

**West Mining Corp.  
Management's Discussion and Analysis  
For the nine months ended July 31, 2024**

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**INTRODUCTION**

The following management's discussion and analysis of financial condition and results of operations ("MD&A") for the nine months ended July 31, 2024 prepared as of October 1, 2024, should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three and nine months ended July 31, 2024 and the related notes thereto of West Mining Corp. ("the Company" or "West") together with the audited financial statements of the Company for the year ended October 31, 2023. The MD&A is the responsibility of management and has been reviewed and approved by the Board of Directors of the Company.

The referenced consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). All dollar amounts are expressed in Canadian dollars unless otherwise indicated.

**CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS**

The following discussion and analysis may contain forward-looking statements which are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those implied by the forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made, and readers are advised to consider such forward-looking statements in light of the risks as set forth in the following discussion.

**COMPANY OVERVIEW**

The Company was incorporated under the Company Act of British Columbia on August 28, 2017. The Company's registered and records office is located at Suite 600-1090 West Georgia Street, Vancouver, British Columbia, Canada V6E 3V7. The Company's common shares trade on the Canadian Securities Exchange under the trading symbol "WEST".

**CORPORATE**

On May 8, 2024, the Company appointed Mr. Richard Lonsdale - Hands to its advisory board.

On June 6, 2024, the Company announced the appointment of Harrison Cookenboo, Ph.D., P.Geo to its advisory board.

**SHARE CONSOLIDATION**

Effective November 15, 2023, the Company completed the consolidation of its common shares on the basis of one post-consolidation common share for 10 pre-consolidation common shares. The condensed consolidated interim financial statements reflect the share consolidation for all shares, warrants, options and per share amounts retrospectively.

**EXPLORATION AND EVALUATION ASSETS**

**Kena Project**

During the year ended October 31, 2021, the Company acquired a 100% interest in the Kena Project upon execution of the Option Agreement, the Amended Agreement and the Apex Agreement (as defined below). The Company also purchased additional claims to complement the Kena Project on March 22, 2021, as described below. The Kena Project consists of mineral claims and crown grants located in the Nelson Mining District in British Columbia, and is subject to various NSRs ranging from 1% to 3% which may be purchased for cash consideration.

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Option Agreement

On December 24, 2020, the Company entered into an option agreement (the "Option Agreement") with Boundary Gold and Copper Mining Ltd. ("Boundary"), and Boundary's wholly-owned subsidiary, 1994854 Alberta Ltd. ("1994854"), to acquire 174 mineral claims and 11 crown grants comprising the Kena and Daylight gold-copper properties (the "Kena Project"). Under the Option Agreement, the Company earned an 80% interest in and to the properties by making aggregate cash payments of \$325,000, issuing an aggregate of 1,805,556 common shares with a fair value of \$325,000, and incurring an aggregate of \$1,735,925 in exploration expenditures.

Amended Agreement to purchase 1994854

Pursuant to an amending agreement dated April 7, 2021 with Boundary ("Amended Agreement"), the Company acquired all of the issued and outstanding shares of 1994854 from Boundary, by making a cash payment of \$800,000 and issuing 555,555 common shares to Boundary with a fair value of \$1,888,889. 1994854 holds the underlying 80% interest in the Kena Project.

Apex Agreement to purchase remaining 20% interest

Pursuant to an asset purchase agreement dated April 7, 2021 with Apex Resources Inc. ("Apex") ("Apex Agreement"), the Company acquired Apex's interest in the Kena Project from Apex in exchange for cash payments totaling \$300,000 and issuance of 150,000 common shares of the Company valued at \$480,000.

Apex retained a 1% NSR royalty on the Kena Project, which the Company has a right to purchase for a cash payment of \$500,000 at any time prior to the commencement of commercial production on the Kena Project.

Athabasca Mine

On March 22, 2021, the Company entered into a claims purchase agreement with 802213 Alberta Ltd., under which the Company acquired 17 mineral claims contiguous to the Kena Project for cash payment of \$27,087 and 8,500 common shares of the Company.

On August 4, 2021, the Company entered into a claims purchase agreement with 802213 Alberta Ltd., under which the Company acquired 5 additional mineral claims contiguous to the Kena Project for cash payment of \$25,210.

