INFLECTION RESOURCES LTD.

An exploration stage company

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE SIX MONTHS ENDED MARCH 31, 2022

The Management's Discussion of Financial Condition and Results of Operations (the "MD&A"), dated May 30 2022, provides an analysis of, and should be read in conjunction with the accompanying condensed interim consolidated financial statements and related notes thereto for the three and six month periods ended March 31, 2022 and 2021 (the "Interim Financial Statements"), and other corporate filings available under the Company's profile on SEDAR at www.sedar.com, including the consolidated financial statements for the year ended September 30, 2021 (the "AFS").

Financial statement information presented herein was prepared using accounting policies in compliance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board. Inflection's reporting currency is the Canadian dollar ("$"), and all amounts in this MD&A are expressed in Canadian dollars, unless otherwise stated. Amounts in Australian dollars are expressed as "AUD". As at March 31, 2022, the indicative rate of exchange, per $1.00 as published by the Bank of Canada, was AUD 1.0679 (AUD 1.0915 at September 31, 2021). Amounts in United States dollars are expressed as "USD".

NOTES REGARDING FORWARD LOOKING STATEMENTS

Certain information contained or incorporated by reference in this MD&A, including any information as to our future financial or operating performance, constitutes "forward-looking statements". These statements are intended to provide investors with a reasonable basis for assessing the financial performance of the Company as well an indication of the Company's potential future performance. All statements, other than statements of historical fact, are forward-looking statements. The words "believe", "expect", "anticipate", "contemplate", "target", "plan", "intends", "continue", "budget", "estimate", "may", "will", "schedule" and similar expressions identify forward-looking statements. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by us, are inherently subject to significant business, economic and competitive risks, uncertainties, and contingencies. Such factors include, but are not limited to: fluctuations in the currency markets; fluctuations in the spot and forward price of gold or other commodities; changes in national and local government legislation, taxation, controls, regulations and political or economic developments in Australia, Canada and in other countries; business opportunities that may be presented to us, or that we pursue; operating or technical difficulties in connection with mining or development activities; employee relations; litigation; the speculative nature of exploration and development, including the risks of obtaining necessary licenses and permits; and contests over title to properties, particularly title to undeveloped properties. In addition, there are risks and hazards associated with the business of exploration, development and mining, including environmental hazards, industrial accidents, unusual or unexpected formations, pressures, cave-ins, flooding and the risk of inadequate insurance, or inability to obtain insurance, to cover these risks. Many of these uncertainties and contingencies can affect our actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, us. Readers are cautioned that forward-looking statements are not guarantees of future performance, and they should not place undue reliance on these forward-looking statements, which speak only as of the date the statements were made. These statements 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; accordingly, readers are advised to consider such forward-looking statements in light of the risks as set forth below.

All of the forward-looking statements made in this MD&A are qualified by these cautionary statements, and we disclaim any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable laws.

Furthermore, the Company continually seeks to minimize its exposure to business risks, but by the nature of its business, activities, and size, will always have some risk. These risks are not always quantifiable due to their uncertain nature. Should one or more of these risks and uncertainties, or those described in this MD&A under the heading "*Risks and Uncertainties*" materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described in forward-looking statements.

USE OF TERMS

Except as otherwise indicated by the context and for the purposes of this report only, references in this MD&A to "we," "us," "our" or "the Company", refer to Inflection Resources Ltd. (the "Company", or "Inflection"), a British Columbia corporation.

OVERVIEW

Inflection is a junior resource company engaged in the exploration and evaluation of mineral properties for gold and copper in New South Wales and Queensland, Australia.

The Company was incorporated under the Business Corporations Act (British Columbia) on May 9, 2017 and is a reporting issuer in British Columbia, Alberta, and Ontario. The Company's common shares (the "Common Shares") trade on the Canadian Securities Exchange (the "CSE") under the symbol "AUCU", and on the OTCQB under symbol "AUCUF".

The Interim Financial Statements include the accounts of the Company and its 100% wholly owned subsidiaries in Australia: Australian Consolidated Gold Holdings Pty Ltd ACN 619 975 405 ("ACGH"), ACGH II Pty Ltd ACN 623 704 898 ("ACGHII"), and Romardo Copper (NSW) Pty Ltd ACN 605 976 565 ("Romardo Copper"). Inter-company balances and transactions are eliminated on consolidation.

Mineral Properties

The Company's mineral property interests encompass a large portfolio of exploration licenses and applications in New South Wales, and Queensland Australia.

The Company holds interests in, and has been actively working on, the following mineral resource projects:

a) *Northern New South Wales ("NNSW") Project*

The Company is targeting gold and copper-gold deposits in the interpreted northern extension of the Macquarie Arc, part of the Lachlan Fold Belt region of New South Wales, Australia (the "LFB") in New South Wales. The Macquarie Arc is considered Australia's premier porphyry gold-copper province, host to Newcrest Mining's Cadia Valley deposits, the CMOC-Northparkes deposits and Evolution Mining's Cowal deposits, and numerous active exploration prospects.

The NNSW project is the Company's principal property, and as of the date of this MD&A consists of twenty-three 100% owned non-surveyed non-contiguous exploration licenses ("EL") and EL applications located in the LFB. Eleven of the ELs were acquired in 2018 (the "Acquired NNSW licenses"); a further two ELs (the "Romardo Licenses") were acquired pursuant to the February 2020 acquisition of Romardo Copper. All other ELs and EL applications were staked by the Company directly.

