 100% wholly-owned subsidiary of Avnel, and the Government of the Republic of Mali. The Foundation Agreement provides for the exploration and exploitation of Group 2 minerals as defined in the 1999 Mineral Code. Group 2 minerals include gold and silver, and base metals, but exclude precious stones, semi-precious stones and fossils.

Avnel applied for a renewal of the Fougadian Exploration Permit and this was granted in March 2010, with the commencement date December 2009. Avnel has specified a new area of 75 sq. km as required by the Malian Code. This area lies in the northern half of the original permit and includes the largest anomaly Avnel 1 (Maramele). The renewal was for 3 years and Avnel committed to expenditures of $1.9 million over this period.

The Permit expired in December 2012. Avnel applied for a two-year extension of the Permit and which was granted in August 2013 effective December 2012. The Permit is for two years expiring December 2014 and is non-renewable.

Joint Venture Arrangements Agreement Fougadian Permits

In 2010, Avnel Gold and IAMGOLD entered into the Joint Venture Arrangements Agreement whereby IAMGOLD has the option to acquire up to an initial 51% interest in Avnel's 90% interest in the Fougadian Exploration Permit as described below.

The Fougadian Exploration Permit held by Avnel previously comprised 150 sq. km. to the south of and abutting the Kalana Exploitation Permit. Avnel relinquished the southern half of its ground in accordance with the Malian Mining Code and was granted a new exploration licence on the northern half on March 23, 2010. IAMGOLD applied for an exploration permit in respect of the southern 75 sq. km and this was granted on June 20, 2012. This Permit is called the Fougadian South and was granted for 3 years, renewable twice. The combined permits are referred to as the "Fougadian Exploration Permit".

A ground geophysics program was completed over the Avnel 1 (Maramele) target by SAGAX. 192 line kilometers were completed and results received. The results confirm the presence of a large anomaly.

During the second and third quarters of 2013, IAMGOLD completed 8,839 m of air core drilling. Drilling was focused on the Maramale and Zambala targets on the Fougadian North permit. These two prospects were chosen by IAMGOLD as they were accessible year-round. During the fourth quarter of 2013, 19,887 m of air core drilling was completed on Fougadian North and South Permits. The targets drilled were Maramale, Axe Central, Leba and Korienko. Samples have been submitted for analysis at the SGS Mineral laboratory in Bamako (conventional 50g fire assay). Results have recently been received recently and are being reviewed. Mineralisation, defined on termite mount geochemistry and tested with air core drilling appear dispersed, characterized by short intercepts.

The IAMGOLD Fougadian programme for 2014 will be concentrated on the best zones highlighted by the best values of the 2013 AC-drill programme and on the untested zones remaining on the permit. Of particular interest is the signature of the extension of the Djirila Trend picked up in the Eastern limit of Fougadian-Sud permit. A geochemical survey to complete the Manankoulou coverage is planned also in this 2014 season. The forecast 2014 budget is $2 million, fully funded by IAMGOLD, is based on 3,000m reverse circulation drilling, 7,000m air core drilling and 10,000m of auger drilling.

Current Underground Mining Operations

No significant capital expenditures were incurred during the period. The 2014 mine plan is based on a planning reserve of 11,000 tonnes at a grade of 6.6g/t Au to recover 2,000 ounces per quarter. Development during 2014 may expose additional ore from Vein 21 and 20C to enable mining to continue through 2014.

Under the prevailing gold price environment, the Kalana underground mine is not profitable and continues to be operated principally for exploration purposes and maintain socioeconomic stability in the local community. The Company plans to continue underground mining through the completion the feasibility studies for on the Kalana Main Project to enable a smooth transition for the workforce from the a small underground mine to a new and significant open pit mining operation.