Folkestone Property

On January 25, 2021, the Company entered into a share purchase agreement with shareholders of Folkestone Mining Corp. ("Folkestone"), under which the Company acquired all of Folkestone's issued and outstanding shares. Folkestone is the registered holder of 4 mineral exploration claims located in the Spanish Mountain District in British Columbia and 3 claims in the Junkers District in British Columbia. In exchange for the purchase of Folkestone's shares, the Company issued 310,000 units of the Company, valued at \$1,240,000. Each unit is comprised of one common share and one share purchase warrant. Each warrant was exercisable into one common share at an exercise price of \$4.20 for a period of two years from the date of issuance.

Blue Cove Copper Property

On February 4, 2022, the Company entered into an option agreement to acquire a 100% undivided right, title and interest in and to the Blue Cove Copper Property covering 232 mineral claims (5,800 hectares) located near Terrenceville, Newfoundland. Under the terms of the option agreement, the Company could earn the 100% interest by issuing 170,000 common shares, making cash payments of \$160,000 and incurring \$750,000 in exploration expenditures in aggregate. The investment in the Blue Cove Copper Property was subject to a 3% NSR. The Company could purchase one-third (1%) of the NSR for \$1,000,000 at any time.

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During the year ended October 31, 2022, the Company paid \$10,000 and issued 25,000 common shares, valued at \$27,500. During the year ended October 31, 2023, the Company determined it would not pursue further exploration of the Blue Cove Copper Property and on February 15, 2023, the Company entered into a termination agreement with the optionor. Pursuant to the termination agreement, the Company paid \$20,000 in cash and issued 30,000 common shares with a fair value of \$12,000 in order to terminate. Accordingly the Blue Cove Copper Property was considered impaired and \$140,549 in acquisition and exploration costs were written off.

**Summary**

The Company's exploration and evaluation assets activity for the year ended October 31, 2023 and nine months ended July 31, 2024 is as follows:

	Kena Project	Folkestone Property	Blue Cove Property	Total
	\$	\$	\$	\$
<b>Acquisition costs</b>				
Balance, October 31, 2022	4,562,847	1,364,000	37,500	5,964,347
Addition				
Cash	-	-	20,000	20,000
Common shares and units	-	-	12,000	12,000
Impairment	-	-	(69,500)	(69,500)
Balance, October 31, 2023 and July 31, 2024	4,562,847	1,364,000	-	5,926,847
<b>Exploration costs</b>				
Balance, October 31, 2022	2,256,797	191,035	71,049	2,518,881
Addition	109,007	-	-	109,007
Impairment	-	-	(71,049)	(71,049)
Balance, October 31, 2023	2,365,804	191,035	-	2,556,839
Addition	37,998	1,294	-	39,292
Balance, July 31, 2024	2,403,802	192,329	-	2,596,131
<b>Balance, October 31, 2023</b>	<b>6,928,651</b>	<b>1,555,035</b>	<b>-</b>	<b>8,483,686</b>
<b>Balance, July 31, 2024</b>	<b>6,966,649</b>	<b>1,556,329</b>	<b>-</b>	<b>8,522,978</b>

Exploration and evaluation costs were comprised of:

	Kena Project	Folkstone	Total
	\$	\$	\$
<i>For the year ended October 31, 2023</i>			
Assays	65,084	-	65,084
Exploration	905	-	905
Field supplies	201	-	201
Geological consulting	9,876	-	9,876
Licenses and permits	3,984	-	3,984
Other	200	-	200
Transportation and freight	28,757	-	28,757
Total	109,007	-	109,007

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*For the nine months ended July 31, 2024*

Administrative	2,867	-	2,867
Drilling	460	-	460
Geological consulting	19,313	1,294	20,607
Licenses and permits	3,000	-	3,000
Technical reports	1,200	-	1,200
Storage costs	8,053	-	8,053
Transportation and freight	3,105	-	3,105
Total	37,998	1,294	39,292

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**RESULTS OF OPERATIONS**

**Nine months ended July 31, 2024**

The Company recorded a loss of \$1,186,733 (\$0.11 per share) for the nine months ended July 31, 2024 (2023 – \$1,059,431 and \$0.17 per share). The Company had no revenue, paid no dividends and had no long-term liabilities during the nine months ended July 31, 2024. Variances of note in the operational expenses are:

Advertising and promotion fees of \$113,151 (2023 - \$251,610) consists of marketing expenses incurred to inform investors with marketing efforts. This included corporate presentations, corporate materials, concerted marketing and promotional efforts, actively promoting the entity and market awareness during the period. Fees decreased during the 2024 fiscal period compared with 2023 as the Company decreased its promotional activities.

