Eureka Lithium Corp. (formerly Scout Minerals Corp.)

Management's Discussion and Analysis
For the year ended December 31, 2024

This Management's Discussion and Analysis ("MD&A") is dated as of April 7, 2025 and should be read in conjunction with the audited consolidated financial statements of Eureka Lithium Corp. (the "Company" or "Eureka") for the year ended December 31, 2024, and the related notes thereto, which is available under the Company's profile on SEDAR+ at www.sedarplus.ca. The consolidated financial statements have been prepared using accounting policies in compliance with IFRS Accounting Standards ("IFRS"), as issued by the International Accounting Standards Board.

This MD&A contains forward-looking statements that involve numerous risks and uncertainties. The Company continually seeks to minimize its exposure to business risks, but by the nature of its business and exploration activities and size, will always have some risk. These risks are not always quantifiable due to their uncertain nature. Should one or more of these risks and uncertainties, or those described under the heading "*Risk Factors*" in the Prospectus, and those set forth in this MD&A under the heading, "*Industry and Economic Factors that May Affect our Business"* materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described in forward-looking statements.

The Company's reporting currency is the Canadian dollar and all amounts in this MD&A are expressed in Canadian dollars unless otherwise stated.

Outlook

The Company is engaged in the acquisition, exploration and development of mineral properties in Canada. The Company is the largest lithium-focused landowner in the northern third of Quebec, known as the Nunavik region, with 100% ownership of three projects comprising 2,108 sq. km in the emerging Raglan West, Raglan South, and New Leaf Lithium Camps. These claims were acquired from legendary prospector Shawn Ryan and are located in a region that hosts two operating nickel mines with deep-sea port access.

The Company's current focus is to conduct the proposed exploration program for the Nunavik Lithium Projects, along with continuing to identify and potentially acquire additional property interests, assess their potential, and engage in exploration activities.

The Company has begun exploration activities relating to the Nunavik Lithium Projects and the Company expects to continue incurring expenditures in the coming months.

Overall performance and business to date

Eureka was incorporated in the Province of British Columbia, Canada on October 26, 2021, under the Business Corporations Act (British Columbia), as Scout Minerals Corp. The Company changed its name to Eureka Lithium Corp on June 1, 2023. The Company's sole business focus to date has been to acquire mineral property interests for the purposes of exploration and development. The Company's head office along with registered and records office is located at Suite 2300, Bentall 5, 550 Burrard Street, Vancouver, British Columbia, V6C 2B5.

On April 30, 2024, Jeffrey Wilson resigned as Chief Executive Officer ("CEO") and director of the Company and DJ Bowen, a director of the Company, was appointed CEO on the same date.

On June 19, 2024, the Company completed a 10-for-1 reverse split of its common shares ("Share Consolidation") with each fractional shares of less than 0.5 being cancelled and each fractional share of 0.5 or greater being rounded to one whole common share. Except where otherwise indicated, all historical share numbers and per share amounts have been adjusted on a retroactive basis to reflect this Share Consolidation.

Financing the business

Since incorporation on October 26, 2021, the Company has raised a total of $11,291,998 net of share issuance costs by issuances of the Company's common shares, flow-through and super flow-through shares, issuance of special warrants, the exercise of warrants and the exercise of stock options (see "*Equity Issuances and Outstanding Share Data*" section in this MD&A) to finance the commencement of operations with a focus on the Nunavik Lithium Projects. The Company completed the qualification, distribution and listing of common shares and common share purchase warrants ("warrants") on the Canadian Securities Exchange (the "CSE") on July 14, 2022. The Company is listed on the CSE under the stock symbol “ERKA”, the OTCQB venture market under the stock symbol “UREKF” and the Frankfurt Stock Exchange under the stock symbol “S580”.

The Company is fully financed to support its near-term planned business objectives as a result of these initial financings.

Exploration and evaluation assets

Nunavik Lithium Projects

On April 6, 2023, the Company entered into an agreement to acquire 100% of a large-scale land package prospective for spodumene-bearing lithium pegmatites in Northern Quebec’s under-explored Nunavik region which hosts two operating nickel mines. The Company has commenced an extensive exploration program that includes drill testing of high priority targets over the coming months given abundant outcrop including many mapped pegmatites over 1,408 sq. km of Eureka’s leading Nunavik land position.

The agreement includes the acquisition of large strategic claim blocks in three areas of Nunavik never previously recognized for the potential of hosting high-grade lithium mineralization. Nunavik comprises more than one-third of Quebec, underscoring the scale potential of this geologically rich part of the province.

The Nunavik Lithium Projects acquired during the year ended December 31, 2023, include:

- **Raglan West District** – 443 sq. km claim block beginning 33 km southwest of the community of Salluit which has year-round airport access and a seasonal port for barge landing;
- **Raglan South District** – 229 sq. km claim block which contains 12.3% of the 99.96 percentile lithium samples in lake sediments in the Quebec government data base (7 widely spaced samples out of the top 57 samples in the province’s entire data base) that contain >60 ppm Li), approximately 80 km southwest of the Raglan Nickel Mine;
- **New Leaf District –** 736 sq. km covering multiple claim blocks in areas of overlapping geochemical and geophysical anomalies in favorable geology, 120 km southwest of the community of Tasiujaq and approximately 350 km south of Raglan South.

