PREMIER
Gold Mines Limited

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2015

The following Management's Discussion and Analysis ("MD&A") of Premier Gold Mines Limited (the "Corporation" or "Premier") should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015 and 2014 and the notes thereto. The Corporation's unaudited condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Unless otherwise stated, all amounts discussed herein are denominated in Canadian dollars. This MD&A was prepared as of November 13, 2015 and all information is current as of such date. Readers are encouraged to read the Corporation's public information filings on SEDAR at www.sedar.com.

This discussion provides management's analysis of Premier's historical financial and operating results and provides estimates of Premier's future financial and operating performance based on information currently available. Actual results will vary from estimates and the variances may be significant. Readers should be aware that historical results are not necessarily indicative of future performance.

Cautionary Statement on Forward-Looking Statements

Certain information set forth in this MD&A, including management's assessment of the Corporation's future plans and operations, may contain forward-looking statements. By their nature, forward-looking statements are subject to numerous risks and uncertainties, some of which are beyond the Corporation's control, including the impact of general economic conditions, industry conditions, volatility of commodity prices, currency fluctuations, imprecision of resource estimates, environmental risks, competition from other industry participants, the lack of availability of qualified personnel or management, stock market volatility and ability to access sufficient capital from internal and external sources. Readers are cautioned that the assumptions used in the preparation of such information, although considered reasonable at the time of preparation, may prove to be inaccurate and, as such, reliance should not be placed on forward-looking statements. Premier's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurance can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits, if any, that Premier will derive there from. Premier disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required by applicable law.

Company Overview

Premier is a Canadian-based mineral exploration company, focused on exploring for and developing gold deposits in North America. Premier has a diverse portfolio of advanced-stage gold exploration properties located in Northwestern Ontario - Canada and Nevada - USA.

Projects in Canada

In Canada, Premier is active in two districts; the Beardmore-Geraldton Greenstone Belt and the Red Lake Mining District.

Beardmore-Geraldton Greenstone Belt

This prospective high-grade gold district boasts more than 4.1 Million ounces of historic gold production that, prior to Premier's sustained exploration and development focus, had seen relatively little exploration over the past several decades.

The Hardrock and Brookbank Projects are located in the heart of this district, host to several past-producing mines and covering some of the most strategic ground in the region.

Since late 2007, Premier has completed in excess of 650,000 metres of diamond drilling on the property including a NI 43-101 mineral resource estimate on four deposits. In early 2014, a Preliminary Economic Assessment (PEA) was completed at both the Hardrock and Brookbank projects. Work continues in order to complete a feasibility on each project in 2016.

Greenstone Gold Property, Northwestern Ontario

On March 9, 2015 Centerra Gold Inc. ("Centerra") and Premier announced the formation of a 50/50 partnership (TCP GP Corporation and TCP Limited Partnership) for the purpose of the joint ownership, exploration and development of the Trans-Canada Property including the Hardrock Gold Project located in the Geraldton-Beardmore Greenstone belt in Ontario, Canada. On July 20, 2015, the Board of the general managing partner (TCP GP Corporation) approved a name change of the corporation and the partnership (TCP Limited Partnership) to Greenstone Gold Mines GP Inc. and Greenstone Gold Mines LP respectively, collectively to be referred to as Greenstone Gold Mines "Greenstone Gold".

Premier, through a wholly-owned subsidiary, contributed all property, assets and rights it held in respect of the Greenstone Gold Property to the partnership and Centerra: (i) in return for a 50% limited partnership interest, has made an initial cash contribution to the partnership in the amount of $85 million (Premier withdrew $85 million from the partnership in return for its contribution); and (ii) has agreed to make capital contributions to the partnership in the aggregate amount of $185 million to be used to complete a comprehensive technical and economic feasibility study including an updated mineral resource calculation for the Hardrock Project at the Greenstone Gold Property and for further development of the project. The C$185 million is subject to the satisfaction of certain feasibility study results and project advancement criteria.

Centerra also agreed to make an additional contingent payment to Premier not to exceed C$30 million based on the results of an updated mineral resource study in respect of the Greenstone Gold Property that was settled during the third quarter as discussed below.

Centerra and Premier have formed a joint board of directors to oversee future exploration, development and operations by the partnership at the Greenstone Gold Property.

Red Lake Mining District

The Red Lake Mining District has produced tens of millions of ounces of gold, making it one of the world's most prolific gold districts. In the heart of the district lies Goldcorp's Red Lake Gold Mine (RLGM), considered to be one of the highest grade producing gold mines in the world.

The Rahill-Bonanza Property is Premier's flagship project in Red Lake in the area (44% Premier, 56% Goldcorp) and is located immediately adjacent to, and along strike from, Goldcorp's RLGM complex and is a joint venture with Goldcorp Inc.'s affiliate, Red Lake Gold Mine. The Rahill-Bonanza joint venture includes the Broulan Reef Property purchased by Premier in 2013, immediately adjacent to Goldcorp's Bruce Channel deposit and Cochenour Mine complex.

