Windfall Geotek Inc
Management's Discussion and Analysis
For The Nine Months Ended November 30, 2023

INTRODUCTION

The following Management Discussion and Analysis ("MD&A") of the operations, results, financial position and outlook of Windfall Geotek Inc. (the "Company"), current as of January 29, 2024, should be read in conjunction with the Company's condensed interim consolidated financial statements for the period ended November 30, 2023 and the audited consolidated financial statements for the year ended February 28, 2023, 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. Additional information relevant to the Company's activities can be found on SEDAR at www.sedar.com.

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 next twelve months; 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 ("AI") system.

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 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 "WIN". Windfall Geotek's head office is located at 7005 Taschereau Boulevard, Suite #265, Brossard (Quebec).

OVERVIEW

- During the nine months ended November 30, 2023, the Company had revenue of $322,500 (2022 - $588,010).
- During the nine months ended November 30, 2023, the Company realized a gain on the sale of marketable securities of $39,433 (2022 - $nil).
- During the nine months ended November 30, 2023, the Company realized a gain on the disposal of mining assets of $146,447 (2022 - $310,000).
- During the nine months ended November 30, 2023, the Company had a net loss of $1,026,900 (2022 – $992,466), which included $203,459 (2022 - $nil) in bad debt expense.
- As at November 30, 2023, the Company had a cash balance of $519,372 (February 28, 2023 - $1,282,810), a marketable securities balance of $777,266 (February 28, 2023 - $1,018,364) and a working capital balance of $1,420,998 (February 28, 2023 - $2,415,681).

Share Capital

There were no share capital activities during the nine months ended November 30, 2023.

Marketable Securities

As at November 30, 2023, the Company held the following marketable securities:

Company	Shares Held	Cost	Fair Value
Big Tree Carbon Inc	700,000	$ 96,000	$ 35,000
Blue Thunder Mining Inc.	265,957	50,000	14,628
Canadian Copper Inc	64,676	16,169	4,851
Catalyst Mines Inc. (private)	1,000,000	100,000	100,000
Dryden Gold Corp (private)	80,000	20,000	12,000
BWR Exploration Inc.	1,500,000	75,000	30,000
Power Nickel Inc.	535,000	53,500	133,750
Flow Metals Corp.	110,000	115,000	9,350
Renegade Gold Inc. *	18,593	175,000	7,437
Platinex Inc	1,000,000	50,000	35,000
Playfair Mining Ltd.	2,000,000	100,000	60,000
Puma Exploration Inc.	1,200,000	215,000	156,000
MacDonald Mines Exploration	300,000	120,000	12,000
Nine Mile Metals Ltd.	232,143	65,000	25,536
S2 Minerals Inc.	526,315	78,947	34,210
QC Copper and Gold Corp.	500,000	67,500	62,500
Quebec Precious Metals Corporation	562,553	123,762	45,004
		$ 1,520,878	$ 777,266

As at November 30, 2023, the Company held the following share purchase warrants:

Company	Warrants	Exercise price	Expiry Date
Catalyst Mines Ltd.	500,000	$ 0.20	January 3, 2024*
Platinex Inc.	500,000	$ 0.07	May 4, 2024
Blue Thunder Mining Inc.	265,957	$ 0.33	December 29, 2024
Dios Exploration Inc.	250,000	$ 0.10	August 12, 2026

* Subsequent to November 30, 2023, 500,000 warrants expired unexercised.

OPERATIONAL UPDATE

Highlights for the nine months ended November 30, 2023:

- During the nine months ended November 30, 2023, the Company had a net loss of $1,026,900 (November 30, 2022 - $992,466), which included an unrealized loss on marketable securities of $366,045 (August 31, 2022 - $591,053) and bad debt expense of $203,459.
- On March 22, 2023, the Company received 500,000 shares ($67,500) of QC Copper and Gold Inc. as proceeds for the sale of the Chapais property. Refer to exploration and evaluation update.
- On April 17, 2023, 2023, the Company received 526,315 shares ($78,947) of S2 Minerals Inc. as additional proceeds for the sale of the Ring of Fire property. Refer to exploration and evaluation update.

EXPLORATION AND EVALUATION UPDATE

The Company owns the following number of claims in the respective Canadian provinces:

Ontario properties

As at November 30, 2023, the Company owns a total of 5,949 claims (February 28, 2023 - 5,945 claims) in the province of Ontario.

Quebec properties

As at November 30, 2023, the Company owns a total of 1,193 claims (February 28, 2023 – 1,193 claims) in the province of Quebec.

New Brunswick properties

As at November 30, 2023, the Company owns a total of five claims (February 28, 2023 - 5 claims) in the province of New Brunswick.