The agreement also includes the acquisition of 333 sq. km in the North Shore region of Quebec, also considered prospective for spodumene-bearing lithium pegmatites. In total, including the Nunavik properties, the agreement comprises 3,837 active claims covering approximately 173,212 hectares.

The Company purchased the above-mentioned claims from Shawn Ryan and Syndicate in exchange for $1,200,000 in cash, 800,000 common shares of the Company with a fair value of $4,640,000 (the “Consideration Shares”), and the grant of a 1% net smelter return (“NSR”) royalty. The Consideration Shares will be subject to an escrow arrangement whereby one-third of the Consideration Shares will be released from escrow every six months after the closing of the Agreement (“Closing”), with the first such release date to occur on the date that is six months from Closing. Closing occurred on May 31, 2023.

During the year ended December 31, 2023, the Company also paid $8,465 to the Government of Quebec as a registration fee to transfer mining rights. This has been capitalized in the acquisition cost of the property as a necessary cost to acquire the rights to explore.

In the summer of 2023, the Company completed a ground prospecting, mapping and sampling program on these properties and identified favourable lithium exploration targets for further work. Based on these 2023 results, the Company has commenced detailed prospecting across zones of interest. The overall program strategy is aimed at honing in on the most prospective areas for a targeted drilling program using a lightweight and mobile Rotary Air Blast GT RAB Drill for initial drill testing.

On May 15, 2024, the Company entered into an agreement (the “EL2 Purchase Agreement”) to acquire 396 mineral claims located adjacent to the Company’s existing mineral claims in Northern Quebec’s Nunavik region from Shawn Ryan and Wildwood Exploration Inc. (“the sellers”) in exchange for $10 and grant of a 1% NSR royalty. The Company also agreed to give the sellers the first option to complete any contracts for completing a property compilation and exploration proposal report.

On June 24, 2024, the Company entered into an agreement (the “Leaf River West Purchase Agreement”) to acquire 425 mineral claims located adjacent to the Company’s existing mineral claims in Northern Quebec’s Nunavik region from Shawn Ryan and Wildwood Exploration Inc. (“the sellers”) in exchange for $10 and grant of a 1% NSR royalty. The Company also agreed to give the sellers the first option to complete any contracts for completing a property compilation and exploration proposal report.

On October 10, 2024, the Company announced that it had completed its 2024 exploration field program targeting lithium-bearing pegmatite deposits in the region of Nunavik. The objective of this program was to perform follow-up prospecting, till and lake sediment sampling within areas previously prospected by the Company in 2023. During the 2024 program, the Company identified a new area of significant pegmatite exposure containing muscovite and garnet within mafic metavolcanic rocks, which was the largest pegmatite exposure identified by the Company to date, increasing the number of pegmatites found from 2023. Samples have been collected to be scanned and sorted, and selected samples will be sent to laboratories for analysis. The data collected from the 2024 field program will assist in delineating and prioritizing the areas within the Company’s projects that are most prospective for possible lithium bearing deposits.

McKinney

On January 27, 2022, the Company entered into a mineral property option agreement (the "Option Agreement") with 1218802 B.C. Ltd. (the "Optionor"), providing the Company the ability to acquire a 75% interest in certain mining claims making up the McKinney exploration property located in the Greenwood Mining Division, British Columbia, Canada ("McKinney").

The Option Agreement was amended in an extension letter dated January 26, 2023, to extend the date of the 12-month anniversary of the listing date to June 30, 2023, thus extending the deadline of the payment of $50,000 and the issuance of 25,000 common shares to June 30, 2023. As consideration for the foregoing amendments, the Company agreed to pay the Optionor $5,000 within 30 days of acceptance of the extension letter. During the year ended December 31, 2023, the cash payments and issuance of common shares were made prior to the deadlines to maintain the Company’s ability to acquire a 75% interest in the McKinney property.

On April 23, 2024, the Company terminated the Option Agreement for the McKinney Property. The Company no longer has the rights or interests in the McKinney claims and notes that it owes no obligations or liabilities to the Optionor. An impairment of evaluation and exploration assets of $347,500 was recognized in the consolidated statement of loss and comprehensive loss during the year ended December 31, 2024.