Early in 2015, Premier entered into a property swap (non-cash) agreement with Goldcorp whereby Premier transferred to Goldcorp its 35% interest in the East Bay Property as well as its 100% interest in the PQ North property. Premier retained a 2% NSR in the PQ North Property. In return, Premier received from Goldcorp, a 100% interest in the Hasaga Property in Red Lake. This transaction streamlined Premier's property interests in the district and results in greater control over exploration in the Company's hands. The Hasaga Property was last explored in 1996 and has a production history (when combined with the Howey Mine) that exceeds 650,000 ounces of gold.

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Projects in the United States of America

In the United States of America, Premier is focused on its McCoy-Cove Property as well as the recently acquired South Arturo Property in the Eureka-Battle Mountain trend in Nevada, where ongoing exploration and development activities are focused on advancing both open pit and underground deposit opportunities.

Early in Q2 2015, Premier announced that it had entered into an agreement to purchase from Goldcorp Inc. it's 40% interest in the South Arturo property located 5 kilometres northwest of Barrick's Goldstrike Mine. Barrick is the 60% partner and operator of the joint venture and the deal was completed on June 2, 2015. The transaction provided key benefits to Premier including:

- Imminent production status at a reasonable gold purchase price
- Operations are fully-permitted and in construction.
- Deeper drilling indicates further upside potential for underground resources.
- A well endowed project located in a world class and safe mining jurisdiction.
- A partnership model with a senior producer that has been an important part of Premier's success.

Premier continues to evaluate other high quality Americas based gold projects in proven pro mining districts. Premier focuses on an aggressive exploration strategy combined with mine operations experience to reward its stakeholders.

Results of Operations

Development

South Arturo Property, Nevada, USA

Premier completed the acquisition of the South Arturo Property on June 2, 2015. Pursuant to the terms of the agreement, Premier paid US$20 million, transferred to Goldcorp an additional 5% interest in the Rahill-Bonanza Joint Venture in Red Lake and granted Goldcorp a right of first refusal for a period of three years on any proposed sale or joint venture transaction by Premier of the McCoy-Cove project located in Nevada.

In connection with the acquisition, Premier also reimbursed Goldcorp US$16.6 million for costs and contributions paid by Goldcorp with respect to the South Arturo mine project since March 16, 2015. In addition, Goldcorp subscribed to $12.5 million of Premier's private placement financing completed in June, 2015.

Ongoing work includes a capitalized pre-stripping program and associated site preparation for mining the Phase 2 open pit. Initial gold production is expected to ramp up by mid-2016, with an approximate 50% increase in overall ore tons to 1.7M tons mined during 2016 versus the original 2015 budget. Due to a late start up, some 27 million tons of pre-stripping will now be deferred to 2016 versus the original 2015 budget. Pre-stripping is planned to accelerate in late Q1 2016.

Minex-related expenditures include the completion of all planned surface drilling on the Dee Capital program (21 holes of 21 planned holes);5 of 5 planned holes at NE Button Hill and 6 of 6 planned holes on Button Underground. Several of the holes drilled remained to be split and assayed at the end of Q3. The programs were completed under budget.

Several new cost saving measures include deferral of drilling on the Hinge, East Dee/Jerry underground targets and some of the condemnation drilling related to the Phase 1 & 3 pits. Surface drilling on the NE Button Hill underground target is ongoing.

On October 19, 2015 Premier released to the public the following results and guidance of work completed to date:

- Open pit operations continue with first gold production expected in 2016, Premier has funded its share of the project to the end of November.

- Drilling to test the continuity and expansion of the NE Button Hill underground target confirms high-grade gold mineralization with intercepts as high as 0.75 ounces per ton gold (oz/t Au) across 90 feet (25.7 grams per tonne (g/t) Au across 27.4 metres).
- 2016 gold production projected to be approximately 200,000 ounces of gold (80,000 to Premier).

Exploration, evaluation and pre-development

Greenstone Gold Property (formerly Trans-Canada Property), Northwestern Ontario Canada

Planned expenditures of approximately $26.5 million have been budgeted for the Greenstone Gold Property during 2015. The expenditures include technical studies, environmental and social impact assessments, project support and costs associated with securing certain properties for future project development (collectively, $20.5 million). Also included is $0.6 million for exploration, $1.6 million for resource drilling to further define the Hardrock deposit, and $1.8 million for condemnation drilling and geotechnical studies. Of the remaining $2 million, $0.7 million is to be spent on the Brookbank deposit and $1.3 million for general and administration.