Selected Information for the Three- and Six-Month Periods Ending June 30
(In thousands of U.S. dollars except per share amounts)

	Three months ended June 30		Six months ended June 30	
	2014	**2013**	**2014**	**2013**
Total Revenue	2,809	4,684	5,593	8,881
Total Expenses	4,856	5,625	9,724	9,882
Other (expenses)/income	(53)	42	(138)	1,322
Net (loss)/profit	(2,100)	(899)	(4,269)	321
Net (loss)/profit from continuing operations attributable to parent	(1,673)	(430)	(3,367)	797
Net (loss)/profit per share attributable to parent	($0.009)	($0.002)	($0.018)	$0.004
Weighted average shares outstanding	191,743,724	191,743,724	191,743,724	192,596,933

Balance Sheet	June 30, 2014	June 30, 2013	Dec 31, 2013
Working capital surplus	5,230	12,078	8,629
Total assets	22,657	29,247	26,524
Shareholders' equity	28,478	33,566	31,845

Results of Operations

Metal revenues reduced to $5,593,000 in the half year to June 30, 2014 from $8,881,000 in the half year to June 30, 2013. This was as a result of a reduction in the realised average sales price of gold from $1,496 per ounce in the half year to June 30, 2013 to $1,302 per ounce in half year to June 30, 2014 and reduced gold ounces sold from 5,922 ounces in the half year to June 30, 2013 to 4,287 ounces in the half year to June 30, 2014.

Total expenses reduced from $9,882,000 in the half year to June 30, 2013 to $9,724,000 in the half year to June 30, 2014. Operating costs per ounce of gold produced for the half-year to June 30, 2014 increased from $1,164/oz. to $1,561oz.

Avnel recorded a net loss of $4,269,000 ($0.018 attributable loss per share) for the half year to June 30, 2014, compared to a net profit of $321,000 ($0.004 attributable profit per share) in the comparative period in 2013. Included in the first half year of 2013, is an accounting finance gain on the fair value of derivative financial instruments of $1,600,000 compared to no profit/loss in the half year to June 30, 2014.

As compared to the balance sheet as at December 31, 2013, Avnel's cash and cash equivalents as at June 2014, decreased by $2,819,000 from $5,799,000 to $2,980,000. This decrease was mainly due to working capital movements as a result of delayed VAT refunds.

There was a working capital surplus of $5,230,000 as at June 30, 2014 compared to working capital surplus of $8,629,000 as at December 31, 2013. The working capital figure reported at December 31, 2013 excluded the other derivative financial liability reported on the Company's balance sheet, which had no cash liability to the Company.

Total assets reduced from $26,524,000 as at December 31, 2013 to $22,657,000 at June 30, 2014.

Total stockholders' equity reduced to $28,478,000 as at June 30, 2014 from $31,845,000 at December 31, 2013.

Mining Operations

The following table shows the key production and operating statistics from the Kalana Gold Mine:

	Three months ended June 30		**Six months ended June 30**	
	2014	**2013**	**2014**	**2013**
Tonnes milled:				
Underground ore	12,286	12,950	24,633	25,474
Gold grade - grams per tonne (g/t):				
Underground ore	6.47	8.89	6.51	8.55
Recovery rate - %	79.5	80.9	82.1	82.2
Gold production – ounces	2,048	2,992	4,233	5,761
Cost per tonne milled	$268	$268	$268	$263
Operating cost per ounce of gold sold	$1,565	$1,203	$1,536	$1,162
Operating cost per ounce of gold produced	$1,608	$1,160	$1,561	$1,164

Tonnes milled in the quarter to June 30, 2014, were 5% lower than achieved in comparative period in 2013. Gold production at 2,048 ounces in the quarter to June 30, 2014 was 32% lower than achieved in the comparative period in 2013, resulting from the lower tonnes milled and a lower head grade of 6.47g/t, and a reduced recovery of 79.5% in the quarter to June 30, 2014 compared to a head grade of 8.89g/t and a recovery rate of 80.9% in the quarter to June 30, 2013.

Mine development totalled 150 m in the second quarter of 2014 compared to 224 m in the second quarter of 2013 and was 85 m in excess of the mine plan. Ore development decreased to 150 m in the second quarter of 2014 from 224 m in the second quarter of 2013. Ore development focused on opening Vein 20C and Vein 21 below 180m level.

Gold Sales

Gold sales data is as follows:

	Three months ended June 30		Six months ended June 30	
	2014	**2013**	**2014**	**2013**
Gold ounces sold – at spot price	2,152	3,372	4,287	5,922
Average realized gold price $ per ounce	1,302	1,386	1,302	1,496
Metal revenue - $000				
Total gold sales	2,803	4,672	5,581	8,858
Silver sales	6	12	12	23
Metal revenue	2,809	4,684	5,593	8,881

Gold spot prices commenced in 2014 at $1,225 per ounce and ended at June 30, 2014 at $1,315 per ounce, with the London PM Fix averaging $1,291 per ounce during the half year.