Details of the Company’s acquisition costs related to its mineral property projects are as follows:

Acquisition costs	**McKinney**	**Nunavik**	**Total**
Balance, December 31, 2022	$ 62,500	$ -	$ 62,500
Cash payments	55,000	1,208,465	1,263,465
Issuance of common shares	230,000	4,640,000	4,870,000
Balance, December 31, 2023	$ 347,500	$ 5,848,465	$ 6,195,965
Cash payments	-	20	20
Impairment of exploration and evaluation assets	(347,500)	-	(347,500)
Balance, December 31, 2024	**$ -**	**$ 5,848,485**	**$ 5,848,485**

Lac la Motte Project

In December 2023, the Company entered into a letter of intent ("LOI") with respect to an option to acquire a 100% undivided interest in and to the mineral claims comprising the Lac la Motte project in the mining area of Abitibi, Quebec, subject to a 1% NSR royalty in favor of the underlying owner. Under the LOI, the Company had an exclusive period of 30 days to conduct due diligence (the "Exclusivity Period") with a view to negotiating and entering into a definitive agreement. During the year ended December 31, 2024, the Company decided not to pursue a definitive agreement on the Lac La Motte project.

A breakdown of the exploration and evaluation expenditures incurred during the years ended December 31, 2024 and 2023 is as follows:

	For the three months ended December 31, 2024 $	**For the three months ended December 31, 2023 $**	**For the year ended December 31, 2024 $**	**For the year ended December 31, 2023 $**
Nunavik Lithium Projects				
Travel, meals and accommodation	149,147	323,533	1,370,799	803,397
Prospecting and mapping	-	-	702,645	272,645
Field equipment and supplies	206,174	8,153	348,466	64,579
Administration fees	91,704	54,449	292,291	125,089
Sampling	-	12,920	160,999	12,920
Drilling	-	124,178	141,750	124,178
Equipment transportation	34,582	48,841	91,833	71,362
Consulting fees	46,266	10,328	91,298	30,328
Land lease – short term	9,000	-	36,000	-
Fuel transportation	20,000	(65,821)	22,620	446,953
Planning and permitting	-	-	-	14,500
Other expenses	-	5,365	-	13,035
Quebec mining tax credit	-	-	(374,783)	-
	556,873	521,946	2,883,918	1,978,986
McKinney Property				
BC mining exploration tax credit	-	-	-	(22,476)
	-	-	-	(22,476)
Total	**556,873**	**521,946**	**2,883,918**	**1,956,510**

Selected Annual Information

Management is responsible for the consolidated financial statements referred to in this MD&A and provides officers' disclosure certifications filed with the Canadian provincial securities commissions. The Board of Directors of the Company approved the consolidated financial statements and this MD&A.

Our material accounting policy information is presented in Note 3 of the consolidated financial statements for the year ended December 31, 2024. We followed these accounting policies consistently throughout the year. Details of new accounting standards issued but not yet effective are also found in Note 3 of the consolidated financial statements. Preliminary internal discussions have begun in order to evaluate the consequences of the new pronouncements, but the full impact has yet to be assessed. Newly adopted accounting policies are presented in Note 3 of the consolidated financial statements.

Management has determined that the Company has a Canadian dollar functional currency because the Company raises its financing and incurs head office expenses primarily in Canadian dollars. The Company's presentation currency for the consolidated financial statements is also Canadian dollars.

The Company currently operates in only one segment – the acquisition of mineral exploration properties. The following table sets forth selected financial information with respect to the Company as at each of the noted periods ended, which information has been derived from and should be read in conjunction with the consolidated financial statements.

	For the year ended December 31, 2024 $	For the year ended December 31, 2023 $	For the year ended December 31, 2022 $
Total revenue	-	-	-
Net loss and comprehensive loss	(4,373,400)	(6,060,496)	(189,610)
Basic and diluted loss per share	(0.68)	(1.91)	(0.14)
Total assets	5,989,734	10,078,931	236,047
Total non-current financial liabilities	-	-	-

The Company is in its early stages of operations and does not generate any revenue yet.

The composition of net loss and comprehensive loss for the years ended December 31, 2024 and 2023 is detailed below in "*Discussion of Operations*".

Total assets as at December 31, 2024, decreased to $5,989,734 from $10,078,931 as at December 31, 2023. The decrease in total assets of $4,089,197 is primarily attributable to a decrease in cash and cash equivalents of $2,557,663. This decrease in cash and cash equivalents is attributable to the Company spending money on operating activities during the period. The decrease is also due to a $888,029 decrease in prepaid expenses due to the Company receiving services during the year ended December 31, 2024, that were prepaid at December 31, 2023. Further, this decrease in total assets is attributable to a $347,480 decrease in exploration and evaluation assets, primarily due to a $347,500 impairment of the McKinney property as the Option Agreement was terminated during the year ended December 31, 2024.