Consulting fees of \$709,918 (2023 - \$387,755) consist of fees charged by management of the Company for managing the business, corporate development fees relating to sourcing of projects and advisory fees during the nine months ended July 31, 2024. Fees increased during the period ended July 31, 2024 due to more costs incurred for sourcing of projects and corporate development.

Insurance of \$7,875 (2023 - \$17,389) decreased during the nine months ended July 31, 2024, as a result of a decrease in the insurance premium.

Office expenses of \$90,706 (2023 - \$50,565) increased during the nine months ended July 31, 2024, as a result of higher travel costs incurred.

Professional fees of \$62,225 (2023 - \$163,900) decreased during the nine months ended July 31, 2024. During the current period, the fees charged by the CFO were recorded as consulting fees, while the fees charged by the former CFO in the comparative period were recorded as professional fees. The audit fees were also higher during the nine months ended July 31, 2023.

Rent of \$Nil (2023 - \$12,500) consisted of office rent which was paid for the annual tenancy and storage rent. During the nine months ended July 31, 2024, rent expense is \$Nil due to end of lease of office building in the last fiscal year.

Share-based compensation of \$134,299 (2023 - \$Nil) increased during the nine months ended July 31, 2024, as the Company granted 550,000 stock options and 100,000 restricted share units to certain directors, officers and consultants of the Company.

Unrealized loss on sale of marketable securities of \$15,000 (2023 – \$10,000) During the nine months ended July 31, 2024, the share price of Recharge Resources had decreased to \$0.06 per share (2023 - \$0.22 per share).

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Impairment of mineral properties of \$Nil (2023 - \$140,549) The 2023 expense resulted from the impairment of the Blue Cove property.

**Three months ended July 31, 2024**

The Company recorded a loss of \$774,000 (\$0.05 per share) for the three months ended July 31, 2024 (2023 – \$36,732 and \$0.01 per share). The Company had no revenue, paid no dividends and had no long-term liabilities during the three months ended July 31, 2024. Variances of note in the operational expenses are:

Advertising and promotion fees of \$79,677 (2023 - \$nil) consists of marketing expenses incurred to inform investors with marketing efforts. This included corporate presentations, corporate materials, concerted marketing and promotional efforts, actively promoting the entity and market awareness during the period. Fees increased during the three months ended July 31, 2024 compared with three months ended July 31, 2023 due to an increase in the marketing activities for exploration of projects and financings.

Consulting fees of \$603,078 (2023 - \$28,725) consists of fees related to corporate development, fees to source project and consulting fees charged by management of the Company for managing the business. Fees increased during the period ended July 31, 2024 due to more costs incurred for sourcing of projects and corporate development.

Office expenses of \$29,044 (2023 - \$20,731) increased during the three months ended July 31, 2024, as a result of higher travel costs incurred.

**SUMMARY OF SELECTED QUARTERLY RESULTS (UNAUDITED)**

The following table sets forth selected financial information from the Company's unaudited quarterly condensed consolidated interim financial statements for the eight most recently completed quarters.

	THREE MONTHS ENDED			
	July 31, 2024 \$	April 30, 2024 \$	January 31, 2024 \$	October 31, 2023 \$
Total assets	9,246,952	8,600,830	8,600,770	8,603,468
Working capital (deficiency)	403,739	(265,997)	(216,354)	(209,252)
Net loss	(774,000)	(127,643)	(285,090)	(70,491)
Net loss per share <sup>(1)</sup>	(0.06)	(0.01)	(0.04)	(0.01)

	THREE MONTHS ENDED			
	July 31, 2023 \$	April 30, 2023 \$	January 31, 2023 \$	October 31, 2022 \$
Total assets	8,653,389	8,582,323	8,941,499	9,471,110
Working capital (deficiency)	(143,795)	(83,835)	418,070	909,128
Net loss	(36,732)	(502,036)	(520,663)	(1,829,586)
Net loss per share <sup>(1)</sup>	(0.06)	(0.08)	(0.09)	(0.30)

<sup>(1)</sup>The basic and fully diluted calculations result in the same value due to the anti-dilutive effect of outstanding stock options and warrants if any.

