Windfall Geotek Inc

(formerly known as Albert Mining Inc.)

Management's Discussion and Analysis

Third quarter ended November 30, 2021 and 2020

(Canadian dollars, unless otherwise stated)

Index

MANAGEMENT'S DISCUSSION AND ANALYSIS

The following Management Discussion and Analysis ("MD&A") of the operations, results, financial position and outlook of Windfall Geotek Inc. (formerly Albert Mining Inc.) (the "Company"), current as of January 26th, 2022, should be read in conjunction with the Company's consolidated financial statements for the period ended November 30, 2021 and the annual audited consolidated financial statements for the year ended February 29, 2021 and the notes attached thereto, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All financial results presented in this MD&A are expressed in Canadian dollars unless otherwise indicated. Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com.

1.1 FORWARD LOOKING STATEMENTS

This MD&A contains or may refer to certain statements that may be deemed "forward-looking statements". Forward-looking statements include estimates and statements that describe the Company's future development plans, objectives or goals, including words to the effect that the Company expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as "anticipates", "believes", "could", "estimates", "expects", "may", "shall", "will", or "would". Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Forward-looking statements are not a guarantee of future performance and actual results or developments may differ materially from those in forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices for mineral commodities; exploration successes; new opportunities; continued availability of capital and financing; general economic, market or business conditions; and litigation, legislative, environmental or other judicial, regulatory, political and competitive developments. These and other factors should be considered carefully and readers should not place undue reliance on the Company's forward-looking statements. Windfall Geotek Inc. does not undertake to update any forward-looking statement that may be made from time to time by Management or on its behalf, except in accordance with applicable public disclosure rules and regulations. Readers are cautioned not to place undue reliance on forward looking statements.

This MD&A includes but is not limited to, forward looking statements regarding: the potential and planned exploration on the Company's properties; the Company's ability to meet its working capital needs for the year ending February 28, 2022; the plans, costs, capital and timing of future exploration and development of the Company's property interests; the Company's potential to continue generating revenue by providing services using its Artificial Intelligence systems.

1.2 NATURE OF BUSINESS

Windfall Geotek Inc. is a Canadian mineral exploration, development and service company incorporated under the Canada Business Corporations Act. The Company is engaged in the acquisition, exploration and development of mineral properties. The Company also offers services using Artificial Intelligence (AI) and datamining. The Company uses the latest Artificial Intelligence and pattern recognition algorithms to analyze digital data sets of compiled georeferenced historical exploration data, including geological, geochemical, geophysical, and structural data, as well as digital elevation (DEM).

The Company is listed for trading on the Toronto Stock Exchange Venture Market (''TSX-V'') under the symbol "AIIM". Windfall Geotek's head office is located at 7005 Taschereau Boulevard, Suite #265, Brossard (Quebec).

1.3 GOING CONCERN ASSUMPTION

The consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern, which assume that the Company will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations as they come due. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but is not limited to, twelve months from the end of the reporting period. The Company has started to generate revenues from its AI system. The Company has not yet determined whether its mineral properties contain mineral deposits that are economically recoverable. During the current period November 30, 2021, the Company has recorded a net comprehensive loss $954,771 (November 30, 2020, a loss of $7,006) and has an accumulated deficit of $48,101,682 (February 29, 2021 - $43,645,760). These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

On November 30, 2021, the Company had a positive working capital of $3,328,135 ($2,789,684 as at February 28, 2021).

The Company must secure additional funding to fund its ongoing working capital requirements. Management is always evaluating various alternatives to secure the necessary financing so that the Company can continue as a going concern. Nevertheless, there is no assurance that these initiatives will be successful.

The carrying amount of assets, liabilities and expenses presented in the consolidated financial statements and the classification used in the consolidated statement of financial position have not been adjusted as would be required if the going concern assumption was not appropriate. Those adjustments could be material.

1.4 HIGHLIGHTS FOR THE THIRD QUARTER FISCAL YEAR 2022

For the period ended November 30, 2021, the Company recorded revenues for AI services of $195,000 compared to $311,600 for the period ended November 30, 2020.

Highlights for the period ended November 31, 2021.

Operational

- On September 15th, 2021, the Company announced that Dios Exploration (TSX-V: DOS), was to drill Windfall Geotek provided Gold AI targets on their K2 project, located in the Eeyou Istchee James Bay region, Quebec. These targets will be drilled within the coming year. The largest Windfall Geotek AI target covers an area of 0.87 km2 on the DIOS K2 Property. The AI analysis consisted of area of 148, 969 km2 in the James Bay Region.

- During the quarter, Go Metals Corp. (CSE: GOCO) ("Go Metals") has reported positive Gold Sample results on Windfall Geotek AI Targets on the Ashuanipi Land Claims owned by Windfall Geotek optioned to Go Metals. Windfall Geotek owns a 2% NSR Royalty on project claims optioned to Go Metals Grab samples up to 25.6 g/t Au.

- During the third quarter, Playfair mining (TSXV: PLY) has begun drilling 7 AI targets that were generated by Windfall Geotek on the RKV Copper project in South Central Norway. Drilling in progress at the Rødalen high copper MMI anomaly, the first of seven drill targets delineated by Windfall Geotek AI in five areas. Drill Notifications have been made and approved for 38 initial drill holes and up to 122 additional holes dependent on results.

- On October 14th, 2021, the Company announced the filing on SEDAR (www.sedar.com) of the new NI 43-101 report on its 100% owned Sobeski Lake property. Windfall initially identified highly prospective targets on the property and elected to conduct and complete a soil campaign that validated the AI targets in the summer of 2021. Since acquiring the Sobeski Lake Property, Windfall has completed a soil sampling program. A total of 497 samples were taken. The objective of the program was to determine if there were coincident gold-in-soil anomalies over the statistical analysis of the area using Windfall's proprietary AI system that led Windfall to stake the area. The results of this program were successful as anomalous gold-in-soil samples returned values as high a 640-ppb gold.

- At the end of the third quarter, the Company signed an agreement to provide it's Artificial Intelligence Targeting Technology to Guyana Goldstrike Inc (TSX-V: GYA) for it's East Georgie Project. The East Georgie project is comprised of 10,840 hectares near Stewart, British Columbia in the prolific Golden Triangle region of British Columbia. This is a multi year service agreement for Windfall Geotek's AI & Consulting services where the company will obtain an equity position and retain the right to purchase 1% NSR Royalty for $500,000 for any land claims where Windfall Geotek AI targets are generated.

