

**PANTHER MINERALS INC.**  
**(FORMERLY LITHIUM LION METALS INC.)**

**MANAGEMENT'S DISCUSSION AND ANALYSIS OF THE COMPANY'S  
FINANCIAL CONDITION AND RESULTS OF OPERATIONS  
FOR THE SIX MONTHS ENDED DECEMBER 31, 2024**

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**March 3, 2025**

This Management Discussion and Analysis ("MD&A") of Panther Minerals Inc. (formerly Lithium Lion Metals Inc.) ("Panther" or the "Company") has been prepared by management as of March 3, 2025 and should be read together with the condensed consolidated interim financial statements for the six months ended December 31, 2024 and 2023 which are prepared in accordance with International Financial Reporting Standards ("IFRS"). Additional information regarding the Company can be found on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca). All of the following amounts are expressed in Canadian dollars unless otherwise stated.

**FORWARD-LOOKING STATEMENTS**

The information set forth in this MD&A contains statements concerning future results, future performance, intentions, objectives, plans and expectations that are, or may be deemed to be, forward-looking statements. These statements concerning possible or assumed future results of operations of the Company are preceded by, followed by or include the words 'believes,' 'expects,' 'anticipates,' 'estimates,' 'intends,' 'plans,' 'forecasts,' or similar expressions. Forward-looking statements are not guarantees of future performance. These forward-looking statements are based on current expectations that involve numerous risks and uncertainties, including, but not limited to, those identified in the Risks Factors section. Assumptions relating to the foregoing involve judgments with respect to, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately. These factors should be considered carefully, and readers should not place undue reliance on forward-looking statements. The Company may not provide updates or revise any forward-looking statements, except those otherwise required under paragraph 5.8(2) of NI 51-102, whether written or oral that may be made by or on the Company's behalf.

**OVERALL PERFORMANCE**

Lithium Lion Metals Inc. (formerly Gold Lion Resources Inc.) was incorporated under the laws of the Province of British Columbia, Canada. The Company's head office and its registered and records office are located at #600-1090 West Georgia St, Vancouver, BC V6E 3V7.

Its main business activity is the acquisition, exploration and evaluation of mineral properties located in Alaska, United States and Quebec, Canada. The Company's common shares trade on the Canadian Securities Exchange ("CSE").

On February 28, 2025, Sebastian Lowes resigned as a Director of the Company.

During the period ended December 31, 2024, the Company incurred a net loss of \$3,767,711 (2023 - \$1,292,363), net cash used in operations of \$675,413 (2023 - \$308,087) and at December 31, 2024, the Company's net working capital is \$169,277 (2023 - \$1,246,522).

On July 17, 2024, the Company entered into a definitive agreement with 1484506 B.C. Ltd. ("148 B.C.") and its shareholders, providing for the acquisition by the Company of 148 B.C., which holds the beneficial interest in the Huber Heights Uranium Property, located in northern Elko County, Nevada, from the shareholders of 148 B.C.

The Company issued an aggregate of 5,000,000 common shares of the Company to the shareholders of 148 B.C. pro-rated to their respective shareholdings in 148 B.C. with a fair value of \$0.43. The Company also made a cash payment of \$20,000 to one of the shareholders of 148 B.C. in payment of 148 B.C.'s legal and professional costs and incurred \$15,750 of acquisition related costs.

In December 2024, the Company entered into an option agreement (the "Option") with an arm's length purchaser (the "Purchaser") pursuant to which, the Purchaser has been granted an exclusive option to acquire a 100% interest in the Huber Heights Property (the "Property") over a two year period. Pursuant to the Option, the Purchaser will make a cash payment of \$150,000 within 45 days of the Option execution and the Company will retain a 2% net smelter returns royalty (the "NSR") on the Property, subject to a buy-down right (the "Buy-Down Right") whereby the Purchaser can repurchase the NSR from the Company for \$1,000,000. Consequently, the Company impaired the property to \$150,000, being the recoverable amount, and recognized an impairment loss of \$2,050,299.