Discussion of Operations

For the three months ended December 31, 2024, compared to the three months ended December 31, 2023

	For the three months ended December 31, 2024 ($)	For the three months ended December 31, 2023 ($)	Change ($)	Change (%)
Operating Expenses				
Exploration and evaluation expenditures	556,873	521,946	34,927	7
Consulting fees	33,000	82,650	(49,650)	(60)
Professional fees	14,789	94,473	(79,684)	(84)
Management fees	13,680	20,112	(6,432)	(32)
Share-based compensation	12,375	71,835	(59,460)	(83)
Listing and filing fees	12,129	11,573	556	5
Administrative expenses	6,128	7,509	(1,381)	(18)
Marketing fees	3,923	1,165,313	(1,161,390)	(100)
Transfer agent fees	3,463	3,255	208	6
Investor relations	505	97,995	(97,490)	(99)
Total operating expenses	(656,865)	(2,076,661)	1,419,796	(68)
Flow-through share premium recovery	184,241	(34,320)	218,561	(637)
Quebec income tax refund	18,364	-	18,364	100
Interest income	-	13,448	(13,448)	(100)
Foreign exchange loss	(7)	(14,706)	14,699	(100)
Part XII.6 tax	(87,631)	-	(87,631)	(100)
Net loss and comprehensive loss	(541,898)	(2,112,239)	1,570,341	(74)

For the three months ended December 31, 2024, net loss and comprehensive loss decreased by $1,570,341 from the three months ended December 31, 2023, which is primarily due to the following reasons:

Marketing fees decreased by $1,161,390, which is due to the Company entering into short-term marketing contracts during the three months ended December 31, 2023. These marketing contracts were completed prior to the current period. The Company has incurred lower marketing fees in the current period as it has increased its focus on exploration and evaluation expenditures.

Flow-through share premium recovery increased by $218,561. This relates to $556,873 of exploration expenditures incurred by the Company during the three months ended December 31, 2024, following the issuance of flow-through shares in June and November 2023. During the three months ended December 31, 2023, the Company incurred $521,946 of exploration expenditures which was offset by a Quebec Mining tax credit of $374,784. A negative flow-through share premium recovery was recognized during the three months ended December 31, 2023 due to the Company recognizing a surplus of income related to the flow-through share premium recovery before the tax credit was accounted for at year end.

Investor relations decreased by $97,490, which is due to the Company incurring more investor relations services in the comparative period in an effort to heighten market awareness and broaden the Company's reach throughout the investment community. During the comparative period, the Company was party to multiple contracts for the provision of investor relations services which ended prior to the current period. The investor relations fee incurred in the current period relates to the dissemination of news releases during the period.

Professional fees decreased by $79,684, which is mainly attributable to a decrease in legal and accounting fees during the current period.

Share-based compensation decreased by $59,460 during the three months ended December 31, 2024, when compared to the three months ended December 31, 2023. The higher share-based compensation expense in the comparative period is due to the vesting of stock options granted on June 21, 2023. Of these stock options, 375,000 vested immediately, with one third of the remaining 375,000 stock options vesting every six months thereafter. Each stock option entitles the holder to purchase one common share of the Company at a price of $7.80 per share for a period of five years. During the three months ended December 31, 2024, the Company recognized share-based compensation of $12,375 for these stock options compared to $71,835 during the three months ended December 31, 2023.

For the year ended December 31, 2024 compared to the year ended December 31, 2023

	For the year ended December 31, 2024 ($)	For the year ended December 31, 2023 ($)	Change ($)	Change (%)
Operating Expenses				
Exploration and evaluation expenditures	2,883,918	1,956,510	927,408	47
Marketing fees	804,641	2,523,992	(1,719,351)	(68)
Professional fees	201,660	361,253	(159,593)	(44)
Consulting fees	164,000	266,569	(102,569)	(38)
Investor relations	113,146	322,056	(208,910)	(65)
Share-based compensation	92,887	707,146	(614,259)	(87)
Management fees	62,720	65,912	(3,192)	(5)
Listing and filing fees	52,450	35,368	17,082	48
Transfer agent fees	24,651	19,819	4,832	24
Administrative expenses	22,229	26,554	(4,325)	(16)
Total operating expenses	(4,422,302)	(6,285,179)	1,862,877	(30)
Flow-through share premium recovery	438,891	230,571	208,320	90
Interest income	30,013	20,693	9,320	45
Quebec income tax refund	18,364	-	18,364	100
Foreign exchange loss	(3,235)	(26,581)	23,346	(88)
Part XII.6 tax	(87,631)	-	(87,631)	(100)
Impairment of exploration and evaluation assets	(347,500)	-	(347,500)	(100)
Net loss and comprehensive loss	(4,373,400)	(6,060,496)	1,687,096	(28)

For the year ended December 31, 2024, net loss and comprehensive loss decreased by $1,687,096 from the year ended December 31, 2023, which is primarily due to the following reasons:

Marketing fees decreased by $1,719,351, which is due to marketing contracts the Company entered into during the comparative period which ended prior to the year ended December 31, 2024. These marketing fees were incurred in an effort to promote awareness for the Company and its exploration activities being performed on the Nunavik Lithium Projects. During the current period, the Company moved its focus away from marketing the Company and increased its expenditures on exploration and evaluation activities.