Pursuant to the 50/50 partnership agreement with Centerra, exploration and project development work including completion of the feasibility study will be funded via capital contributions to the partnership in the aggregate amount of C$185 million, for which the obligation is subject to certain feasibility study results and project advancement criteria. Upon achieving these results, the planned 2015 expenditures are to be fully-funded by Centerra.

On September 17, 2015 Premier confirmed that it had received from Centerra Gold Inc. an additional payment of $11,009,681, pursuant to the terms of the agreement signed earlier in 2015.

Exploration

Rahill-Bonanza Joint Venture

Diamond drilling of 2,813 metres from surface and underground on the Rahill-Bonanza project was completed during Q3 of 2015.

The Rahill-Bonanza project (44% Premier & 56% RLGM) covers approximately 4.5 kilometres of the main Red Lake "Mine Trend" between the Red Lake Gold Mines complex to the east, and the Cochenour Complex to the west. The underground haulage drift at the 5400 level, excavated to connect the two projects, cuts through several kilometres of some of the highest potential and untested geology in the heart of the Red Lake camp.

Underground diamond drilling at Rahill-Bonanza began in early March after completion of a revised budget proposal that will see drilling focused on a greater range of targets during 2015. In Q3, targets being tested are those expanding on the “folded ultramafic area” where results to date warrant additional drilling. The planned expenditures for 2015 for this project are approximately $2 million.

On July 13, 2015 Premier announced new intercepts and project developments which included:

- Drilling in the Fold Target continues to intersect favourable veining, alteration and mineralization (including arsenopyrite and visible gold) associated with a folded ultramafic rock unit. New intercepts include assays of 5.2 grams per tonne gold (g/t Au) across 7.6 metres (m) (or 0.15 oz/t across 25.0 feet) in hole D36997, 7.9 g/t Au across 4.4 m (0.23 oz/t across 14.6 feet) in hole D36999.
- Step-out drilling to the east of the primary area continues to demonstrate expansion potential with visible gold having been intersected (assays pending) in hole D361000 and multiple zones of arsenopyrite mineralization in hole D361001.

By the end of the quarter, assays were pending on a total of six holes and 2200 metres of drill core remained to be logged and sampled.

Hasaga Property

Exploration drilling commenced on May 1, 2015. Three drills have completed 38,233 metres of drilling by the end of the third quarter. The majority of drilling during the quarter has been focused on targeting the western extension of the historic Hasaga porphyry unit, with a view toward determining the possible potential for open pit mining and advancing the Central Zone target situatedimmediately east of the Laverty Zone (ground owned by Yamana).

Premier released to the public a total of three press releases during the quarter to update significant new intercepts and developments. The most recent of these included:

Hasaga Porphyry (reporting holes HMP024-037)

- HMP024 – 1.19 g/t Au over 107.0 m including 23.34 g/t Au over 3.0 m.
- HMP029 – 1.02 g/t Au over 48.0 m and 0.98 g/t Au over 24.0 m.
- HMP031 – 1.09 g/t Au over 40.0 m and 0.71 g/t Au over 21.0 m.
- HMP037 – 1.11 g/t Au over 87.0 m and 0.66 g/t Au over 29.0 m.

Central Zone (reporting holes HLD009-013)

- HLD009 – 1.28 g/t Au over 14.0 m and 1.64 g/t Au over 56.0 m.
- HLD011 – 1.25 g/t Au over 50.8 m and 0.79 g/t Au over 172.5 m.
- HLD012 – 1.06 g/t Au over 93.0 m and 1.04 g/t Au over 10.0 m.

The Central Zone Target encompasses a series of conjugate structures occurring within the Dome Stock, a large granitic intrusive unit in the heart of the Red Lake camp. A historic hole drilled in the target area by Lac Minerals in the 1980's reported widespread mineralization (HRL87-05, 0.75 g/t Au over 218.0 m) and was never followed up until the current program. The Dome and nearby McKenzie stocks are host to several mines having historic gold production exceeding 1,000,000 ounces

McCoy-Cove Gold Project, Battle Mountain-Eureka District, Nevada, USA

Exploration in 2015 has mainly focused on the McCoy portion of the McCoy-Cove property.

The Cove-McCoy Gold Mines produced 3.3 million ounces of gold and 110.0 million ounces of silver between 1986 and 2006; a 20-year period of historically low gold and silver prices. While the ores mined at Cove and McCoy occurred in different rock units, the two mines are believed to have a close genetic relationship through their association with the same feeder/fault structures. These feeder structures (plumbing system) have seen only limited exploration and represents a priority exploration target.

During the third quarter Premier received positive initial results from a three-hole sonic drilling program suggesting additional follow-up was warranted. Some 35 to 40 million tons of tailings material, coming primarily from the Cove mine, is stored at the site.

In addition, work continued on property compilation, permitting and environmental initiatives. No press releases of new drill results were released during the quarter.

Selected Financial Data

The following table provides selected financial information and should be read in conjunction with the Corporation's audited consolidated financial statements for the periods below:

	Year ended December 31, 2014 *	Year ended December 31, 2013	Year ended December 31, 2012
	$	$	$
Operations			
Investment and other income	589,253	778,440	829,351
Loss for the year:			
From continuing operations	(63,593,848)	(29,244,473)	(21,418,662)
From discontinued operations	-	(82,230)	(19,472,853)
	(63,593,848)	(29,326,703)	(40,891,515)
Basic and diluted loss per share			
Continuing operations	(0.41)	(0.19)	(0.15)
Discontinued operations	-	-	(0.14)
	(0.41)	(0.19)	(0.29)
Comprehensive loss for the year:			
From continuing operations	(61,280,904)	(26,832,683)	(22,720,903)
From discontinued operations	-	(82,230)	(19,472,853)
	(61,280,904)	(26,914,913)	(42,193,756)
Comprehensive loss for the year attributable to:			
Non-controlling interest	-	(29,018)	(8,779,849)
Owners of the parent	(61,280,904)	(26,885,895)	(33,413,907)
	(61,280,904)	(26,914,913)	(42,193,756)
Balance Sheet			
Working capital	33,151,483	58,749,981	72,650,601
Total assets	209,448,816	408,492,298	480,411,927
Total liabilities	22,698,563	50,690,531	65,977,643

* as restated for change in accounting described in Note 2(c) to the condensed consolidated interim financial statements

The Corporation prepares its consolidated annual financial statements in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Quarterly Information

The following is a summary of selected financial information of the Corporation for the quarterly periods indicated.

Quarter	2015 Third $	2015 Second $	2015 First $	2014 * Fourth $	2014 * Third $	2014 * Second $	2014 * First $	2013 Fourth $
Investment and other income	103,918	194,174	110,735	107,238	135,834	168,500	177,681	148,464
Other significant income / (loss):								
Unrealized gain (loss) on investments	318,513	649,312	56,660	(883,069)	(1,334,361)	2,683,333	19,549,913	7,756
Realized loss on sale of investments	(358,515)	(1,047,564)	-	-	(1,031,472)	(976,583)	(13,954,677)	(4,056,851)
Gain on divestment of mineral property interests	10,970,081	2,848,261	39,777,374	-	-	-	-	-
Gain attributable to Greenstone Gold development commitment	3,846,121	4,020,786	1,852,479	-	-	-	-	-
	14,776,200	6,470,795	41,686,513	(883,069)	(2,365,833)	1,706,750	5,595,236	(4,049,095)
Net income (loss) for the period	5,341,819	(976,554)	38,075,819	(9,082,947)	(18,983,303)	(34,238,569)	(1,289,029)	(12,703,459)
Basic and diluted income / (loss) per common share	0.03	(0.01)	0.24	(0.06)	(0.12)	(0.23)	(0.01)	(0.09)
Comprehensive income / (loss) for the period:	10,857,812	(989,395)	40,136,501	(9,374,101)	(16,982,278)	(34,240,235)	(684,290)	(12,311,555)
Total long-term liabilities	11,901,056	11,890,304	12,154,908	18,378,633	17,280,594	11,018,159	11,705,585	37,968,971
Cash dividends	-	-	-	-	-	-	-	-

* Restated for the change in accounting policy referenced in note 2(c) of the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015.

Change in Accounting Policy

As of January 1, 2015, the Corporation changed its accounting policy for property, plant and equipment and in particular to exploration and evaluation expenditures. The new policy will expense exploration and evaluation expenditures that were previously capitalized in order to provide more relevant information in comparison to our peers as well as to align our policy with strategic partners. This change is fully disclosed in Note 2(c) of the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015.

Overall performance

Three months ended September 30, 2015 and 2014

Income (loss) for the three months ended September 30, 2015 was $5,341,819 compared to a loss of $18,983,304 for the three months ended September 30, 2014 for a positive variance of $24,325,123.

The significant items for the quarter include:

- A gain of $10,970,081 on the divestment of mineral property interests which includes $11,009,681 as settlement of the contingent capital contribution by Centerra in accordance with the terms of the agreement less additional transaction costs in the quarter of $39,600.

- Gain attributable to the Greenstone Gold development commitment of $3,846,121 related to Premier's 50% of exploration, evaluation and pre-development and project related general and administration expenditures funded by Centerra on behalf of Premier.

The variances for the three months ended September 30, 2015 compared to the same period of 2014 are:

	2015 Q3 $	2014 Q3 As restated $	Increase (Decrease) $
EXPENSES			
Depreciation and impairment loss on property, plant and equipment	27,035	4,929,018	(4,901,983)
Share-based payments	3,100,610	2,680,796	419,814
Flow-through interest penalty	8,028	-	8,028
General and administrative	1,161,520	921,569	239,951
Professional fees	422,468	93,168	329,300
Exploration, evaluation and pre-development	8,196,852	6,327,292	1,869,560
Property maintenance	225,198	115,827	109,371
Long term debt accretion	153,569	29,605	123,964
Environmental rehabilitation accretion	23,623	22,843	780
Loss from operating activities	13,318,903	15,120,118	(1,801,215)
Investment and other income	103,918	135,834	(31,916)
Unrealized gain (loss) on investments	318,513	(1,334,361)	1,652,874
Unrealized foreign exchange gain	1,466,387	80,578	1,385,809
Realized foreign exchange gain	14,806	-	14,806
Loss on sale of investments	(358,515)	(1,031,472)	672,957
Gain on divestment of mineral property interests	10,970,081	-	10,970,081
Gain attributable to Greenstone Gold development commitment	3,846,121	-	3,846,121
Other income	16,361,311	(2,149,421)	18,510,732
Income (loss) before income taxes	3,042,408	(17,269,539)	20,311,947
Current tax expense	34,375	(38)	34,413
Deferred tax recovery (expense)	2,265,036	(1,713,727)	3,978,763
Income (loss) for the period	5,341,819	(18,983,304)	24,325,123

Other significant items with variances include:

- A decrease in depreciation and impairment loss of $4,901,983 as the Northern Empire mill and the balance of the Saddle property were impaired in this quarter of last year, there are no indicators of impairment on property, plant and equipment for this quarter.

- An increase of $1,869,560 in exploration, evaluation and pre-development expenditures for this year compared to the same period of 2014 as restated (exploration, evaluation and pre-development expenditures were previously included in exploration and evaluation assets prior to change in accounting policy on January 1, 2015).

Summary of expenditures by property:

For the three months ended September 30,	**2015**	2014	Variance
	$	$	$
Rahill Bonanza, Ontario	**286,247**	250,779	35,468
East Bay, Ontario	**-**	9,960	(9,960)
Hasaga, Ontario	**2,955,151**	-	2,955,151
Greenstone Gold, Ontario	**3,655,656**	5,190,616	(1,534,960)
McCoy-Cove, Nevada	**1,297,387**	872,303	425,084
Other areas	**2,411**	3,634	(1,223)
	8,196,852	**6,327,292**	**1,869,560**

- Hasaga expenditures for the three months ended September 30, 2015 were $2,955,151:
  - $2,298,524 for 27,488 meters of drilling related costs
  - $116,500 in geological costs including wages and salaries
  - $305,876 in analytical and sampling costs
  - $234,251 in operations support including wages and salaries

- Greenstone Gold exploration and pre-development expenditures (including the Hardrock and Brookbank projects) for the three months ended September 30, 2015 were $7,311,312, 50% or $3,655,656 recorded by Premier and include:
  - $578,094 in exploration and pre-development drilling related costs
  - $2,038,551 in environmental permitting and social impact assessment
  - $592,548 in geology, mine development and metallurgical feasibility test work
  - $3,797,094 in pre-development infrastructure
  - $305,025 for operations support

- McCoy-Cove expenditures for the three months ended September 30, 2015 were $1,297,387, $425,084 higher than this period last year due to a pause in drilling for target prioritization, expenditures in this period include:
  - $664,790 in drilling related costs
  - $299,145 in geological costs for exploration including wages and salaries
  - $90,968 in analytical and sampling costs
  - $141,887 in operations support including wages and salaries
  - $100,597 in pre-development and environmental permitting costs

- A decrease in unrealized investment loss of $1,652,874 and realized investment loss of $672,957 for this period compared to the same period last year as the result of a decrease in investment activity relating to divesture of shares acquired in the 2013 sale of Premier Royalty.

- An increase in unrealized foreign exchange gains of $1,385,809 due to the conversion of CAD to USD related to the South Arturo transaction.

- A deferred income tax recovery was booked against income for this period in the amount of $2,265,036 related to the use of operating tax losses to offset deferred tax expense recorded through other comprehensive income related to the timing differences on exchange gains

Nine months ended September 30, 2015 and 2014

Income for the nine months ended September 30, 2015 was $42,441,084 compared to a restated loss of $54,510,902 for the nine months ended September 30, 2014 for a positive variance of $96,951,986.

The significant items include:

- Gain of $50,656,987 on divestment of 50% of the Hardrock and Brookbank properties to the Greenstone Gold partnership; $96,009,681 in cash proceeds less 50% of mineral property cost and transaction costs related to the divestment. This includes settlement of the contingent capital contribution by Centerra based on the results of an updated mineral resource calculation agreed to in the arrangement.

- Gain of $2,938,729 on divestment of a 5% interest (or 10.2% of the 49% interest) in the Rahill-Bonanza property transferred to Goldcorp as part of the South Arturo acquisition; $4,000,000 USD ($4,969,200 CAD) in cash proceeds less the cost of the 5% mineral property interest and expenditures related to the divestment.

- Gain attributable to the Greenstone Gold development commitment of $9,719,386 related to Premier's 50% of exploration, evaluation and pre-development and project related general and administration expenditures funded by Centerra on behalf of Premier.

- Impairment loss of $29,813,599 taken in 2014 on disposal and review of mineral interests and mill.

The variances for the nine months ended September 30, 2015 compared to the same period of 2014 are:

	2015 YTD Q3 $	2014 YTD Q3 As restated $	Increase (Decrease) $
EXPENSES			
Depreciation and impairment loss on property, plant and equipment	83,352	32,311,451	(32,228,099)
Share-based payments	3,339,415	3,260,165	79,250
Flow-through interest penalty (recovery)	35,422	(139,365)	174,787
General and administrative	2,955,929	2,732,183	223,746
Professional fees	935,704	303,696	632,008
Exploration, evaluation and pre-development	19,402,490	18,779,605	622,885
Property maintenance	609,559	356,829	252,730
Long term debt accretion	445,290	480,912	(35,622)
Environmental rehabilitation accretion	63,021	68,529	(5,508)
Loss from operating activities	27,870,182	58,154,005	(30,283,823)
Investment and other income	408,827	482,015	(73,188)
Unrealized gain on investments	1,024,485	20,898,885	(19,874,400)
Unrealized foreign exchange gain/(loss)	1,634,739	(61,277)	1,696,016
Realized foreign exchange gain	1,445,669	-	1,445,669
Loss on sale of investments	(1,406,079)	(15,962,732)	14,556,653
Gain on divestment of mineral property interests	53,595,716	-	53,595,716
Gain attributable to Greenstone Gold development commitment	9,719,386	-	9,719,386
Other income	66,422,743	5,356,891	61,065,852
Income (loss) before income taxes	38,552,561	(52,797,114)	91,349,675
Current tax expense	(997,716)	(61)	(997,655)
Deferred tax recovery (expense)	4,886,239	(1,713,727)	6,599,966
Income (loss) for the period	42,441,084	(54,510,902)	96,951,986

The other significant items with variances include:

- An increase in professional fees of $632,008 mainly related to legal fees incurred in 2015 in connection with the lawsuit described in Note 20 of the September 30, 2015 condensed consolidated interim financial statements.

- An increase of $622,885 in exploration, evaluation and pre-development expenditures for this year compared to the same period of 2014 restated due to the change in accounting policy January 1, 2015. Summary of expenditures by property:

For the nine months ended September 30,	2015	2014	Variance
	$	$	$
Rahill Bonanza, Ontario	**535,600**	685,851	(150,251)
East Bay, Ontario	**19,765**	204,253	(184,488)
Hasaga, Ontario	**4,482,162**	-	4,482,162
Greenstone Gold, Ontario	**11,001,819**	11,497,427	(495,608)
McCoy-Cove, Nevada	**3,348,561**	6,325,891	(2,977,330)
Saddle, Nevada	**-**	13,164	(13,164)
Other areas	**14,583**	53,019	(38,436)
	19,402,490	**18,779,605**	**622,885**

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    - Hasaga spending for the nine months ended September 30, 2015 was $4,482,162:
        - Property was acquired in the first quarter of 2015
        - Expenditures year to date:
            - $3,412,240 for 38,233 meters of drilling related costs
            - $270,172 in geological costs for exploration including wages and salaries
            - $415,457 in analytical and sampling costs
            - $384,293 in operations support including wages and salaries

    - Attributable Greenstone Gold expenditures (50%) and including the Hardrock and Brookbank projects prior to the partnership are $11,001,819 year to date:
        - Expenditures prior to the partnership include:
            - $38,019 in drilling related costs
            - $42,606 in geological costs including wages and salaries
            - $178,946 in analytical and sampling costs
            - $98,302 in operations support including wages and salaries
            - $1,169,154 in pre-development costs, mainly feasibility test work

        - Greenstone Gold pre-development expenditures post partnership for the period were $9,474,792 (50% of $18,949,584) from the agreed date of February 5, 2015 recorded by Premier.

            - Total expenditures in this period include:
                - $3,086,083 in pre-development drilling
                - $967,841 in exploration
                - $4,994,523 in environmental permitting and social impact assessment
                - $2,069,672 in geology, mine development and metallurgy feasibility test work
                - $6,832,679 in pre-development infrastructure
                - $998,786 in pre-development management and administration

- McCoy-Cove spending for the nine months ended September 30, 2015 was $3,348,561, $2,977,230 less than the same period last year:
  - Reduction in drilling by 11,547 meters less this period versus this period last year in order to assess data and results.
  - Expenditures year to date include:
    - $1,745,158 in drilling related costs
    - $680,922 in geological costs including wages and salaries
    - $224,758 in analytical and sampling costs
    - $519,574 in operations support including wages and salaries
    - $178,149 in pre-development and environmental permitting costs

- A decrease in net investment gains/losses of $5,617,747 for the period as compared to the same period last year as the result of a decrease in investment activity related to the divestment of shares acquired in the Premier Royalty transaction that took place in 2013.

A deferred tax recovery was booked against income year to date in the amount of $4,886,239 in order to record a deferred tax charge on the exchange gain included in comprehensive income for tax losses that would be utilized to offset the exchange gain when realized. In addition the provision includes deferred taxes related to the deferred premium on flow through shares.

Other comprehensive income (loss)

Included in the comprehensive income for the nine months ended September 30, 2015 is an exchange gain on the translation of foreign currencies for operations of $11,891,969 compared to a gain of $2,604,099 for the same period in 2014. The U.S dollar strengthened 17 basis points during this period compared to 6 basis points in the previous year to date. As the exchange gain originates from the U.S. subsidiary, a deferred tax expense has been recognized.

Financial position at September 30, 2015 and 2014

Total assets increased by $81,247,147 from $209,448,816 to $290,695,963 for the period December 31, 2014 to September 30, 2015:

- Current assets increased by $53,809,826 due to :
  - An increase in cash and cash equivalents of $43,087,351 (see "Liquidity and Capital Resources")
  - A deposit on mine development expenditures of $11,115,704 related to the South Arturo acquisition

- Property, plant and equipment, as restated to include mineral property acquisition and mine development costs, increased by $27,074,685 including:
  - $129,771 increase in the Rahill-Bonanza property for the acquisition of additional claims.
  - $42,132,955 decrease related to the 50% divestment of the Hardrock and Brookbank properties.
  - $62,913,407 increase for the acquisition of the 40% interest in the South Arturo property including $29,217,289 for development costs and $3,640,869 currency adjustment offset by a $2,030,471 decrease related to the transfer of the 5% interest in Rahill-Bonanza as part of the transaction.
  - $8,269,030 increase due to a foreign currency exchange difference on the McCoy-Cove property.
  - The balance relates to additional legal costs incurred on the Hasaga property swap in 2015 and the McCoy acquisition in 2014.

Total liabilities increased by $1,218,426 related to the exchange difference, accretion on the McCoy-Cove debt of $1,403,636 and income taxes payable on the gain associated with the divestment of the 5% interest in the Rahill-Bonanza property of $997,716 offset by a decrease in accounts payable and accrued liabilities of $699,890 and deferred premium on flow-through shares of $343,861.

Liquidity and capital resources

At September 30, 2015, the Corporation had cash and cash equivalents of $75,228,364 ($32,141,013 at December 31, 2014). The change in cash and cash equivalents of $43,087,351 over the period ended December 31, 2014 was due to the following:

- $13,132,107 cash used in operating activities.
- $96,009,681 cash received for the divestment of a 50% interest in the Greenstone Gold property less related costs of $3,119,688.
- $53,044,050 of cash used for the acquisition of the 40% interest in the South Arturo property and related mine development costs plus $11,115,704 for prepaid cash calls for forecasted spending through November, 2015.
- $27,130,677 cash received from private placement financing.

Premier is funding the current exploration, evaluation, pre-development and development expenditures through financings and liquidation of investments. The Corporation anticipates that it will have sufficient funds to manage current projects through 2016 and is actively managing the ongoing pre-development activities at the Greenstone Gold property through its partnership agreement with Centerra.

The Corporation funds a portion of its Canadian exploration activities via flow-through share issuances. Resource expenditure deductions for income tax purposes related to exploration and development activities funded by flow-through share issuances are renounced to investors in accordance with income tax legislation. A flow through financing for $9,187,500 was completed on November 25, 2014 of which $5,411,337 remains to be spent on exploration activities during 2015.

As at September 30, 2015 the financial instruments of the Corporation consisted of cash and cash equivalents, accounts receivable, investments, accounts payable and accrued liabilities and long term debt.

The Corporation is authorized to issue an unlimited number of common shares of which 171,011,322 were outstanding as of November 13, 2015. As at November 13, 2015 the Corporation had outstanding options to purchase an aggregate of 12,712,417 common shares under its share incentive plan with exercise prices ranging from $1.40 to $7.45 per share, and expiry dates ranging from December 8, 2015 to July 15, 2020. As of September 30, 2015 there were 640,000 unvested stock options.

As at September 30, 2015 the Corporation had no warrants outstanding.

PREMIER Gold Mines Limited

Commitments

Contractual Obligations

The following is a summary of the commitments of the Corporation as at September 30, 2015:

	2015	2016	2017	2018	Total
	$	$	$	$	$
Promissary notes	7,804,661	66,725	66,725	-	7,938,111
Contracts and operating leases	94,330	341,820	190,105	62,933	689,188
Exploration expenditure commitment from the issuance of flow through shares	2,149,973	-	-	-	2,149,973

Surety Bonds

At September 30, 2015, the corporation has outstanding surety bonds in the amount of US$4,417,691 in favour of the United States Department of the Interior, Bureau of Land Management (BLM) as financial support for environmental reclamation and exploration permitting. The surety bonds are secured by a US$250,000 deposit and are subject to fees competitively determined in the market place. The obligations associated with these instruments are generally related to performance requirements that the Corporation addresses through its ongoing operations. As specific requirements are met, the BLM as beneficiary of the instrument will return the instrument to the issuing entity. As these instruments are associated with operating sites with long-lived assets, they will remain outstanding until closure.

Environmental rehabilitation provision

The Corporation has three environmental rehabilitation obligations related to properties acquired as a result of the 2011 Goldstone acquisition and the more recent McCoy-Cove acquisition in 2014 as follows:

	September 30, 2015	December 31, 2014
	$	$
Northern Empire Mill, Ontario	**2,458,797**	2,430,402
Faymar-Deloro, Ontario	**1,407,295**	1,388,561
McCoy-Cove, Nevada	**1,059,337**	1,011,539
	4,925,429	4,830,502

The Northern Empire Mill and Faymar-Deloro obligations relate to inactive properties acquired as the result of the Goldstone Resources Inc. acquisition in 2011 and relate to Ministry of Northern Development and Mines closure plans and / or requirements. The McCoy-Cove obligation relates to the remaining reclamation work required on the previously mined McCoy property. The South Arturo property acquired at the end of the second quarter is currently being assessed for environmental rehabilitation as a result of current development work, a provision is expected to required for 2015 that will result in an addition to the mineral property.

Additional details on activity for the period are discussed in Note 10 to the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015.

PREMIER Gold Mines Limited

Transactions with related parties

Transactions are as disclosed in Note 16 to the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015 with no significant changes for the quarter or the year. Year to date related party transactions totalled $236,162.

Contingency

The contingency is as disclosed in Note 20 to the unaudited condensed consolidated interim financial statements for the three and nine months ended September 30, 2015 with no significant changes for the quarter or the year.

Subsequent events

There are no subsequent events to report as of November 13, 2015.

Financial instruments and related risks

For full details on the financial instruments and related risks affecting the Corporation, please refer to the Corporation's audited annual consolidated financial statements and notes and annual information form for the year ended December 31, 2014 as well as the condensed consolidated interim financial statements for the three and nine months ended September 30, 2015.

Management of capital

The Corporation manages its share capital, equity settled employee benefits reserve, warrant reserve and contributed capital as capital. The Corporation's objectives when managing capital are to safeguard the Corporation's ability to continue as a going-concern in order to pursue the exploration and development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Corporation manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Corporation may attempt to issue new shares, acquire or dispose of assets or acquire new debt.

In order to maximize ongoing exploration and development efforts, the Corporation does not pay out dividends. The Corporation's investment policy is to invest its short-term excess cash in highly liquid short-term interest-bearing investments with short-term maturities, selected with regard to the expected timing of expenditures from continuing operations.

The Corporation expects its current capital resources will be sufficient to carry out its exploration and development plans and operations through 2016.

Off-Balance Sheet Arrangements

The Corporation has not participated in any off-balance sheet or income statement arrangements other than the surety bonds discussed on page 14.

Changes in Internal Control Over Financial Reporting ("ICFR")

No changes occurred in the Corporation's ICFR that have materially affected, or are reasonably likely to materially affect the Corporation's ICFR during the period.

Controls and Procedures

In accordance with the requirements of *National Instrument 52-109 Certification of Disclosure in Issuer's Annual and Interim Filings*, the Corporation's management, including Chief Executive Officer (CEO) and Chief Financial Officer (CFO), have evaluated the operating effectiveness of the Corporation's internal control over financial reporting. Management of the Corporation is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is a process designed by, or under, the supervision of, the CEO and CFO and effected by management and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with international financial reporting standards. Management assessed the effectiveness of the Corporation's internal control over financial reporting as of September 30, 2015. Based on this assessment, management believes that, as of September 30, 2015, the Corporation's internal control over financial reporting is designed and is operating effectively.

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management, including the CEO and CFO, on a timely basis so that appropriate decisions can be made regarding annual and interim financial statement disclosure. Management believes these disclosure controls and procedures have been effective during the period ended September 30, 2015.

Additional Information

Additional information relating to the Corporation can be found on SEDAR at www.sedar.com, or on the Corporation's web-site at www.premiergoldmines.com.

"Steve Filipovic"

(Signed) Steve Filipovic
Chief Financial Officer

Thunder Bay, Canada
November 13, 2015