On January 3, 2025, the Company closed the option agreement announced on December 19, 2024 pursuant to which, the Company has the right to purchase an undivided 100% interest in the East Brouillan Property located in the Abitibi province of Quebec. On closing, the Company issued 10,000,000 common shares with a fair value of \$400,000 to the optionor and granted the optionor a 2% net smelter returns royalty (the "NSR") subject to a buy-down right whereby the Company can purchase two-thirds of the NSR from the optionor for \$1,000,000. To acquire the 100% interest in the East Brouillan Property, the Company must also incur a minimum of \$2,000,000 of work expenditures on the property within 2 years of closing.

## **RESULTS OF OPERATIONS**

As at December 31, 2025, the Company had total assets of \$790,368 (June 30, 2024: \$1,625,708) and total liabilities of \$208,275 (June 30, 2024: \$180,302).

### **For the three months ended December 31, 2024**

For the three months ended December 31, 2024, the Company recognized a net loss and comprehensive loss of \$2,713,742 compared to \$1,160,174 during the three months ended December 31, 2023. An explanation of these changes are mainly as follows:

- Consulting fees increased to \$97,349 (2023 – \$37,407). The increase was related to an increase in engagement with consultants during the current period related to the Huber Heights and East Brouillan property acquisitions.
- Investor relations expenses increased to \$29,500 (2023 - \$Nil). In the current period, investor relations expenses were incurred to increase the Company's brand awareness and presence in the mineral resource sector.
- Marketing, filing and office fees increased to \$57,685 (2023 - \$23,804). The increase was due to higher marketing expenses in the current period incurred to increase the Company's brand awareness and presence in the mineral resource sector.

- Share-based compensation increased to \$427,856 (2023 - \$73,790). The increase was a result of an increase in options and restricted share units granted to key management personnel and consultants that vested in the current period.
- In the current period, the Company recognized an impairment of the Huber Heights Uranium Property to \$150,000, being the recoverable amount, and recognized an impairment loss of \$2,050,299. The Company entered into an option agreement to divest of its interest in the property for consideration of \$150,000 and a 2% net smelter returns royalty on the property, subject to a buy-down right whereby the purchaser can repurchase the royalty from the Company for \$1,000,000. Consequently, the Company determined the recoverable amount of the property had decreased.

For the six months ended December 31, 2024

For the six months ended December 31, 2024, the Company recognized a net loss and comprehensive loss of \$3,767,711 compared to \$1,292,363 during the six months ended December 31, 2023. An explanation of these changes are mainly as follows:

- Consulting fees increased to \$219,765 (2023 – \$83,107). The increase was related to an increase in engagement with consultants during the current period related to the Huber Heights and East Brouillan property acquisitions.
- Investor relations expenses increased to \$265,045 (2023 - \$6,250). In the current period, investor relations expenses were incurred to increase the Company’s brand awareness and presence in the mineral resource sector.
- Marketing, filing and office fees increased to \$527,777 (2023 - \$30,532). The increase was due to higher marketing expenses in the current period incurred to increase the Company’s brand awareness and presence in the mineral resource sector.
- Share-based compensation increased to \$584,098 (2023 - \$73,790). The increase was a result of an increase in options and restricted share units granted to key management personnel and consultants that vested in the current period.
- In the current period, the Company recognized an impairment of the Huber Heights Uranium Property to \$150,000, being the recoverable amount, and recognized an impairment loss of \$2,050,299. The Company entered into an option agreement to divest of its interest in the property for consideration of \$150,000 and a 2% net smelter returns royalty on the property, subject to a buy-down right whereby the purchaser can repurchase the royalty from the Company for \$1,000,000. Consequently, the Company determined the recoverable amount of the property had decreased.

Use of proceeds

The Company completed three financings in the year ended June 30, 2024, raising gross proceeds of \$2,470,000. The Company anticipated using the proceeds to fund exploration on the Company’s mineral projects and for general working capital purposes. The following is a breakdown of the Company’s actual use of proceeds from the financings.

<b>Amounts incurred to December 31, 2024</b>	
Exploration and evaluation	\$345,000
Legal & compliance, accounting & audit, and insurance expenses	\$215,000
General & admin expenses	\$1,910,000
<b>Total</b>	<b>\$2,470,000</b>

The Company completed a financing in December 2024. The following is a comparison of the Company's anticipated use of proceeds to the Company's actual use of proceeds from the financing.

