



Management's Discussion & Analysis

Form 51-102F1

For the Three Months Ended August 31, 2023

INTRODUCTION

The following management discussion and analysis ("MD&A") of the financial condition and results of operations of the iMetal Resources Inc. (the "Company" or "iMetal") has been prepared by management, in accordance with the requirements of National Instrument of 51-102 as of October 30, 2023 and should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three months ended August 31, 2023 and the related notes contained therein which have been prepared under International Financial Reporting Standards ("IFRS"), the audited consolidated financial statements and the related MD&A for the year ended May 31, 2023 and all other disclosure documents of the Company. The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company. Additional information relevant to the Company's activities can be found on SEDAR+ at www.sedarplus.ca and www.imetalresources.ca.

All financial information in this report has been prepared in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting and all monetary amounts referred to herein, are in Canadian dollars, unless otherwise stated.

FORWARD LOOKING INFORMATION

Certain information in this MD&A, including all statements that are not historical facts, constitutes forward-looking information within the meaning of applicable Canadian securities laws. Such forward-looking information may include, but is not limited to, information which reflect management's expectations regarding the Company's future growth, results of operations (including, without limitation, future production and capital expenditures), performance (both operational and financial) and business prospects (including the timing and development of new deposits and the success of exploration activities) and opportunities. Often, this information includes words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate" or "believes" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

In making and providing the forward-looking information included in this MD&A the Company's assumptions may include among other things: (i) assumptions about the price of base metals; (ii) that there are no material delays in the optimisation of operations at the properties; (iii) assumptions about operating costs and expenditures; (iv) assumptions about future production and recovery; (v) that there is no unanticipated fluctuation in foreign exchange rates; and (vi) that there is no material deterioration in general economic conditions. Although management believes that the assumptions made and the expectations represented by such information are reasonable, there can be no assurance that the forward-looking information will prove to be accurate. By its nature, forward-looking information is based on assumptions and involves known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements, or results, to be materially different from future results, performance or achievements expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include among other things the following: (i) decreases in the price of base metals; (ii) the risk that the Company will continue to have negative operating cash flow; (iii) the risk that additional financing will not be obtained as and when required; (iv) material increases in operating costs; (v) adverse fluctuations in foreign exchange rates; and (vi) environmental risks and changes in environmental legislation.

This MD&A (See "Risks and Uncertainties") contains information on risks, uncertainties and other factors relating to the forward-looking information. Although the Company has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking information, there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Also, many of the factors are beyond the Company's control. Accordingly, readers should not place undue reliance on forward-looking information. The Company undertakes no obligation to reissue or update forward looking information as a result of new information or events after the date of this MD&A except as may be required by law. All forward-looking information disclosed in this document is qualified by this cautionary statement.

DESCRIPTION OF BUSINESS

iMetal Resources Inc. is a publicly listed company whose principal business activities are the exploration and development of mineral properties. The Company has properties located in Ontario and Quebec, Canada. The Company is a reporting issuer in British Columbia and Alberta, and trades on the Tier 2 on the TSX Venture Exchange under the symbol "IMR.V", on the OTCQB under the symbol "IMRFF" and on the OTCBB under the symbol "IMRFF" as well as on Frankfurt Exchange under the symbol "A7V".

HIGHLIGHTS AND RECENT DEVELOPMENTS

On July 5, 2023, the Company reported the sudden and unexpected passing of the CFO, Mr. Eduardo Yu.

On July 7, 2023, the Company announced the hiring of market consultants, JP Capital LLC ("JP Capital"). JP Capital will provide consulting services to the Company for a minimum term of six months, beginning on July 1st, 2023. They will receive cash consideration of \$6,000 USD per month. In accordance with the agreement and as consideration for the services, the Company will also issue 210,000 incentive stock options, exercisable at a price of \$0.16 per share until December 31, 2025. The options will vest over a period of twelve months in compliance with the TSX Venture Exchange.

On August 1, 2023, the Company announced that Mr. Robert Coltura has resigned from the board of directors. According to the policy of the Company's Stock Option Plan, the related granted options to Mr. Robert Coltura would be forfeited 90 days after the resignation.

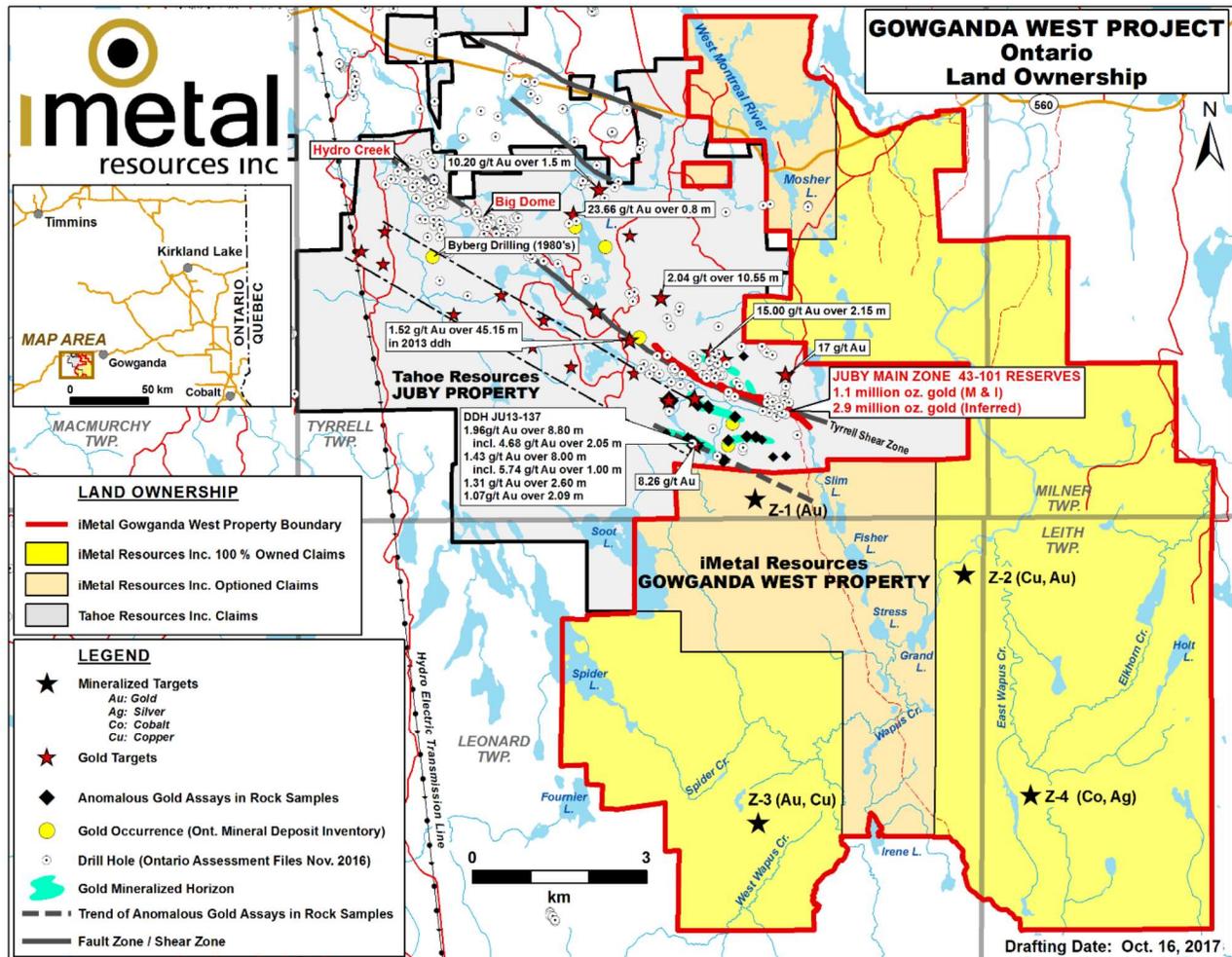
On Oct 10, 2023, The Company announced that it has engaged Scandinavian Alliance (the "Alliance") to advise the Company on its marketing and social media presence as well as to assist with market awareness in European markets. The engagement is for an initial four-month term continuing until January 31, 2024, and in consideration the Alliance is entitled to receive fees totaling \$108,500 of which \$54,250 is payable immediately with the balance payable upon completion of the next equity financing by the Company.

EXPLORATION ACTIVITIES

Gowganda West Property

The 100% owned Gowganda West property, initially acquired in 2016, now covers approximately 147sqkm in the Shining Tree volcano-sedimentary succession of the southwestern Abitibi Greenstone Belt contiguous to the north and west to Aris Mining's Jubly Gold deposit. The western section of Gowganda West is underlain by Archean metasediments and lesser metavolcanics of the Indian Lake Group, while the east section is largely underlain by Proterozoic Gowganda Formation, relatively flat lying, coarse to fine clastic sediments overlying the steeply dipping Archean stratigraphy below. Erosional Archean windows have been mapped within the Gowganda sediments which appear to thin to the west as they overlap the underlying Archean. Exploration is focussed on the Archean stratigraphy.

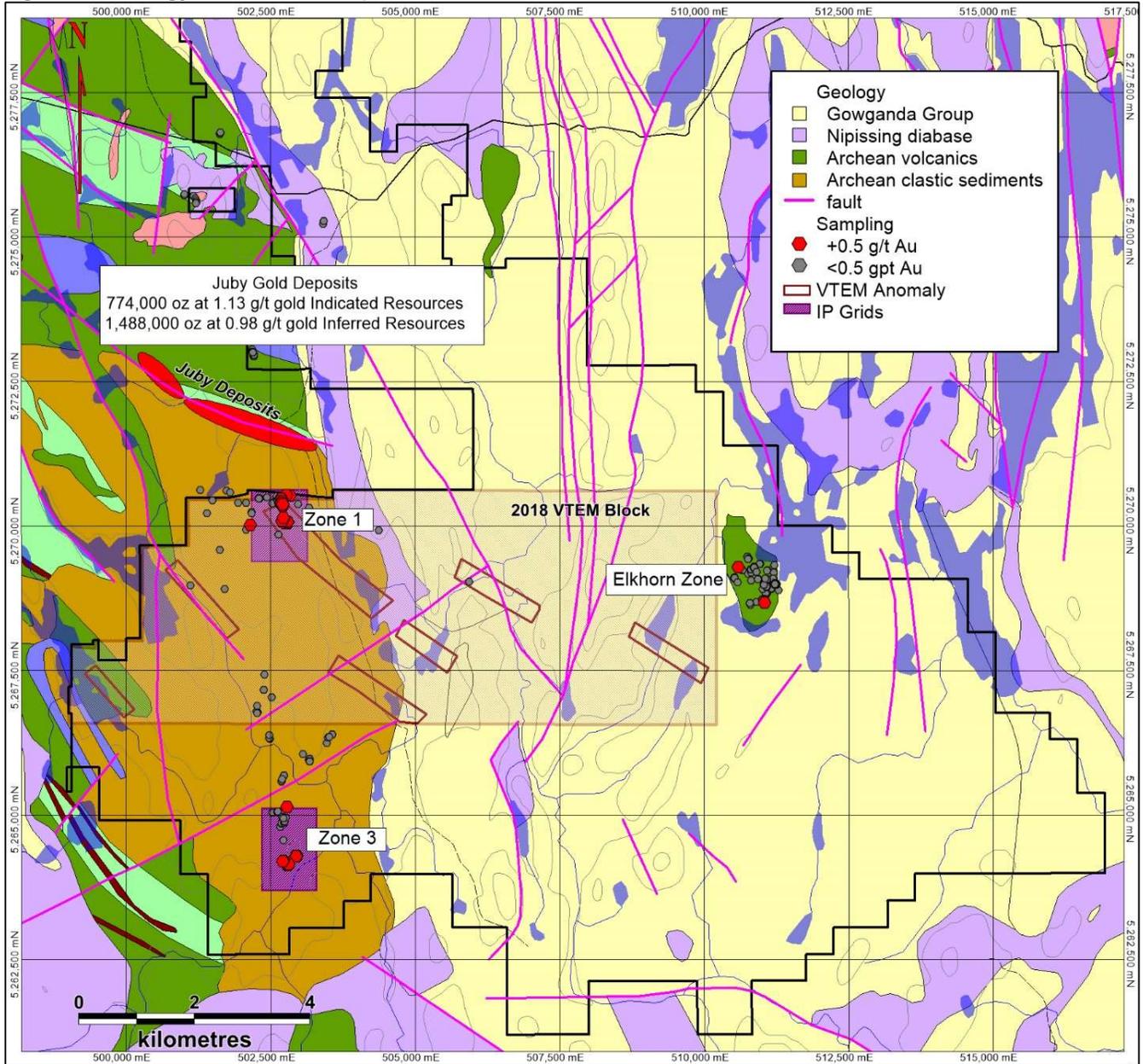
Figure 1. Overview



Gowganda West is contiguous to the northeast and south to Aris Mining’s Juby Deposit, a series of four mineralized alteration zones along the Tyrrell Shear Zone. Gold mineralization at Juby is associated with narrow quartz-carbonate-pyrite veins hosted within 20 to 330 metre wide zones of ankerite-albite-silica-sericite alteration and variable amounts of fine-grained, disseminated pyrite and also with multiple lenses containing narrow (<5m), higher grade quartz-carbonate-pyrite veins hosted within 5 to 50 metre zones of ankerite-albite-silica-sericite alteration and variable amounts of fine-grained, disseminated pyrite. The Juby Deposits host indicated resources of 773,000 ounces at 1.13 g/t Au and inferred resources of 1,488,000 ounces at 0.98 g/t Au. iMetal cautions investors mineralization at Juby is not necessarily indicative of similar mineralization at Gowganda West.

Source: Technical Report on the Updated Mineral Resource Estimate for the Juby Gold Deposit. Dated 2020-Oct-05 By: J.Campbell, A.Sexton, D.Studd, and A. Armitage.

Figure 2. Geology and Present Exploration



Exploration since the 2016 acquisition of Gowganda has concentrated primarily within the Archean stratigraphy in the northwestern section, proximal to the Juby property boundary. Initial prospecting led to the discovery of Zone 1 and Zone 3 and was subsequently followed by detailed chip and channel sampling at both Zones, Airborne VTEM and magnetics over approximately 42sqkm centred on Zone 1, IP surveys over Zone 1 and Zone 3 and preliminary diamond drilling with six holes at Zone 1 and one hole at Zone 3. The initial 5 drill holes at Zone 1 were drilled prior to the IP survey.

Zone 1

Zone 1 has excellent access and has been traced over 500m south from the Juby property boundary. Two distinct outcrop areas approximately 300m apart have been sampled, Zone 1 and Zone 1 South.

Zone 1 consists of a 6-10m wide shear zone hosting 2-5cm to 20-30cm gold-bearing quartz-carbonate-sulphide vein within north striking, vertically dipping arkose and siltstone of the Archean Indian Lake Group. The sedimentary

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rocks are pervasively altered with hematite, sericite and pyrite with localized limonitic gossans. The veins are localized both within and crosscutting the shear, with gold values occurring in the moderately to intensely altered sedimentary rocks. Highlight gold samples from Zone 1 are found in Table 1.

Table 1. Zone 1 Sample Highlights

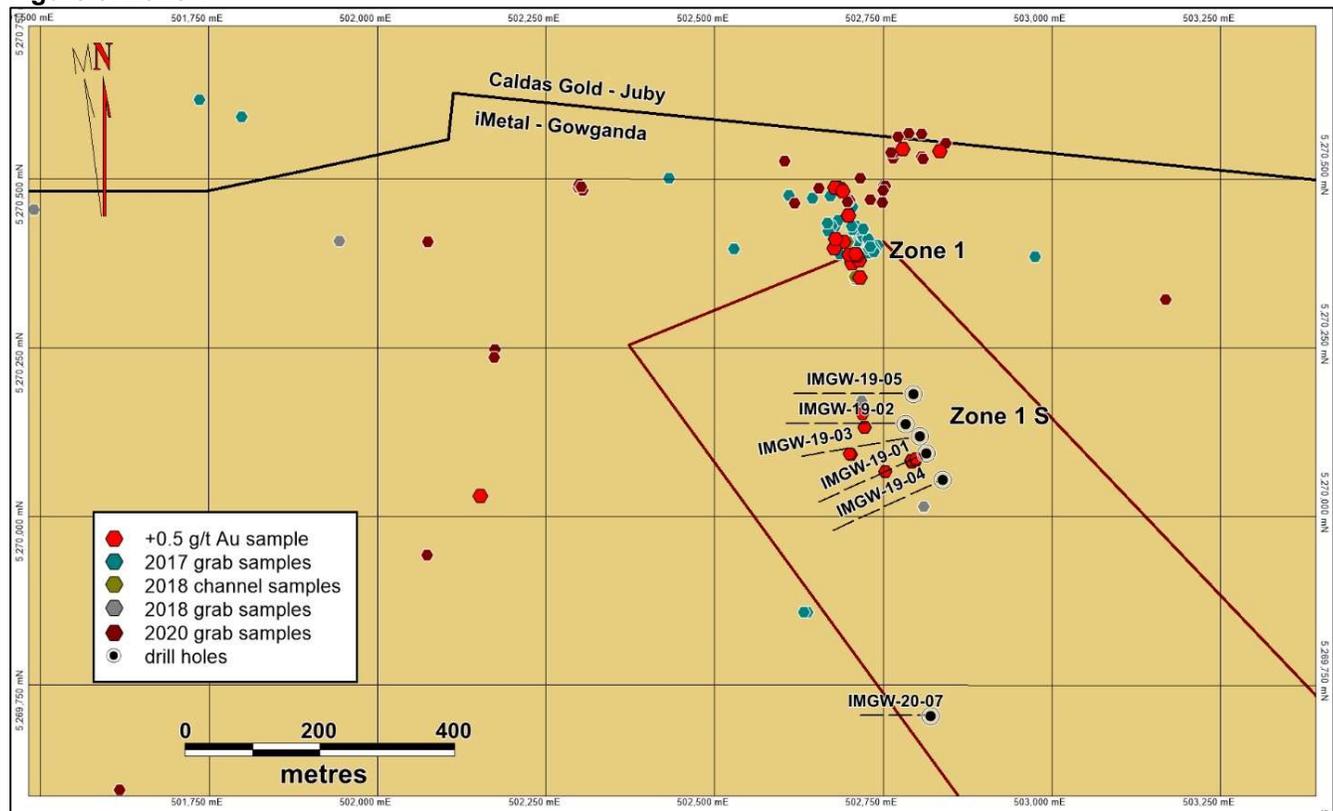
Year	Sample	Type	ppm Au	Width	Year	Sample	Type	ppm Au	Width
2017	70914	Grab	3.38		2017	70927	Grab	1.28	
2017	70916	Grab	0.43		2017	70929	Grab	0.98	
2017	70920	Grab	0.52		2017	70932	Grab	0.73	
2017	70921	Grab	3.07		2017	70945	Grab	6.47	
2017	70926	Grab	2.45		2017	70948	Grab	1.13	
2018	5629	Channel	5.1	0.80m	2018	5644	Channel	0.75	0.90m
2018	5640	Channel	8.7	0.30m	2018	5646	Channel	0.52	0.75m
2018	5643	Channel	1.03	0.50m					

Zone 1 South consists of a north-south trending, 50m wide package of rusty-weathered and silicified jasper pebble conglomerate and green carbonate-altered diabase, exposed over a length of 60m before disappearing under cover. The conglomerate carries quartz stringers, red jasper clasts and finely disseminated pyrite and local chalcopyrite, while the diabase carries two 1m wide quartz-carbonate veins. Highlight rocks samples from Zone 1 South are found in Table 2.

Table 2. Zone 1 South Sample Highlights

Year	Sample	Type	ppm Au	Width	Year	Sample	Type	ppm Au	Width
2018	5901	Grab	39.3		2018	5928	Grab	4.47	
2018	5919	Grab	11.5		2018	5929	Grab	2.61	
2018	5920	Grab	4.38		2018	5930	Grab	2.04	
2018	5921	Grab	1.93		2018	5931	Grab	0.63	
2018	5922	Grab	0.60		2018	8201	Grab	1.3	
2018	5923	Grab	0.77		2018	8202	Grab	0.96	
2018	5924	Grab	0.77		2018	8203	Grab	0.36	
2018	5925	Grab	4.3		2018	8204	Grab	0.56	
2018	5926	Grab	3.09		2018	8205	Grab	0.59	
2018	5927	Grab	16.5		2018	8206	Grab	0.95	

Figure 3. Zone 1



An initial diamond drilling program of 6 holes totaling 2010 metre was completed in February 2019, with 5 of the six holes testing Zone 1 south. A 7th hole was completed further to the south along Zone 1 South in February 2020. The drill hole details are shown in Table 3.

Table 3. 2019/2020 Drilling Summary

Number	83Z17_E	83Z17_N	Elevation	Azimuth	Dip	Length
IMGW-19-01	502814	5270095	363	245	-45	251
IMGW-19-02	502784	5270138	364	270	-45	251
IMGW-19-03	502804	5270120	360	260	-45	251
IMGW-19-04	502838	5270055	362	245	-45	254
IMGW-19-05	502795	5270183	365	270	-45	251
IMGW-19-06	502780	5263895	358	90	-58	752
IMGW-20-01	502820	5269705	360	270	-70	302
Total						2312

Drilling concentrated on a 150 metre section of Zone 1 South, with a series of west to southwest trending holes. All holes intersected fine to coarse grained clastic meta-sediments intruded by a series of hornblende porphyry aplite dykes and feldspar-quartz porphyry dykes. Early Proterozoic diabase dykes, likely related to the Nipissing Diabase cut the entire sequence.

Variable grades of gold mineralization are associated largely with pervasively altered metasediments carrying trace to 5% finely disseminated pyrite with local traces of chalcopyrite. Alteration consists of pervasive silicification as microcrystalline quartz flooding, imparting a grey to grey-white bleached appearance to the core, local pervasive brick red hematite, and strong flecks, wisps and filament lamellae of sericite and fuchsite. Highlight drill intersections (drill widths, not true widths) are shown in Table 4.

Table 4. 2019/2020 Drill Intersection Highlights

Hole No	m from	m to	m width	g/t Au	Hole No	m from	m to	m width	g/t Au
IMGW-19-01	118.4	125.5	7.1	0.56	IMGW-19-04	89.35	96	6.65	1.07
IMGW-19-01	135	139	4	0.84	IMGW-19-04	165.4	195.65	30.25	0.32
IMGW-19-01	141.5	144	2.5	2.95	IMGW-19-04	202	221.5	19.5	0.41
IMGW-19-01	191	220.4	29.4	0.37	IMGW-19-04	223.5	230	6.5	0.68
IMGW-19-02	119.35	124	4.65	0.42	IMGW-19-05	98	99	1	0.71
IMGW-19-03	40	41	1	0.53	IMGW-19-05	102	106.6	4.6	1.43
IMGW-19-03	219	219.9	0.9	1.55	IMGW-20-01	180.9	185.25	4.35	1.2

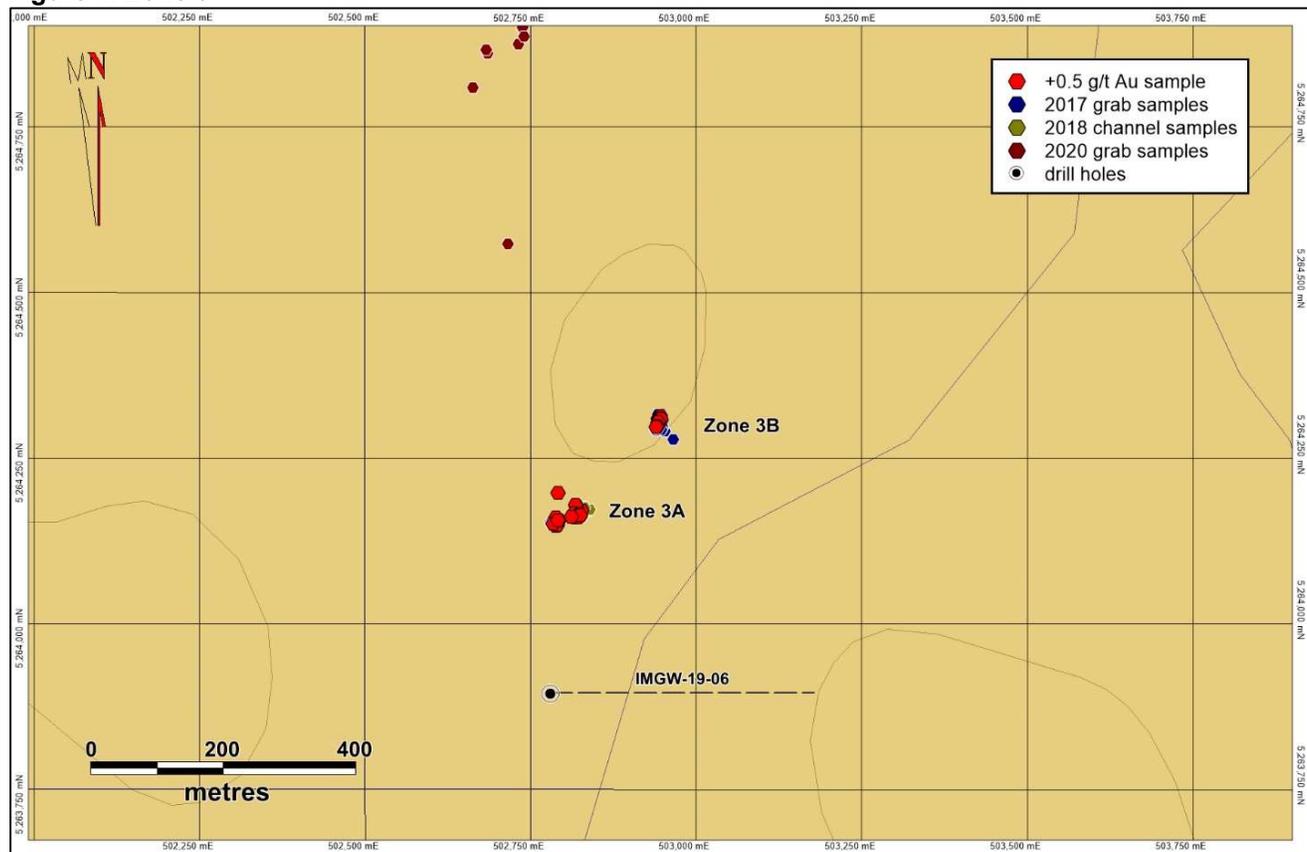
Subsequent to the 2019 drilling, a ground IP program was completed at Zone 1 and Zone 3 by Abitibi Geophysics. Several chargeability/resistivity targets were identified, with one IP target drilled at Zone 1 South and one IP target drilled south of Zone 3. The main Zone 1 target remains undrilled.

Zone 3

Zone 3 consists of two distinct area, 3A and 3B approximately 6 kilometres due south of Zone 1, underlain by Indian Lake Group clastic metasedimentary rocks including arenite, wacke, argillite, arkose and jasperoid-conglomerate. The sequence and mineralized and altered zones are intruded by a strongly magnetic early Proterozoic diabase dike. Continual surface exploration through 2018/2019 extended southernmost Zone 3A over 100m to toward Zone 3B, 220m to the northeast. Highlight assay values are shown in Table 5.

Zone 3A, initially exposed over 15 metres in outcrop, is characterized by 0.5 - 2 m quartz-carbonate veins striking 290° and dipping 75° -80° north, carrying 0.5-1% fine grained, disseminated pyrite and chalcopyrite. The veins are hosted in moderately silicified, green-grey, medium-grained arkose. Subsequent exploration located a 1m quartz vein 35m to the northeast, followed by a 10m by 20m quartz stockwork zone.

Figure 4. Zone 3



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Zone 3B, lies 220m to the northeast, and consists of two segments of mineralized quartz veins, carrying trace to 2% pyrite, chalcopyrite and malachite. Quartz veins in the northern segment, traced for 10m in outcrop, are 5-20cm wide, and strike 20° and dip 50° west. Quartz veins in the southern segment, traced for 8-10m, vary from 10-40cm wide and strike 20° and 75° -80° east. These veins are hosted in moderately to intensely silicified Archean units.

Table 5. Zone 3 Sample Highlights

Year	Sample	Type	Zone	ppm Au	Width	Year	Sample	Type	Zone	ppm Au	Width
2017	3511	grab	3A	7.35		2017	5209	grab	3B	0.63	
2017	3512	grab	3A	1.24		2017	5210	grab	3B	1	
2017	5207	grab	3A	34.81		2017	5211	grab	3B	1.25	
2017	5227	grab	3A	4.7		2017	5212	grab	3B	11	
2017	5228	grab	3A	15.23		2017	5213	grab	3B	2.06	
2017	5229	grab	3A	1.11		2017	5214	grab	3B	2.59	
2017	5230	grab	3A	1.17		2017	5215	grab	3B	13.66	
2017	5231	grab	3A	1.35		2017	5218	grab	3B	0.64	
2017	5232	grab	3A	0.67		2017	5221	grab	3B	1.19	
2017	5236	grab	3A	6.03		2017	5222	grab	3B	3.65	
2017	5238	grab	3A	56.59		2017	5223	grab	3B	0.64	
2017	3513	grab	3B	4.34		2017	5224	grab	3B	0.75	
2017	3514	grab	3B	19.4		2017	5225	grab	3B	5.59	
2017	3518	grab	3B	11.3							
2018	5914	grab	3A	0.906		2018	5915	grab	3A	3.39	
2018	8012	channel	3A	3.98	1	2018	8049	channel	3A	3.91	0.9
2018	8013	channel	3A	1.48	0.85	2018	8050	channel	3A	1.92	0.8
2018	8017	channel	3A	5.61	1	2018	8051	channel	3A	9.69	0.85
2018	8018	channel	3A	2.07	0.95	2018	8053	channel	3A	5.95	1.1
2018	8024	channel	3A	1.32	0.9	2018	8055	channel	3A	0.53	1.1
2018	8025	channel	3A	1.36	1	2018	8067	channel	3A	2.38	1.05
2018	8030	channel	3A	2.07	0.7	2018	8068	channel	3A	3.81	1.25
2018	8033	channel	3A	0.73	1	2018	8070	channel	3A	2.06	1.1
2018	8034	channel	3A	2.61	0.9	2018	8071	channel	3A	0.83	1
2018	8036	channel	3A	0.55	0.95						

One hole was drilled at Zone 3, testing a 2019 IP target approximately 250m south of Zone 3A. Nothing of significance was encountered in the east-trending drill hole. The main Zone 3 targets remain untested by drilling.

Property Wide Sampling

The Company initiated a sampling program during the summer of 2020 to test areas of the property peripheral to Zones 1 and 3, concentrating largely in the western section of the claim group within the Archean stratigraphy, with the exception of the Archean outlier at Elkhorn Lake in the east. Sampling extended Zone 1 70 metres to the north and 100 metres to the east. Initial indications of potential gold mineralization was also found in the Archean outlier at Elkhorn Lake.

Table 6. 2020 Sample Highlights

Year	Sample	Type	ppm Au	Year	Sample	Type	ppm Au
2020	936397	Grab	1.49	2020	936407	Grab	1.51
2020	936399	Grab	1.25	2020	936408	Grab	1.3
2020	936404	Grab	5.13	2020	936422	Grab	0.62
2020	936405	Grab	2.01	2020	936442	Grab	0.73
2020	936406	Grab	1.02	2020	936458	Grab	2.32

A total of 268 grab samples were taken during the 2020 prospecting program, with the highlights shown in Table 6. Thirty of the samples returned gold values in excess of 0.1 g/t Au with 10 of those exceeding 0.5 g/t Au including 8

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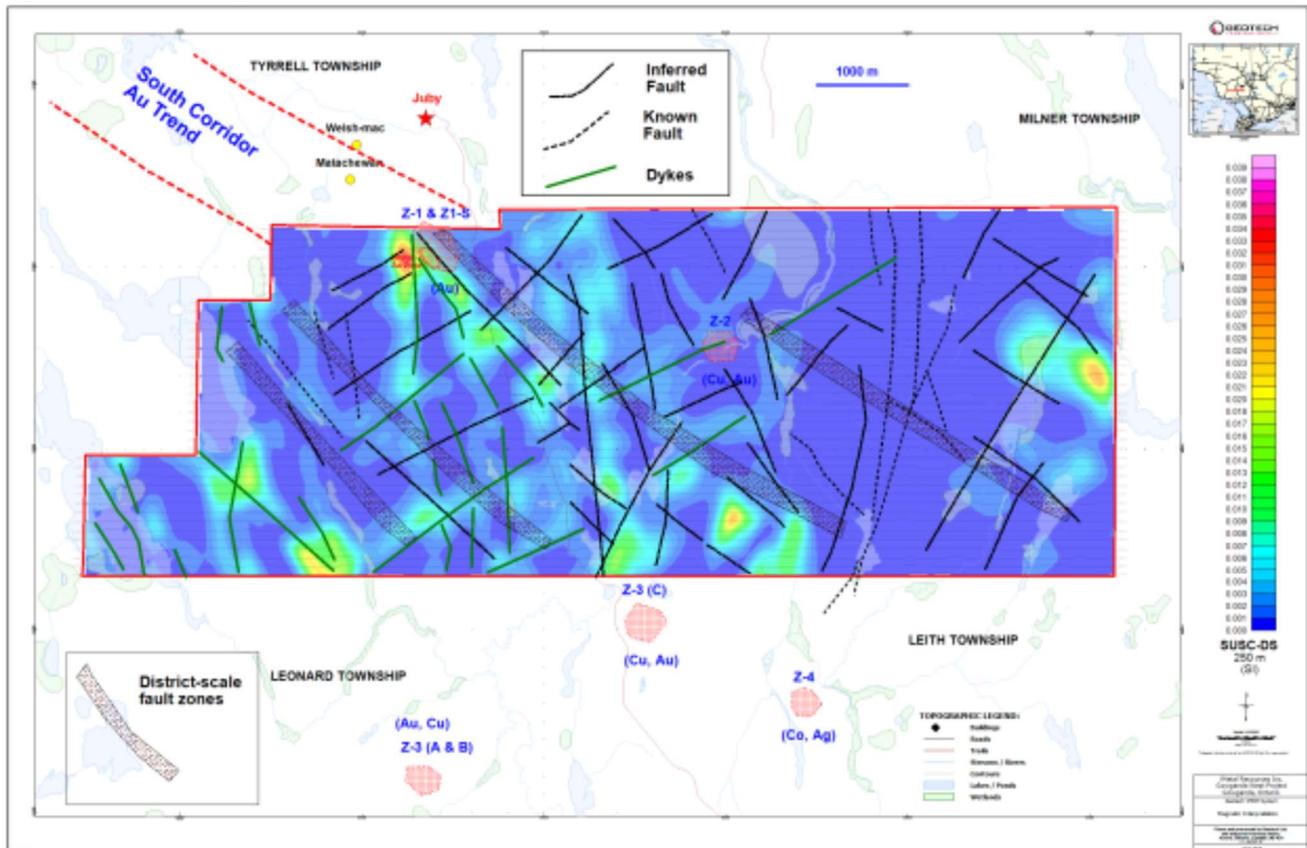
that exceeded 1 g/t Au. Given the reconnaissance nature of the prospecting program, the Company is very pleased with these results.

VTEM Survey

A May 2019 VTEM magnetic and EM survey was completed over a 42sqkm section of the Gowganda West property covering the area immediately south of the boundary shared with Caldas Gold. Geotech Ltd. carried out airborne inductively induced polarization (AIIP) chargeability mapping, MVI 3D inversions, and geophysical interpretation of the VTEM data with the objective of identifying exploration targets for polymetallic vein gold mineralization.

While a series of 7 target areas were identified, the key take-away from the survey was the inferred continuation of the Tyrrell Shear Zone, host of the Juby deposits, almost 6kms into the iMetal ground. Two of the 7 targets are along the projection of the Tyrrell Shear Zone, with Zone 1 and Zone 1S lying adjacent to one target. Parallel inferred district scale fault zones have also been mapped and form the remaining targets as shown in the Magnetic Vector Inversion Map (Figure 5). The survey end 1.5km north of Zone 3.

Figure 5. VTEM Magnetic Vector Inversion



IP Survey

A ground IP survey was completed at Zone 1 and Zone 3 in July 2019, subsequent to the initial drill program. A total of 21.6 line kms were completed at Zone 1, consisting of 13 E-W lines of 1.2km and 5 N-S lines of 1.2km, while 15 E-W lines and 5 N-S lines of 1.2km totaling 24 line kms were completed at Zone 3. Several chargeability/resistivity anomalies were identified as potential drill targets.

Gowganda West Exploration Completed During the Period Ended August 31, 2023

On July 13, iMetal announced receipt of a three-year drill and exploration permit to carry out the next phase of exploration at Gowganda West. The permit includes:

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- 15-line kilometres of induced polarization (IP) surveying;
- Trenching to refine gold targets at up to 25 locations, totalling 2,500 linear metres;
- Greater than 20 drill pads, with multiple drill collars at each pad.

iMetal has completed a series of exploration programs at Gowganda West since acquisition in 2016, including prospecting, grab and channel sampling, and preliminary diamond drilling, along with airborne VTEM and magnetics and ground IP. These programs defined a six-kilometre north-south-trending zone of anomalous gold mineralization and alteration, highlighted by zone 1 in the north and zone 3 in the south.

On September 27, iMetal announced the mobilization of a drill rig to Gowganda West ("GW"). The objective of the 2022 program is to follow up on the long gold intervals encountered in the lower sections of the westernmost drill holes from the 2019 maiden drill program: 0.37 gram per tonne (g/t) gold over 29.4 metres, 0.32 g/t gold over 30.25 metres and 0.41 g/t gold over 19.5 metres. A review of the IMR database by the company's revamped technical team identified gold targets along strike (northwest-southeast), along potential parallel trends (as seen at the adjacent Jubby project) and potential new trends where geophysics suggest a potential continuation or splay structure from the Jubby fault may be striking onto GW. Where it is adjacent to Aris Gold's property, GW is underlain by the same basement metasediments that host two of the four main zones of the Jubby deposit.

Concurrently, the company will further evaluate the six-kilometre gold trend hosting zone 1 and zone 3 in combination with the airborne geophysics to identify targets for the latter part of the fall 2022 program.

All drilling for the 2022 program was completed in October. Logging and sampling continued as of November 30, 2022 and was anticipated to be done in the first week of December. Results were expected by year end.

Table 7. 2022 Drillholes

Hole #	Easting	Northing	Azimuth	Dip
IMGW-22-01	503172	5269508	102	-44
IMGW-22-02	502890	5269924	226	-49
IMGW-22-03	502890	5269924	224	-61
IMGW-22-04	502784	5270030	223	-45
IMGW-22-05	502759	5270074	231	-45
IMGW-22-06	502759	5270074	48	-43
IMGW-22-07	502724	5270118	224	-45

Drone Magnetics

The Shining Tree Block of the Gowganda West Property was surveyed by drone for magnetics in November. Results of the survey have identified four priority target areas for gold exploration.

The survey included a total of 224 line kms of data. A thorough Quality Control process was performed, and then the following advanced processing was applied to the data:

- Total Magnetic Intensity (TMI)
- TMI reduced to the north magnetic pole (RTP)
- TMI RTP Calculated 1st vertical derivative (1VD)
- Calculated Analytic Signal (AS) of the TMI
- Tilt Derivative (TDR) of the TMI
- Total Horizontal Derivative (THDR) of the TMI
- 3D inversion by two methodologies: Inversion for magnetic susceptibility distribution, and magnetic vector inversion.

Interpretation of the results included a geophysical interpretation of the bedrock (Figure 1) and the 3D inversions (for example Figure 2).

Figure 6. Geophysical Interpretation East Shining Tree Block

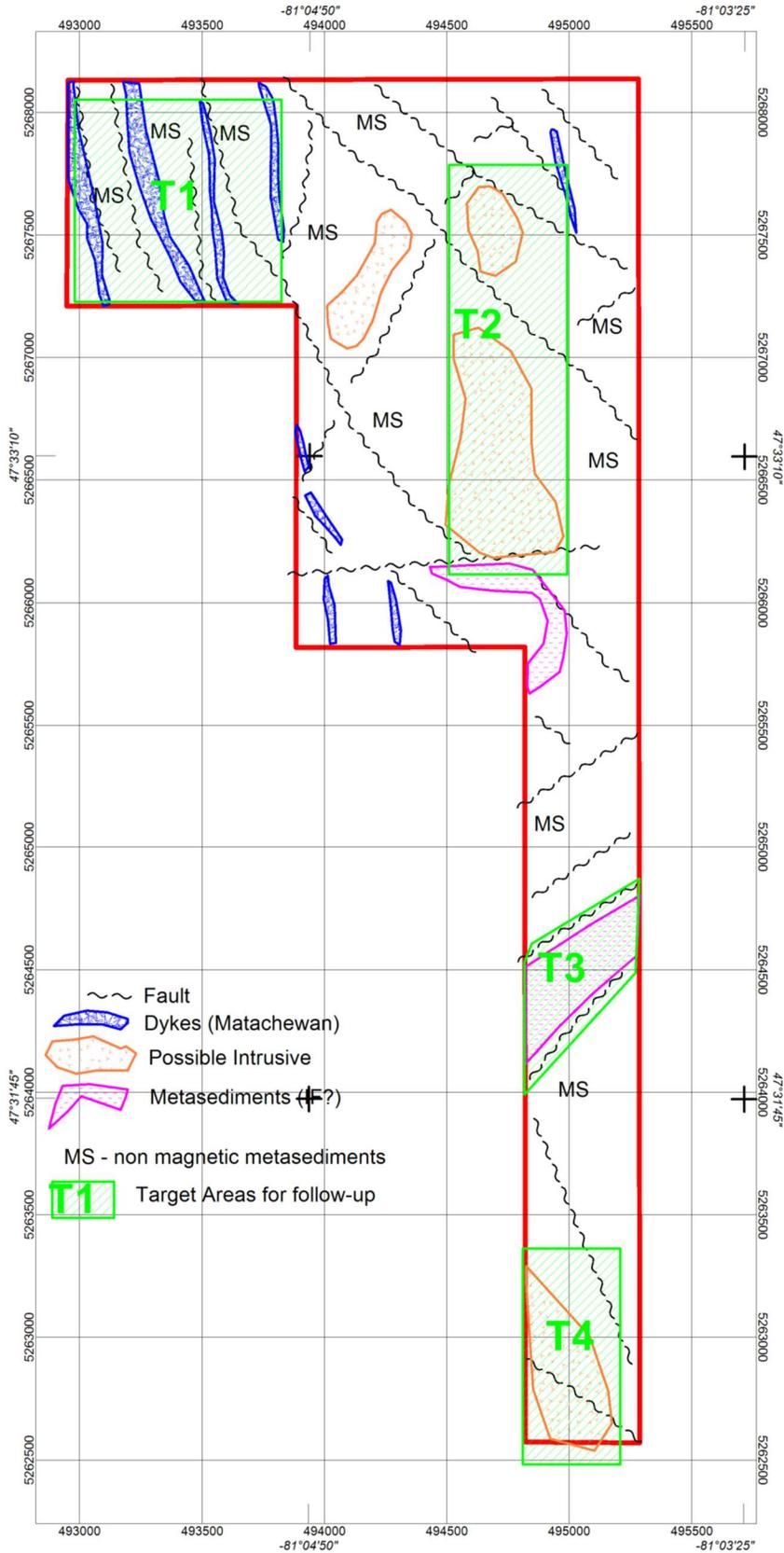
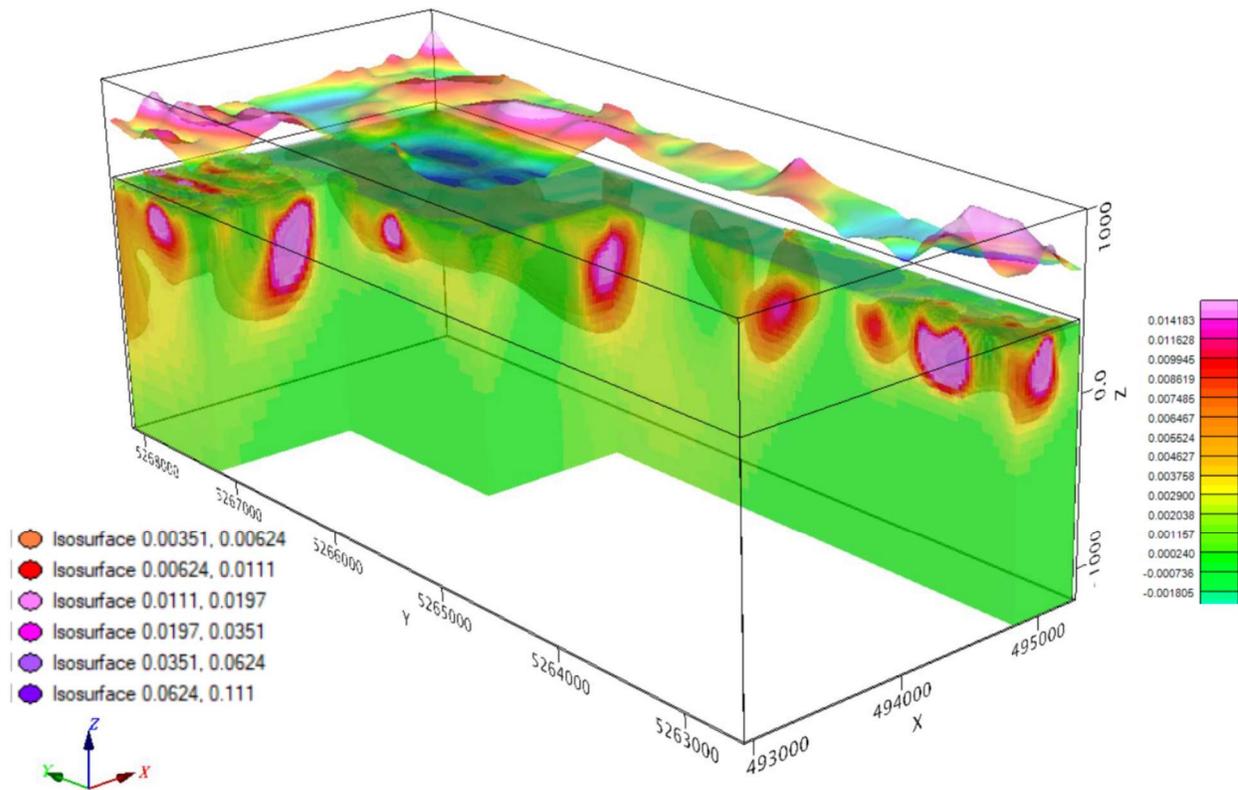


Figure 7. 3D Magnetic Susceptibility Inversion (looking to the NE)



All processing and interpretation were completed by Robert Hearst, P.Geo. of GeoFizX Geophysical Consulting.

Fall 2022 Drill Results

A total of seven drill holes were completed for a total meterage of 2611m. All seven holes intersected gold mineralization in multiple intervals. The results strongly suggest all previously encountered gold zones at Gowganda West continue along strike and up dip (towards surface), with gold trends now intersected over a strike of at least 1000m. Equally as important, the gold system continues to grow as a new gold trend to the east was discovered, part of the multiple parallel gold zones encountered. The system is now open along 500m of width, 1000m of strike and 200m of depth. Mineralization continues to show strong similarities to the nearby Jubly Deposits.

Figure 8. Plan Map of Zone 1 Area with 2022 Drilling Locations

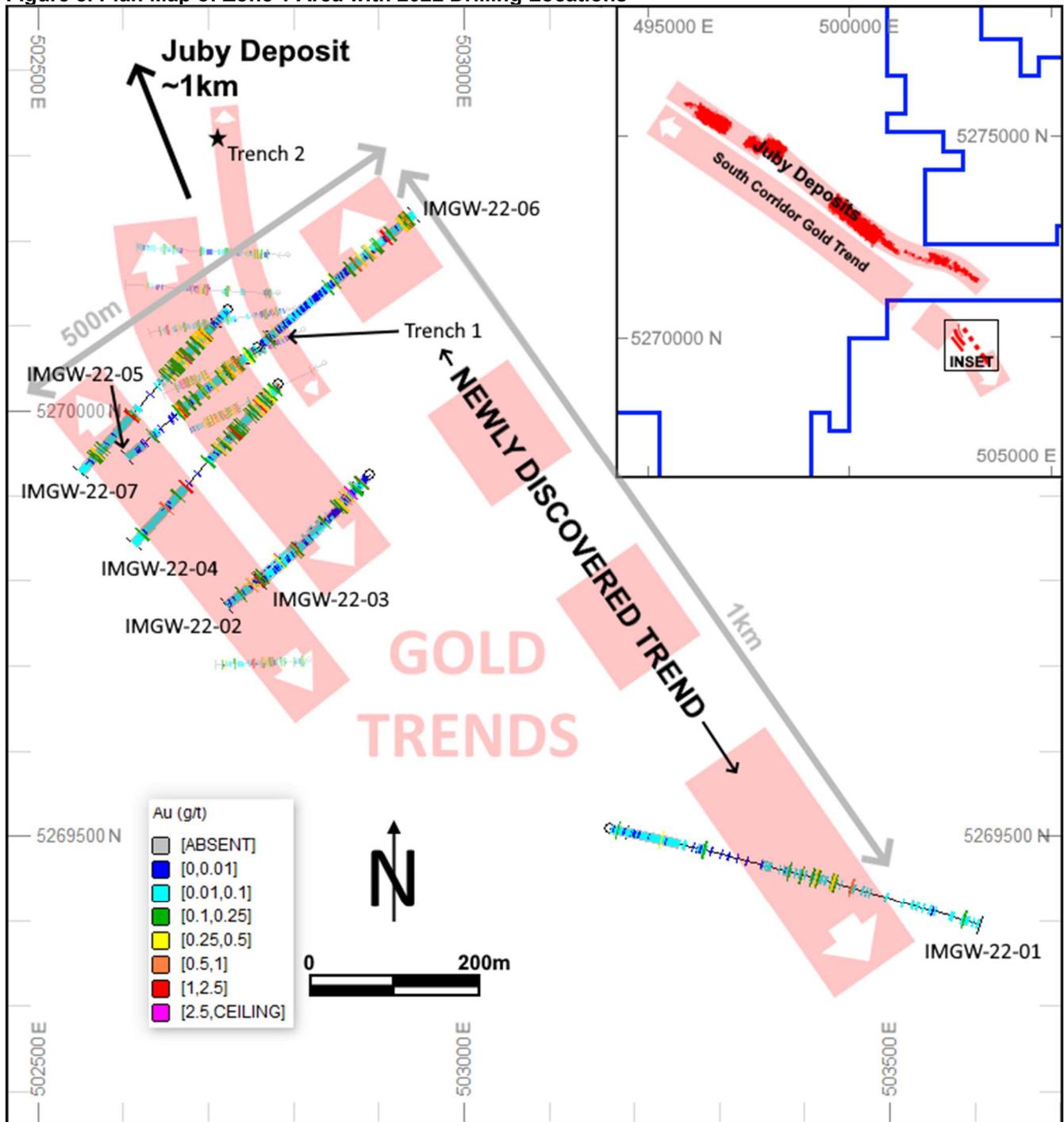


Table 8. 2022 Drilling Significant Results

Hole #	From	To	Length	Au (g/t)
IMGW-22-01	86.00	87.00	1.00	0.40
IMGW-22-01	397.00	398.00	1.00	0.71
IMGW-22-02	47.10	47.90	0.80	4.56
IMGW-22-02	60.40	61.00	0.60	0.57
IMGW-22-02	217.50	220.00	2.50	0.75
including	218.65	219.20	0.55	2.52

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IMGW-22-02	268.40	269.50	1.10	1.01
IMGW-22-02	280.70	283.10	2.40	0.36
including	282.60	283.10	0.50	0.83
IMGW-22-03	26.50	29.50	3.00	0.92
including	27.20	28.00	0.80	2.41
IMGW-22-03	44.50	45.00	0.50	0.64
IMGW-22-03	100.00	100.60	0.60	0.45
IMGW-22-03	245.50	251.50	6.00	0.52
including	247.00	248.50	1.50	1.30
IMGW-22-04	44.50	47.50	3.00	0.89
including	46.00	47.50	1.50	1.45
IMGW-22-04	95.80	107.50	11.70	0.26
including	106.00	107.50	1.50	1.00
IMGW-22-04	224.90	226.00	1.10	1.32
IMGW-22-04	271.00	272.50	1.50	0.92
IMGW-22-05	22.00	23.50	1.50	0.45
IMGW-22-05	44.30	44.90	0.60	0.59
IMGW-22-05	49.00	50.50	1.50	0.43
IMGW-22-05	62.10	62.90	0.80	0.67
IMGW-22-05	161.50	167.40	5.90	0.95
IMGW-22-06	205.00	206.50	1.50	0.63
IMGW-22-06	233.50	236.50	3.00	0.51
IMGW-22-06	268.00	269.50	1.50	1.04
IMGW-22-06	304.00	313.00	9.00	0.75
including	310.00	310.80	0.80	4.13
IMGW-22-07	57.40	60.80	3.40	0.50
including	57.90	58.60	0.70	1.10
IMGW-22-07	71.30	72.30	1.00	0.45
IMGW-22-07	105.70	108.10	2.40	1.63
including	106.30	107.10	0.80	4.10
IMGW-22-07	232.00	236.00	4.00	0.69
including	235.00	236.00	1.00	1.24

On January 25, 2023, iMetal Resources received the exploration permits for next phase of exploration at Gowganda West. The issued permits are three-year drill and exploration permits and cover the Zone 1 and Zone 3 exploration areas. The permits include allowance for:

- 15 line kilometres of induced polarization (IP) surveying;
- Trenching to refine gold targets at up to 25 locations and 4,000 square metres;
- Greater than 20 drill pads

Quality assurance/quality control Fall 2022 Drill Program Gowganda West

iMetal adheres to a strict QA/QC program for core handling, sampling, sample transportation and analyses. Drill core will be securely transported to the rented core facility in Larder Lake which has gate only access. Samples will be sawn in half, labelled, placed in sealed, securitized bags and shipped directly to ALS Laboratories in Rouyn-Noranda, Quebec for analysis. ALS Geochemistry Rouyn-Noranda is a Standards Council of Canada (SCC) accredited facility that conforms with both CAN-P-1579 and CAN-P-4E ISO/IEC 17025.

QA/QC control procedures include the systematic insertion of duplicate, blank and certified reference materials (CRM) at regular intervals into the sampling stream. Geochemistry analyses will consist of gold by fire assay and atomic absorption spectrometry (Au-AA26) with overlimit values subsequently analyzed using the gravimetric finish (Au-GRA22) technique. Where elected select samples may be analyzed for multi-element using a four acid/inductively coupled plasma mass spectrometry (ME-MS61) analysis.

Spring 2023 Drilling and Results

In May 2023 the Company completed phase 1 of 2023 drilling at the Gowganda West project which included seven holes totaling 2,490 metres and was a follow up on the 2022 fall drill program, as well as the 2019 VTEM airborne survey. The Company engaged Laframboise Drilling Inc. of Earleton, Ontario for this phase of drilling. All samples were submitted to ALS Geochemistry in Sudbury for assaying. This phase of drilling focused mainly on further delineating trends near the border with Aris Mining, as well as testing a VTEM target from the 2019 airborne program. All seven holes intersected gold mineralization, including the highlight interval in hole IMGW-23-04 of 48.5m of 0.85 g/t Au starting at 316.5m. This intersection is 350m west of previously known mineralization (see Figure 9).

Figure 9. Plan Map of Zone 1 Area with 2023 Drilling Locations

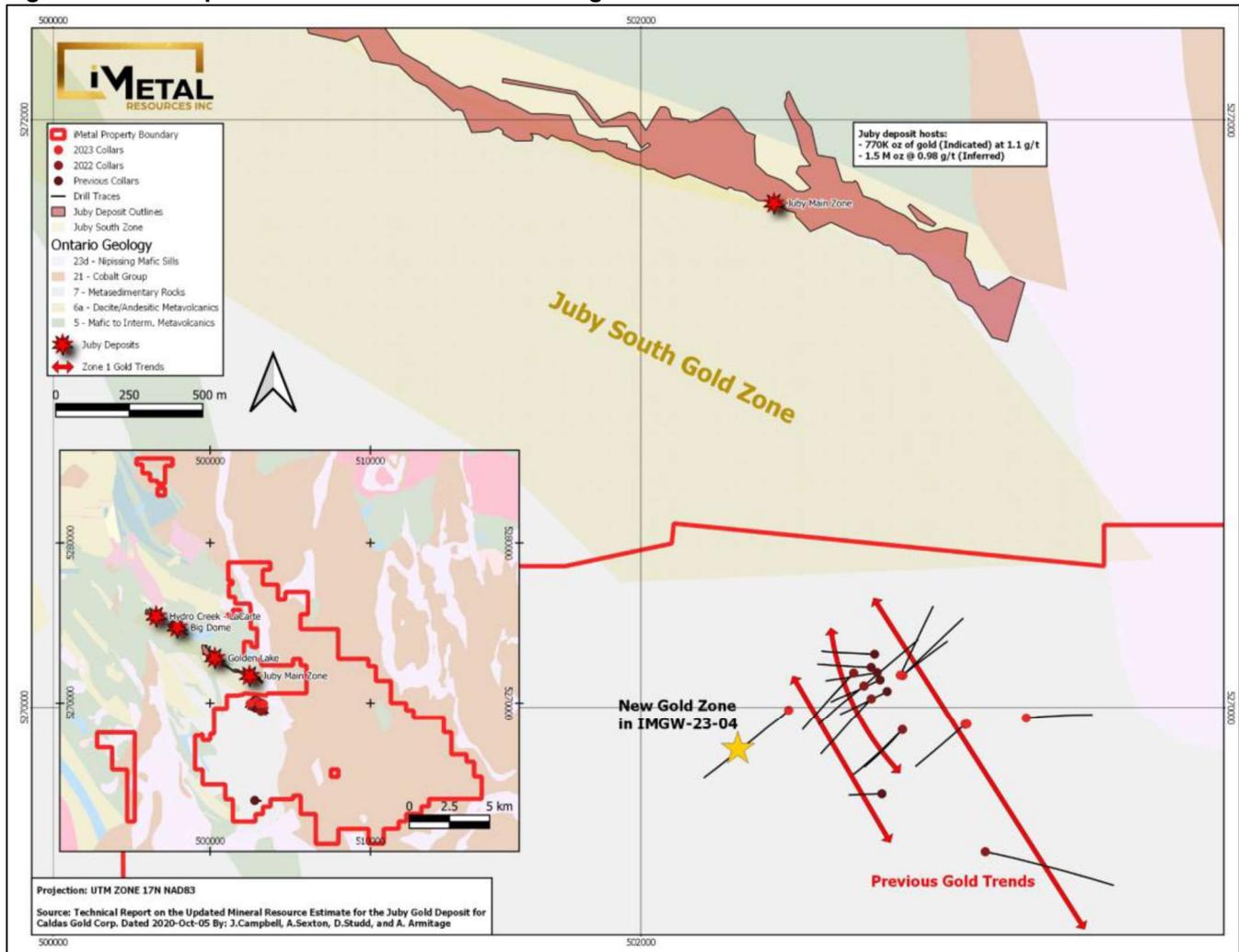


Table 9. 2023 Drillholes Gowganda West

Hole #	Easting	Northing	Azimuth	Dip
IMGW-23-01	502891	5270110	46	-48
IMGW-23-02	502891	5270110	50	-58
IMGW-23-03	502883	5270111	25	-42
IMGW-23-04	502503	5269991	226	-44
IMGW-23-05	503103	5269942	229	-45
IMGW-23-06	503109	5269943	165	-90
IMGW-23-07	503311	5269964	85	-46

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Table 10. 2023 Drilling Significant Results Gowganda West

Hole #	From	To	Length	Au (g/t)
IMGW-23-01	97.00	98.00	1.00	1.08
IMGW-23-01	223.35	223.65	0.30	0.47
IMGW-23-02	131.10	132.50	1.40	0.61
IMGW-23-03	51.50	52.50	1.00	0.43
IMGW-23-03	66.58	67.85	1.27	0.73
IMGW-23-03	153.00	154.50	1.50	1.04
IMGW-23-03	229.60	230.76	1.16	0.65
IMGW-23-03	269.15	272.28	3.13	0.50
IMGW-23-04	42.00	43.00	1.00	2.26
IMGW-23-04	122.00	126.10	4.10	0.77
IMGW-23-04	221.00	222.00	1.00	0.63
IMGW-23-04	226.50	228.00	1.50	0.51
IMGW-23-04	231.00	232.50	1.50	0.69
IMGW-23-04	297.00	298.28	1.28	0.71
IMGW-23-04	300.10	301.03	0.93	0.57
IMGW-23-04	316.50	318.00	1.50	0.25
IMGW-23-04	318.00	319.50	1.50	0.88
IMGW-23-04	319.50	321.00	1.50	0.42
IMGW-23-04	321.00	321.80	0.80	0.52
IMGW-23-04	321.80	323.00	1.20	0.27
IMGW-23-04	323.00	323.92	0.92	0.05
IMGW-23-04	323.92	325.42	1.50	0.55
IMGW-23-04	325.42	327.00	1.58	0.21
IMGW-23-04	327.00	327.75	0.75	0.32
IMGW-23-04	327.75	329.25	1.50	0.29
IMGW-23-04	329.25	330.00	0.75	0.01
IMGW-23-04	330.00	331.50	1.50	0.01
IMGW-23-04	331.50	333.00	1.50	0.60
IMGW-23-04	333.00	334.50	1.50	0.05
IMGW-23-04	334.50	336.00	1.50	1.49
IMGW-23-04	336.00	337.50	1.50	0.61
IMGW-23-04	337.50	339.00	1.50	0.04
IMGW-23-04	339.00	340.50	1.50	0.93
IMGW-23-04	340.50	342.00	1.50	0.38
IMGW-23-04	342.00	343.50	1.50	0.63
IMGW-23-04	343.50	345.00	1.50	0.32
IMGW-23-04	345.00	346.50	1.50	0.59
IMGW-23-04	346.50	347.65	1.15	1.39
IMGW-23-04	347.65	348.35	0.70	1.96
IMGW-23-04	348.35	350.00	1.65	1.57
IMGW-23-04	350.00	351.50	1.50	7.80
IMGW-23-04	351.50	353.00	1.50	2.42
IMGW-23-04	353.00	354.50	1.50	1.90
IMGW-23-04	354.50	356.00	1.50	0.27
IMGW-23-04	356.00	357.50	1.50	0.26
IMGW-23-04	357.50	359.00	1.50	0.52
IMGW-23-04	359.00	360.50	1.50	0.21
IMGW-23-04	360.50	362.00	1.50	0.47
IMGW-23-04	362.00	363.50	1.50	0.37
IMGW-23-04	363.50	365.00	1.50	0.47
IMGW-23-05	93.50	94.04	0.54	0.25
IMGW-23-06	27.35	27.95	0.60	0.46
IMGW-23-06	175.00	176.00	1.00	0.51
IMGW-23-07	311.50	312.40	0.90	0.38

Quality assurance/quality control Spring 2023 Drill Program Gowganda West

iMetal adheres to a strict QA/QC program for core handling, sampling, sample transportation and analyses. Drill core was securely transported to the rented core facility near Cobalt which has gate only access. Samples were sawn in half, labelled, placed in sealed, securitized bags and shipped directly to ALS Laboratories in Sudbury for analysis. ALS Geochemistry Sudbury is a Standards Council of Canada (SCC) accredited facility that conforms with both CAN-P-1579 and CAN-P-4E ISO/IEC 17025.

QA/QC control procedures included the systematic insertion of duplicate, blank, and certified reference materials (CRM) at a rate of approximately one CRM per 16 samples into the sampling stream. Geochemistry analyses consisted of gold by fire assay and atomic absorption spectrometry (Au-AA26) with overlimit values subsequently analyzed using the gravimetric finish (Au-GRA22) technique. No anomalies were noted in the QA/QC.

Gowganda West Exploration Completed Subsequent to the Period Ended August 31, 2023

The Company has engaged Waring Minerals Inc. to complete a DEP program over different parts of the Gowganda West Property. Two phases of the survey have been completed with four more remaining. Surface sampling is ongoing. Additionally, drone-based magnetic surveys were flown over Pigeon Lake and Pear Lake claim groups. Final reporting is pending.

The first batches of results from surface sampling as part of the DEP program have been received and yielded the following significant results, including 5.58 g/t gold from an outcrop chip sample. The sample was reviewed by the Company's VP of Exploration, Scott Zelligan, both in specimen before submittal and in the field upon receipt of the positive result.

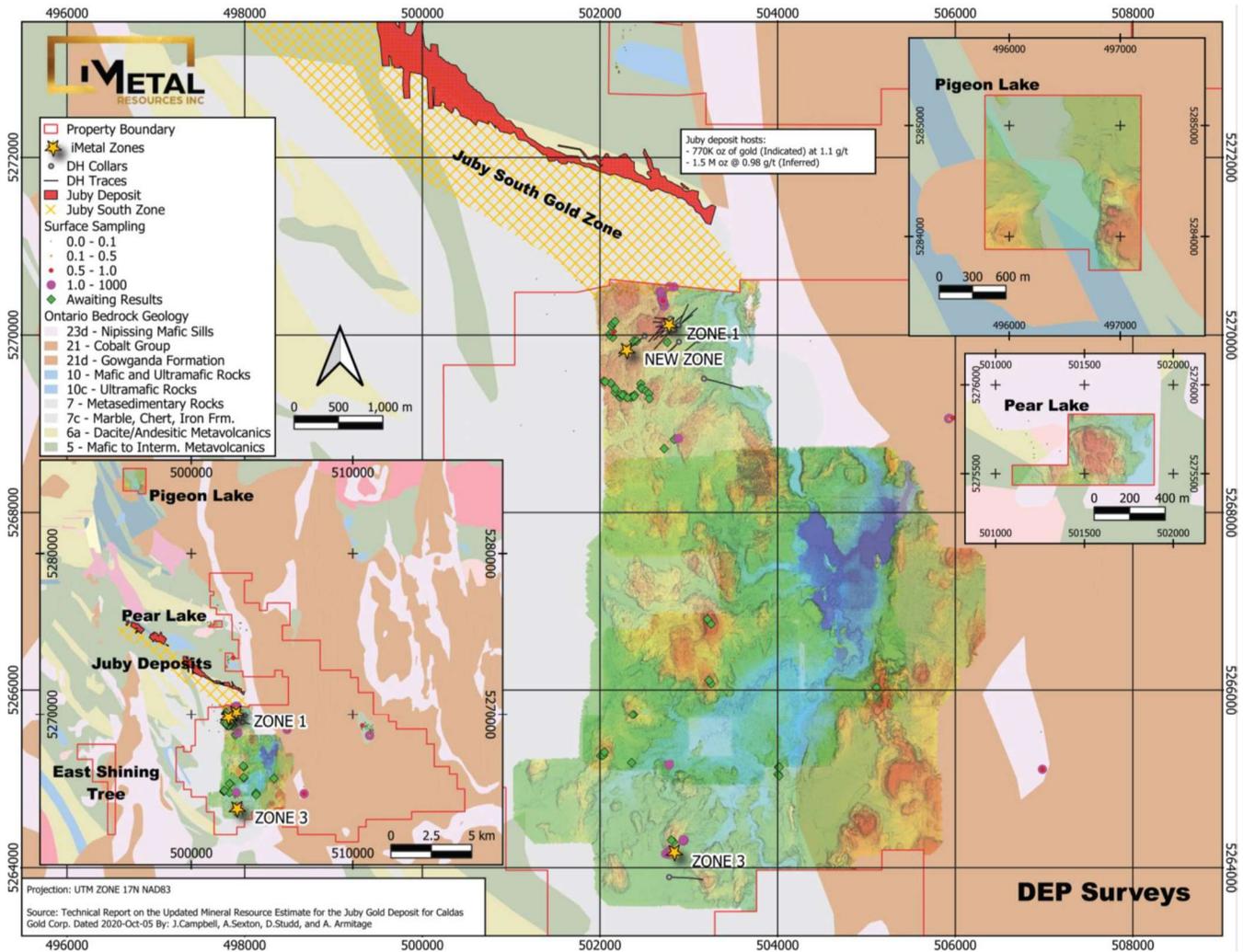
Table 11 – DEP Sampling Significant Results (NAD83 UTM Zone 17N)

Sample #	Easting	Northing	Au (g/t)
F471838	502882	5268834	1.19
F471870	502412	5269931	0.20
F471878	502268	5269331	0.30
F471875	502051	5265295	0.10
F471876	502051	5265295	5.58

Note: all samples are grab samples and the Company cautions grab samples are selective by nature and are not necessarily indicative of similar mineralization on the property. These are the highlight samples from a total of 77 grab sample results received to date.

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Figure 10. Gowganda Plan Map of DEP Surveys completed to date



Kerrs Gold Property

On January 25, 2022, iMetal optioned the road accessible Kerrs gold deposit, 90 kilometres (km) east-northeast of Timmins, Ont., in the Abitibi greenstone gold belt. The 802 hectare property consists of 44 claim units. The terms of the option agreement are as follows:

Due date	Cash	Common shares
Upon receipt of the TSXV's approval on April 1, 2022	\$60,000 (Paid)	3,500,000 (issued)
On April 1, 2023	\$50,000 (Paid)	-
On April 1, 2024	\$40,000	-
On April 1, 2025	\$60,000	-

Following completion of the above cash payments and share issuances, the company will acquire the deposit and will grant to the vendors a 3-per-cent royalty on net smelter returns from the deposit. The company may acquire 2 per cent of the royalty from the vendors at any time by completing a one-time cash payment of \$2,000,000.

On September 28, 2022, the Company further completed and expanded its existing option agreement with Gravel Ridge Resources Ltd. And 1544230 Ontario Inc. (collectively, the "Vendors") to expand the scope of the Kerrs Gold Deposit by acquiring an additional 137 hectares of the Property. As a result of the extension of acquisition, the

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Company issued the Vendors a further 200,000 common shares at a fair market value of \$16,000 and reimbursed the Vendor for the expenses of \$48,130 associated with maintaining the additional area. The Company also incurred acquisition cost of \$400 related to an application for a claim extension for the Kerrs Gold Property.

The Kerrs gold deposit comprises a series of gold-bearing pyritized quartz vein replacement breccias enveloped by quartz fuchsite carbonate vein breccias averaging 10 metres in thickness. The deposit hosts an historical resource estimate of 7,041,460 tonnes grading 1.71 grams per tonne (g/t) gold yielding 386,467 ounces at a 0.5-gram-per-tonne gold cut-off. Drilling subsequent to the historic estimate appears to have extended the mineralized zone along strike and downdip.

The Kerrs gold historical resources estimate was disclosed in "NI 43-101 Resource Estimation on the Kerrs Gold Deposit, Matheson, Ontario," prepared for Sheltered Oak Resources Inc. by Garth Kirkham, PGeo, of Kirkham Geosystems Ltd., and dated June 10, 2011. The company considers the resource estimate relevant as it will drive further exploration by the company and reliable, as it was completed by a competent qualified person to the standards of the day. The resource estimation methods and parameters were as follows:

- Forty-one drill holes were utilized to interpolate the KBX zone.
- Composite length of two metres (m) was chosen and composites were weighted by length.
- Sectional interpretations were wire framed to create 3-D (three-dimensional) solids of the zones.
- Zones were coded to the composites and the block model to constrain the modelling process.
- Composites for the mineralized zone were used to interpolate into the blocks for each zone.
- Ordinary kriging was used as the interpolator.
- Relative elevation modelling was used to guide the ellipse orientation that accounts for the variation in dip due to the synclinal structure.
- A minimum of two composites were used for each block and a maximum of two composites were used per drill hole; a maximum of 12 composites were used per hole.
- A cutting factor was applied for gold with outlier composites limited to 10 g/t gold (Au) based on cumulative frequency plots. A zero cut-off grade was used for the manual polygonal method.
- Minesight software was used to perform the block modelling and estimations.
- The Kerrs historic estimate is an inferred resource as defined in National Instrument 43-101. The company is not aware of any more recent resource estimates, though there was further drilling completed after the historic estimate was released. The company will need to review the historical drilling and analyses and will need to twin a number of the historic holes to bring the historic estimate current. The company's qualified person has not done sufficient work to classify the historic estimate as a current mineral resource.

iMetal is not treating the historical estimate as a current mineral resource.

The deposit was discovered by Noranda in the late 1970s to early 1980s by following glacial dispersion trains up ice to the source. Drilling continued into the late 1980s, with further drilling in the early to late 2000s and early 2011s. The drilling database was used to calculate the 2011 historic resource estimate, with further drilling completed subsequent to the release of the estimate. The Kerrs gold deposit consists of a series of gold-bearing pyritized quartz vein replacement breccias enveloped by quartz fuchsite carbonate vein breccias averaging approximately 10 metres and alteration envelopes varying up to 40 metres in thickness. Gold is directly related to pyrite content which ranges to 10 per cent and is commonly found as disseminations and crystal aggregates in the sheeted, quartz vein replacement breccias. These breccias, averaging 31 per cent quartz, exhibit reasonable correlation conforming to volcano-stratigraphic contacts, as well as moderate to good continuity in grade correlations at the lower and upper boundaries of the vein breccia and alteration envelope assemblages.

The Kerrs gold deposit is strata bound, occurring at the contact of a thick, mafic pillow flow sequence overlying an ultramafic, magnetite-rich flow sequence. Quartz feldspar porphyry sills are spatially located above and below the breccia zones. This stratigraphy is synclinally folded with the deposit lying 350 metres (m) to 425 m below surface. Drilling has traced the main zone 800 metres and remains open in both directions and at depth.

The Company plans an review of the historical database to define target areas to both significantly expand the historic resource and to test for additional structures.

Kerrs Gold Exploration Completed During the Period Ended August 31, 2023

On September 28, 2022, iMetal announced an additional 8 claim units were added to Kerrs property bringing the claim holdings to some 802 hectares.

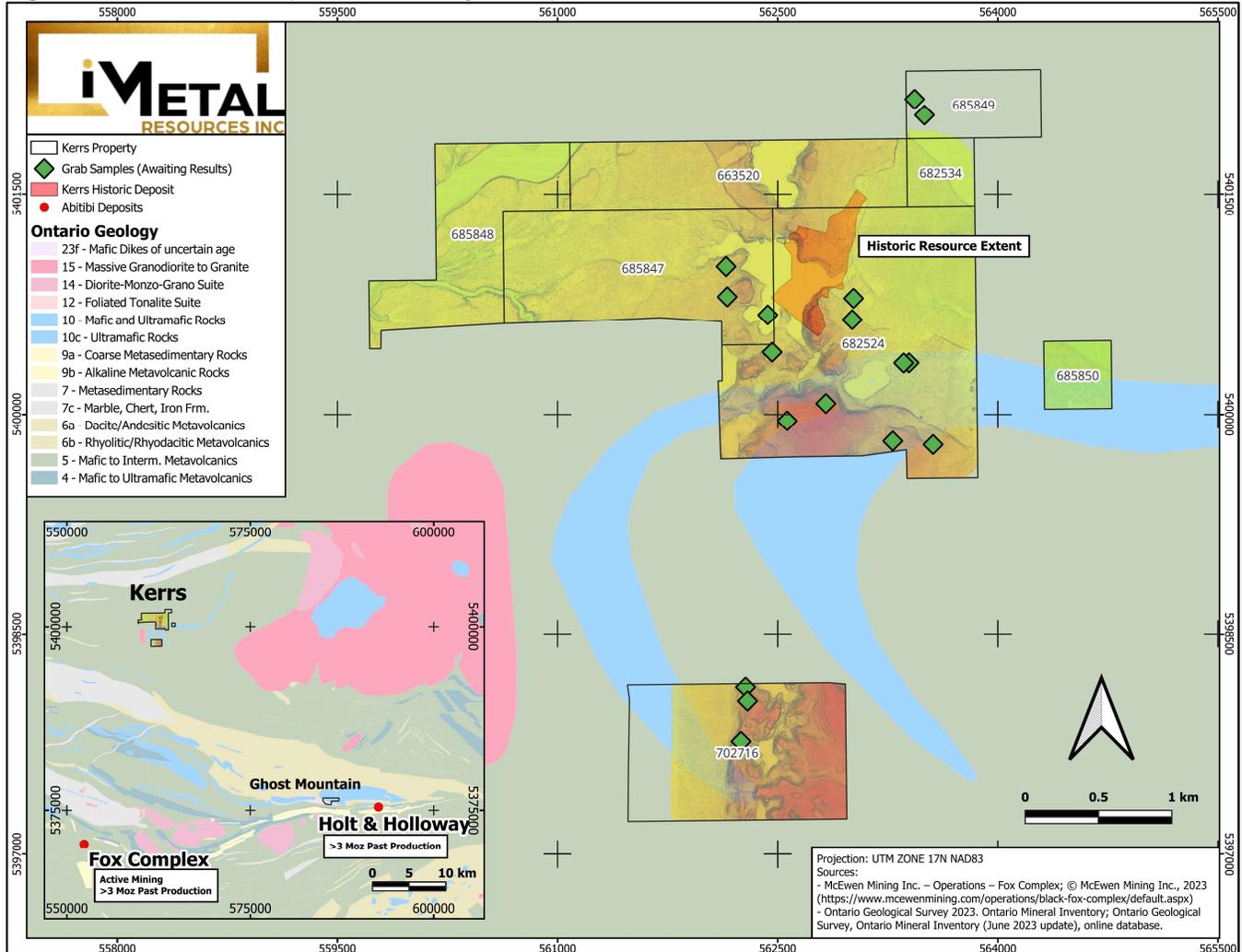
Kerrs Gold Exploration Completed Subsequent to the Period Ended August 31, 2023

In conjunction with internal reprocessing and remodeling of the deposit, DEP and surface sampling has been conducted by Waring Minerals Inc. UAV LiDAR was flown in order to locate outcrops on the property for the purposes of sampling and mapping. The DEP results will be combined with previous IP, VTEM, and drilling results to guide the next stage of exploration which will include follow-up drilling programs. Surface samples have been reviewed by company geologists and select samples have been submitted to ALS Laboratories in Sudbury for analysis.

The Company performed an internal audit of all historical data for Kerrs and subsequently created a new interpretation of the gold-hosting zones to generate new drill targets. The re-interpretation discovered several areas indicating up-dip potential from the historic resource zones. There are also previously untested geophysical anomalies that represent possible parallel structures to the known mineralized zones. In addition, the Company believes previously identified basal till anomalies have never been properly explained by the existing discoveries.

Assay results from sampling have not yet been received.

Figure 11. Kerrs Plan Map of DEP Surveys completed to date



Mosher Lake Property

In October 2017, the Company entered into an option agreement for mineral properties in Gowganda, Ontario. The option agreement includes cash payments totalling \$50,000 and share issuances totalling 120,000 which have been completed in full. The Mosher Lake property now forms part of the Gowganda West property.

Ghost Mountain Property

During the year ended May 31, 2017, the Company entered into an option agreement for mineral properties in Kirkland Lake, Ontario. The option agreement includes cash payments totalling \$50,000 and share issuances totalling 60,000 which have been completed in full.

Ghost Mountain, lying within the Abitibi Greenstone Belt, has a long, sporadic exploration history going back to the 1950s. Originally, the ground around Ghost Mountain was prospected and drilled for asbestos with one hole completed on the current claim block. The hole appears to have been drilled perpendicular to stratigraphy, intersecting peridotite from bedrock to full depth at 695 feet (211.8 metres). The next drilling took place in 1974, with one hole drilled within the claim block. Intermediate volcanics, rhyolite, graphitic tuff and andesite were intersected with several areas of quartz veins and sulphides noted. A further drill hole was completed in 1983, in the opposite direction to the 1974 hole, intersecting metasediments and andesites, with local areas of quartz veins and sulphides. One hole was drilled south of the claim block in 1991, with the last 75 metres underlying the current claim block, intersecting mafic and ultramafic volcanics. The ultramafic carried ankerite, sericite and fuchsite with fracture

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filling pyrite. The final historic drilling was completed in 1993, with one hole lying within the current property. This hole was an extension of an earlier hole, intersecting mafic to ultramafic volcanics with strong to pervasive ankerite and local sericite and fuchsite. There were no assays filed with any of the drill logs.

The Company plans to undertake preliminary geological mapping, sampling and prospecting surveys over on Ghost Mountain during the upcoming field season.

Ghost Mountain Exploration Completed During the Period Ended August 31, 2023

On June 22, 2022, iMetal announced the completion of a drone magnetics survey at Ghost Mountain. The drone magnetic survey was undertaken to highlight geophysical anomalies that may be related to structural zones or corridors which may have acted as conduits and/or hosts for precious metal mineralization. While assay results from the historic drilling are not available, areas of intense alteration, quartz veining and sulphides were noted in the drill logs, supporting the potential of the Ghost Mountain property. An exploration permit application was submitted in November 2022 in order to obtain permission to drill at Ghost Mountain in 2023.

Waring Minerals Inc. completed a DEP program at Ghost Mountain in March 2023. UAV LiDAR was flown in order to locate outcrops on the property for the purposes of sampling and mapping. The DEP results will be combined with the 2022 AeroVision® results to guide the next stage of exploration which will include defining drill targets. Priority sampling targets were identified and sampled. Samples were reviewed by a company geologist for rock types and prospectivity and ultimately 17 samples were chosen for analysis. Samples were submitted to ALS Laboratories in Sudbury for multi-element and gold analysis (Au-AA26 and ME-MS61). One sample registered anomalous gold however the main objective was to identify rock types for targeting purposes.

Ghost Mountain Exploration Completed Subsequent to the Period Ended August 31, 2023

The next step at Ghost Mountain is a planned drill program to follow-up on re-interpreted geophysics and observed lithological boundaries confirmed during recent DEP sampling.

Carheil Property

During the year ended May 31, 2019, the Company renewed the 54 claims to August 2023.

Carheil Exploration Completed During the Period Ended August 31, 2023

On December 30, 2022, the Company completed its non-brokered flow-through private placement ("Non-brokered FTTP") by issuing 2,150,000 units for gross proceeds \$602,000. The Proceeds from the Non-brokered FTTP will be used for the development of the Company's 100% owned Carheil property. In December 2022, there was a discovery of a large copper-gold-silver-molybdenum system less than 1.5 kms from the Carheil boundary.

The Company engaged DIAFOR Inc. of Malartic, Québec for drilling at Carheil. Access to the property has been opened and drilling commenced as of April 1st, 2023. Drilling completed on April 13th, 2023 due to access conditions. The program is targeting the previously drilled graphite zones, in order to expand the extent of known horizons. The program completed 3 drill holes for a total of 1053m. Each of the three holes (totaling 1,053 metres) hit multiple horizons of graphitic sediments as highlighted below:

Hole CA-23-01

- 3.90 m at 7.08% Cg, from 151.1 metres, including 11.5% Cg over 1.9 m (ZONE A)
- 8.45 m at 2.53% Cg, from 237.6 m, including 7.05% Cg over 1.5 m (ZONE C)

Hole CA-23-02

- 4.65 m at 5.11% Cg, from 138.8 m, including 12.9% Cg over 1.2 m (ZONE A)
- 10.55 m at 2.89% Cg, from 196.5 m (ZONE B)
- 5.30 m at 4.25% Cg, from 242.9 m, including 7.90% Cg over 1.2 m (ZONE C)

Hole CA-23-03

- 4.90 m at 1.93% Cg, from 156.1 m (ZONE A)
- 4.70 m at 2.76% Cg, from 263.3 m, including 4.70% Cg over 2.1 m (ZONE C)

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Drilling encountered a graphite-bearing sedimentary unit sandwiched between volcanic units. This sedimentary unit contained several multi-meter graphite-rich horizons, one on the hanging-wall contact (ZONE A), one on the footwall contact (ZONE C), and at times an interior horizon (ZONE B). ZONE A corresponds with graphite results from the 2016 drilling program on the property, while ZONE B and ZONE C have not been previously assayed. Graphite horizons have thus far been delineated over 50-100m of strike and 50-100m of down-dip extent and remain open in all directions.

Figure 12. Plan Map of Carheil 2023 drilling results

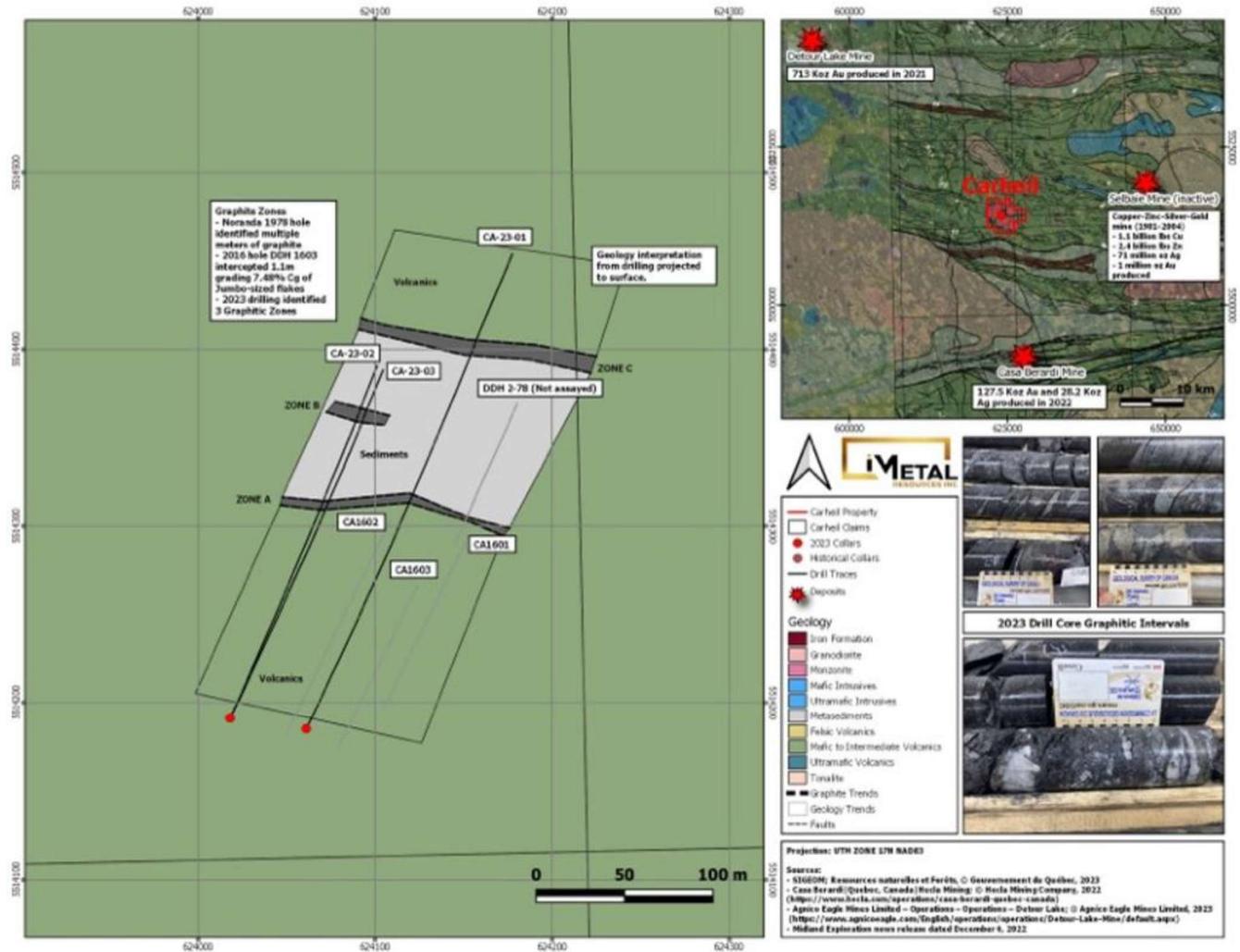


Table 12. 2023 Drillholes Carheil

Hole #	Easting	Northing	Azimuth	Dip
CA-23-01	5514185	624061	25	-44
CA-23-02	5514191	624018	24	-45
CA-23-03	5514191	624018	25	-53

Table 13. 2023 Drilling Significant Results Carheil

Hole #	From	To	Length	Cg (%)
CA-23-01	151.1	152	0.9	9.42
CA-23-01	152	153	1	13.3
CA-23-01	153	154	1	4.50
CA-23-01	154	155	1	1.32
CA-23-01	155	156.45	1.45	0.45

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Hole #	From	To	Length	Cg (%)
CA-23-01	237.6	239	1.4	1.14
CA-23-01	239	240.5	1.5	1.62
CA-23-01	240.5	242	1.5	1.34
CA-23-01	242	243.2	1.2	1.75
CA-23-01	243.2	244	0.8	1.98
CA-23-01	244	245.5	1.5	7.05
CA-23-01	245.5	246.05	0.55	1.97
CA-23-02	138.8	140	1.2	12.9
CA-23-02	140	141.05	1.05	4.09
CA-23-02	141.05	142	0.95	1.79
CA-23-02	142	143.45	1.45	1.57
CA-23-02	196.45	198	1.55	3.92
CA-23-02	198	199.5	1.5	2.80
CA-23-02	199.5	201	1.5	3.49
CA-23-02	201	202.5	1.5	3.42
CA-23-02	202.5	204	1.5	2.97
CA-23-02	204	205.5	1.5	2.35
CA-23-02	205.5	207	1.5	1.27
CA-23-02	241.4	242.9	1.5	0.28
CA-23-02	242.9	244	1.1	1.21
CA-23-02	244	245	1	2.09
CA-23-02	245	246	1	4.04
CA-23-02	246	247	1	5.60
CA-23-02	247	248.2	1.2	7.90
CA-23-03	156.1	157.5	1.4	0.93
CA-23-03	157.5	159	1.5	3.79
CA-23-03	159	160	1	1.40
CA-23-03	160	161	1	1.05
CA-23-03	263.3	264	0.7	0.04
CA-23-03	264	265	1	0.11
CA-23-03	265	266.5	1.5	0.42
CA-23-03	266.5	267.5	1	0.09
CA-23-03	267.5	269	1.5	0.89
CA-23-03	269	270.1	1.1	1.63
CA-23-03	270.1	271	0.9	5.13
CA-23-03	271	272.2	1.2	4.37

Quality assurance/quality control Spring 2023 Drill Program Carheil

QA/QC control procedures included the systematic insertion of certified blanks, and two different graphite certified reference materials (CRM) at regular intervals (one QAQC sample for every 20 core samples) into the sampling stream. Geochemistry analyses consisted of Graphitic carbon by IR Spectroscopy (C-IR18), which uses an HCl leach to remove carbonates and roasting to remove organic carbon in order to only identify carbon in graphitic form in the samples. Select samples were checked for gold by fire assay and atomic absorption spectrometry (Au-AA26) with overlimit values subsequently analyzed using the gravimetric finish (Au-GRA22) technique.

Carheil Exploration Completed Subsequent to the Period Ended August 31, 2023

The Company has submitted samples of the graphite intersections from the Spring Drill Program to AGAT Laboratories in Calgary for thin section work to establish the flake sizes present. Results are pending.

The Company is planning further drilling for the winter months as access to the Property is considerably easier when the ground is frozen. Geophysical survey planning is also underway.

Scott Zelligan, P. Geo (Ontario), VP Exploration of iMetal Resources Inc., is the qualified person who has reviewed and approved the technical content of this MD&A on behalf of the Company.

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MANAGEMENT'S DISCUSSION & ANALYSIS
For the Three Months Ended August 31, 2023

SELECTED ANNUAL INFORMATION

	For the years ended		
	May 31, 2023	May 31, 2022	May 31, 2021
	\$	\$	\$
Net loss	(2,145,220)	(1,656,691)	(1,855,169)
Basic (loss) per share	(0.05)	(0.12)	(0.18)
Total assets	7,421,935	6,459,468	4,154,447
Working capital/(deficiency)	731,423	1,826,507	704,144

RESULTS OF OPERATIONS

Revenues

Due to the Company's status as an exploration and development stage mineral resource company and a lack of commercial production from its properties, the Company currently does not have any revenues from its operations. Its only source of revenue is interest income.

Operating expenses

For the three months ended August 31, 2023 and 2022

The net loss for the three months ended August 31, 2023, was \$271,772 as compared to a loss of \$122,947 for the three months ended August 31, 2022.

Consulting fees for the three months ended August 31, 2023 was \$91,536 compared to \$79,043 for the three months ended August 31, 2022. The increase in current year is mainly due to Company increased the business consulting activities.

Marketing for the three months ended August 31, 2023 was \$101,043 compared to \$37,750 for the three months ended August 31, 2022. During the current period the Company increased the marketing promotion activities and undertook a marketing program to raise the Company's profile.

Share-based payments for the three months ended August 31, 2023 was \$4,178 compared to \$8,066 for the three months ended August 31, 2022. In the current period, the Company issued 210,000 stock options (2022 – nil) with a fair value of \$25,000 (2022 - \$nil) calculated using the Black-Scholes option pricing model.

LAST EIGHT QUARTERLY RESULTS

Quarter ended	Net Loss \$	Basic Loss per Share \$
August 31, 2023	(271,772)	(0.01)
May 31, 2023	(1,058,835)	(0.02)
February 28, 2023	(848,867)	(0.02)
November 30, 2022	(114,571)	(0.00)
August 31, 2022	(122,947)	(0.00)
May 31, 2022	(1,115,597)	(0.04)
February 28, 2022	(116,643)	(0.01)
November 30, 2021	(122,703)	(0.00)

During the three months ended August 31, 2023, the Company recorded consulting fees of \$91,536, marketing fees of \$101,043, professional fees of \$15,944 and share-based payments of \$4,178.

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During the three months ended May 31, 2023, the Company recorded consulting fees of \$127,872, marketing fees of \$761,797, professional fees of \$70,078 and share-based payments of \$3,945.

During the three months ended May 31, 2022, the Company recorded consulting fees of \$70,975, marketing fees of \$589,733, professional fees of \$63,750 and share-based payments of \$408,121.

During the three months ended February 28, 2022, the Company recognized a gain on debt settlement \$25,243 by settling \$54,643 of debt with a cash payment of \$15,000 and the issuance of 72,000 common shares from the date of issuance at a price of \$0.20 per share.

There are no significant variations in other quarterly results.

INDUSTRY AND ECONOMIC FACTORS

The Company's future performance is largely tied to the outcome of its exploration programs, the price of precious and base metals, and the overall health and stability of junior capital markets, inclusive of the TSX Venture Exchange. The financial markets, upon which the Company is reliant, are subject to potential volatility, reflective of investor anxiety with regard to the strength and longevity of the global economy, global growth prospects, and their associated impact upon liquidity, security and return. This uncertainty has led to continued volatility in commodity markets.

Furthermore, unprecedented uncertainty in the credit markets has also led to increased difficulties in accessing capital. Junior exploration companies worldwide at times have been hit particularly hard by these trends. Accordingly, the Company may have difficulty raising additional equity financing for the purposes of gold and other precious mineral exploration without significantly diluting the position of its current shareholders.

FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

Currently, the Company has no operating revenues and does not anticipate any operating revenues until the Company is able to find or acquire and place in production an operating mining property. Historically, the Company has raised funds through loans, shares for debt settlements, private placements and the exercise of options and warrants.

Management is still working on raising additional capital, as further financing is required to continue with the Company's ongoing exploration and development plans as well as to pay for office and other administrative expenses. Management is constantly actively seeking additional financing, and while it has successfully done this in the past, there is no assurance that it will continue to be able to do so in the future. The Company's ability to continue as a going concern depends on management's continual success in raising funds.

The Company has not yet determined whether its properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties is dependent upon the discovery of economically recoverable ore reserves in its mineral properties, the ability of the Company to obtain the necessary financing to complete development, confirmation of the Company's interest in the underlying mineral claims and leases and upon the future profitable operation of or obtaining sufficient proceeds from the disposition of its mineral properties.

The market price of metals is highly speculative and volatile. Instability in metal prices may affect the interest in mining properties and the development of and production from such properties. Any down-turn may adversely affect the Company's ability to raise capital to explore existing or new mineral properties.

The Company has incurred losses since inception. As at August 31, 2023, the Company had working capital of \$341,842 (May 31, 2023 – \$731,423), and management must continue to be successful in raising financing. Failing that, the Company faces a serious threat of insolvency and its ability to continue as a going concern.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, an effect on the results of operations or financial condition of the Company.

CONTINGENCIES

In June 2019, the Company received a lawsuit in the Supreme Court of British Columbia from a shareholder citing that the Company terminated a consulting agreement between the shareholder and the Company and is seeking damages for breach of contract. However, in the opinion of management, the claim is without merit and the outcome is unknown. No provision has been recorded for this lawsuit.

RELATED PARTY TRANSACTIONS

The Company incurred expenses to related parties during the period ended August 31, 2023.

- \$5,000 (2022 - \$nil) in consulting fees to a firm previously providing accounting and corporate secretary services where a director of the Company is a partner.
- \$52,500 (2022 - \$52,500) in consulting fees to a company controlled by the Company's chief executive officer and director of the Company.
- \$15,000 (2022 - \$15,701) in consulting fees, \$2,465 capitalized to exploration and evaluation assets and \$12,535 expensed to corporate consulting fees to a company controlled by a director of the Company.
- \$nil (2022 - \$3,000) in consulting fees to a company controlled by a former officer of the Company.
- \$2,000 (2022 - \$nil) in consulting fees to a company controlled by a former officer of the Company.
- \$45,000 (2022 - \$18,000) in consulting fees, \$45,000 capitalized to exploration and evaluation assets to a company controlled by an officer of the Company.
- \$5,000 (2022 - \$nil) in consulting fees to a company controlled by a former director of the Company.

As at Aug 31, 2023, the Company owed \$42,773 (2022 - \$nil) to a company controlled by an officer of the Company.

Amounts owing to or from related parties are non-interest bearing and due on demand.

During the period ended Aug 31, 2023, the Company issued nil (May 31, 2023 - 700,000) stock options with a fair value of \$nil (May 31, 2023- \$70,059) to related directors and officers of the Company. During the period ended Aug 31, 2023, \$4,178 in total (May 31, 2023 - \$116,879) has been included in share-based compensation.

RECENT ACCOUNTING POLICIES

Please refer to the May 31, 2023 audited consolidated financial statements on www.sedarplus.ca.

FINANCIAL INSTRUMENTS

Please refer to the August 31, 2023 condensed consolidated interim financial statements on www.sedarplus.ca.

RISKS AND UNCERTAINTIES

The Company is engaged in the acquisition and exploration of exploration and evaluation assets. These activities involve significant risks which careful evaluation, experience and knowledge may not, in some cases eliminate the risk involved. The commercial viability of any material deposit depends on many factors not all of which are within the control of management. Some of the factors that affect the financial viability of a given mineral deposit include its size, grade and proximity to infrastructure. Government regulation, taxes, royalties, land tenure, land use,

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environmental protection and reclamation and closure obligations, have an impact on the economic viability of a mineral deposit.

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Annual losses are expected to continue until the Company has an interest in an exploration and evaluation asset that produces revenues. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon the continued support of its shareholders, obtaining additional financing and generating revenues sufficient to cover its operating costs. The Company's accompanying financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying financial statements.

Any forward-looking information in this MD&A is based on the conclusions of management. The Company cautions that due to risks and uncertainties, actual events may differ materially from current expectations. With respect to the Company's operations, actual events may differ from current expectations due to economic conditions, new opportunities, changing budget priorities of the Company and other factors.

PROPOSED TRANSACTIONS

There are no proposed transactions that have not been disclosed herein.

CRITICAL ACCOUNTING ESTIMATES

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual reports could differ from management's estimates.

INTERNAL CONTROLS OVER FINANCIAL REPORTING

Changes in Internal Control over Financial Reporting ("ICFR")

In connection with National Instrument 52-109, Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to financial information contained in the unaudited interim consolidated financial statements and the audited annual consolidated financial statements and respective accompanying Management's Discussion and Analysis. The Venture Issue Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI52-109.

MANAGEMENT'S RESPONSIBILITY OF FINANCIAL STATEMENTS

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the financial statements.

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OTHER MD&A REQUIREMENTS

Additional disclosure of the Company's technical reports, material change reports, news releases and other information can be obtained on SEDAR+ at www.sedarplus.ca.

OUTSTANDING SHARES, STOCK OPTIONS, AND WARRANTS

As at the date of this report, the Company had the following outstanding:

	Number of shares	Exercise Price (\$)	Expiry Date
Common shares issued and outstanding	50,880,063		
Stock options	387,000	0.700	November 18, 2025
Stock options	210,000	0.16	December 31, 2025
Stock options	1,900,000	0.330	April 8, 2027
Stock options	150,000	0.380	April 14, 2027
Stock options	850,000	0.075	September 28, 2027
Warrants	13,724,667	0.20	April 7, 2024
Warrants	1,338,332	0.20	April 7, 2024
Warrants	464,533	0.20	April 7, 2024
Warrants	225,360	0.20	April 7, 2024
Warrants	150,500	0.35	December 30, 2024
Warrants	2,000,000	0.35	March 31, 2025
Warrants	120,000	0.35	March 31, 2025
Warrants	3,125,000	0.30	April 6, 2025
Warrants	60,000	0.30	April 6, 2025
Fully diluted, October 30, 2023	75,585,455		