- For all the news, refer to https://windfallgeotek.com/news/

1.4 HIGHLIGHTS FOR THE THIRD QUARTER FISCAL YEAR 2022 (CONTINUED)

Financial

- Comprehensive loss of $954,771 for the period ended November 30, 2021 compared to a comprehensive loss of $7,006 for the period ended November 30, 2020.
- Negative EBITDA of $915,594 for the period ended November 30, 2021 compared to a positive EBITDA of $31,826 during the period ended November 30, 2020.
- Negative cash flows of $604,111 from operating activities before changes in working capital items compared to positive cash flows of $49,318 during the period ended November 30, 2020.
- On November 30, 2021, the net working capital of the Company was $3,328,135, an increase of $538,451 compared to February 28, 2021.

(1) EBITDA: "Earnings before interest, taxes and depreciation" is a non-IFRS financial performance measure with no standard definition under IFRS. It is therefore possible that this measure could not be comparable with a similar measure of another corporation. The Company uses this non-IFRS measure as an indicator of the cash generated by the operations and allows investor to compare the profitability of the Company with others by canceling effects of different assets bases, effects due to different tax structures as well as the effects of different capital structures. EBITDA is calculated in section 1.7 of this MD&A. See the "Non- IFRS Measures" section 1.22 of this MD&A.

(2) Cash-flow per share is a non-IFRS financial performance measure with no standard definition under IFRS. It is therefore possible that this measure could not be comparable with a similar measure of another corporation. This measure is calculated in section 1.7 of this MD&A. See the "Non-IFRS Measures" section 1.22 of this MD&A. The Company uses this non-IFRS measure which can also be helpful to investors as it provides a result which can be compared with the Company market share price.

1.5 EXPLORATION AND EVALUATION ASSETS

The Company is a junior explorer with active projects in Canada.

Quebec properties

Ashuanipi property

The Ashuanipi property consists of 115 claims totaling 5,963 ha.

On January 10, 2018, the Company acquired 283 claims comprising the Ashuanipi Gold Property.

During the year ended February 28, 2019, the Company acquired an additional 6 claims, bringing the total number of claims comprising this property to 289.

During the year ended February 29, 2020, the Company incurred $119,975 (year ended February 28, 2019 - $201,051) of exploration and evaluation expenditures on assessing the potential of this property.

On March 20, 2018, the Company entered into a purchase agreement to acquire 9 mining claims at the Lac Guillaume property, Quebec. Pursuant to the terms of the agreement, the Company issued 150,000 common shares, valued at $11,250, to acquire the claims. The vendor retained a 1% NSR on the property. The Company can reduce the NSR to 0.5% at any time by paying to the vendor the amount of $500,000.

On October 2, 2019, the Company renewed 115 claims for this property at a cost of $13,646. This amount was recorded in the consolidated statement of operations. 168 claims were not renewed. On February 21, 2020, the Company entered into the Properties Option Agreement Ashuanipi Project (the "Option Agreement") with private company Flow Metals Corp. ("FM"), pursuant to which FM was granted a sole and exclusive option to acquire a 100% undivided interest in the Company's rights, title and interest in and to the 115 claims comprising the Ashuanipi Gold Property. On April 21, 2020, the Company entered into an Amendment Agreement to the Option Agreement, whereby certain of the conditions were deleted and replaced. In order for FM to acquire an undivided 100% interest in the properties it must:

- Issue 100,000 common shares (received) to the Company within 10 days of the date of the Option Agreement;
- Issue an additional 500,000 common shares (received) to the Company on the date that it becomes a public company;
- Sign a $60,000 contract (signed), payable in cash, to use CARDS on another project of the company within 45 days of becoming a public company;
- Pay $30,000 (received) in cash within 13 months of becoming a public company;
- Issue 500,000 common shares (received) to the Company by February 19, 2021;
- Pay $40,000 in cash and issue 500,000 common shares to the Company by February 19, 2022;
- Pay $50,000 in cash and issue 500,000 common shares to the Company by February 19, 2023; and;
- Spend $450,000 on exploration within the first three years of the Option Agreement.

FM granted the Company a 2% net smelter return royalty (the "NSR") in respect of each property upon which the purchase option is exercised. FM has the option to acquire 1% of the NSR upon payment of $750,000 at any time within five years of the Economic Discovery (not defined).

1.5 EXPLORATION AND EVALUATION ASSETS (continued)

FM has the right to terminate the Option Agreement at any time without further obligation to the Company and any payments made will be retained by the Company.

Chapais property

The Chapais property consists of 36 claims totaling 1,613 ha. In September 2019, the Company completed an updated NI 43-101 technical report for the property. The report confirmed the strong mineral potential of the Chapais Property. During the years ended February 28, 2021 and February 29, 2020, the Company did not incur any exploration and evaluation expenditures on this property. On June 23, 2021, the Company entered into an option agreement for this property. The Company entered into a property option agreement ("Option Agreement") with private company ("GPR"), pursuant to which GPR was granted the option to earn up to an undivided 90% interest in and to the 36 claims comprising the Chapais project. In order for GPR to acquire an undivided 90% interest in the claims, it must:

- Pay $100,000 in cash and issue 1,000,000 common shares to the Company within 90 days of the date of Option Agreement;
- Pay $25,000 in cash and issue 200,000 common shares to the Company within 100 days of the date of Option Agreement;
- On or before January 31, 2022 and upon completion of a Going Public Transaction, pay $250,000 in cash and issue that number of common shares to the Company such that the total number of common shares issued to the Company is equal to 20% of all of the issued and outstanding common shares of the resulting issuer and incurring $200,000 in work commitment expenditures ("WCE"), whereafter GPR will have earned a 51% legal and beneficial interest in the claims;
- On or before September 30, 2022, incur $200,000 in additional WCE, whereafter GPR will have earned a 75% legal and beneficial interest in the claims;
- On or before September 30, 2023, pay $250,000 in cash to the Company.
- On or before December 31, 2023, incurring $250,000 in additional WCE, whereafter GPR will have earned a 90% legal and beneficial interest in the property.