During the quarter ended October 31, 2022, the Company determined that further exploration of the Pilgrim property was not planned as it focuses on other properties and accordingly the Pilgrim property was considered impaired and \$594,000 in acquisition costs were written off. In addition, on October 31, 2022,

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the Company assessed the collectability of a loan receivable and deemed it irrecoverable. Accordingly, an impairment expense of \$280,231 was recorded in the statement of loss and comprehensive loss.

Total assets and working capital increased during the quarter ended July 31, 2024, as a result of private placements completed during the quarter.

Total assets and working capital have been decreasing quarter over quarter for the remaining quarters, as a result of cash spent on exploration and evaluation asset expenditures and on administrative expenses during the quarter.

**FINANCING ACTIVITIES**

During the year ended October 31, 2023, the Company issued 20,000 shares due to exercise of restricted stock units.

During the year ended October 31, 2023, the Company issued 30,000 shares at a fair value of \$12,000 pursuant to the termination agreement for the Blue Cove Copper Property.

On December 15, 2023, the Company closed a non-brokered private placement, raising gross proceeds of \$150,000 through issuance of 3,000,000 units at a price of \$0.05 per unit. Each unit consists of one common share and one common share purchase warrant. The warrant is priced at \$0.065 per warrant, which has an expiry date of two years after the date of issuance. Share issue costs of \$3,311 were incurred with respect to the private placement.

On May 29, 2024, the Company closed a non-brokered private placement raising gross proceeds of \$825,000 through the issuance of 4,125,000 units at a price of \$0.20 per unit. Each unit consists of one common share and one share purchase warrant, with each warrant exercisable for one common share at a price of \$0.40 until May 30, 2026. Share issue costs of \$60,841 were incurred and the Company issued an aggregate of 215,500 finder's warrants with respect to the private placement. Each warrant is exercisable for one common share at a price of \$0.20 until May 30, 2026. These finder's warrants are valued at \$59,886, using the Black-Scholes method.

On May 29, 2024, the Company issued 400,000 shares valued at \$156,000 for advisory fees incurred.

On July 22, 2024, the Company closed a non-brokered private placement raising gross proceeds of \$549,510 through the issuance of 1,831,700 units at a price of \$0.30 per unit. Each unit consists of one common share and one share purchase warrant, with each warrant exercisable for one common share at a price of \$0.40 until July 22, 2026. Share issue costs of \$66,841 were incurred and the Company issued an aggregate of 176,670 finder's warrants with respect to the private placement. Each finder's warrant is exercisable for one common share at a price of \$0.30 until July 22, 2026. These finder's warrants are valued at \$36,957, using the Black-Scholes method.

During the nine months ended July 31, 2024, the Company issued 1,750,000 shares for gross proceeds of \$113,750 due to exercise of warrants.

During the nine months ended July 31, 2024, the Company issued 100,000 shares due to exercise of restricted stock units.

During the nine months ended July 31, 2024, the Company received additional loans of \$12,356 and made repayments of \$14,087 to the CEO of the Company. The Company had also received loans of \$12,500 from a shareholder and made repayments of \$20,500. The loans are unsecured, bear no interest and are payable on demand. As at July 31, 2024, the balance of the loans payable was \$41,554 (October 31, 2023 – \$51,285).

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**LIQUIDITY AND CAPITAL RESOURCES**

As at July 31, 2024 the Company had cash of \$419,541 and a working capital of \$403,739. During the nine months ended July 31, 2024, net cash used in operating activities was \$1,083,310, net cash used in investing activity was \$39,292 incurred for exploration and evaluation assets and net cash received from financing activities was \$1,538,986, consisting of net proceeds of \$1,393,517 received from private placement, \$113,750 from warrants exercised, loan proceeds received of \$24,856, offset by loan repayment of \$34,857 and \$41,450 from subscriptions received.