Share-based compensation decreased by $614,259, which is due to the vesting of 75,000 and 5,000 stock options granted on June 21, 2023 and August 3, 2023, respectively, and the vesting of 32,000 RSRs granted on June 21, 2023. Of the 75,000 stock options granted on June 21, 2023, 37,500 vested immediately, with one third of the remaining 37,500 stock options vesting every six months thereafter. Each stock option entitles the holder to purchase one common share of the Company at a price of $7.80 per share for a period of five years. During the year ended December 31, 2024, the Company recognized share-based compensation of $92,887 for these stock options (December 31, 2023 - $404,222). The decrease in share-based compensation is also due to the vesting of 50,000 stock options granted on August 3, 2023, all of which vested immediately. Each stock option entitles the holder to purchase one common share of the Company at a price of $10.10 per share for a period of five years. The Company recognized share-based compensation of $Nil during the year ended December 31, 2024 in relation to these stock options (December 31, 2023 - $40,744). Furthermore, during the year ended December 31, 2023, the Company recognized $262,400 of share-based compensation in relation to the RSRs that were granted in June 2023 compared to $Nil during the year ended December 31, 2024.

Investor relations decreased by $208,910 in the current year, which is due to the Company incurring more investor relations services in the comparative period in an effort to heighten market awareness and broaden the Company's reach throughout the investment community. During the comparative year, the Company was party to multiple contracts for the provision of investor relations services which ended prior to or during the current year.

The decrease in net loss and comprehensive loss was partially offset by an increase in exploration and evaluation expenditures by $927,408, which is due to the Company ramping up exploration expenditures in the Nunavik region during the year ended December 31, 2024, while during the comparative period the Company acquired the Nunavik Lithium Projects part way through the year and therefore incurred lower exploration expenditures. This decrease was also offset by an impairment of exploration and evaluation assets, which increased by $347,500 during the current year. This relates to the carrying value of the McKinney Property being written down to $Nil as the Option Agreement was terminated on April 23, 2024. There was no impairment of exploration and evaluation assets during the year ended December 31, 2023.

Summary of Quarterly Results

For the three months ended,	December 31, 2024 ($)	September 30, 2024 ($)	June 30, 2024 ($)	March 31, 2024 ($)
Total revenue	-	-	-	-
Net loss and comprehensive loss	(541,898)	(1,450,920)	(1,092,862)	(1,287,720)
Basic and diluted loss per share	(0.05)	(0.27)	(0.21)	(0.25)

For the three months ended,	December 31, 2023 ($)	September 30, 2023 ($)	June 30, 2023 ($)	March 31, 2023 ($)
Total revenue	-	-	-	-
Net loss and comprehensive loss	(2,112,239)	(2,601,217)	(1,240,998)	(106,042)
Basic and diluted loss per share	(0.44)	(0.64)	(0.55)	(0.07)

The Company’s net loss and comprehensive loss decreased by $909,022 during the three months ended December 31, 2024, as compared to the previous quarter. This decrease is primarily due to a decrease in exploration and evaluation expenditures of $883,828 during the current quarter as the Company wrapped up its 2024 exploration program during the current period. The decrease in net loss and comprehensive loss is also due to a decrease in professional fees of $31,991 during the current period as the Company decreased its legal and accounting fees during the current period.

The Company’s net loss and comprehensive loss increased by $358,058 during the three months ended September 30, 2024, as compared to the previous quarter. This increase is primarily due to an increase in exploration and evaluation expenditures of $631,194 during the current period as the Company began its 2024 exploration program at the end of the comparative quarter, which carried on throughout the current quarter. The increase in net loss and comprehensive loss is partially offset by a $139,741 decrease in marketing fees as most of the Company’s marketing contracts expired during the prior period.

The Company’s net loss and comprehensive loss decreased by $194,858 during the three months ended June 30, 2024, as compared to the previous quarter. This decrease is primarily due to a $425,659 decrease in marketing fees incurred, which is attributable to the incurrence of marketing fees in the comparative period that relate to contracts that were finalized prior to the three months ended June 30, 2024. This decrease in net loss and comprehensive loss is also due to a $81,690 decrease in investor relations expense which is due to the Company incurring more market making services in the comparative period in an effort to heighten market awareness and broaden the Company’s reach throughout the investment community, as well as the dissemination of press releases.

The Company’s net loss and comprehensive loss decreased by $824,519 during the three months ended March 31, 2024, as compared to the previous quarter. This decrease is primarily due to a $568,054 decrease in marketing fees incurred, which is attributable to the incurrence of marketing fees in the comparative period that relate to contracts that were finalized during the three months ended December 31, 2023. This decrease in net loss and comprehensive loss is also due to a $445,109 decrease in exploration and evaluation expenditures during the current quarter due to seasonal fluctuations.

The Company’s net loss and comprehensive loss decreased by $488,978 during the three months ended December 31, 2023, as compared to the previous quarter. This decrease is primarily due to a $594,518 decrease in exploration and evaluation expenditures during the three months ended December 31, 2023, when compared to the three months ended September 30, 2023, due to seasonal fluctuations. This decrease in net loss and comprehensive loss is also due to a decrease in marketing fees and share-based compensation during the current quarter. This decrease in net loss and comprehensive loss is partially offset by a decrease in flow-through share premium recovery of $241,380 during the current quarter.

The Company’s net loss and comprehensive loss increased by $1,360,219 during the three months ended September 30, 2023, as compared to the previous quarter. The increase is primarily due to a $1,065,231 increase in marketing fees to promote awareness for the Company, as well as a $798,364 increase in exploration and evaluation expenditures in relation to the Nunavik Lithium Projects. This increase in net loss was partially offset by decrease in share-based compensation of $401,319 during the current period and an increase in flow-through premium recovery of $149,229.

The Company’s net loss and comprehensive loss increased by $1,134,956 during the three months ended June 30, 2023, as compared to the previous quarter. The increase is primarily due to a $518,645 increase in share-based compensation in relation to stock options and RSRs granted during the quarter, a $318,100 increase in exploration and evaluation expenditures in relation to the Nunavik Lithium Projects, a $146,724 increase in marketing fees to promote awareness for the Company, a $72,424 increase in investor relations fees to heighted market awareness, and a $63,085 increase in consulting fees to assist the Company in ramping up operations. This increase in net loss and comprehensive loss was partially offset by an increase in flow-through share premium recovery of $57,831.

The Company’s net loss and comprehensive loss increased by $29,137 during the three months ended March 31, 2023, as compared to the previous quarter. The increase is primarily due to a $42,694 increase in professional fees which mainly relates to legal fees incurred along with a $16,533 increase in listing and filing fees which is mainly due to the reclassification of legal fees from listing and filing fees to professional fees during the previous quarter, a $9,581 increase in consulting fees, a $8,732 increase in investor relations, and a $6,800 increase in management fees relating to salaries for the President and CEO and recently appointed CFO. The increase in net loss and comprehensive loss was partially offset by a $54,361 decrease in exploration and evaluation expenditures during the three months ended March 31, 2023.

Liquidity and Capital Resources

During the year ended December 31, 2024, net cash used in operating activities was $3,390,119, which primarily consists of net loss for the year ended December 31, 2024, of $4,373,400, a flow-through share premium recovery of $438,891, and a decrease in accounts payable and accrued liabilities related to operating activities of $202,269. This is partially offset by a decrease in prepaid expenses of $888,029, impairment of exploration and evaluation assets of $347,500, a decrease in other receivables of $296,025 and share-based compensation of $92,887. During the year ended December 31, 2023, net cash used in operating activities was $6,440,950, which primarily consists of net loss for the year ended December 31, 2023, of $6,060,496, an increase in prepaid expenses of $905,513, an increase in other receivables of $378,026 and a flow-through share premium recovery of $230,571. This is partially offset by share-based compensation of $707,146 and an increase in accounts payable and accrued liabilities relating to operating activities of $426,510.

During the year ended December 31, 2024, net cash used in investing activities consists of $20 for the acquisition of Nunavik Lithium Projects. During the year ended December 31, 2023, net cash used in investing activities was $1,263,465, which consisted of $1,200,000 incurred for the acquisition of the Nunavik Lithium Projects, $8,465 for the acquisition of mining rights for the Nunavik Lithium Projects, and $55,000 of option payments for the McKinney property.

During the year ended December 31, 2024, net cash provided by financing activities was $832,476, which relates to $904,990 of proceeds from private placements which is partially offset by $72,514 of share issuance costs. During the year ended December 31, 2023, net cash provided by financing activities was $10,130,295, which relates to $9,649,082 of proceeds from private placements, $1,062,808 of proceeds from the exercise of warrants and $8,500 of proceeds from the exercise of stock options. This cash provided by financing activities was partially offset by cash-based share issuance costs of $590,095.

As at December 31, 2024, the Company had an accumulated deficit of $10,628,522 (December 31, 2023 - $6,255,122), working capital deficit of $199,477 (December 31, 2023 – surplus of $2,934,792) and cash and cash equivalents of $41,764 (December 31, 2023 - $2,599,427). The Company does not have any commitments for capital expenditures.

The Company has no source of revenue, income, or cash flow. It has been, through to the date of this MD&A, dependent upon equity financings through private placements and the exercise of warrants and stock options to finance its business. The completion of the Go-Public Transaction and the recent closing of the private placement financings provide the Company with sufficient cash to satisfy working capital requirements and undertake planned exploration activities on the Nunavik Lithium Projects.

Going Concern

The consolidated financial statements have been prepared on a going concern basis that contemplates the realization of assets and discharge of liabilities at their carrying values in the normal course of business for the foreseeable future. These consolidated financial statements do not reflect any adjustments that may be necessary if the Company is unable to continue as a going concern.

At December 31, 2024, the Company had an accumulated deficit of $10,628,522 (December 31, 2023 - $6,255,122) and working capital deficit of $199,477 (December 31, 2023 – surplus of $2,934,792). The Company has not generated any revenues or cash flows from operations since inception and does not expect to do so for the foreseeable future.