GPR may, at its option, accelerate all payments of cash or issuance of common shares provided that accelerated WCE incurred by GPR will be carried over and credited to GPR only upon the next due date for WCE. IF GPR exercises the option, the Company is entitled to a 1% NSR. The Company has the right, at any time, to purchase an additional 1% NSR from GPR for $500,000. Upon GPR completing the above-noted requirements, to acquire any interest in the property, whether 51%, 75% or 90%, GPR will be deemed to have exercised the applicable portion of the option in full and the Company will assign and transfer 90% of the claims to a wholly-owned subsidiary of GPR.

1.5 EXPLORATION AND EVALUATION ASSETS (continued)

Upon conclusion of the option period, the Company and GPR will negotiate and enter into a joint venture agreement regarding the development and exploitation of the property. The Company is entitled to appoint or elect one nominee to the board of directors of GPR and/or the resulting issuer and the right, but not the obligation to participate in any issuance and sale of common shares, directly or indirectly, completed by the resulting issuer following the going public transaction to maintain its Participation Interest in the resulting issuer. GPR has the right to terminate Option Agreement at any time without any further obligation to the Company and any payments made will be retained by the Company. This transaction is subject to Exchange approval.

Wachigabau Lake property

The Wachigabau Lake property includes 48 claims totaling 1,842 ha. During the years ended February 28, 2021 and February 29, 2020, the Company did not incur any exploration and evaluation expenditures on this property.

During the years ended February 28, 2021 and February 29, 2020, the Company paid $2,115 to renew these claims.

Lasarre property

The La Sarre property consists of 4 map designated claims, totaling 168 hectares. During the years ended February 28, 2021 and February 29, 2020, the Company did not incur any exploration and evaluation expenditures on this property.

Various property purchases

During the second quarter of fiscal 2022, the Company purchased claims in the following area:

Purchases of 130 claims in Gaspesie, 450 claims in Detour Quebec, 11 claims in Lac Fontbone, 33 claims in Rivière Assup, 28 claims in Lac Barry and 158 claims in Eastman.

The Company purchased 412 claims during the current quarter for a total ownership of 1013 claims on November 30, 2021 in the province of Quebec.

Ontario properties

Gerry Lake property

The Gerry Lake property is composed of 356 claims that were staked during the first quarter of 2021.

Coralien Lake property

The Coralien Lake property is composed of 453 claims where 264 were staked during the first quarter of 2021, 84 claims that were staked during the second quarter of 2021 and 105 during the current quarter.

On July 16, The Company entered into a property option agreement with Golden Eye Resources (''GER''), pursuant to which GER was granted the option to earn up to an undivided 95% interest in the 348 claims comprising the Corallen Lake property. In order for GER to acquire an undivided 95% interest in the claims, it must:

1.5 EXPLORATION AND EVALUATION ASSETS (continued)

- Pay $250,000 in cash and issue 3,000,000 common shares to the Company within 30 days following receipt of approval from the Exchange;
- On or before December 31, 2021, incurring two hundred thousand dollars ($200,000) in additional work commitment expenditures whereafter the optionne shall have earned 25% legal interest in the property;
- On or before December 31, 2022, hiring the Company to provide services for artificial intelligence for $150,000 pursuant to the ''MSA'' and incurring an additional $300,000 in addition work commitment expenditures whereafter the optionne shall have earned in total, 50% legal interest in the property;
- On or before December 31, 2023, hiring the Company to provide services for artificial intelligence for $150,000 pursuant to the ''MSA'' and incurring an additional $400,000 in addition work commitment expenditures whereafter the optionne shall have earned in total, 75% legal interest in the property;
- On or before December 31, 2024, required to pay $150,000 in cash for the Company to provide services for artificial intelligence and incurring an additional $450,000 in addition work commitment expenditures whereafter the optionne shall have earned in total, 95% legal interest in the property;

  Upon exercise of the option, the Company shall become entitled to a 2% net smelter return royalty.

Shaver

The Shaver property is composed of 682 claims were 384 claims were staked during the first quarter of 2021, 202 claims were staked during the second quarter 2021 and 96 claims during the current quarter.

Sobeski Lake

The Sobeski Lake property is composed of 164 claims were 52 claims were staked during the first quarter of 2021 and 112 claims were staked during the current quarter of 2021.

Fort Hope

A total of 1,754 claims were purchased at Fort Hope, during the current quarter ending November 30, 2021.

Timmins

A total of 693 claims were purchased at Fort Hope, during the current quarter ending November 30, 2021.

Burntbush

A total of 841 claims were purchased at Fort Hope, during the current quarter ending November 30, 2021.

Fatty Lake

A total of 10 claims were purchased at Fort Hope, during the current quarter ending November 30, 2021.

During the current quarter, a total of 1,754 claims were purchased in Ontario, for a total ownership of 4,953 claims in the Province of Ontario.

1.5 EXPLORATION AND EVALUATION ASSETS (continued)

New Brunswick properties

Various properties purchases

During the third quarter of 2022, the Company purchased 99 claims in the following area:

Purchases of 29 claims at West Nine Mile Brook property, 20 claims at Spring Brook property, 16 claims at Little River property, 7 claims at Mount Ganong property and 27 claims at Upsalquitch Lake property.

In total, the Company owns 6,065 claims in the three provinces of Quebec, Ontario and New Brunswick, on November 30, 2021.

1.6 QUALIFIED PERSON

The above technical information was prepared, confirmed and/or reviewed by Grigor Heba, P.Geo. (Québec), and a qualified person under NI 43-101.