Summary of Quarterly Results

Consolidated Statement of Operations for the Quarters Ended

Quarter ended	**June 30**	**Mar 31**	**Dec 31**	**Sept 30**	**June 30**	**Mar 31**	**Dec 31**	**Sept 30**
(US$'000)	**2014**	**2014**	**2013**	**2013**	**2013**	**2013**	**2012**	**2012**
Total Revenue	2,809	2,784	2,763	2,930	4,684	4,197	3,950	3,427
Net (loss)/profit from continuing operations	(2,100)	(2,169)	(1,710)	(1,766)	(899)	1,220	(803)	(1,280)
Net (loss)/profit from continuing operations attributable to owners of the parent	(1,673)	(1,694)	(987)	(755)	(430)	1,230	142	(83)
Net (loss)/profit per share attributable to owners of the parent	($0.009)	($0.009)	($0.005)	($0.004)	($0.002)	$0.006	$0.000	($0.000)

Second Quarter Results

Metal revenues reduced to $2,809,000 in the quarter to June 30, 2014 from $4,684,000 in the quarter to June 30, 2013. This was as a result of decreased gold ounces sold from 3,372 ounces in the quarter to June 30, 2013 to 2,152 ounces in the quarter to June 30, 2014 and a reduction in the realised average sales price of gold from $1,386 per ounce in quarter to June 30, 2013 to $1,302 per ounce in quarter to June 30, 2014.

Total expenses reduced from $5,625,000 in the quarter to June 30, 2013 to $4,856,000 in the quarter to June 30, 2014. Operating costs per ounce of gold produced for the quarter to June 30, 2014 increased from $1,160/oz. to $1,608/oz arising mainly from reduced production.

Avnel recorded a net loss of $2,100,000 ($0.009 attributable loss per share) for the quarter to June 30, 2014, compared to a net loss of $899,000 ($0.002 attributable loss per share) in the comparative period in 2013.

Avnel's cash and cash equivalents decreased by $787,000 in the quarter to June 30, 2014 from $3,767,000 to $2,980,000.

Liquidity, Capital Resources and Going Concern

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern which assumes that the Company will realize its assets and discharge its liabilities in the normal course of business. At June 30, 2014 the Company had net current assets $5,230,000 including a cash balance of $2,980,000.

On March 24, 2014 the Company announced a Mineral Resource Estimate ("MRE") and a Preliminary Economic Assessment ("PEA") of a bulk mineable project at Kalana, both completed by Snowden Mining Consultants Ltd ("Snowden"). The MRE, based on a 0.9g/t cut-off grade, shows indicated resources of 8.5m tonnes at a grade of 4.53g/t resulting in contained gold of 1.25m ounces and inferred resources of 2.1m tonnes at a grade of 3.76g/t resulting in 0.25m ounces of contained gold. The PEA, at a gold price of $1,110 and discount factor of 10% indicates an after tax and imputed interest net present value of $194 million and an internal rate of return of 53%. A Technical Report as required by National Instrument 43-101, prepared by Snowden, has been filed on SEDAR.

Supported by the results of the MRE and PEA, the directors consider that in the Kalana project the Company has a valuable asset. The directors recognise the continuing operations of the Company are dependent upon its ability to raise adequate financing and that additional funding will be required for the feasibility study, and in the longer term to build the proposed open pit mine at Kalana.

On July 17, 2014 Avnel closed a brokered private placement. Pursuant to the Private Placement, Avnel Gold issued 65,786,400 Units of the Company at a price of C$0.15 per unit for gross proceeds of approximately C$9.9 million. Each Unit consisted of an ordinary share and a share purchase warrant. The proceeds will be used to complete a Preliminary Feasibility Study for the Kalana project and general corporate purposes.

The Company intends to sustain the current underground operation as long as economically feasible, without spending significant capital expenditure, until such time as the results of the pre-feasibility and feasibility studies are completed and assessed to enable the Company to better evaluate future development options.

Mining Properties

The carrying value of the Company's property, plant and equipment, including mining properties and capitalised mine development costs, at June 30, 2014 was $14.2 million and at December 31, 2013 was $15.3 million respectively. The carrying value of these assets is not necessarily indicative of the realisable value of such assets if they were to be offered for sale at this time.