The initial drill program on the NNSW Project began in July 2020; drilling and fieldwork continued through 2021, most recently including nine holes drilled at the Trangie, Nine Mile, Fairholme and Myallmundi targets. As of the date of this MD&A, the Company has released results of 61 drill holes totalling 13,206 metres since the commencement of Inflection's drill program at the property. The strong alteration and zones of disseminated sulphides encountered in multiple targets drilled to-date gives the Company further confidence in our ongoing exploration strategy.

Following a pause in activity owing to a challenging period of extended wet weather in eastern Australia, the Company has mobilised a drill and plans to test an additional five targets through the months of May and June 2022, three of which have not previously been drill tested (Fairholme, Duck Creek, and Meringo), and two of which follow-up encouraging alteration and geochemistry previously drilled by the Company (Marra, and Trangie).

There is a 2% net smelter return royalty ("NSR") on the Acquired NNSW licenses from any future production on the NNSW project, of which the Company may purchase 1% for AUD 3,000,000 at any time. The Romardo Licenses are subject to a 2% NSR of which the Company may purchase 1% for AUD 2,000,000 at any time, and the Company has the right of first refusal to purchase any royalty interest offered for sale by consideration payable in cash.

In addition, the Company has the following contingent payments payable at its discretion upon attainment of certain milestones relating to the Romardo Licenses:

i. AUD 500,000 payable in cash or Common Shares upon completion of a pre-feasibility study.
ii. AUD 2,000,000 payable in cash or Common Shares upon completion of a feasibility study.
iii. AUD 6,000,000 payable upon the Company's decision to commence construction of a commercial mine.

With effect beginning September 2020, Inflection was awarded multiple grants from the Government of NSW's New Frontiers Cooperative Drilling Program (the "NFCDP Grants"). As at March 31, 2022, the aggregate value of available funding under the NFCDP Grants was AUD 141,120 (September 30, 2021: AUD 40,309). Receipt of NFCDP grant funds is through reimbursement of eligible expenditures; specifically, 50% of the first-pass direct drilling costs on specified NNSW project licenses: Blackwater, and Brewarrina. This program is managed by the Geological Survey of NSW and is part of the NSW Mineral Strategy commitment to promote investment in mining and exploration. The New Frontiers Cooperative Drilling program provides grants to successful applicants for exploration drilling programs that demonstrate strong prospectivity, sound financial planning and a proven technical base. The Company had recovered AUD 40,309 ($38,312) pursuant to the NFCDP Grants during the year ended September 30, 2021; reducing the carrying value of the NNSW Project. The amount received reduced the carrying value of the Northern New South Wales Project. A further $29,208 was determined to be recoverable in the six months ended March 31, 2022.

b) Carron Project

Located approximately 400 kilometres west of Cairns in Northern Queensland, the Carron gold project ("Carron") comprises approximately 30 kilometres of northwest trending structures with a large number of high-priority drill targets along strike from the adjacent historic Croydon Goldfields ("Croydon"), one of Queensland's significant historical gold mining districts.

The Company's interest in Carron is held through a farm-in agreement (the "Farm-in Agreement") with Oakland Gold Pty Ltd. (the "Optionor"). The Farm-in Agreement, as amended, provides the Company with an option to earn up to a 100% interest in the property.

The Company earned an initial 50% interest (the "Initial Earn-in") in the Carron Project further to an amending agreement, dated November 22, 2019 (the "Initial Earn-in Date"), whereby the Company and the Optionor agreed to recognize i) expenditures incurred as of September 30, 2019 of AUD 297,172 (plus GST of AUD 16,293), including the completion of an airborne magnetics survey, and (ii) the reimbursement to the Optionor of an amount of AUD 50,000 for costs incurred by the Optionor, as satisfying the Initial Earn-in.

The Farm-In Agreement also provides for incremental farm-in levels by incurring additional expenditures at the discretion of the Company, as follows:

1. The Company may earn a further 20% interest to bring its participation interest to 70% if it elects within three years of the Initial Earn-in Date to incur a further AUD 1,000,000 in mineral exploration expenditures, with a substantial portion being the cost of drilling (the "Stage 2 Earn-in").

   Through March 31, 2022, the Company continued to incur expenditures toward the Stage 2 Earn-in.

2. Following the Stage 2 Earn-in, the Company may elect at its sole discretion to complete a further earn-in (the "Stage 3 Earn-in"), as either:

   i) Acquire a further 30% interest to bring its interest to 100% by issuing a number of Common Shares to the Optionor based on a formula determined by an independent valuator; or

   ii) Acquire a further 20% interest to bring its participation interest to 90% by completing a feasibility study. Where the Company achieves a Stage 3 Earn-in to a 90% interest, the Company shall enter into a royalty agreement with the Optionor.

   Within 60 days of the Stage 3 Earn-in Date, the Optionor may elect to contribute to expenditures in proportion to its 10% participating interest in a bankable feasibility study, and if the Optionor does not make such election, then its 10% interest shall be converted into a 2% NSR.

The exploration program at Carron contemplates targeting a series of previously untested high-grade, orogenic, gold-bearing quartz veins geologically analogous to, on trend from, those at Croydon.

The Company resumed drilling at Carron in November 2021, completing two drill holes before having to pause in light of inclement weather. The Company has now drilled four holes totalling 1,030 metres on the project. Three of the four completed holes intersected widely spaced mineralization typical of that seen at Croydon. Several targets still remain to be tested, with significant scope remaining for the discovery of mineralised shoots.