The Company’s continuation as a going concern depends on its ability to successfully raise capital. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company; therefore giving rise to a material uncertainty which may cast significant doubt as to whether the Company’s cash resources and working capital will be sufficient to enable the Company to continue as a going concern for the 12-month period after the date of these consolidated financial statements. Consequently, management is pursuing various financing alternatives to fund operations and advance its business plan. To facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Company may determine to reduce the level of activity and expenditures to preserve working capital and alleviate any going concern risk.

The assumption that the Company will be able to continue as a going concern is subject to critical judgments by management with respect to assumptions surrounding the short and long-term operating budget, expected profitability, investing and financing activities and management’s strategic planning. Should those judgments prove to be inaccurate, management’s continued use of the going concern assumption could be inappropriate.

Off Balance Sheet Arrangements

The Company entered into an Option Agreement on January 27, 2022, providing the Company the ability to acquire a 75% interest in the McKinney property pursuant. This Option Agreement was terminated on April 23, 2024. Refer to *“McKinney”* section in this MD&A for further details.

Transactions with Related Parties

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and Board of Director members.

All related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties. All amounts either due from or due to related parties other than specifically disclosed are non-interest bearing, unsecured and have no fixed terms of repayments.

Related party transactions with management personnel and former management personnel and companies controlled by management personnel include the following:

	For the year ended December 31, 2024 $	**For the year ended December 31, 2023 $**
Management fees		
CEO	24,000	-
Company controlled by former CEO	20,000	50,000
CFO	18,720	15,912
Share-based compensation		
Company controlled by former CEO	36,521	354,815
Former CFO [(1)]	-	(220)
Total	99,241	420,507

(1) Share-based compensation issued to the former CFO consists of $378 and a reversal of share-based compensation of $598 in relation to 20,000 stock options forfeited during the year ended December 31, 2023.

Related party transactions with directors and former directors include the following:

	For the year ended December 31, 2024 $	**For the year ended December 31, 2023 $**
Consulting fees [(1)]	12,000	30,581
Total	12,000	30,581

(1) Consulting fees were paid to a director of the Company. The director was appointed CEO effective April 30, 2024.

Other related party transactions and balances owing to related parties during the years ended December 31, 2024, and 2023 include the following:

On December 4, 2023, 20,000 RSRs held by a company controlled by an officer of the Company were converted into 20,000 common shares of the Company.

As at December 31, 2024, $3,150 in management fees (December 31, 2023 - $3,150 consulting fees) was due to a the CEO of the Company and included in accounts payable and accrued liabilities.

Proposed Transactions

As is typical of the mineral exploration and development industry, we continually review potential merger, acquisition, investment, and joint venture transactions, and opportunities that could enhance shareholder value. There is no guarantee that any contemplated transaction will be concluded.

While we remain focused on the Nunavik Lithium Projects, should we enter into agreements in the future on new properties, we may be required to make cash payments and complete work expenditure commitments under those agreements which would change our planned expenditures.

Critical Accounting Estimates

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and expenses at the date of the consolidated financial statements and the reported amounts of expenses during the reporting period. The Company bases its estimates and assumptions on current facts, limited historical experience and various other factors that it believes to be reasonable under the circumstances, the results of which form the basis for making judgments about the other sources. The actual results experienced by the Company may differ materially and adversely from the Company's estimates. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Share-based compensation

The Company uses the Black-Scholes Option Pricing Model for valuation of share-based compensation. The valuation technique requires the input of subjective assumption including expected price volatility, interest rate, forfeiture rate, dividend yield and expected life. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and reserves.

Going concern

The assumption that the Company will be able to continue as a going concern is subject to critical judgments by management with respect to assumptions surrounding the short and long-term operating budget, expected profitability, investing and financing activities and management's strategic planning. Should those judgments prove to be inaccurate, management's continued use of the going concern assumption could be inappropriate.

Impairment of mineral property interest

Critical judgment is involved in determining whether there are any indications of impairment for the mineral property interest and may require significant measurement uncertainty.

Changes in Accounting Policies and New Accounting Pronouncements

For information on the Company's accounting policies and a summary of new accounting pronouncements, please refer to our disclosures in Note 3 of the consolidated financial statements.

Accounting standards issued but not yet effective

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not early adopted any new standards and determined that there are no standards that are relevant to the Company.

Financial Instruments and Other Instruments

Financial assets and liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

Financial assets and liabilities are offset, and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

The Company classifies its financial instruments in the following categories: at fair value through profit or loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

At initial recognition, the Company has classified its financial instruments in the following categories depending on the purpose for which the instruments were acquired:

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statements of loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statement of loss in the period in which they arise.

Financial assets and liabilities at FVOCI

Financial assets carried at FVOCI are initially recorded at fair value. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in the statement of loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these financial assets is included as finance income using the effective interest rate method.

At each reporting date, management assesses whether there is objective evidence that a financial asset is impaired. If such evidence exists, the Company recognizes an impairment loss.