1.7 FINANCIAL INFORMATION

The following selected financial data is derived from the Company's financial statements.

i) Operations

	Three-months period ended November 30, 2021 $	Three-months period ended November 30, 2020 $
Revenue		
Services	**195,000**	311,600
Operating expenses		
Amortization	**(39,177)**	(38,832)
Commissions - CARDS	**7,500**	(45,739)
Exploration and evaluation expenditures	**(249,390)**	(33,094)
General and administrative	**(608,094)**	(224,449)
Stock based compensation	**(101,923)**	(4,138)
	(991,084)	(346,252)
Operating loss	**(796,084)**	(34,652)
Gain on disposal of option on mining assets	**-**	-
Other revenu	**10,873**	14,232
Unrealized gain (loss) on marketable securities	**(169,560)**	13,414
Net gain (loss) and comprehensive loss for the period	**(954,771)**	(7,006)

1.7 FINANCIAL INFORMATION (continued)

OVERALL PERFORMANCE

For the period ended November 30, 2021, revenue of $195,000 was recorded (2020 - $311,600). The net loss and comprehensive loss of $954,771 compared to a loss of $7,006 in November 30, 2020 is explained as follow:

a) Exploration and evaluation expenditures

During the current quarter, the company expensed $117,390 in additional exploration and evaluation costs for the drone services, geospatial analysis and other digital exploration services for base and precious metals and data analysis. Furthermore, during the quarter, the company expensed $132,000 in property claims for a total exploration and evaluation expense of $249,390 during the quarter ended November 30, 2021. This compares to a total expense of $33,094 for the quarter ended November 30, 2020.

b) Stock base compensation

The Company granted options to Directors, employees and new employees hired during the current quarter ended November 30, 2021 for a calculated value of $101,923 compared to $4,138 during the quarter ended November 31, 2020. The calculations for estimation of the options granted are based on Black & Scholes model.

c) General and administrative expenses (G&A)

	Three-months period ended November 30, 2021 $	Three-months period ended November 30, 2020 $
General and administrative		
Bad debts	(50,000)	9,000
Management, consulting fees, salaries	(301,805)	(71,063)
Travel and promotion	(172,220)	(34,396)
Shareholder information	(8,927)	(32,865)
Professional fees	(61,667)	(80,903)
Office and general expense	(13,475)	(14,222)
	(608,094)	(224,449)

Management, consulting fees, salaries

During the period ended November 30, 2021, management, consulting fees and salaries increased by $230,742 compared to the same period of 2020. This variance is mainly due to an increase in salaries for the quarter due to the engagement of four (4) new employees including the President. Additionnaly, it is explained by the engagement of a new consultant providing the Company with general capital markets consulting services for international markets.

1.7 FINANCIAL INFORMATION (continued)

Travel and promotion

During the period ended November 30, 2021, travel, advertising and promotion fees increased by $172,220 compared to the same period of 2020.

On March 4th, 2021, the Company paid a consultant $US250,000 ($315,925) to provide digital media, marketing, data analytics and advertising services until April 16, 2021. On April 21, 2021, the Company paid an additional $US250,000 ($313,075) for additional services until May 31, 2021. On May 13, 2021, the Company entered into a master services agreement (the "MSA") with the consultant for the provision of consulting and other marketing services, with the specific details of the services for each project under the MSA being specified in a statement of work (the "SOW"). Either party can terminate the MSA or any SOW without cause at any time during the term of the MSA by giving written notice. The MSA is for a period of five years or until terminated by either party and will automatically renew each year thereafter for a period of one year unless either party notifies the other in writing prior to expiry. A SOW was included with the MSA for a flat fee of $US100,000 (paid – $121,500) for the provision of strategic digital media services, marketing and data analytics services for the period from May 13, 2021 to June 9, 2021.

Professional

During the period ended November 30, 2021, professional fees decreased by $19,236 compared to the same period in 2020.

Office and general expenses
During the period ended November 30, 2021, office and general expenses were stable with minor variation comparing 20 2020.

ii) RECONCILIATION OF NET LOSS AND COMPREHENSIVE LOSS TO EBITDA

	Three-months Period ended November 30 2021	**Three-months Period ended November 30 2020**
Reconciliation of net loss and comprehensive loss to EBITDA		
Net and comprehensive gain (loss)	**(954,771)**	(7,006)
Depreciation	**39,177**	38,832
EBITDA (1)	**(915,594)**	31,826
Reconciliation of net cash flow from operating activities before change in working capital items per share (2)		
Net cash flow used in operating activities before change in working capital items (2)	**(604,111)**	49,318
Basic and diluted weighted average number of common shares outstanding	**123,894,541**	89,158,881

1.7 FINANCIAL INFORMATION (continued)

(1) EBITDA: "Earnings before interest, taxes and depreciation" is a non-IFRS financial performance measure with no standard definition under IFRS. It is therefore possible that this measure could not be comparable with a similar measure of another corporation. The Company uses this non-IFRS measure as an indicator of the cash generated by the operations and allows investor to compare the profitability of the Company with others by canceling effects of different assets bases, effects due to different tax structures as well as the effects of different capital structures. See the "Non-IFRS Measures" section 1.22 of this MD&A.

(2) Net cash-flow from operating activities before change in working capital per share is a non-IFRS financial performance measure with no standard definition under IFRS. It is therefore possible that this measure could not be comparable with a similar measure of another corporation. See the "Non-IFRS Measures" section 1.22 of this MD&A. The Company uses this non-IFRS measure which can also be helpful to investors as it provides a result which can be compared with the Company market share price.

iii) Financial position

During the current quarter ended November 30, 2021, the working capital of the company increased by $538,451 and the net equity increased by $429,722.

	November 30 2021 $	February 28 2021 $
Statement of financial position		
Cash	**1,797,909**	1,516,723
Accounts receivable	**21,458**	23,851
Prepaid expenses	**173,289**	117,605
Marketable securities	**1,303,328**	1,368,179
Subscriptions paid	**110,000**	-
	3,405,984	3,026,358
Office equipment	**19,926**	21,155
Intangible assets	**37,500**	150,000
Mining assets	**1**	1
Total assets	**3,463,411**	3,197,514
Current liabilities	**77,849**	236,674
Non-current liabilities	**-**	5,000
Equity	**3,385,562**	2,955,840
Total liability and equity	**3,463,411**	3,197,514

Cash flow	**November 30 2021 $**	**November 30 2020 $**
Cash flows provided (used) in operating activities	**(428,800)**	(109,866)
Cash flows provided by (used in) investing activities	**(120,000)**	(1,118)
Cash flows provided by financing activities	**6,500**	-
Net increase (decrease) in cash and cash equivalents	**(542,300)**	(108,748)

Since its incorporation, the Company has not paid any cash dividends on its outstanding common shares. Any future dividend payment will depend on the Company's financial needs to fund its exploration programs and its future growth, and any other factor that the board may deem necessary to consider. It is highly unlikely that any dividends will be paid in the near future.

1.8 QUARTERLY INFORMATION

The following summarized financial data has been prepared in accordance with IFRS and should be read in conjunction with the Company's consolidated interim and annual financial statements for the respective periods.