<b>Intended use of proceeds</b>	<b>Amounts incurred to December 31, 2024</b>		<b>Variance</b>
Exploration and evaluation – East Brouillan Property	\$154,000	Exploration and evaluation – East Brouillan Property	\$Nil
Total	\$154,000	Total	\$Nil

## SUMMARY OF QUARTERLY RESULTS

The results of the Company's previous eight quarters is presented in the table below.

	Q2 2025	Q1 2025	Q4 2024	Q3 2024
Net loss (\$)	(2,713,742)	(1,053,969)	(1,097,966)	(254,853)
Loss per share (\$)	(0.07)	(0.03)	(0.09)	(0.02)
	Q2 2025	Q1 2025	Q4 2024	Q3 2024
Net loss (\$)	(1,160,174)	(191,502)	(409,234)	(802,794)
Loss per share (\$)	(0.09)	(0.02)	(0.06)	(0.11)

## EXPLORATION AND PROJECTS

### East Brouillan Property

On January 3, 2025, the Company closed the option agreement announced on December 19, 2024 pursuant to which, the Company has the right to purchase an undivided 100% interest in the East Brouillan Property located in the Abitibi province of Quebec. On closing, the Company issued 10,000,000 common shares with a fair value of \$400,000 to the optionor and granted the optionor a 2% net smelter returns royalty (the "NSR") subject to a buy-down right whereby the Company can purchase two-thirds of the NSR from the optionor for \$1,000,000. To acquire the 100% interest in the East Brouillan Property, the Company must also incur a minimum of \$2,000,000 of work expenditures on the property within 2 years of closing.

### Huber Heights Uranium Property

On July 17, 2024, the Company entered into a definitive agreement with 1484506 B.C. Ltd. ("148 B.C.") and its shareholders, providing for the acquisition by the Company of 148 B.C., which holds the beneficial interest in the Huber Heights Uranium Property, located in northern Elko County, Nevada, from the shareholders of 148 B.C.

The Company issued an aggregate of 5,000,000 common shares of the Company to the shareholders of 148 B.C. pro-rated to their respective shareholdings in 148 B.C. with a fair value of \$0.43. The Company also made a cash payment of \$20,000 to one of the shareholders of 148 B.C. in payment of 148 B.C.'s legal and professional costs and incurred \$15,750 of acquisition related costs.

This acquisition did not meet the definition of a business under IFRS 3; therefore, the acquisition of was treated as an acquisition of assets. The fair value of the assets acquired as at the date of acquisition were as follows:

Net assets acquired	
Exploration and evaluation assets	\$ 2,185,750
<b>Total</b>	<b>\$ 2,185,750</b>
Consideration	
Fair value of 5,000,000 common shares issued	\$ 2,150,000
Acquisition related costs	35,750
<b>Total</b>	<b>\$ 2,185,750</b>

In December 2024, the Company entered into an option agreement (the "Option") with an arm's length purchaser (the "Purchaser") pursuant to which, the Purchaser has been granted an exclusive option to acquire a 100% interest in the Huber Heights Property (the "Property") over a two year period. Pursuant to the Option, the Purchaser will make a cash payment of \$150,000 within 45 days of the Option execution and the Company will retain a 2% net smelter returns royalty (the "NSR") on the Property, subject to a buy-down right (the "Buy-Down Right") whereby the Purchaser can repurchase the NSR from the Company for \$1,000,000. Consequently, the Company impaired the property to \$150,000, being the recoverable amount, and recognized an impairment loss of \$2,050,299.

#### Boulder Creek Uranium Property

On February 12, 2024 (the "Effective Date"), the Company through its wholly owned subsidiary, Panther Minerals (AK) Inc., entered into an option-to-purchase agreement with Tubutulik Mining Company LLC to acquire a 100-per-cent interest in the Boulder Creek Uranium Property located in northwestern Alaska.

Under the terms of the Option Agreement, in order to exercise the option in full and thereby acquire undivided 100% ownership interest in the Property (the "Option Closing"), the Company shall make the following cash payments (the "Option Payments") to the Vendor:

- (i) US\$5,000 upon signing of the letter of intent as between the Company and the Vendor (paid);
- (ii) US\$25,000 upon signing the Option Agreement (the "Effective Date") (paid);
- (iii) US\$50,000 on the first anniversary of the Effective Date; and
- (iv) US\$100,000 on the 2nd through to the 10th anniversaries of the Effective Date.