The Company classifies its financial instruments as follows:

Financial assets/liabilities	
Cash and cash equivalents	Amortized cost
Accounts payable and accrued liabilities	Amortized cost

Risks Associated with Financial Instruments

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Company's financial instruments consist of cash and accounts payable and accrued liabilities. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from its financial instruments. The fair values of these financial instruments approximate their carrying values unless otherwise noted.

The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

The financial instrument which potentially subjects the Company to concentration of credit risk is cash and cash equivalents. As at December 31, 2024, the balance of cash and cash equivalents was $41,764, all of which is held on deposit. The Company has not experienced any losses in such amounts and believes it is not exposed to any significant risks on its cash and cash equivalents.

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 capital in order to meet short term business requirements, after taking into account cash flows from operations, expected capital expenditures and the Company's holdings of cash and cash equivalents. In the long term, the Company may have to issue additional shares to ensure there is sufficient capital to meet long term objectives.

The Company's financial liabilities of accounts payable and accrued liabilities are payable without repayment terms and are to be funded from cash provided by private placement financings.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) *Interest rate risk*

Interest rate risk is the risk that future cash flows will fluctuate because of changes in market interest rates. The Company does not hold any variable rate debt or investments in publicly traded securities as at December 31, 2024. The interest earned on cash and cash equivalents is insignificant and the Company does not rely on interest to fund its operations. As a result, the Company is not exposed to significant interest rate risk.

b) *Foreign currency risk*

Foreign currency risk is the risk that changes in foreign exchange rates may have an effect on future cash flows associated with financial instruments. As at December 31, 2024, the Company is not exposed to significant foreign currency risk.

c) *Price risk*

The Company is exposed to price risk with respect to commodity prices. The Company's ability to raise capital to fund exploration and development activities is subject to risks associated with fluctuations in the market price of commodities. The Company closely monitors those prices to determine the appropriate course of action.

Equity Issuances and Outstanding Share Data

As of December 31, 2024, the Company has one class of outstanding common shares, without par value.

As at December 31, 2024, there were 10,890,458 common shares, 6,191,766 warrants, 50,000 stock options, and 12,000 RSRs issued and outstanding. As at December 31, 2024, 9,079 common shares were held in escrow.

As at the date of this MD&A, there were 10,890,458 common shares, 6,191,766 warrants, 50,000 stock options, and 12,000 RSRs issued and outstanding. As at December 31, 2024, 4,541 common shares were held in escrow.

Contractual Obligations

Completion of the McKinney Option includes making certain cash and share payments over time. Although these payments are optional, and at the election of the Company, they are required in order to keep the Option Agreement in good standing. This Option Agreement was terminated on April 23, 2024.

The Company may also enter into normal course agreements with various service providers and vendors relating to the Company's business. Certain of these agreements may also provide for ongoing services which extend beyond a particular financial statement reporting period.

Industry and Economic Factors that May Affect our Business

Economic and industry risk factors that may affect our business, in particular those that could affect our liquidity and capital resources, are outlined under the heading "*Risk Factors*" in the Prospectus dated June 20, 2022, filed on SEDAR+. In particular, there are ongoing significant uncertainties in capital markets impacting the availability of equity financing for the purposes of mineral exploration and development. There are also significant uncertainties relating to the global economy, risks and uncertainty relating to the impact of coronavirus; increased volatility in the prices of gold, copper, other precious and base metals and other minerals, which impact our business, and potentially our ability to remain a going concern. Difficulty in accessing capital on favourable terms may also limit the Company's ability to acquire and subsequently explore other mineral property interests.

Tax Treatment of Flow-Through Shares

The Company issued flow-through shares during the year ended December 31, 2024 and 2023, pursuant to flow-through subscription agreements with subscribers. While the Company intends to incur expenditures as contemplated by those flow-through subscription agreements, there is a risk that expenditures incurred by the Company may not qualify as "Canadian exploration expenditures" ("CEE") or "Canadian development expense" ("CDE"), as such terms are defined in the *Income Tax Act* (Canada) ("Tax Act"), or that any such resource expenses incurred will be reduced by other events including failure to comply with the provisions of the flow-through subscription agreements or of applicable income tax legislation. If the Company does not renounce to such subscribers CEE or CDE within the prescribed time period, or if there is a reduction in such amount renounced pursuant to the provisions of the Tax Act, the Company may need to indemnify such subscribers, on the terms included in the flow-through subscription agreements, for an amount equal to the amount of any tax payable or that may become payable under the Tax Act.

Scientific and Technical Disclosure

The scientific and technical information contained in this MD&A related to the North McKinney exploration property only has been reviewed and approved by Ken MacDonald P.Geo, author of the Technical Report. Mr. MacDonald is a "qualified person" within the meaning of NI 43-101. The scientific and technical information contained in this MD&A related to the Nunavik Lithium Projects only has been reviewed and approved by Afzaal Pirzada P. Geo., who is a "qualified person" within the meaning of NI 43-101.