As of June 30, 2014, management carried out assessments of the carrying value of the Company's mining assets and does not consider that there has been any impairment in value of such assets.

A test for recoverability was performed to determine if the estimated fair value exceeded the carrying amount of the asset, including comparable asset values in the market, and the use of other techniques. In assessing the future estimated cash flows management used various estimates including, but not limited to, estimated operating and capital costs and estimated indicated and inferred resources. Management has assessed the recoverability of the carrying value of the capitalised development at the mine site leading to a reversion to the original feasibility study.

The carrying value on this basis is supported by the discounted cash flow predicted. Gold prices used have been based on broker expectations, and costs have been approximately inflated from the feasibility study, and considered in the light of Avnel's production to date and historic ability to control costs.

By their very nature, there can be no assurance that these estimates will actually be reflected in the future operations. The ultimate value of amounts of mining properties and capitalized development costs is dependent upon, amongst other things, obtaining the necessary financing to develop the Kalana Mine.

Contractual Obligations

The Company has the following contractual obligations at June 30, 2014:

Contractual Obligations - $000	Total	Less than 1 year	1-3 years	4-5 years	After 5 years
Operating Leases (1,2)	311	156	155	-	-
Total Contractual Obligations	311	156	155	-	-

Notes:

(1) The Company has entered into operating leases for office space and equipment with a company related to the Fern Trust, a major shareholder of the Company. Pursuant to these leases, which expire in June 2016, future minimum payments will amount to $311,000 up until the end of the lease.

Contingent Liability

Malian Taxation

The three-year period Malian tax audit on SOMIKA for the years ended 2009, 2010 and 2011 was carried out during 2012 and resulted in a partial report received in December 2012 covering only the 2009 year. A further report covering 2010 and 2011 was received in November 2013. The inspector was claiming $7.2m including penalties, disputing various tax items including tax allowances on interest, withholding tax on foreign suppliers and VAT exemption. Management believe strongly that the majority of the tax claims are incorrect and have taken external advice. Management responded to the inspector in December 2013 contesting the claim and held a working clarification meeting in January 2014. A re- assessment was received on July 14, 2014 for $6.5m,,which does not give rise to an obligation to pay. A letter disputing the re-assessment received in July 2014 has been sent and a further meeting is scheduled for September

Related Party Transactions

SOMIKA purchases explosives from African Explosives Limited ("AEL"). Mr. Ibrahim Kantao is a director of the Company, SOMIKA and AEL and is also the Director-General of AEL Mali SARL. Such purchases amounted to $325,000 in the half year ended June 30, 2014 compared to $358,000 in the half year to June 30, 2013. The Company has an ongoing supply agreement with AEL Mali SARL.

The premises occupied by Avnel and Kalana Mine Services in London are leased from a company associated with the Fern Trust, a significant shareholder of Avnel. The Company incurred $79,000 in rental costs during the half year ended June 30, 2014 compared to $72,000 in the half year to June 30, 2013. The Company's lease expires in June 2016.

Business Risks

The risks associated with Avnel and the effect on future operating results and financial position of the Company are set out in detail under the section entitled "Risk Factors" in the Company's Annual Information Form dated March 31, 2014 (the "AIF"), which section is incorporated by reference into and forms an integral part of this MD&A. A copy of the AIF can be found on the System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com.

Going concern

Supported by the results of the MRE and PEA, the directors consider that in the Kalana project the Company has a valuable asset. The directors recognise the continuing operations of the Company are dependent upon its ability to raise adequate financing and that additional funding will be required feasibility study, and in the longer term to build the proposed open pit mine at Kalana.

Exploration, Development and Operating Risk

The Company faces risks associated with underground mining such as rock conditions, water, geological faults, variable vein widths, dilution, power supply and equipment failures. The international mining industry is facing a shortage of skilled personnel and the Company faces risks in attracting and retaining skilled employees. The Company operates in a remote location in Mali and is reliant on transport systems to deliver equipment and materials which are purchased in South Africa or Europe. There is a risk that such equipment and materials may not always be available on site when required.