Exploration and Evaluation Expenditures

During the nine months ended November 30, 2023 and 2022, the Company incurred the following expenses relating to its mineral claims:

	Three months November 30, 2023	Three months November 30, 2022	Nine months November 30, 2023	Nine months November 30, 2022
Claim staking	$ -	$ -	$ 2,500	$ 20,192
Geological consulting	12,000	12,000	36,700	65,483
	$ 12,000	$ 12,000	$ 39,200	$ 85,675

Properties under Option Agreements

Marshall Lake

On March 17, 2022, the Company entered into a property option agreement with a private Canadian company ("Private-Co"), pursuant to which Private-Co was granted the option to earn up to an undivided 90% interest in certain claims comprising the Marshall Lake property. In order for Private-Co to acquire an undivided 90% interest in the claims, it must:

- Pay $10,000 (received) in cash to the Company and incur $75,000 in exploration expenditures within 30 days following the effective date of the option agreement whereafter the optionee shall have earned 20% legal interest in the property;
- On or before March 17, 2023, pay $10,000 (received) in cash to the Company and incur an additional $100,000 in exploration expenditures whereafter the optionee shall have earned 40% legal interest in the property; and
- On or before March 17, 2024, pay $10,000 in cash to the Company and incur an additional $150,000 in exploration expenditures whereafter the optionee shall have earned 90% legal interest in the property.

Upon exercise of the option, the Company shall become entitled to a 2% NSR.

During the nine months ended November 30, 2023, the Optionee provided notice to the Company that they would not be exercising their option to earn 90% of the claims.

Ontario Claims 1 – Burnt Bush

On August 17, 2022, the Company entered into a property option agreement with a private Canadian company ("the Optionee"), pursuant to which the Optionee was granted the option to earn up to a 100% interest in certain claims in the province of Ontario. In consideration for a series of payments to the Company consisting of cash and common shares along with exploration expenditures.

During the nine months ended November 30, 2023, the Optionee provided notice to the Company that they would not be exercising their option to earn 100% of the claims.

Ontario Claims 2 – Barnett

On August 17, 2022, the Company entered into a property option agreement with the Optionee, pursuant to which the Optionee was granted the option to earn up to a 100% interest in certain claims in the province of Ontario. In consideration for a series of payments to the Company consisting of cash and common shares along with exploration expenditures.

During the nine months ended November 30, 2023, the Optionee provided notice to the Company that they would not be exercising their option to earn 100% of the claims.

Properties Sold

Chapais

On March 3, 2023, the Company entered into a mining property acquisition agreement with QC Copper & Gold Inc. ("QC") whereby QC has acquired certain claims comprising the Chapais property by issuing 500,000 common shares of QC ($67,500 – received) to the Company. The Company will retain a 2% net smelter royalty ("NSR"), which the purchaser can buy back 1% of the NSR for $1,000,000.

Ring of Fire, Northern Ontario

On March 18, 2022, the Company sold claims in northern Ontario for total proceeds of $300,000 cash (received) plus a 2% NSR. The purchaser can buy back 1% of the NSR for $1,000,000. Pursuant to the original agreement, the Company is to receive additional compensation if the property is acquired by a public company within an allotted time frame. On April 17, 2023, the Company received 526,315 shares ($78,947) of S2 Minerals Inc. ("S2") upon S2 acquiring the property.

New Brunswick

On January 11, 2023, the Company entered into an agreement to sell a New Brunswick mineral claim to Nine Mile Metals Ltd. for total consideration of $65,000 payable in common shares (232,143 common shares - received) plus a 2% NSR. The purchaser can buy back 1% of the NSR for $500,000.

SELECTED FINANCIAL INFORMATION

The following table summarizes selected financial data reported by the Company for the years ended February 28, 2023, 2022 and 2021. The information set forth should read in conjunction with the audited annual consolidated financial statements, prepared in accordance with International Financial Reporting Standards ("IFRS"), and the related notes thereon.

Fiscal Year ended	February 28, 2023	February 28, 2022	February 28, 2021
Total revenue	$658,459	$571,412	$614,462
Net (loss) income and comprehensive (loss) income	($934,154)	($5,368,151)	$85,814
Basic (loss) income per common share	(0.01)	(0.04)	0.00
Total assets	$2,514,985	$3,280,684	$3,197,514
Total liabilities	$99,304	$141,325	$241,674
Cash dividends per common share	Nil	Nil	Nil

SUMMARY OF QUARTERLY RESULTS

The following table summarizes selected financial information from the Company's unaudited condensed interim consolidated financial statements for the last eight quarters.

Quarter Ended	Revenue	Net comprehensive Income (loss)	Basic and Diluted net income (loss) per common Share
30/11/2023	75,000	(539,080)	(0.01)
31/08/2023	5,000	(365,384)	0.00
31/05/2023	242,500	(122,436)	0.00
28/02/2023	70,449	58,312	0.00
30/11/2022	70,834	(340,912)	0.00
31/08/2022	435,000	(216,978)	0.00
31/05/2022	82,176	(434,576)	(0.01)
28/02/2022	19,412	(912,228)	0.00

RESULTS OF OPERATIONS

Three months ended November 30, 2023, compared to the three months ended November 30, 2022.

The Company recorded a net loss of $539,080 for the three months ended November 30, 2023 (2022 – $340,912). The variances from the prior period are primarily due to the following items:

- General and administration expenses were $519,194 (2022 - $310,714). Further breakdown of general and administration expense is as follows:

	November 30, 2023	November 30, 2022
Bad debt expense	$ 203,459	$ -
Consulting fees and salaries	252,682	240,607
Travel and promotion	3,100	4,162
Shareholder information	13,236	26,302
Professional fees	14,146	25,197
General & Administration	32,571	14,446
	$ 519,194	$ 310,714

  - Bad debt expense of $203,459 (2022 - $nil) includes aged accounts receivable balances that the Company has determined to be uncollectable.

  - Consulting fees and salaries of $252,682 (2022 - $240,607). The increase is a result of employee payroll increases when compared to the prior period.

  - Travel and promotion expense of $3,100 (2022 - $4,162). The decrease is a result of the Company cutting down travel expenses during the three months ended November 30, 2023.

  - Shareholder information expense of $13,236 (2022 - $26,302). The decrease is a result of lower exchange and transfer agent fees during the three months ended November 30, 2023.

  - Professional fees of $14,146 (2022 - $25,197). The Company incurred additional legal fees during the three months ended November 30, 2022.

- Exploration and evaluation expenditures were $12,000 (2022 - $12,000). Exploration expenditures in the periods relate to geological consulting fees relating to the evaluation of exploration projects.

- Unrealized gain (loss) on marketable securities was a $81,209 loss (2022 - $59,225 loss). The market value of the Company's marketable securities is susceptible to changes in market conditions, which can significantly affect the market price of the securities owned by the Company on reporting dates.

- Share-based compensation, a non-cash expense, was $nil (2022 - $11,360). The decrease in expense relates to the fact that no options were issued during the three months ended November 30, 2023.

Nine months ended November 30, 2023, compared to the nine months ended November 30, 2022.

The Company recorded a net loss of $1,026,900 for the nine months ended November 30, 2023 (2022 – $992,466). The variances from the prior period are primarily due to the following items:

- General and administration expenses were $1,122,818 (2022 - $1,044,978). Further breakdown of general and administration expense is as follows:

	November 30, 2023	November 30, 2022
Bad debt expense	$ 203,459	$ -
Consulting fees and salaries	731,880	834,693
Travel and promotion	6,866	41,559
Shareholder information	43,056	72,115
Professional fees	64,303	44,711
General & Administration	73,254	51,900
	$ 1,122,818	$ 1,044,978

  - Bad debt expense of $203,459 (2022 - $nil) includes aged accounts receivable balances that the Company has determined to be uncollectable.
  - Consulting fees and salaries of $731,880 (2022 - $834,693). The decrease is a result of the Company reducing the number of employees and consultants during the nine months ended November 30, 2023.
  - Travel and promotion expense of $6,866 (2022 - $41,559). The decrease is a result of the Company reducing the amount of travel and promotion during the nine months ended November 30, 2023.
  - Shareholder information expense of $43,056 (2022 - $72,115). The decrease is a result of lower exchange and transfer agent fees during the nine months ended November 30, 2023.
  - Professional fees of $64,303 (2022 - $44,711). The Company incurred additional legal fees and accrued additional audit fees during the nine months ended November 30, 2023.

- Exploration and evaluation expenditures were $39,200 (2022 - $85,675). Included in exploration and evaluation expenditures are $2,500 in claim staking fees (2022 – $20,192), $36,700 in geological consulting (2022 - $65,483). Overall, the company has reduced the amount of exploration activities on its mineral claims.

- Unrealized gain (loss) on marketable securities was a $366,045 loss (2022 - $591,053 loss). The market value of the Company's marketable securities is susceptible to changes in market conditions, which can significantly affect the market price of the securities owned by the Company on reporting dates.

- Gain on sale of marketable securities was $39,433 (2022 - $nil). The Company disposed of certain marketable securities during the nine months ended November 30, 2023. No marketable securities were disposed of during the prior period.

- Gain on disposal of mining assets was $146,447 (2022 - $310,000), which relates to the disposition of mineral claims during the period.

- Share-based compensation, a non-cash expense, was $2,186 (2022 - $166,671). The decrease in expense relates to the fact that no options were issued during the nine months ended November 30, 2023.