Quarter Ended	Revenue	Operating loss	Net comprehensive Income (loss)	Basic and Diluted net income (loss) per common Share
30/11/2021	195,000	(796,084)	(954,771)	(0.01)
31/08/2021	75,000	(1,259,619)	(1,379,166)	(0.01)
31/05/2021	282,000	(2,105,530)	(2,121,986)	(0.02)
28/02/2021	17,250	(302,149)	93,644	0.00
30/11/2020	311,600	(34,652)	(7,006)	(0.00)
31/08/2020	165,119	(331,855)	17,100	0.00
31/05/2020	120,494	(106,407)	(17,924)	(0.00)
29/02/2020	209,632	(139,567)	(300,295)	(0.00)

1.9 LIQUIDITY AND CAPITAL RESOURCES

On November 30, 2021, the Company had cash of $1,797,909 (February 28, 2021 - $1,516,723) and current liabilities of $77,849 (February 28, 2021 - $236,674). All of the Company's financial liabilities have contractual maturities of less than 30 days, except for the flow-through premium liability, and are subject to normal trade terms. The Company regularly evaluates its cash position to ensure preservation and security of capital as well as liquidity.

Share issuance

Fiscal 2022

(i) On March 17, 2021, the Company completed a non-brokered private placement by issuing 10,000,000 units of the Company for gross proceeds of $3,500,000. Each unit consists of (i) one common share at

1.9 LIQUIDITY AND CAPITAL RESOURCES (continued)

a price of $0.35 per common share and (ii) one common share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share in the capital of the Company at a price of $0.50 per common share for a period of 24 months expiring on March 17, 2023.

In connection with the private placement, the Company paid total cash issuance costs of $37,554.

The 10,000,000 warrants issued in connection with this private placement have been recorded at a value of $1,408,398 based on the proportional method using the Black Scholes pricing model, using the following assumptions: share price of $0.38, an average exercise price of $0.50, risk free interest rate of 0.27%, expected life of warrants of 2 years, annualized volatility rate of 150% (based on the Company's historical volatility for 2 years up to the issuance date) and dividend rate of 0%.

Fiscal 2021

(i) On January 20, 2021, the Company completed a non-brokered private placement by issuing 9,996,667 units of the Company for gross proceeds of $599,800. Each unit consisted of (i) one common share at a price of $0.06 per common share and (ii) one common share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share in the capital of the Company at a price of $0.08 per common share for a period of 24 months expiring January 20, 2023.

In connection with the private placement, the Company paid total cash issuance costs of $3,749.

The 9,996,667 warrants issued in connection with this private placement have been recorded at a value of $261,707 based on the proportional method using the Black Scholes pricing model, using the using the following assumptions: share price of $0.11, an average exercise price of $0.07, risk free interest rate of 0.16%, expected life of warrants of 2 years, annualized volatility rate of 157% (based on the Company's historical volatility for 2 years up to the issuance date) and dividend rate of 0%

(ii) On June 12, 2020, the Company completed a non-brokered private placement by issuing 6,740,000 units of the Company for gross proceeds of $337,000. Each unit consisted of (i) one common share at a price of $0.05 per common share and (ii) one common share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share in the capital of the Company at a price of $0.07 per common share for a period of 24 months expiring June 12, 2022.

In connection with the private placement, the Company paid total cash issuance costs of $2,435.

The 6,740,000 warrants issued in connection with this private placement have been recorded at a value of $139,183 based on the proportional method using the Black Scholes pricing model, using the using the following assumptions: share price of $0.08, an average exercise price of $0.07, risk free interest rate of 0.28%, expected life of warrants of 2 years, annualized volatility rate of 145.5% (based on the Company's historical volatility for 2 years up to the issuance date) and dividend rate of 0%.

1.9 LIQUIDITY AND CAPITAL RESOURCES (continued)

Warrants exercised

Fiscal 2022

(i) On March 11, 2021, 40,000 warrants were exercised at $0.07 for gross proceeds of $2,800, 1,240,000 warrants were exercised at $0.05 for gross proceeds of $62,000 and 300,000 warrants were exercised at $0.07 for gross proceeds of $21,000, resulting in the issuance of 1,580,000 common shares.

(ii) On May 28, 2021, 1,600,000 warrants were exercised at $0.08 for gross proceeds of $128,000, resulting in the issuance of 1,600,000 common shares.

(iii) On June 25th, 2021, 100,000 warrants were exercised at $0.08 for gross proceeds of $8,000 and on August 19th, 200,000 warrants were exercised at $0.08 for gross proceeds of $16,000. This resulted in the issuance of 300,000 common shares.

Fiscal 2021

(i) During January and February 2021, 1,750,000 warrants were exercised at $0.07 for gross proceeds of $122,500. An amount of $36,138 representing the fair value allocated at the date of issue for the warrants was reclassified from the warrants reserve to share capital.

(ii) During January and February 2021, 5,360,000 warrants were exercised at $0.05 for gross proceeds of $268,000. An amount of $117,994 representing the fair value allocated at the date of issue for the warrants was reclassified from the warrants reserve to share capital.

(iii) During January and February 2021, 900,000 warrants were exercised at $0.07 for gross proceeds of $63,000. An amount of $19,416 representing the fir value allocated at the date of issue for the warrants was reclassified from the warrants reserve to share capital.

a) Options granted

Fiscal 2022

(i) On March 23, 2021, the Company granted 2,500,000 options to the CTO. The options are exercisable for five years at an exercise price of $0.365 per option. The options vest in four equal tranches with 25% vesting on March 23rd and 25% on each of June 30, 2021, September 30, 2021 and December 31, 2021. The stock options have a Black-Scholes option pricing value of $817,678 which has been expensed in the consolidated statement of operations.

(ii) On March 29, 2021, the Company granted 1,300,000 options to Officers and employees. The options are exercisable for five years at an exercise price of $0.295 per option. The stock options have a Black-Scholes option pricing value of $348,423 which has been expensed in the consolidated statement of operations.

(iii) On April 20, 2021, the Company granted 200,000 options to a consultant. The options are exercisable for five years at an exercise price of $0.42 per option. The stock options have a Black-Scholes option pricing value of $75,778 which has been expensed in the consolidated statement of operations.