Gold Prices

The Company also faces risk in respect of its exposure to gold prices. Gold prices are subject to significant fluctuation and are affected by a number of factors which are beyond Avnel's control. Such factors include, but are not limited to, interest rates, exchange rates, inflation or deflation, fluctuation in the value of the United States dollar and foreign currencies, global and regional supply and demand, and the political and economic conditions of major gold-producing countries throughout the world. The price of gold and base metals has fluctuated widely the past 10 years, and future serious price declines could cause continued development of and commercial production of our properties to be impracticable.

Foreign exchange Risk/Gold Hedging

All gold revenues and a portion of operating costs are in U.S. dollars.

The Company may engage in hedging agreements or activities to minimise the effect of declines in gold prices on its operating results. While these hedging activities may protect the Company against low gold prices, they may also limit the price that the Company can realise on the gold it produces where the market price of gold exceeds the gold price in such forward sales or option contracts. As a result, the Company may be prevented from realising possible revenues in the event that the market price of gold exceeds the price stated in such forward sales or option contracts.

The Company's local costs are paid for in CFA francs, which are fixed to the Euro. Currency exchange rate fluctuations against the US dollar may increase the Company's costs and the Company may engage in hedging activities to protect the Company's costs. To date, the Company has not hedged its foreign exchange risk relating to its non-U.S. dollar expenses.

Capital Requirements

Avnel will require significant capital in order to fund future plans to develop an open pit mine on the Kalana Exploitation Permit. As well, a portion of Avnel's activities will be directed towards the search for, and development of, new mineral deposits which will require significant capital investment to achieve commercial production from any successful exploration efforts. Avnel will require additional financing from external sources to meet such requirements. There can be no assurance that such financing will be available to Avnel or, if it is, that it will be offered on acceptable terms. If additional financing is raised through the issuance of equity or convertible debt securities of Avnel, the interests of shareholders in the net assets of Avnel may be diluted. Any failure of Avnel to obtain required financing on acceptable terms could have a material adverse effect on Avnel's financial condition, results of operations and liquidity and require Avnel to cancel or postpone planned capital investments.

Insurance and Uninsured Risks

Due to Malian law, which states that insurance should be contracted only with local Malian insurance companies, Avnel has not had property insurance coverage since July 31, 2009. The Company has been in negotiation with its UK insurance brokers and Malian insurance companies to place the insurance with a Malian insurance company and re-insure the risk in Europe. The

Company has to date not been able to obtain re-insurance. Avnel does not maintain political risk insurance.

Environmental Risks and Hazards
The Company is committed to environmental protection, to safe operations and to the control of environmental risks. The Company adheres to the requirements of the Malian Government and has adopted policies and procedures as expected in the mining industry. The Company is committed to maintaining the aforementioned risks at levels as low as can be reasonably achieved, taking into account social and economic factors, and that continued improvement in environmental and health and safety performance be achieved. Certain hazardous materials are presently stored on the Kalana Gold Mine site, including diesel fuel, arsenic trioxide and sulphide concentrates tailings that remain from the SOGEMORK operations in the 1980s.

Governmental Regulation
All phases of Avnel's operations are subject to environmental regulation in the jurisdiction in which it operates. These regulations mandate, among other things, the maintenance of air and water quality standards and land reclamation. They also set forth limitations on the generation, transportation, storage and disposal of solid and hazardous waste. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that future changes in environmental regulation, if any, will not adversely affect Avnel's operations. Environmental hazards may exist on the property which are unknown to Avnel at present and which have been caused by previous or existing owners or operators of the properties.

Global Financial Risk
Recent global financial conditions have been characterised by increased volatility and several financial institutions have either gone into bankruptcy or have had to be rescued by governmental authorities. Access to public financing has been negatively impacted by both the rapid decline in value of sub-prime mortgages and the liquidity crisis affecting the asset-backed commercial paper market. These factors may impact the ability of the Company to obtain equity or debt financing in the future on terms favourable to the Company. Additionally, these factors, as well as other related factors, may cause decreases in asset values that are deemed to be other than temporary, which may result in impairment losses. If such increased levels of volatility and market turmoil continue, the Company's operations could be adversely impacted and the trading price of the Common Shares may be adversely affected.