LIQUIDITY AND CAPITAL RESOURCES

On November 30, 2023, the Company had a cash balance of $519,372 compared to a cash balance of $1,282,810 on February 28, 2023. Working capital on November 30, 2023 was $1,420,998 compared to a working capital balance of $2,415,681 on February 28, 2023.

The net change in cash position on November 30, 2023 compared to February 28, 2023 was a decrease of $763,438 (2022 - $653,542 decrease) due to the following activities:

- Cash used in operating activates for the nine months ended November 30, 2023 was $849,371 (2022 - $526,542). Cash was mostly spent on salaries, management consulting and general and administrative expenses. During the nine months ended November 30, 2023, the Company had decreased revenues of $265,510 when compared to the prior period.

- Investing activities provided $60,933 in cash (2023 - $190,000 used in), primarily related to the sale of marketable securities.

- Financing activities provided $25,000 in cash (2022 - $63,000) from proceeds received on the exercise of stock options.

The Company generates revenue from providing consulting services related to AI services. However, this revenue has not been sufficient to cover general operating expenditures in the past and the Company has had to rely on the issuance of equity to provide adequate liquidity. The Company may be required to raise additional capital through the issuance of equity in the future. However, management believes the Company has a sufficient working capital balance as at November 30, 2023 to settle its liabilities as they come due for the next twelve months.

The Company's financial liabilities comprised of accounts payable, accrued liabilities, and amounts due to related parties, are all due on demand.

RELATED PARTY TRANSACTIONS

Related party transactions are recorded at the exchange amount as agreed by the parties. Related party transactions not otherwise disclosed in the financial statements are:

	Three months November 30, 2023	Three months November 30, 2022	Nine months November 30, 2023	Nine months November 30, 2022
Consulting fees	$ 45,000	$ 45,000	$ 135,000	$ 135,000
Salaries and benefits	46,038	43,846	192,923	188,846
Share-based compensation	-	9,651	2,186	129,149
	$ 91,038	$ 98,497	$ 330,109	$ 452,995

Due to/from related parties

As at November 30, 2023, the amount due to related parties is $10,170 (February 28, 2023 - $23,778) and the amount due from related parties is $Nil (February 28, 2023 - $Nil).

CHANGES IN ACCOUNTING POLICIES

None

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.

OFF-BALANCE SHEET ARRANGEMENTS

As of November 30, 2023 and February 28, 2023, the Company had no off-balance sheet arrangements.

CRITICAL ACCOUNTING POLICIES AND MANAGEMENT ESTIMATES

The preparation of financial statements requires management to make estimates and judgments and form assumptions that affect the reported amounts and other disclosures in the financial statements. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions and conditions.
The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods.

Critical accounting estimates are estimates and assumptions made by management that may result in material adjustments to the carrying amount of assets and liabilities within the next financial year. Critical estimates used in the preparation of these financial statements include, among others, the recoverability of amounts receivable and deferred tax assets, impairment of assets, measurement of share-based payments and valuation of reclamation obligations.

Although the Company has taken steps to verify title to the mineral properties in which it has an interest, in accordance with industry standards for properties in the exploration stage, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements and noncompliance with regulatory requirements.

From time to time, the Company grants common share purchase options to directors, officers, employees, and non-employees. The Company uses the fair value method of accounting for options granted under its share purchase option plan. Options granted to directors, officers and employees are measured at fair value, which is charged to operations over the applicable vesting period, with an offsetting credit to share option reserves. Options granted to non-employees are measured at fair value of goods and services received, which is charged to operations at the date the options are fully vested, with an offsetting credit to share option reserves. The cumulative expense is recognized for equity-settled transactions at each reporting date until the vesting date reflects the Company's best estimate of the number of equity instruments that will ultimately vest. Cash received on the exercise of share options is recorded in share capital and the related compensation included in share option reserves is transferred to share capital to recognize the total consideration for the shares issued.

RISK AND UNCERTAINTIES

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.

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 of November 30, 2023 will be sufficient to meet the requirements for the next twelve months.

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.

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.

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.

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.

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 several factors, many of which are outside of the Company's control. 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.

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.

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.

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 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 or otherwise be restricted from disposing of such securities. Furthermore, the types of investments made may require a substantial length of time to liquidate.

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, 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 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.

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 AI services 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 AI services technology will attain or maintain long-term customer appeal. If customer interest in AI 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.

FINANCIAL INSTRUMENTS

The Company has identified several financial instruments that it utilizes in its day-to-day operations. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. A detailed explanation of the policies may be seen in the Company's Note 16 of the condensed interim consolidated financial statements for the nine months ended November 30, 2023.

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.

OUTSTANDING SHARE DATA

As at the date of the MD&A, the Company had the following common shares, stock options and warrants outstanding:

Common shares	134,095,628
Share purchase warrants	1,536,180
Share purchase options	8,020,000
Total common shares fully diluted	143,651,808