1.9 LIQUIDITY AND CAPITAL RESOURCES (continued)

(iv) On May 11, 2021, the Company granted 105,000 options to employees. The options are exercisable for five years at an exercise price of $0.30 per option. The options vest in three equal tranches with one-third vesting on each of the first, second and third year of employment. The stock options have a Black-Scholes option pricing value of $28,256 which has been expensed in the consolidated statement of operations.

(v) On October 8, 2021, the Company granted 45,000 options to an employee. The options are exercisable for five years at an exercise price of $0.165 per option. The options vest in three equal tranches with one-third vesting on each of the first, second and third year of employment. The stock options have a Black-Scholes option pricing value of $6,567 which is expensed in the consolidated statement of operations, during the vesting period.

Fiscal 2021

(vi) On July 7, 2020, the Company granted 2,850,000 options to officers, employees and consultants. The options are exerciseable for five years at an exercise price of $0.09 per option. The stock options have a Black-Scholes option pricing value of $120,350 which has been expensed in the consolidated statement of operations.

<u>Options exercised</u>

Fiscal 2022

On March 9, 2021, 100,000 stock options were exercised at a price of $0.09 per share for gross proceeds of $9,000. An amount of $8,300 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

(ii) On April 12, 2021, 400,000 stock options were exercised at a price of $0.07 per share for gross proceeds of $28,000. An amount of $26,343 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

(iii) On April 16th, 50,000 stock options were exercised at an average price of $0.07 per share for gross proceeds of $3,500. An amount of $3,328 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

(iv) On October 18th, 200,000 stock options were exercised at an average price of $0.07 per share for gross proceeds of $14,000. An amount of $13,171 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

Fiscal 2021

(i) During February 2021, 1,450,000 stock options were exercised at an average price of $0.09 per share for gross proceeds of $130,500. An amount of $120,350 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

(ii) During February 2021, 150,000 stock options were exercised at a price of $0.07 per share for grossproceeds of $10,500. An amount of $9,984 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

1.9 LIQUIDITY AND CAPITAL RESOURCES (continued)

(iii) During February 2021, 950,000 stock options were exercised at an average price of $0.11 per share for gross proceeds of $104,500. An amount of $105,082 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

(iv) During February 2021, 350,000 stock options were exercised at a price of $0.07 per share for gross proceeds of $24,500. An amount of $16,552 representing the fair value allocated at the date of issue for the options was reclassified from the contributed surplus reserve to share capital.

For the period ended November 30, 2021, the share-based compensation charged to the consolidated statement of operations was $1,230,898 (year ended February 28, 2021 – $248,964).

The Company generates cash flow primarily from its financing activities and by generating revenue by providing services using its Artificial Intelligence systems.

1.10 MARKETABLE SECURITIES

On November 30 2021, the Company held the following marketable securities:

Company	Shares Held	Cost $	Fair Value $	Fair Value Increase (Decrease) $
Playfair Mining Ltd.	2,000,000	100,000	180,000	80,000
Chilean Metals Inc (1)	1,400,000	140,000	238,000	98,000
BWR Exploration Inc. (2)	1,500,000	75,000	45,000	(30,000)
Puma Exploration Inc. (3)	500,000	75,000	205,000	130,000
Quebec Precious Metals Corporation	562,553	123,762	149,078	25,316
Pacton Gold Inc. (4)	145,833	175,000	70,000	(105,000)
Flow Metals Corp. (5)	1,100,000	115,000	27,500	(87,500)
AurCrest Gold Inc. (6)	700,000	96,000	227,500	131,500
Dios Exploration (7)	750,000	75,000	56,250	(18,750)
MacDonald Mines	3,000,000	120,000	105,000	(15,000)
		1,094,762	1,303,328	208,566

(1) 1,400,000 half share purchase warrants, (700,000 full warrants) exerciseable at $0.15 per share for two years were also reeived.

(2) 750,000 share purchase warrants exercisable at $0.075 per share for two years and $0.10 per share for the third year were also received.

(3) 7,000,000 common shares were purchased and a 10 for 1 share consolidation reduced the number of shares held to 700,000. On November 17, 2020, the Company sold 200,000 shares for an amount of $44,232 resulting in a $14,232 realized gain.

(4) 1,458,333 share purchase warrants exercisable at $0.18 per share for two years were also received. On June 9, 2020, a 10 for 1 share consolidation reduced the number of shares held to 145,833.

1.10 MARKETABLE SECURITIES (continued)

(5) The Company received 100,000 common shares pursuant to the Option Agreement. On June 22, 2020, the company's shares were listed for trading on the Canadian Securities Exchange and the Company received 500,000 common shares. An additional 500,000 common shares were received on the first anniversary of the Option Agreement.

(6) The Company received 300,000 common shares from AurCrest Gold Inc. from a CARDS agreement signed on August 31, 2020. The Company received a further $25,000 and 400,000 common shares as one of the high-priority targets was identified and drilled by May 26, 2021.

(7) The Company received 750,000 common shares from Dios Exploration Inc.on August 12, 2021 in payment for AI services. The shares were values at $0.10 at the time of invoicing. Also, a certificate for the exercise of 250,000 warrants into 250,000 common shares was received, convertible at $0.10 and expiring on August 12, 2026.

(8) The Company purchased 3,000,000 units at $0.04 on November 9, 2021. Each unit is composed of one share and one half of common share purchase warrants exercisable at $0.07 until November 9, 2023.

Pursuant to a CARDS agreement signed on June 22, 2020, it will generate targets. For each target that Durango Resources Inc. ("Durango") stakes or options in a specific area from another company, the Company will receive a 2% net smelter return ("NSR"). Durango will have the option to acquire 1% of this NSR for $1,000,000 anytime within five years of the economic discovery.

The Company received 200,000 options from BTU Metals Corp., exercisable at $0.30 for 18 months from a CARDS agreement signed on July 5, 2020.

Following is a summary of warrants and options held by the Company as at November 30, 2021:

Company	Number of purchase warrants/options held	Exercise price $	Expiry Date
Warrants			
BWR Exploration Inc.	750,000	0.075/0.10 *	September 30, 2022
Chilean Metals Inc.	700,000	0.15	September 27, 2022
Pacton Gold Inc.	145,833	1.80	December 23, 2021
Puma Exploration	700,000	0.20	September 27, 2023
Dios Exploration Inc.	250,000	0.10	August 12, 2026
MacDonald Mines	1,500,000	0.07	November 9, 2023
Options			
BTU Metals Corp.	200,000	0.30	January 5, 2022

* $0.075 per share for two years and $0.10 per share for the third year.

Subscription paid

On October 6th, 2021, the Company subscribed for 1,000,000 units of Catalyst Mines Inc. at $0.10 per common share for a total of cost of $100,000.

On May 17th, 2021, the Company subscribed for 1,000,000 units of customer Grand Pacific Resources Inc. at $0.01 per common share for a total of cost of $10,000.

On September 27, 2020, the private placement of Chilean Metals Inc. closed, converting the subscribed

1.10 MARKETABLE SECURITIES (continued)

$100,000 to 1,000,000 units at $0.10 per unit. Additionally, the Company purchased 400,000 units through a CARDS service agreement in the same placement. Each unit is comprised of one common share and half of a common share purchase warrant. Each full warrant is exercisable at $0.15 per common share for two years.

1.11 CAPITAL MANAGEMENT

When managing capital, the Company's objective is to ensure the entity continues as a going concern as well as to achieve optimal returns to shareholders and benefits for other stakeholders. Management adjusts the capital structure as necessary in order to support the acquisition, exploration and development of its mineral properties and to further develop its CARDS consulting services business as described in notes 4 g) and 8. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management team to sustain the future development of the business. The Company considers its capital to be equity attributable to equity holders of the parent company, which is comprised of share capital, reserves and deficit which as at November 30, 2021, totaled a surplus of $3,385,562 (February 28, 2021 – a surplus of $2,955,840).

The properties in which the Company currently has an interest are in the exploration stage. As such the Company is dependent on external financing to fund its activities.
In order to carry out its planned exploration programs and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts when economic conditions permit it to do so.

Management has chosen to mitigate the risk and uncertainty associated with raising additional capital in current economic conditions by:

(i) minimizing discretionary disbursements;

(ii) focusing financing exploration expenditures on those properties considered to have the best potential;

and

(iii) Exploring alternative sources of liquidity by providing services using CARDS.

In light of the above, the Company will continue to assess new properties and seek to acquire an interest in additional properties if the Company thinks there is sufficient potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is appropriate.

The Company's capital management objectives, policies and processes have remained unchanged during the period, the year ended February 28, 2022 and the year ended February 29, 2021.

1.12 OFF-BALANCE SHEET ARRANGEMENTS

As of November 30, 2021 and February 28, 2021, the Company had no off-balance sheet arrangements.

1.13 RELATED PARTY TRANSACTIONS

Related parties include the Board of Directors and key management personnel as well as close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions. Unless otherwise stated, none of the transactions incorporated special terms and conditions and no guarantees were given or received. These transactions were measured by the exchange amount that is the amount agreed upon by the transacting parties and are on terms and conditions similar to non-related entities.

(a) <u>Transactions with key management personnel</u>

Remuneration of key management personnel of the Company was as follows:

Related party transactions	Three-month period ended November 30 2021 $	Three-month period ended November 30 2020 $	Nine-month period ended November 30 2021 $	Nine-month period ended November 30 2020 $
Consulting fees	46,500	23,000	139,500	79,000
Commission CARDS	-	23,450	11,800	42,712
Salaries and benefit	47,500	32,305	140,192	96,915
Share based payments	-	-	1,010,344	161,850
	94,000	78,755	1,301,836	380,477

As at November 30, 2021, directors and key management personnel were owed $nil (February 29, 2021 - $16,922), which is included in accounts payables and accrued liabilities.

See description of management agreements in the November 30, 2021 financial statements – note 19

(b) <u>Transactions with related companies</u>

As at November 30, 2021, a related company was owed Nil (February 28, 2021 - $32,250), which is included in accounts payable and accrued liabilities.

	November 30 2021 $	November 30 2020 $
Diagnos – consulting fees	-	32,328
Diagnos – commissions – CARDS	-	11,500
	-	43,828

The Company and Diagnos shared a common director until September 1, 2020 and the Company paid a commission of 5% of CARDS revenue to Diagnos pursuant to the Agreement (note 6). For the present quarter, as parties are no more related, there is no related companies transactions to disclose.

1.14 FINANCIAL INSTRUMENTS

Refer to Note 22 of the Company's November 30, 2021 financial statements for information regarding the Company's financial instruments.

1.15 INVESTOR RELATIONS ACTIVITY

The management of the Company has assumed the investor relations role.

1.16 CHANGES IN ACCOUNTING POLICIES

None

1.17 CHANGES IN MANAGEMENT

None

1.18 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Refer to Note 5 of the Company's audited February 28, 2021 financial statements for information regarding the Company's critical accounting estimates and judgments.

1.19 OUTSTANDING SHARE DATA

Common shares and convertible securities outstanding as at January 26th, 2022, are as follows:

Securities	Expiry date	Exercise price	Securities outstanding
Common shares	N/A	N/A	126,295,548
Warrants	Up to March 17, 2023	$0.07 to $0.50	30,682,847
Options	Up to May 10, 2026	$0.05 to $0.42	7,550,000

1.20 PROPOSED TRANSACTIONS

In the normal course of business, the Company evaluates property acquisition transactions and, in some cases, makes proposals to acquire such properties. These proposals, which are usually subject to Board and sometimes regulatory and shareholder approvals, may involve future payments, share issuances, and property work commitments. These future obligations are usually contingent in nature and generally the Company is only required to incur the obligation if it wishes to continue with the transaction.

1.21 EVENTS AFTER REPORTING PERIOD

On December 17, 2021 at the annual meeting of shareholders, a total of 3,500,000 options issued on March 23rd and 29th, 2021, were repriced at the closing price of the common shares of the Company, on December 16th, 2021.

1.22 NON-IFRS MEASURES

Throughout this document, the Company has provided measures prepared according to IFRS as well as some non-IFRS financial performance measures. Because the non-IFRS performance measures do not have any standardized definition prescribed by IFRS, they may not be comparable to similar measures presented by other companies. The Company provides these non-IFRS financial performance measures as they may be used by some investors to evaluate our financial performance. Accordingly, they are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS. These non-IFRS financial performance measures were reconciled to reported IFRS measures within the document. (Refer to section 1.7 for description and reconciliation of those non-IFRS measures).

1.23 RISK AND UNCERTAINTIES

Company's obligations and budgeted expenditures through February 28, 2022. Any additional funding may be met in the future in a number of ways, including but not limited to, the issuance of new equity instruments. Cash flow forecasting is performed by the Company which monitors rolling forecasts of the Company's liquidity requirements to ensure it has sufficient cash to meet operational needs at all times. Surplus cash over and above balances required for working capital management are invested in interest bearing short-term deposits with a maturity within 12 months, which are selected with appropriate maturities or sufficient liquidity to provide sufficient head-room as determined by the above-mentioned forecasts. Accounts payable and accrued liabilities as at November 30, 2021, consist of items that should be settled within approximately 30 days. See note 2 of the financial statements for information on going concern.

i) 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 is subject to concentrations of credit risk through cash and amounts receivable. The Company reduces its credit risk by maintaining part of its cash in financial instruments held with a Canadian chartered bank.

ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet the obligations associated with its financial liabilities. Management estimates that the funds as at November 30, 2021 will not be sufficient to meet the requirements until end of December 2022.

1.23 RISK AND UNCERTAINTIES (continued)

iii) 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.

iv) Foreign currency risk

The Company's functional and reporting currency is the Canadian dollar and major purchases are transacted in Canadian dollars. The Company is therefore not exposed to fluctuations in the value of assets and liabilities as they are denominated in Canadian dollars.

v) Equity price risk

Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market.

vi) Environmental risk

The Company's exploration and evaluation activities are subject to laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its activities are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

vii) Cash flows from consulting income

The Company currently generates revenue and cash flows from its consulting services. The availability of these sources of funds and the Company's ability to maintain a network and attract additional customers will depend on a number of factors, many of which are outside of the Company's control. All of the Company's revenues have come from eight customers. The Company's contracts are generally short-term and the Company is actively seeking to diversify its customer base with longer-term contracts, the loss of any one of its customers or the inability to attract additional customers will result in a material adverse effect on the business and may adversely affect revenues going forward.

viii) Dependence on management and key personnel

The Company's future growth and its ability to develop, depend, to a significant extent, on its ability to attract and retain highly qualified staff. The Company relies on a limited number of key employees, consultants and members of senior management, and there is no assurance that the Company will be able to retain such personnel. The loss of one or more key employees, consultants or members of senior management, if such persons are not

replaced, could have a material adverse effect on The Company's business, financial condition and prospects. To operate successfully and manage its potential future growth, The Company must attract and retain highly qualified engineering, managerial and financial staff. Competition for its personnel can be intense, and the Company cannot ensure that it will be able to bring in and retain highly skilled technical and management staff in the future. In addition, the Company may be obligated to increase the compensation paid to current or new staff, which could substantially increase operating expenses.

1.23 RISK AND UNCERTAINTIES (continued)

ix) Technological changes

The Company's consulting services and investing divisions operate in business segments that are entirely dependent on technology and the internet. As such, technological change will impact the ability of the Company to expand and grow its business and will affect the costs and expenses incurred by the Company, including capital requirements. There is a risk that new technologies and standards may render the Company's software applications obsolete. The Company may be required to invest significant capital in new technology and software development to remain competitive.

x) Private issuers and illiquid securities

The Company invests in securities of private issuers. Investments in private issuers cannot be resold without a prospectus, an available exemption or an appropriate ruling under relevant securities legislation and there may not be any market for such securities. These limitations may impair the Company's ability to react quickly to market conditions or negotiate the most favourable terms for exiting such investments. Investments in private issuers may offer relatively high potential returns, but will also be subject to a relatively high degree of risk. There can be no assurance that a public market will develop for any of the Company's private company investments or that the Company will otherwise be able to realize a return on such investments. The Company also invests in illiquid securities of public issuers. A considerable period of time may elapse between the time a decision is made to sell such securities and the time the Company is able to do so, and the value of such securities could decline during such period. Illiquid investments are subject to various risks, particularly the risk that the Company will be unable to realize the Company's investment objectives by sale or other disposition at attractive prices or otherwise be unable to complete any exit strategy. In some cases, the Company may be prohibited by contract or by law from selling such securities for a period of time or otherwise be restricted from disposing of such securities. Furthermore, the types of investments made may require a substantial length of time to liquidate.

xi) Investment risks

The Company will acquire securities of public and private companies from time to time, which are primarily junior or small-cap companies. Poor investment performance could impair revenues and growth. The market values of the securities can experience significant fluctuations in the short and long term due to factors beyond the Company's control. Market value can be reflective of the actual or anticipated operating results of the companies and/or the general market conditions in a specific sector as a whole, such as fluctuations in commodity prices and global political and economic conditions. The Company's investments will be carried at fair value, and unrealized gains/losses on the securities and realized losses on the securities sold could have a material adverse impact on the Company's operating results. There is no assurance that The Company will be able to achieve or maintain any particular level investment return, which may have a material adverse impact on its ability to attract
investors. Furthermore, the junior mining space tends to be more volatile than the general market indices. This volatility combined with negative or poor performance could combine to lead to a reduction in investor interest.

1.23 RISK AND UNCERTAINTIES (continued)

xii) Reliance on a single product

A decline in the growth of demand for these products would have a material adverse effect on our operating results and growth prospects. Because the Company is currently substantially dependent on CARDS as its only product, factors such as changes in customer preferences may have a disproportionately greater impact on the

Company than if it derived significant revenue from multiple lines of products. There can be no assurance that Cards technology will attain or maintain long-term customer appeal. If customer interest in CARDS technology in general declines, or if there is increased competition in the AI market for detection technology. The Company's future performance will be dependent on its ability to design, develop, manufacture, assemble, test, market and support its current products, as well as to continue developing new products and enhancing its current products, in a timely and cost effect manner on behalf of its customers. The Company's existing contractual relationships gives it confidence in its ability to achieve sales and maintain a customer base within its target industries, notwithstanding the risks outlined above. The Company has, and will continue to, invest in new product development to expand its business within existing markets

1.24 DISCLAIMER

The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company. It should be read in conjunction and in context with all other disclosure documents of the Company. The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. No securities commission or regulatory authority has reviewed the accuracy of the information presented.

(s)''Simran Kamboj''	*(s)''Daniel Bélisle''*
Simran Kamboj	Daniel Bélisle
President and Chief Executive Officer	Chief Financial Officer