On September 4, 2020, the Company received approval for a drilling grant in the value of up to AUD 72,000 from the State of Queensland to be applied towards the drill program (the "QLD Grant"). The Company recovered AUD 72,000 ($68,432) in grant funding in the year ended September 30, 2021, and an additional $6,247 (AUD 7,200) recovered in the six-months ended March 31, 2022.

c) Artificial Intelligence Project

The "AI Project" is in the southern part of the Macquarie Arc in New South Wales. The Company assumed an interest in the AI Project pursuant to the Lachlan Fold Belt Exploration Alliance Agreement (the "Alliance Agreement"), as amended in December 2017.

During the year ended September 30, 2020, the Company relinquished rights to four of the five exploration licenses further to a decision not to continue with exploration thereon, resulting in a write-down in that year of $69,044. During the year ended September 30, 2021, the Company determined to abandon the one remaining exploration license; resulting in the write-off of the remaining carrying value of the AI Project.

Although there were no further expenditures on the AI Project through the six-month period ended March 31, 2022, certain provisions of the Alliance Agreement remain in good standing, including the Company's right, through until May 1, 2023, to acquire an interest in a mineral property within the areas covered by the proprietary data by paying a 5% fee on all quarterly exploration expenditures incurred on the specified property; payable at the Company's election in either cash or Common Shares. After May 1, 2023, the Company may acquire an interest in a mineral property within the area covered by the proprietary data with no further compensation to the Licensor.

SELECTED FINANCIAL INFORMATION

Management is responsible for, and the Board approved, the Interim Financial Statements. Except as noted, the Company followed the significant accounting policies presented in Note 3 - Significant Accounting Policies, contained in the AFS consistently throughout all periods summarized in this MD&A.

The Company operates in one segment – the exploration of mineral property interests. The Company has two geographic segments –exploration activities conducted in Australia, and head office, finance, marketing and administration activities performed in Canada. Management has determined that the parent entity and each of the Australian subsidiaries have a Canadian dollar functional currency.

The following table and related discussion provide selected financial information from, and should be read in conjunction with, the Interim Financial Statements.

	Three months ended March 31, 2022	Three months ended March 31, 2021	Six months ended March 31, 2022	Six months ended March 31, 2021
Total revenue	$ -	$ -	$ -	$ -
Loss before income taxes	$ 255,818	$ 377,851	$ 548,831	$ 734,021
Tax	$ -	$ -	$ -	$ -
Net loss and comprehensive loss for the period	$ 255,818	$ 377,851	$ 548,831	$ 734,021
Loss per share, basic & diluted	$ 0,00	$ 0.01	$ 0.01	$ 0.01
Total assets	$ 9,469,874	$ 6,868,521	$ 9,469,874	$ 6,868,521
Total non-current liabilities	$ -	$ -	$ -	$ -
Cash dividend declared per common share	$ -	$ -	$ -	$ -

Because the Company is in the exploration stage, it did not earn any significant revenue, and will not for the foreseeable future. The loss and comprehensive loss in each period illustrates the ramp of activity after the Company's initial public offering and listing on the CSE in July 2020.

Expenditures directly attributable to the acquisition of mineral property interests have been capitalized; staking costs, related land claims fees paid, and ongoing exploration expenditures, have also been capitalized. Exploration grants awarded are applied against the carrying value of the particular mineral property.

Selected Statement of Comprehensive Loss data.

The Company's operating expenses are summarised as follows:

	Three months ended March 31, 2022	Three months ended March 31, 2021	Six months ended March 31, 2022	Six months ended March 31, 2021
Salaries and benefits	$ 140,316	$ 125,956	$ 275,782	$ 240,365
Investor communication	36,806	95,305	103,381	152,496
Office and miscellaneous	42,148	26,322	73,684	44,657
Professional fees	9,927	13,007	51,226	52,155
Listing and filing fees	6,561	29,188	28,666	65,687
Share-based compensation	19,293	102,111	21,872	180,781
Consulting fees (recovery)	(6,000)	-	4,500	29,574
Foreign exchange (gain) loss	7,930	(11,109)	(7,603)	(12,461)
Interest income	(1,163)	(2,928)	(2,677)	(10,233)
	$ 255,818	$ 377,851	**$** 548,831	$ 734,021

Discussion of results

Salaries and benefits of $140,316 and $275,782 were recorded for the three- and six-month periods ended March 31, 2022 ($125,956 and $240,365 for the comparative periods), respectively, and reflects amounts earned by individuals employed directly by the Company not attributable to exploration. There were more directly employed personnel during the six month period ended March 31, 2022 than there were in the comparative period. The increase to the total expenditure on salaries and benefits, however, is slightly offset in the six months ended March 31, 2022 by an allocation of $18,800 to exploration; there was no similar allocation in the comparative period.

Investor communication expenses of $36,806 and $103,381 were recorded for the three and six month periods ended March 31, 2022 ($95,305 and $152,496, for the comparative periods), respectively, and consisted of expenditures on marketing activities and materials. The decrease in each of the three- and six-month periods ended March 31, 2022 compared to the preceding periods reflects an ongoing adjustment to marketing through virtual platforms, and accordingly incurring lower travel and conference-related costs.

Office and administrative expenses of $42,148 and $73,684 were recorded for the three and six month periods ended March 31, 2022 ($26,322 and $44,657 for the comparative periods), respectively. Office and miscellaneous expenses consist of bank charges, computer and internet, office supplies, telephone and rent, and beginning for the current period (with a reclassification for the comparative period), meals and travel costs. The Company continues to increase the level of active business activity, and accordingly the costs to run the Company have increased. The arrival, and subsequent lifting of widespread restrictions relating to the Covid-19 coronavirus ("Covid-19") outbreak, has given rise to some variability in corporate travel and general office activities making the comparability of periods somewhat challenging.