Future Accounting Policies

The following new standards and amendments to standards and interpretations were not yet effective for the year ended December 31, 2014, and have not been applied in preparing these consolidated financial statements. These are summarised below:

IFRS 9 *Financial Instruments: Classification and Measurement*
IFRS 9 as issued reflects the first phase of the IASB's work on the replacement of IAS 39 and applies to classification and measurement of financial assets and financial liabilities as defined in IAS 39. The

standard was initially effective for annual periods beginning on or after January 1, 2013, but Amendments to IFRS 9 Mandatory Effective Date of IFRS 9 and Transition Disclosures, issued in December 2011, moved the mandatory effective date to January 1, 2015.

In subsequent phases, the IASB will address hedge accounting and impairment of financial assets. The Company will assess the effect in conjunction with the other phases, when the final standard including all phases is issued.

Critical Accounting Estimates
The consolidated financial statements of the Company for the period ended June 30, 2013, have been prepared in accordance with IFRS. Management is required to make various estimates and judgements in determining the reported amounts of assets and liabilities, revenues and expenses for each period presented and in the disclosure of commitments and contingencies. Management considers the following critical accounting policies reflect its more significant estimates and judgements used in the preparation of the consolidated financial statements.

The consolidated financial statements have been presented on the basis that the Company is a going concern. Accordingly, the financial statements do not include adjustments relating to the carrying value of assets, the amounts and classification of liabilities, or other adjustments that might result should the Company be unable to continue as a going concern.

All costs, other than acquisition costs, are expensed prior to the establishment of proven and probable reserves. Gains or losses resulting from the sale or abandonment of properties are included in operations. Acquisition and development costs associated with properties brought into production are charged to operations using the units of production method based on estimated proven and probable reserves which can be recovered. Costs of start-up activities and on-going costs to maintain production are expensed as incurred. Production facilities and equipment are stated at cost and are amortized over the estimated proven and probable reserves which can be recovered from the related property.

The Company evaluates the carrying value of its properties and equipment when events or changes in circumstances warrant and tests for recoverability of the long life asset value. With respect to properties, a test for recoverability is performed to determine if the estimated discounted future cash flows exceed the carrying amount of the asset. Measurement of any impairment loss is determined by the estimated fair value of the assets based on the best information available, including comparable asset values in the market and the use of valuation techniques. Any estimates of future cash flows are subject to risks and uncertainties and it is reasonably possible that changes in estimates could occur which may affect the expected recoverability of investments in mining properties. The carrying value of the Company's estimate of mineral resource has been estimated as at in excess of the net book value of the Company's assets at the balance sheet date using comparative market value of resources, taken from recent mine transactions conducted at arm's length between willing parties. Based on these estimates management believe that no impairment to the carrying values exist at the balance sheet date. The company has not recorded any impairment losses in any of the periods.

The fair value of a retirement or rehabilitation obligation is recognised as an asset and a liability in the period when it is incurred. The liability is discounted and an accretion expense is recognised using the credit-adjusted risk free rate in effect when the liability is incurred. The retirement asset is included in mining properties and charged to operations using the units of production method based upon estimated proven and probable reserves which can be recovered.

During 2006, the Company commissioned an environmental report by an independent party. This estimated a cash flow for the retirement and rehabilitation of the Kalana Gold Mine of $2,236,000. The environmental liability is based on the work required to be carried out on the tailings facilities to ensure stabilisation of the facility and re-vegetation of the tailings surface area, the capping of the underground shafts and the reclamation of plant, workshops and buildings where appropriate. The area disturbed by mining operations will then be re-vegetated. There will then be an ongoing monitoring of the water quality and re-vegetation programmes. It is possible that the closure plan will change if a new open pit mine is developed. This will be dependent on ongoing exploration and a future feasibility study.

Transactions expressed in foreign currencies are translated into U.S. dollars at the rate of exchange prevailing on the date of transaction. Monetary assets and liabilities expressed in foreign currencies are re-converted into U.S. dollars at the rates of exchange prevailing on the balance sheet date.

The financial statements of overseas subsidiaries are remeasured into their functional currency. Mining properties and other non-current assets are remeasured at historical rates. Monetary assets and liabilities are remeasured at current rates. Revenue and expense transactions are remeasured at the average rate for the period. Remeasurement gains and losses are included in income.

Disclosure of Outstanding Share Data
As at August 14, 2014, the Company had issued 257,630,124 common shares.

The following table shows the number of options or rights to purchase common shares of the Company as at August 14, 2014.

Meade Compensation Options	2,500,000	@ US$0.275
Long Term Incentive Plan	4,619,000	@US$0.50
2014 warrants	68,467,176	@US$0.18
Total as at August 14, 2014	**75,586,176**	**@US$0.20**

In relation to the Company's Private Placement which closed on July 17, 2014 a further 1,800,000 units are held in escrow awaiting TSX approval, please see the Company's press release dated July 17, 2014.

Outlook
Following the completion of a positive Preliminary Economic Assessment ("PEA") for the development of an open-pit mining operation at the Kalana Project, the Company has commenced programs necessary to complete a Preliminary Feasibility Study ("PFS"). To this effect, the Company has retained the services of Snowden Mining Industry Consultants, DRA Global ("DRA"), Denny Jones

and Epoch Resources ("Epoch") to complete the PFS by the end of 2014. The Company has the goal of completing a Definitive Feasibility Study ("DFS") by the end of 2015.

Snowden Mining Industry Consultants ("Snowden") were responsible for the March 2014 Technical Report that reported the MRE and PEA for the Kalana Main Project. Snowden have been retained to provide mining engineering for the PFS and FS and to prepare the economic model using information generated by the engineering and environmental consultants. As part of this engagement, Snowden will update the mineral resource model to include an additional 4,720 2-kilogram ("kg") re-assay samples from Kalana using the LeachWell plus fire assay method, which produced positive results in prior campaigns. The updated mineral resource is expected to be completed near the start of the fourth quarter of 2014.

The Mineral Resource Estimate will be completed by Mr. Ivor Jones ("Denny Jones") who was the author of the Technical Report published in March 2014. Mr. Jones is providing his services as an independent consultant having recently left Snowden Mining Industry Consultants where he was Group General Manager Geosciences. Mr. Jones has more than 25 years' experience in the mining industry, both within operations and consulting. Avnel is pleased to be able to provide continuity to the resource modeling of the Kalana Main project through Mr. Jones's appointment and he is the QP for the Mineral Resource Estimate.

DRA has been appointed as the engineer for the design of a new gold plant and surface infrastructure. DRA has a long history with the Kalana Mine as they provided engineering and construction services in 2003 to upgrade the Kalana gold plant and underground infrastructure. DRA have extensive experience in Africa and recently completed a pre-feasibility study for a project in Mali. Their recent projects include the Kibali Project in the DRC for Randgold Resources and the 1.2MTPA New Liberty Gold Project for Aureus Gold in Liberia.

DRA will be responsible for the design and management of the metallurgical test program to be carried out by SGS Laboratory and Mintek Laboratory in South Africa. The results of the test program will be used to design the new gold extraction process and the capital and operating cost for a new gold plant. Metallurgical samples have been transported from Mali to South Africa in July

Epoch Resources ("Epoch") have been appointed for the Environmental and Social Impact Assessment ("ESIA) and the design of the tailings storage facility ("TSF") and the waste rock disposal ("WRD"). Epoch has extensive experience in Africa and has recently completed an ESIA and TFS/WRD for a project in Mali. Epoch has completed projects for clients in Ethiopia, DRC, Liberia, Ghana, Sierra Leone, Ghana and Namibia. Epoch has appointed a Malian consultancy, ESDEC, to assist in the completion the social-economic study and a resettlement action plan ("RAP"). ESDEC worked with Epoch on the numerous projects in Africa. Epoch will conduct the study using International Best Practice Guidelines including the Equator Principles, IFC Performance Standards and IFC General Environmental, Health and Safety Guidelines.

Avnel has also retained Fraser Alexander to provide the design and cost estimate for the proposed reclamation of the existing gold tailings at Kalana. This resource is a relatively high-grade source of gold due to the use of only gravity gold recovery at Kalana and will be processed through the new gold plant. Fraser Alexander will work closely with DRA and Epoch to provide the capital and operating cost estimates for the PFS and DFS.

The potential locations of infrastructure to support a new open-pit mining operation at Kalana have been identified and a 4,500 m air core drilling sterilisation program was completed in July 2014. In anticipation of the DFS, a 14,000m reverse circulation and diamond is planned in the first quarter 2015 with the goal of expanding the areas of known mineralization and to convert inferred resources to the measured and indicated categories.

Avnel plans to continue the evaluation of the Kalanako prospect that is located 2.5 kilometres northeast of the Kalana Mine. The Kalanako prospect was extensively drilled during 2010 and 2011. During 2015 (from 2014), the Company plans to complete a re-assay campaign, using 2 kg Leachwell plus fire assays on the tails, on 2,500 samples from the mineralised zones. There is potential that the original fire assay results have under-estimated the grades as has been demonstrated at the Kalana Main project. The Kalanako prospect will be geologically modelled. A 4,000m air core drill program is planned for 2015 (from the second quarter of 2014) to test the mineralised trend north of the Kalanako prospect

For the remainder of 2014, Avnel is forecasting gold production of 4,700 ounces from 30,000 tonnes of ore milled, at an average grade of 6.1g/t. The 23,000 tonnes of underground ore will be augmented by 7,000 tonnes of ore on surface stockpiles. The forecast assumes that the major underground ore sources will be Veins 1, 20, 21 and 20C. Development during the second quarter 2014 has exposed new ore blocks to mine from Vein 21 and Vein 20C.

The Company intends to sustain the operation as long as feasible while the development program progresses to maintain the social and economic benefits of the mine to the community and to offset the costs of underground pumping. When underground mining operations cease, the mine will be placed on care and maintenance and to permit access for future exploration activities.

The mine plans to advance ore development 340 m during the remainder of 2014. Development will continue to focus on opening up Vein 1, Vein 21 and Vein 20C below the 180m level. Dependent on results, development will continue.

It is forecast that the mineable ore available from the current mine infrastructure is approximately 40,000 tonnes at 6.1g/t containing 8,000 ounces. This assumes that ongoing development of Vein 1, Vein 21 and Vein 20C below 180m level will be successful. This will allow mining to average 3,300 tonnes per month to quarter 2 2015. The surface ore stockpile is 28,000 tonnes at a grade of 5.0g/t containing 4,500 ounces. Processing of stockpile ore may continue to quarter 4, 2015.

Disclosure Controls and Procedures and Internal Control over Financial Reporting

Disclosure Controls and Procedures

The Company's disclosure controls and procedures are designed to provide reasonable assurance that material items requiring disclosure by the Company are identified and reported in a timely manner.

Based on current securities legislation in Canada, management, including the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") of the Company, evaluated the design and effectiveness of the Company's disclosure controls and procedures as of December 31, 2013, and concluded that such disclosure controls and procedures were operating effectively at that date. There were no significant changes to the Company's disclosure controls process during the quarter ended June 30, 2014.

It should be noted that, while the Company's CEO and CFO believes that the Company's disclosure controls and procedures provide a reasonable level of assurance and that they are effective, it is not expected that the disclosure controls and procedures can prevent all errors or mistakes. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

Internal Controls over Financial Reporting

Management is responsible for designing, establishing and maintaining a system of internal controls over financial reporting to provide reasonable assurance that the financial information prepared by the Company for external purposes is reliable and has been recorded, processed and reported in an accurate and timely manner.

The Board of Directors is responsible for ensuring that management fulfills its responsibilities. The Audit Committee fulfills its role of ensuring the integrity of the reported information through its review of the interim and annual financial statements.

Due to the small size of the Company, there are certain aspects of the Company's internal control systems that are not ideal. This is not uncommon in a company the size of Avnel. Due to the limited number of staff at Avnel, it is not feasible or cost effective to achieve complete segregation of duties.

The Company's management, including the CEO and the CFO, have evaluated the design and effectiveness of internal controls over financial reporting as at December 31, 2013, and have concluded that the Company's internal control over financial reporting was effective during the year 2013.

The Company's management believe that any internal controls over financial reporting, including those systems determined to be effective and no matter how well conceived and operated, have inherent limitations and can provide only reasonable, not absolute, assurance that the objectives of the control system are met with respect to financial statement preparation and presentation. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any system of controls is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost effective control system, misstatements due to error or fraud may occur and not be detected.

There are inherent limitations in the effectiveness of internal controls over financial reporting, including the possibility that misstatements may not be prevented or detected. Accordingly, even effective internal controls over financial reporting can provide only reasonable assurance with respect to financial statement preparation. Furthermore, the effectiveness of internal controls can change with circumstances.

Additional Information

This MD&A has been prepared as of August 14, 2014. Additional information about the Company, including the Company's Annual Information Form, is available at www.avnelgold.com or the website of the System for Electronic Document Analysis and Retrieval at www.sedar.com.