The Company may accelerate the Option Payments, in its sole discretion, at any time during the term of the Agreement.

Pursuant to the Option Agreement, the Company has also agreed to grant, the Vendor a 2% net smelter royalty (the "NSR") on the Property, subject to a buy-down right (the "Buy-Down Right") in its sole direction to repurchase 1% of the NSR from the Vendor for \$1 million, if the Buy-Down Right is exercised before the Option Closing or \$2 million, if the Buy-Down Rights is exercised after the Option Closing and until the 10th anniversary of the Option Closing. Furthermore, commencing on the first anniversary of the Effective Date following the Option Closing, the Company will be required to pay to the Vendor \$100,000 per year, for a period of 10 years, as an advance towards the royalty payments pursuant to the NSR.

#### Mia-Li 3 Lithium Property

On February 1, 2023, the Company acquired, through the purchase of 1391740 B.C. Ltd., an option agreement (the "Option Agreement") for the Mia-Li3 Lithium Property, located in James Bay region of Quebec.

Pursuant to the Option Agreement, with an effective date December 18, 2022, the Company can exercise its option to earn 100% interest in the Mia-Li3 Lithium Property by completing the following milestones on or before the dates indicated pay an aggregate of \$495,000 as follows:

- (i) pay \$30,000 within 10 days following the Effective Date; (Paid)
- (ii) pay \$80,000 within one year following the Effective Date (the “First Anniversary”)
- (iii) pay \$150,000 within two years following the Effective Date (the “Second Anniversary”)
- (iv) pay \$235,000 within three years following the Effective Date (the “Third Anniversary”)

The option agreement is subject to a 2% net smelter returns royalty with the Company having the right to purchase 1.5% of the 2% NSR from the Optionor at \$2,000,000.

In December of 2023, the Company terminated its Mai Li3 Lithium Property option agreements and consequently, impaired the property to \$Nil and recognized an impairment loss of \$1,137,051.

113N Project

On November 30, 2023 (the “Effective Date”), the Company entered into an option agreement (the “Agreement”) with Mosaic Minerals Corporation (“Mosaic”). Pursuant to the Agreement, the Company can exercise its option to acquire a 100% interest in the 113N Project (the “Project”) by completing the following milestones on or before the indicated dates:

	<b>Shares</b>	<b>Cash</b>	<b>Exploration Commitment</b>
On Effective Date (issued and paid)	200,000	\$10,000	\$Nil
1 <sup>st</sup> Anniversary of Effective Date	400,000	\$25,000	\$75,000
2 <sup>nd</sup> Anniversary of Effective Date	600,000	\$50,000	\$250,000
3 <sup>rd</sup> Anniversary of Effective Date	800,000	\$115,000	\$1,000,000
Totals:	2,000,000	\$200,000	\$1,325,000

Upon the Company’s successful exercise of the option and acquisition of the Project, Mosaic will retain a 2% net smelter returns royalty (“NSR”), one-half of which (1% NSR) can be purchased by the Company for \$1,000,000.

As at June 30, 2024, the Company did not intend on continuing with its 113N Project property option and consequently impaired the property to \$Nil and recognized an impairment of \$12,000.

The continuity of the Company’s exploration and evaluation assets is as follows:

	Huber Heights \$	Mia-Li 3 \$	113N \$	Boulder Creek \$	Total \$
<b>Acquisition costs</b>					
<b>Balance, beginning July 1, 2023</b>	-	1,000,000	-	-	1,000,000
Incurred during the year	-	-	12,000	41,673	53,673
<b>Balance, ending June 30, 2024</b>	-	<b>1,000,000</b>	<b>12,000</b>	<b>41,673</b>	<b>1,053,673</b>
<b>Deferred Exploration Costs</b>					
<b>Balance, beginning July 1, 2023</b>	-	26,636	-	-	26,636
Equipment rental	-	63,859	-	20,824	84,683
Geological and geophysical	-	27,298	-	20,125	47,423
Project preparation and support	-	-	-	6,841	6,841
Permitting	-	-	-	9,491	9,491
Travel and accommodations	-	9,568	-	30,602	40,170
Report and data compilation	-	9,690	-	-	9,690
Taxes and mineral claims	-	-	-	69,328	69,328
<b>Balance, ending June 30, 2024</b>	-	<b>137,051</b>	-	<b>157,211</b>	<b>294,262</b>
Impairment	-	(1,137,051)	(12,000)	-	(1,149,051)
<b>Exploration and evaluation assets</b>	-	-	-	<b>198,884</b>	<b>198,884</b>
<b>Acquisition costs</b>					
<b>Balance, beginning at July 1, 2024</b>	-	-	-	41,673	41,673
Incurred during the year	2,185,750	-	-	-	2,185,750
<b>Balance, ending December 31, 2024</b>	<b>2,185,750</b>	-	-	<b>41,673</b>	<b>2,227,423</b>
<b>Deferred Exploration Costs</b>					
<b>Balance, beginning at July 1, 2024</b>	-	-	-	157,211	157,211
Geological and geophysical	-	-	-	2,115	2,115
Project preparation and support	1,875	-	-	10,047	11,922
Permitting	-	-	-	5,757	5,757
Report and data compilation	2,431	-	-	9,455	11,886
Taxes and mineral claims	10,243	-	-	36,558	46,801
<b>Balance, ending December 31, 2024</b>	<b>14,549</b>	-	-	<b>221,143</b>	<b>235,692</b>
Impairment	(2,050,299)	-	-	-	(2,050,299)
<b>Exploration and evaluation assets</b>	<b>150,000</b>	-	-	<b>262,816</b>	<b>412,816</b>

## LIQUIDITY AND CAPITAL RESOURCES

The following table summarizes the Company's cash on hand, working capital and cash flow:

As at	<b>December 31, 2024</b>	<b>June 30, 2024</b>
	\$	\$
Cash and cash equivalents	145,477	718,620
Working capital	169,277	1,246,522
Period ended	<b>December 31, 2024</b>	<b>December 31, 2023</b>
	\$	\$
Cash used in operating activities	(675,413)	(308,087)
Cash provided (used) in investing activities	(114,230)	1,013
Cash provided by financing activities	216,500	-
Change in cash	(573,143)	(307,704)

During the six months ended December 31, 2024, the Company issued the following shares

- On July 25, 2024, the Company issued 5,000,000 common shares with a fair value of \$2,150,000 pursuant to acquisition of Huber Heights Uranium Property.
- On July 29, 2024, the Company issued 1,200,000 common shares pursuant to the conversion of warrants for cash proceeds of \$66,000. The Company's shares on the date of conversion were trading at \$0.39 per share.
- On September 24, 2024, the Company issued 100,000 common shares pursuant to the conversion of warrants for cash proceeds of \$5,500. The Company's shares on the date of conversion were trading at \$0.12 per share.
- On December 31, 2024, the Company closed a non-brokered private placement of 3,080,000 flow-through shares at a price of \$0.05 per flow-through share for gross proceeds of \$154,000. On issuance, the Company recognized a flow-through premium of \$46,200. For the period ended December 31, 2024, the Company incurred \$Nil in flow-through expenditures resulting in a recovery recorded as other income of \$Nil. In addition, the Company paid finders' fees of \$9,000 and issued an aggregate of 180,000 broker warrants. Each broker warrant is exercisable into one common share for a period of two years at a price of \$0.05. The broker warrants were valued at \$5,203 using the Black-Scholes option pricing model with an expected life of 2 years, volatility of 203%, risk-free rate of 2.96% and a dividend rate of 0%.
- The Company issued 50,000 common shares pursuant to the conversion of 50,000 RSUs and the Company transferred \$21,500 from equity reserve to share capital.

During the year ended June 30, 2024, the Company issued the following shares:

- On December 8, 2023, the Company issued 20,000 shares to the Optionor with a fair value of \$2,000 in satisfaction of the first shares issuance in pursuant to the Option Agreement for 113N Project.
- On March 21, 2024, the Company issued 11,800,000 units at a price of \$0.05 per unit. Each unit comprises one common share in the capital of the Company and one common share purchase warrant. Each warrant will be exercisable into one common share at a price of \$0.055 per share for two years from the date of issue.
- On April 19, 2024, the Company issued 106,000 common shares pursuant to the conversion of warrants for cash proceeds of \$26,500. The Company's shares on the date of conversion were trading at \$0.215 per share. The Company transferred \$26,500 from equity reserve to share capital.
- On May 23, 2024, the Company issued 5,658,250 common shares of the Company at a price of \$0.20 for net proceeds of \$1,131,650.



- On May 23, 2024, 600,000 shares at a price of \$0.20 to settle outstanding indebtedness in the aggregate amount of \$120,000 pursuant to debt settlement agreements with a certain arm length creditor of the Company. The fair market value of the shares on the issuance date was \$234,000. The Company recognized a loss on debt settlement in the amount of \$114,000.
- On June 6, 2024, the Company issued 3,741,750 common shares of the Company at a price of \$0.20 for net proceeds of \$748,350.

#### **OUTSTANDING SECURITY DATA AS OF THE DATE OF THIS MD&A**

- Authorized: Unlimited number of common shares without par value.
- Issued Common shares: 49,717,648 (December 31, 2024 – 39,717,648)
- Warrants: 10,500,000 (December 31, 2024 – 10,500,000)
- Broker warrants: 180,000 (December 31, 2024 – 180,000)
- Options: 180,133 (December 31, 2024 – 180,133)
- Restricted share units: 1,750,000 (December 31, 2024 – 1,750,000)

#### **OFF-BALANCE SHEET ARRANGEMENTS**

The Company does not utilize off-balance sheet arrangements.

#### **RELATED PARTY TRANSACTIONS**

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and senior officers.

Key management personnel of the Company are as follows:

- Robert Birmingham – CEO (appointed on April 16, 2024)
- David Beck – CFO, Director, Corporate Secretary, Former Interim CEO (appointed as Director on May 13, 2022, appointed as Interim CEO on November 30, 2023, appointed as CFO and Corporate Secretary on April 16, 2024, resigned as Interim CEO on April 16, 2024)
- James Tworek – Director (appointed on July 18, 2023)
- Michael Leahy – Director (appointed on July 18, 2023)
- Sebastian Lowes – Former Director (appointed on June 6, 2023, resigned on February 28, 2025)
- Mark Haywood – Former CEO (appointed on May 9, 2023, resigned on November 30, 2023)
- Lawrence Hay – Former CEO, Former Director, Former Corporate Secretary (appointed as CEO, Director and Corporate Secretary on January 6, 2023, resigned as CEO on May 9, 2023, resigned as Director and Corporate Secretary on June 6, 2023)
- Steven Inglefield – Former CFO, Former Corporate Secretary (appointed as CFO on January 25, 2023, appointed as Corporate Secretary on June 6, 2023, resigned as CFO and Corporate Secretary on April 17, 2024)
- Alexander Bengert – Former Director (appointed on November 15, 2022, resigned on July 18, 2023)

Unless otherwise noted, related party transactions were incurred in the normal course of operations and are measured at fair value, being the amount established and agreed upon by the related parties.

During the six months ended December 31, 2024 and 2023, the Company carried out the following transactions with key management personnel:

	December 31, 2024	December 31, 2023
Management fees paid to a company controlled by Robert Birmingham	\$ 40,000	\$ -
Management fees paid to a company controlled by Sebastian Lowes	21,000	6,305
Management fees paid to Michael Leahy	6,000	4,000
Management fees paid to Alexander Bengner	-	500
Management fees paid to a company controlled by Steven Inglefield	-	5,000
Management fees paid to a company controlled by Mark Haywood	-	29,200
Share-based payments – Robert Birmingham	47,803	
Share-based payments – David Beck	47,803	11,700
Share-based payments – Sebastian Lowes	47,803	
Share-based payments – Michael Leahy	15,934	
Share-based payments – James Tworek	15,934	
Share-based payments – Mark Haywood	-	37,130
Share-based payments – Steven Inglefield	-	11,700
	<b>\$ 242,277</b>	<b>\$ 105,535</b>

As at December 31, 2024, included in accounts payable and accrued liabilities are balances due to related parties of \$23,100 (June 30, 2024 - \$Nil). The amounts owed are due on demand, unsecured and non-interest bearing.

#### **ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE**

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements. This standard aims to improve the consistency and clarity of financial statement presentation and disclosures by providing updated guidance on the structure and content of financial statements. Key changes include enhanced requirements for the presentation of financial performance, financial position, and cash flows, as well as additional disclosures to improve transparency and comparability.

IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027. The Company is currently assessing the impact that the adoption of IFRS 18 will have on its consolidated financial statements.

#### **FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS**

The carrying amounts of accounts payable and accrued liabilities approximate fair value because of the short-term maturity of these items. The fair value of the Company's cash is measured at fair value in accordance with level 1 of the fair value hierarchy.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

### Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The Company's management of market risk has not changed materially from that of the period ended June 30, 2024.

### Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's functional and presentation currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is not considered to be material, nor has the Company seen a material change in this risk during the six months ended December 31, 2024.

### Interest rate risk

Interest rate risk is the risk the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to cash flow interest rate risk. The Company does maintain bank accounts which earn interest at variable rates, and does not believe it is currently subject to any material interest rate risk. There has been no material change to the Company's exposure to interest rate risk during the six months ended December 31, 2024.

### Other price risk

The risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer or by factors affecting all similar financial instruments traded in the market. Given the Company's stage of development, management does not believe that the Company is currently subject to any material other price risk. There has been no material change to the Company's exposure to other price risk during the six months ended December 30, 2024.

### Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is in its cash. The Company's cash is held in a large Canadian financial institution. As a result, the Company believes it is not exposed to any material credit risk. There has been no material change to the Company's exposure to or management of credit risk during the six months ended December 31, 2024.

### Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities; the Company's accounts payable and accrued liabilities are all due within 12 months of December 31, 2024. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. The Company's ability to meet its obligations and carry out its planned exploration activities is uncertain and dependent upon the continued financial support of its shareholders and securing additional financing.

## **RISK AND UNCERTAINTIES**

Risk is inherent in all business activities and cannot be entirely eliminated. Our goal is to enable the Company's business processes and opportunities by ensuring that the risks arising from our business activities, the markets and political environments in which we operate is mitigated. The risks and uncertainties described in this section are considered by management to be the most important in the context of the Company's business. The risks and uncertainties described are not inclusive of all the risks and uncertainties the Company may be subject to and other risks may apply.

### Limited Operating History

The Company has a limited operating history upon which an evaluation of the Company, its current business and its prospects can be based. You should consider any purchase of the Company's securities in light of the risks, expenses and problems frequently encountered by all companies in the early stages of their corporate development.

### No Known Economic Deposits

The Company is an exploration stage company and cannot give assurance that a commercially viable deposit, or "mineral reserves," exists on any properties for which the Company currently has or may have (through potential future joint venture agreements or acquisitions) an interest. Therefore, determination of the existence of a reserve depends on appropriate and sufficient exploration work and the evaluation of legal, economic, and environmental factors. If the Company does not find a commercially viable deposit on any of its properties, its financial condition and results of operations will be materially adversely affected.

### Dependence on Management

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

## **INTERNAL CONTROLS OVER FINANCIAL REPORTING**

Management has designed internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The design of the Company's internal control over financial reporting was assessed as of the date of this MD&A. Based on this assessment, it was determined that certain weaknesses existed in internal controls over financial reporting. As indicative of many small companies, the lack of segregation of duties and effective risk assessment were identified as areas where weaknesses existed. The existence of these weaknesses is to be compensated for by senior management monitoring, which exists. Management will continue to monitor very closely all financial activities of the Company and increase the level of supervision in key areas. It is important to note that this issue would also require the Company to hire additional personnel in order to provide greater segregation of duties. Since there is insufficient work at this time to warrant the additional costs, management has chosen to disclose the potential risk in its filings and proceed with increased personnel only when the budgets and workload will enable the action. The Company has attempted to mitigate these weaknesses, through a combination of extensive and detailed review by management of the financial reports, and the integrity and reputation of senior accounting personnel.

## **MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The information provided in this report as referenced from the Company's condensed consolidated interim financial statements for the referenced reporting period is the sole responsibility of management. In the preparation of the information along with related and accompanying statements and estimates contained herein, management uses careful judgment in assessing the values (or future values) of certain assets or liabilities. It is the opinion of management that such estimates are fair and accurate as presented.

### **APPROVAL**

The Board of Directors of the Company has approved the disclosure contained in this MD&A.