Professional fees of $9,927 and $51,226 were recorded for the three and six month periods ended March 31, 2022 ($13,007 and $52,155 for the comparative periods), respectively. Professional fees include assistance with tax compliance, audit and audit related activities, accounting assistance and general legal fees. The Company anticipates professional fees to be relatively consistent period-over-period.

Listing and filing fees of $6,561 and $28,666 were recorded for the three and six month periods ended March 31, 2022 ($29,188 and $65,687 for the comparative periods), respectively, were paid in connection with the Company's ongoing listing on the CSE, and related ongoing continuous disclosure requirements, listing maintenance costs, and the commencement of trading on the OTCQB. In the comparative period there were increased expenses incurred in connection with the Company's initial application to list on the OTCQB, which were not incurred in the current period.

Share-based compensation of $19,293 and $21,872 were recorded for the three and six month periods ended March 31, 2022 ($102,111 and $180,781 for the comparative periods), respectively, for those Options vesting during each period. Refer in this MD&A under section "*Outstanding Securities – Stock-based compensation*" for a summary of cancellations, forfeitures and new awards of Options during the period. The remaining average contractual life of Options outstanding is 3.23 years.

In determining the fair market value of stock-based compensation granted to employees and non-employees, management makes significant assumptions and estimates. These assumptions and estimates have an effect on the stock-based compensation expense recognized and on the contributed surplus balance on our statements of financial position. Management has made estimates of the life of the Options, the expected volatility, and the expected dividend yields that could materially affect the fair market value of this type of security. Stock-based compensation expense should be expected to vary from period-to-period depending on several factors, including whether Options are granted in a period, and the timing of vesting or cancellation of such equity instruments.

Consulting services and the re-allocation of certain chargers resulted in a recovery of $6,000 in the three-months ended March 31, 2022; the expense for the six months then ended was $4,500 ($nil and $29,574 for the comparative periods), respectively. In the current period, such fees include recruitment costs. For the six month period ended March 31, 2021, consulting fees include an amount of $20,000 payable to Cariboo Sky Consulting Ltd. for the provision of accounting advisory services by the former CFO.

A non-cash foreign exchange loss of $7,930 and a gain of $7,603 was recognized for the three- and six-month periods ended March 31, 2022 (gains of $11,109 and $12,461, for the comparative periods) on transactions denominated primarily in Australian dollars. Depending on the volatility of the exchange rate from period-to-period, the impact on the statement of loss and comprehensive loss could be significant.

Interest income was $1,163 and $2,677 for the three and six month periods ended March 31, 2022 ($2,928 and $10,233, for each of the comparative periods) for interest earned on the Company's balance of cash and, in the case of the comparative period, GICs held.

Segment information

The Company undertakes administrative activities in Canada, and is engaged in the acquisition, exploration, and evaluation of certain mineral property interests in New South Wales and Queensland, Australia. Accordingly, the Company's operations are in one commercial and two geographic segments. The Company is in the exploration stage and accordingly, has no reportable segment revenues. Mineral property interests and refundable security deposits are held in Australia, and cash is predominantly held in Canada.

The Company's assets are distributed by geographic segment, as per the tables below:

	March 31, 2022		
	Canada	**Australia**	**Total**
Current assets	$ 1,692,525	$ 96,463	$ 1,788,988
Refundable security deposits	-	402,652	402,652
Exploration and evaluation assets	-	7,278,234	7,278,234
Total assets	**$ 1,692,525**	**$ 7,777,349**	**$ 9,469,874**

	September 30, 2021		
	Canada	**Australia**	**Total**
Current assets	$ 3,409,456	$ 266,878	$ 3,676,334
Refundable security deposits	-	323,419	323,419
Exploration and evaluation assets	-	5,986,879	5,986,879
Total assets	$ 3,409,456	$ 6,577,176	$ 9,986,632

Net loss is distributed by geographic segment per the table below:

	For the six months ended March 31,	
	2022	**2021**
Canada	$ 526,973	$ 728,578
Australia	21,858	14,443
	$ 548,831	**$ 743,021**

Summary of Quarterly Results

The following table sets out selected quarterly financial information derived from the Company's unaudited quarterly financial statements prepared by management.

	Mar 31, 2022	Dec 31, 2021	Sep 30, 2021	Jun 30, 2021
Total revenue	-	-	-	-
Loss and comprehensive loss for the period	$255,818	$293,013	$855,542	$ 327,691
Loss per share, basic and diluted	$0.00	$ 0.00	$ 0.01	$ 0.01

	Mar 31, 2021	Dec 31, 2020	Sep 30, 2020	Jun 30, 2020
Total revenue	-	-	-	-
Loss and comprehensive loss for the period	$ 377,851	$ 365,170	$ 360,450	$ 327,691
Loss per share, basic and diluted	$ 0.01	$ 0.01	$ 0.01	$ 0.01

Because the Company is in the exploration stage, it did not earn any significant revenue. The Company's expenditures and cash requirements may fluctuate and lack some degree of comparability from period to period as a result of a number of factors including seasonal fluctuations, the write-off of capitalized amounts, (in particular those recognized in the periods ended September 30, 2021 and September 30, 2020), tax recoveries and other factors that may affect the Company's activities.

In addition, the non-cashflow related impacts from foreign exchange and share-based payments may give rise to significant variability in results from one period to the next. The IPO and the start of active operations are generally illustrated by an increasing ramp-up in expenditures since July 2020.

The Company's primary source of funding is through the issuance of share capital; accordingly, the Company's activity level and the size and scope of planned exploration projects may also fluctuate depending upon the availability of equity financing with favourable terms. When capital markets strengthen, and the Company is able to secure equity financing with favourable terms, the Company's activity levels and the size and scope of planned exploration may increase.

A discussion of significant expenses is included in the interim management's discussions and analyses for each respective period.

Financial position

The following financial data and discussion is derived from the Interim Financial Statements.

		March 31, 2022		September 30, 2021
Current Assets	$	1,788,988	$	3,676,334
Total Assets	$	9,401,442	$	9,986,632
Total Current Liabilities	$	175,232	$	233,463
Total Liabilities	$	175,232	$	233,463
Shareholders' Equity	$	9,226,210	$	9,753,169
Weighted average number of Common Shares outstanding		71,270,670		62,659,325
Basic and fully diluted loss per weighted average number of Common Shares for the period ended	$	0.00	$	(0.03)

<u>Assets</u>

The weather-related delays at the Company's exploration property interests in Australia resulted in a lower-than-expected level of expenditures eligible for capitalization to the value of the mineral properties through the first six months of the fiscal year, while the Company continued to incur overhead, salary and investor relations related costs. The decrease in cash and cash equivalents is offset by a $79,233 increase to the total amount held as refundable security deposits in Australia (inclusive of a foreign currency adjustment), and an increase of $1,222,923 in the value of the exploration properties, reflective of the capitalization of exploration expenditures (net the grant funding applied against the mineral property carrying values).

Mineral Properties

The value of the Company's exploration and evaluation assets including cumulative expenditures incurred, net of impairment charges, and government grant benefits, is as follows:

	Northern NSW Project (a)	Carron Project (b)	Al Project (c)	Total
Acquisition costs:				
Balance, October 1, 2020	$ 525,413	$ 95,214	$ 217,337	$ 837,964
Write-down of exploration assets:	-	-	(217,337)	(217,337)
Balance, September 30, 2021	525,413	95,214	-	620,627
Balance, March 31, 2022	**$ 525,413**	**$ 95,214**	**$ -**	**$ 620,627**

	Northern NSW Project	Carron Project	Al Project	Total
Deferred exploration costs:				
Balance, October 1, 2020	$ 1,804,917	$ 221,298	$ 314,379	$ 2,340,594
Additions:				
Claim management fees	1,823,314	208,532	-	2,031,846
Geological services	647,424	93,519	1,427	742,370
Equipment	280,647	27,172	-	307,819
Administration and maintenance	252,230	19,734	5,476	277,440
Geophysics	73,556	20,653	-	94,209
Total additions	3,077,171	369,610	6,903	3,453,684
Write-down of exploration assets	-	-	(321,282)	(321,282)
Recovery of government grant	(38,312)	(68,432)	-	(106,744)
Balance, September 30, 2021	$ 4,843,776	$ 522,476	$ -	$ 5,366,252
Additions:				
Drilling & assays	337,335	180,284	-	517,619
Geological services	161,520	202,034	-	363,554
Administration and maintenance	100,862	50,966	-	151,828
Claim management fees	125,203	7,209	-	132,412
Geophysics	87,472	5,492	-	92,964
Total additions:	880,824	445,985	-	1,258,377
Recovery of government grant	(29,208)	(6,247)	-	(35,454)
Balance, March 31, 2022	**$ 5,626,961**	**$ 962,214**	**$ -**	**$ 6,689,175**
Total, September 30, 2021	$ 5,369,189	$ 617,690	$ -	$ 5,986,879
Total, March 31, 2022	**$ 6,152,374**	**$ 1,057,428**	**$ -**	**$ 7,209,802**

Liabilities

The balances of payables and accruals are unsecured and will generally vary dependent upon the level of activity at the Company, and the timing at period end of invoices and amounts we have actually paid.

Going concern, capital management, and contractual obligations

Going Concern

The properties in which Inflection currently holds an interest are in the exploration stage. The Company has not generated significant revenues or cash flows from operations since inception and does not expect to do so for the foreseeable future. As at the date of this MD&A, the Company has approximately $1.1 million available in working capital. Inflection's financial liabilities of payables and accrued liabilities are generally payable within a 90-day period.

The Interim Financial Statements have been prepared on a going concern basis that contemplates the realization of assets and discharge of liabilities at their carrying values in the normal course of business for the foreseeable future; and do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. The Company's continuation as a going concern depends on its ability to successfully raise financing through the issuance of debt or equity.

Although the Company has been successful in the past in obtaining financing, there is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company, therefore giving rise to a material uncertainty, which may cast significant doubt as to whether Inflection's cash resources and working capital will be sufficient to enable the Company to continue as a going concern for the 12-month period after the date of the Interim Financial Statements. A number of the circumstances that could impair management's ability to raise additional funds, or their ability to undertake transactions, are discussed in this MD&A under heading "*Risks and Uncertainties*". In particular, the Company's access to capital and its liquidity will be impacted by global macroeconomic trends, the significant global impacts from Covid-19, the potential for significant delays in undertaking planned drill programs as a result of travel or other government-imposed restrictions in Australia, fluctuating commodity prices, and investor sentiment.

Consequently, management pursues various financing alternatives to fund operations and advance its business plan, the most recent of which include a non-brokered private placement which closed on May 14, 2021 (the "2021 Private Placement").

Capital Management

Inflection manages its capital in order to meet short term business requirements, after taking into account cash flows from operations, expected capital expenditures and the Company's holdings of cash. To facilitate the management of its capital requirements, management prepare annual expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. On an ongoing basis, management evaluates and adjusts its planned level of activities, including planned exploration, development, permitting activities, and committed administrative costs, to ensure that adequate levels of working capital are maintained. The Company believes that this approach is reasonable, given its relative size and stage.

There may be circumstances where, for sound business reasons, funds may be re-allocated at the Company's discretion. While Inflection remains focused on the continued exploration and development of the Company's mineral property interests, management may (i) conclude to curtail certain operations; or (ii) should management enter into agreements in the future on new properties it may be necessary to make cash payments and complete work expenditure commitments under those agreements, which would change planned expenditures.

There are no known restrictions on the ability of the Company's affiliates to transfer or return funds amongst the group.

Contractual obligations

In addition to normal course operating contracts and agreements relating largely to exploration activities and for the retention of exploration personnel for periods of one year or less, the Company is also party to agreements to acquire mineral properties that are disclosed in the accompanying Interim Financial Statements, and in this MD&A.

As described in this MD&A, Crescat Portfolio Management LLC ("Crescat") holds a right to purchase additional Inflection securities.

Outstanding Securities

Recent financings and issuances of equity

Common Shares

There were no issuances of Common Shares during the six month period March 31, 2022.

In connection with the 2021 Private Placement, the Company entered into an agreement providing Crescat the right to purchase additional Inflection securities (the "Participation Right") up to its then Proportional Percentage. The Participation Right terminates on the date on which Crescat's ownership of Common Shares falls below 1% of the then outstanding Common Shares.

There were 71,270,670 Common Shares issued and outstanding as at March 31, 2022 (71,270,670 at September 30, 2021, and 71,270,670 Common Shares as of the date of this MD&A). As at March 31, 2022, 9,828,001 Common Shares were held in escrow (13,104,001 at September 30, 2021).

Warrants

There were 22,801,804 Warrants outstanding as at March 31, 2022; 29,797,719 at September 30, 2021; and 22,423,579 Warrants as at the date of this MD&A.

Stock-based compensation

There were 6,674,000 Options outstanding as at March 31, 2022 (4,794,000 as at September 30, 2021).

Related Party Transactions

In addition to the officers and directors of the Company, Inflection's related parties include (i) its subsidiaries; (ii) OCP Holdings Ltd. ("OCP"), as a reflection of its approximate 20.7% ownership interest in the Company at March 31, 2022; and (iii) those legal entities noted below.

Key management personnel compensation is comprised of the following:

	For the six months ended March 31,	
	2022	2021
Salaries and benefits	$ 214,275	$ 226,514
Geological consulting capitalized	93,684	47,381
Salaries and benefits capitalized	19,800	-
Consulting	3,670	5,500
Share-based compensation	9,763	49,301
	$ 341,192	**$ 328,696**

An amount of $78,000 in directors' fees for the six months ended March 31, 2022 (2021 - $78,000) is included in "Salaries and benefits". A total of $19,800 (2021 - $0) was capitalized to the value of the exploration and evaluation assets (Carron Project) as geological services.

The Company's Vice President – Exploration ("VPEx") is remunerated pursuant to an agreement with GeoInsite Pty Ltd ("GeoInsite") beginning with effect of February 1, 2022. Pursuant to the GeoInsite agreement, Mr. Menzies is paid AUD 17,000 on a monthly basis. During the six months ended March 31, 2022, an amount of AUD 36,061 ($33,090) was charged to the Company by GeoInsite and capitalized to exploration and evaluation assets as geological services (2021 - $nil).

The Company and the CEO entered into an employment agreement effective January 1, 2020. The CEO had previously been remunerated pursuant to a consulting agreement with Waddell Consulting Inc. ("Waddell"), a company he controls. A balance of $31,500 remained payable to Waddell at March 31, 2021 relating to services he had provided prior to the start of his direct employment. The amount was settled shortly thereafter, with no further amounts charged to the Company.

The Company's former VPEx (through January 2022) was remunerated pursuant to an agreement with Swensson Integrated Resource Management ("Swensson"). During the six months ended March 31, 2022, an amount of AUD 66,000 ($60,594) was charged to the Company by Swensson and capitalized to exploration and evaluation assets as geological services (2021 - AUD 49,500 ($47,381)). Mr. Swensson continues to serve as a director of the Australian entities and is remunerated at a monthly rate of AUD 2,000.

Although the agreement had terminated on February 29, 2020, an outstanding balance of $64,771 arising from consulting and management services provided by OCP remained payable at March 31, 2021. The amount was settled shortly thereafter, with no further amounts charged to the Company.

At March 31, 2022, $31,494 (September 30, 2021 - $29,861), was due to directors and officers of the Company (including amounts due to GeoInsite subsequent to Mr. Menzies' appointment to the position of VPEx), and included in accounts payable and accrued liabilities, for unpaid services, including salaries and director fees. These amounts are non-interest bearing and payable on demand.

All related party transactions are recorded at the exchange amount which is the amount agreed to by the Company and the related party.

FINANCIAL INSTRUMENTS

Fair value estimates of financial instruments are made at a specific point in time, based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values.

Cash is carried at fair value using Level 1 fair value measurement. The carrying value of receivables and accounts payable approximate their fair value because of the short-term nature of these instruments.

The security deposits are refundable at a fixed amount in AUD and are carried at fair value using Level 1 fair value measurement, which is based on the $ equivalent at the date of each statement of financial position.

Financial Risk Factors

The Company is exposed in varying degrees to a variety of financial instrument related risks. The Board of Directors is provided with updates from management as to changes in perceived risks, and is responsible for approving and monitoring risk management processes. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. The majority of cash is deposited in a bank account held with a major bank in Canada. The risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. The Company has secondary exposure to credit risk on its receivables. This risk is minimal as receivables consist primarily of refundable goods and services taxes.

Foreign Exchange Risk

The significant market risk to which the Company is exposed is foreign exchange risk. The results of the Company's operations are exposed to currency fluctuations. To date, the Company has raised funds entirely in Canadian dollars. The majority of the Company's mineral property expenditures will be incurred in Australian dollars. The fluctuation of the Canadian dollar relation to the AUD will consequently have an impact upon the financial results and operations of the Company.

The Company has not entered into any derivative contracts to manage foreign exchange risk at this time. A significant portion of the Company's cash balance may be held in AUD in any given period.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. The Company's objective in managing liquidity risk is to maintain sufficient readily available reserves in order to meet its liquidity requirements. The Company assessed its liquidity risk as high.

Interest rate risk

Interest rate risk is the risk that fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. As the only interest-bearing financial instruments held by the Company consist of cash balances (and in comparative periods, short-term Government Investment Certificates) held with a major bank in Canada, the Company is not exposed to interest rate risk.

Off Balance Sheet Arrangements and Legal Matters

Inflection has no off-balance sheet arrangements, and there are no material outstanding legal matters of which management is aware.

Critical Accounting Policies and Estimates

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates, and assumptions that affect the reported amounts of assets, liabilities, and expenses. A detailed presentation of all of Inflection's significant accounting policies and the estimates derived therefrom, along with discussion as to judgments and estimates made by management which might impact the financial information, and a summary of new accounting pronouncements, please refer to our disclosures in the AFS at Note 3.

Additional disclosure for Venture Issuers without Significant Revenue

Additional disclosure concerning Inflection's general and administrative expenses and mineral exploration property costs are provided in the statements of loss and comprehensive loss and notes to the Interim Financial Statements. These financial statements are available on Inflection's website at https://inflectionresources.com/ or on its SEDAR profile accessed through www.sedar.com.

Proposed Transactions

There are no proposed material transactions. However, as is typical of the mineral exploration and development industry, management of Inflection continually review potential merger, acquisition, investment, and joint venture transactions and opportunities that could enhance shareholder value. The Company also notes that in order to satisfy its capital requirements and undertake a planned exploration program for fiscal 2022 it will be necessary to raise funds, likely through a capital raise. There is no guarantee that any contemplated transaction will be concluded.

Risks and Uncertainties

Exploration and mining companies face many and varied kinds of risks. While risk management cannot eliminate the impact of all potential risks, the Company strives to manage such risks to the extent possible and practical.

The principal activity of the Company is mineral exploration, which is inherently risky. Exploration is also capital intensive, and the Company currently has no source of income and must depend on equity financings as its main source of capital. Only the skills of its management and staff in mineral exploration and exploration financing serve to mitigate these risks and therefore are one of the main assets of the Company.

The following are the risk factors which the Company's management believes are most important in the context of the Company's business. It should be noted that this list is not exhaustive and that other risk factors may apply. An investment in the Company may not be suitable for all investors.

COVID-19 Pandemic

On March 11, 2020, the World Health Organization declared the outbreak and spread of a novel coronavirus, Covid-19, a global pandemic. In response to the outbreak, governmental authorities in Canada and internationally have introduced various recommendations and measures to try to limit the pandemic, including implementing travel restrictions, border closures, non-essential business closures, quarantines, self-isolation and physical distancing.

The ongoing extent and impact of the Covid-19 pandemic continues to evolve, and to-date, has included extreme volatility in financial markets, a slowdown in economic activity, extreme volatility in commodity prices (including precious metals) and has raised the prospect of a global recession. The international response to Covid-19 has led to significant restrictions on travel, temporary business closures, quarantines, global stock market volatility and a general reduction in global consumer activity.

The outbreak of Covid-19 may cause disruptions to the Company's business and operational plans, which may include: (i) restriction of travel by management to and from Australia; (ii) unavailability of contractors and subcontractors; (iii) interruption of supplies from third parties upon which the Company relies, including potentially significant delays in receiving assay results; (iv) restrictions imposed by governments to address the Covid-19 pandemic, including inter-state travel in Australia; and (v) restrictions that the Company and its contractors and subcontractors impose to ensure the safety of employees and others. It is not currently possible to predict the extent or duration of these potential disruptions, which may have a material adverse effect on the Company's business, financial condition and results of operations. These disruptions may severely impact the Company's ability to carry out its business plans for fiscal 2022 and beyond.

On March 20, 2020, the Government of Australia restricted entry into the country to non-Australian residents and citizens. The Company's Vice President of Exploration and other technical personnel are residents of New South Wales, Australia and have been able to manage the planned exploration program on the NNSW Project largely unimpeded by the international travel ban and border closures. Beginning February 21, 2022, visa holders who can demonstrate they are satisfactorily fully vaccinated can travel to Australia without a travel exemption.

Title Matters

Title to and the area of mining claims may be disputed. Although the Company has taken steps to verify the title to mineral properties in which it has an interest, in accordance with industry standards for the current state of exploration of such properties, these procedures do not guarantee the Company's title. Property title may be subject to unregistered prior agreements or transfers and title may be affected by undetected defects.

The Company has Limited History of Operations

The Company has limited history of operations and is in the early stages of exploration on its mining properties. The Company may experience higher costs than budgeted and delays which were not expected. The Company must also locate and retain qualified personnel to conduct exploration work. Further adverse changes in any one of such factors or the failure to locate and retain such personnel will have an additional adverse effect on the Company, its business and results of operations.

The Mining Industry is Speculative and of a Very High-Risk Nature

Mining activities are speculative by their nature and involve a high degree of risk, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. The Company's activities are in the exploration stage and such exploration is subject to the risk that previously reported inferred mineralization is not economic. If this occurs, the Company's existing resources may not be sufficient to support a profitable mining operation. The Company's activities are subject to a number of factors beyond its control including intense industry competition and changes in economic conditions, including some operating costs (such as electrical power). Its operations are subject to all the hazards normally incidental to exploration, development and production of precious metals, any of which could result in work stoppages, damage to or loss of property and equipment and possible environmental damage. An adverse change in any one of such factors, hazards and risks would have a material adverse effect on the Company, its business and results of operations. This might result in the Company not meeting its business objectives.

Geopolitical risks

Recent events in Europe prompted by the conflict in Ukraine, and the response from multiple countries, corporations, and governmental agencies may have far reaching impacts on commodity prices, foreign currency exchange rates, and the price of publicly traded companies. The uncertainty and increasing volatility of the situation in Europe, and consequentially in the capital markets may impact the Company's business and the ability to raise new capital.

Competition

The Company competes with many companies that have substantially greater financial and technical resources than the Company for the acquisition of mineral properties as well as for the recruitment and retention of qualified employees.

The Company is Dependent on Various Key Personnel

The Company's success is dependent upon the performance of key personnel. The Company does not maintain life insurance for key personnel and the loss of the services of senior management or key personnel could have a material and adverse effect on the Company, its business and results of operations.

The Company's Activities might suffer Losses from or Liabilities for Risks which are not Insurable

The Company does not currently carry any form of political risk insurance, insurance for loss of or damage in respect of its equipment and property or any form of environmental liability insurance, since insurance is prohibitively expensive. The payment of any such liabilities would reduce the funds available to the Company. If the Company suffers damage to its equipment, it might be required to suspend operations or enter into costly interim compliance measures pending completion of a permanent remedy.

The Company is subject to substantial environmental requirements which could cause a restriction or suspension of our operations

The current and anticipated future operations and exploration activities of the Company on its projects in Australia require permits from various governmental authorities and such operations and exploration activities are and will be governed by Federal, State and local laws and regulations governing various elements of the extractive industry. It is the Company's intention to ensure that the environmental impact on areas where it operates is mitigated by restoration and rehabilitation of affected areas.

Mining and processing operations are energy intensive, resulting in a significant carbon footprint. The Company acknowledges climate change as an international and community concern and recognizes that our operations may be subject to extensive transition and physical climate-related risks. These risks are highly uncertain and may have an adverse effect on Company operations.

As the Company is presently at the early exploration stage with all of our properties, the disturbance of the environment is limited and the costs of complying with environmental regulations are minimal. However, if operations result in negative effects upon the environment, government agencies will likely require Inflection to provide remedial actions to correct the negative effects. Failure to comply with applicable laws and regulations may result in civil or criminal fines or penalties or enforcement actions, including orders issued by regulatory authorities curtailing the Company's operations or requiring corrective measures, any of which could result in the Company incurring substantial expenditures. No assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail exploration or development.

Disclosure Controls and Procedures

Disclosure Controls and Procedures Disclosure controls and procedures ("DC&P") are intended to provide reasonable assurance that information required to be disclosed is recorded, processed, summarized and reported within the time periods specified by securities regulations and that information required to be disclosed is accumulated and communicated to management. Internal controls over financial reporting ("ICFR") are intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

CSE listed companies are not required to provide representations in the annual filings relating to the establishment and maintenance of DC&P and ICFR, as defined in National Instrument 52-109. In particular, the CEO and CFO certifying officers do not make any representations relating to the establishment and maintenance of (a) controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation, and (b) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the issuer's IFRS.

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in their certificates regarding the absence of misrepresentations and fair disclosure of financial information. Investors should be aware that inherent limitations on the ability of certifying officers of a CSE issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation

Scientific and Technical Disclosure

The Company's mineral property interests are all early stage and do not contain any mineral resource estimates as defined by NI 43-101. The potential quantities and grades disclosed herein are conceptual in nature and there has been insufficient exploration to define a mineral resource for the targets disclosed herein. It is uncertain if further exploration will result in targets on any of Company's mineral property interests being delineated as a mineral resource.

The Company's exploration program is directed by Mr. Douglas Menzies (BSc, MAIG, RPGeo), Inflection's Vice President Exploration. Carl Swensson (FAusIMM), a consultant to the Company is a "Qualified Person" ("QP") as defined in National Instrument 43-101 and has reviewed and approved the scientific and technical information contained in this MD&A.

Subsequent Events Not Otherwise Described Herein

With the exception of transactions and activities described in this MD&A, and in the Interim Financial Statements, there were no subsequent events.

Board of Directors and Officers of the Company

As at the date of this report, the directors of the Company are Alistair Waddell (President and Chief Executive Officer), Wendell Zerb (Chair), Cecil R. Bond, Tero Kosonen, and Stuart Smith. Doug Menzies is Vice President, Exploration, John Wenger is Chief Financial Officer, and Sandra Wong is Corporate Secretary.

The Board has approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it, and links to it will be posted to the Company's website.

(signed) Alistair Waddell
Alistair Waddell
President and Chief Executive Officer