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and to maintain a flexible capital structure that optimizes the costs of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' equity as well as cash. The Company manages the capital structure and make adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash. The Company is dependent on the capital markets as its primary source of operating working capital and the Company's capital resources are largely determined by its ability to compete for investor support of its projects.

As of July 31, 2024, the Company has an accumulated deficit of \$12,301,282. The Company expects to incur further losses in the development of its business. The Company's ability to continue as a going concern is dependent upon its ability to raise adequate funding through equity or debt financings to discharge its liabilities as they come due. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. These factors indicate the existence of a material uncertainty that may cast doubt about the Company's ability to continue as a going concern.

**CAPITAL EXPENDITURES**

The Company incurred \$39,292 in exploration and evaluation expenditures during the nine months ended July 31, 2024 (2023 - \$114,041).

**RELATED PARTY TRANSACTIONS**

Key management of the Company includes the Chief Executive Officer ("CEO"), Chief Financial Officer ("CFO") and directors of the Company. The Company incurred the following charges with directors and officers of the Company and/or companies controlled by them during the nine months ended July 31, 2024 and 2023:

	<b>2024</b>	<b>2023</b>
	<b>\$</b>	<b>\$</b>
Consulting fees	107,978	100,557
Professional fees	-	47,500
Share-based compensation	26,000	-
	<b>133,978</b>	<b>148,057</b>

During the nine months ended July 31, 2024, the Company paid consulting fees of \$45,000 (2023 – \$nil) to a company controlled by the CEO of the Company, consulting fees of \$Nil (2023 – \$82,500) to companies controlled by the former CEOs of the Company, and consulting fees of \$50,518 (2023 – \$18,057) to a company wherein the CFO of the Company is a shareholder. The Company paid consulting fees of \$12,460 (2023 - \$nil) to a company controlled by a Director of the Company. The Company also paid professional fees of \$nil (2023 – \$47,500) to a company controlled by the former CFO of the Company.

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As at July 31, 2024, the Company owes \$51,296 (October 31, 2023 - \$33,204) to related parties. Related party transactions are measured at the exchange amount of consideration agreed between the related parties. Related party balances are non-interest bearing, unsecured, and due on demand.

**OFF-BALANCE SHEET ARRANGEMENTS**

The Company does not have any off-balance sheet arrangements.

**SUBSEQUENT EVENTS**

On August 6, 2024, the Company issued 115,385 common shares to a company controlled by the former CEO of the Company to settle \$30,000 in outstanding debt owed.

On August 15, 2024, the Company issued 375,000 common shares for gross proceeds of \$24,375 pursuant to the exercise of warrants.

On August 26, 2024, the Company issued 75,000 common shares for gross proceeds of \$4,875 pursuant to the exercise of warrants.

**CURRENT SHARE DATA**

As at the date of this MD&A, the Company has 17,918,315 common shares issued and outstanding.

**DISCLOSURE CONTROLS AND PROCEDURES**

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited condensed consolidated interim financial statements for the nine months ended July 31, 2024 and this accompanying MD&A.

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company with the Annual Filings on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).

**RISKS AND UNCERTAINTIES**

The Company is currently subject to financial and regulatory risks. The financial risk is derived from the uncertainty pertaining to the Company's ability to raise capital to continue operations. Regulatory risks include the possible delays in getting regulatory approval for the transactions that the Board of Directors believe to be in the best interest of the Company, and include increased fees for filings and the introduction of ever more complex reporting requirements, the cost of which the Company must meet in order to maintain its exchange listing.

There is no assurance that the exploration of the Company's properties will be successful in its quest to find a commercially viable quantity of mineral resources. The Company's exploration and development activities may be affected by changes in government and the nature of various government regulations relating to the mining industry. The Company cannot predict the government's positions on mining concessions, land tenure, environmental regulation or taxation. A change in government positions on these issues could adversely affect the Company's business and/or its holdings, assets and operations. Any changes in regulations are beyond the control of the Company.



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**OTHER INFORMATION**

Additional information relating to the Company can be found on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca).