MONUMENTAL ENERGY CORP.
(formerly Monumental Minerals Corp.)
MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE THIRD QUARTER ENDED JUNE 30, 2024
(All amounts expressed in Canadian dollars, unless otherwise stated)

This Management Discussion and Analysis ("MD&A") provides a detailed analysis of the business of Monumental Energy Corp. (the "Company") and describes its financial results for the third quarter ended June 30, 2024. The MD&A should be read in conjunction with the condensed interim consolidated financial statements of the Company and related notes for the same period, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"), in addition to the audited consolidated financial statements and related notes for the year ended September 30, 2023. The Company's reporting currency is the Canadian dollar and all amounts in this MD&A are expressed in the Canadian dollars.

Management's Responsibility

The Company's management is responsible for the preparation and presentation of the consolidated financial statements and the MD&A. The consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board. This MD&A has been prepared in accordance with the requirements of securities regulators, including National Instrument 51-102 of the Canadian Securities Administrators.

Forward-Looking Statements

This MD&A may contain forward-looking statements based on assumptions and judgments of management regarding events or results that may prove to be inaccurate as a result of exploration or other risk factors beyond its control. Actual results may differ materially from the expected results. In particular, forward-looking information in this MD&A includes, but is not limited to, statements with respect to advancing the Laguna Project (as defined herein), potential transactions and future events and is subject to certain risks, uncertainties and assumptions.

Except for statements of historical fact, this MD&A contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. In particular, forward-looking information in this MD&A includes, but is not limited to, statements with respect to future events and is subject to certain risks, uncertainties and assumptions. Although we believe that the expectations reflected in the forward-looking information are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, performance or achievements. Consequently, there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the *forward-looking information.* Such forward-looking information reflects the Company's views with respect to future events and is subject to risks, uncertainties and assumptions, including the risks and uncertainties relating to the interpretation of exploration results, risks related to the inherent uncertainty of exploration and cost estimates and the potential for unexpected costs and expenses and those other risks filed under the Company's profile on SEDAR+ at www.sedarplus.ca.

Forward-looking information is based on the opinions and estimates of management at the date the statements are made, which are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause results to differ materially from those expressed in the forward-looking statements include, but are not limited to: general economic conditions in Canada, the United States and globally; governmental regulation of the mining industry, including environmental regulation; geological, technical and drilling problems; unanticipated operating events; competition for and/or inability to retain drilling rigs and other exploration equipment, personnel and other services; exchange rate fluctuations;

adverse weather or climate events; the availability of capital on acceptable terms; the need to obtain required approvals from regulatory authorities; stock market volatility; volatility in market prices for commodities and other metals; the acquisition of Laguna Project is pursuant to the terms and conditions of the Laguna Option Agreement (as defined herein); failure to maintain or obtain all necessary government permits, approvals and authorizations; failure to maintain community acceptance (including First Nations); increase in costs; litigation; failure of counterparties to perform their contractual obligations; liabilities inherent in mining operations; changes in tax laws and incentive programs relating to the mining industry; and the other factors described herein under "Risks and Uncertainties" as well as in our public filings available at www.sedarplus.ca. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

The forward-looking information contained in this MD&A is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

This MD&A is current as of August 23, 2024.

Scientific and Technical Disclosure

The scientific and technical information contained in this MD&A has been reviewed and approved by Kristopher J. Raffle, P.Geo. (BC) Principal and Consultant of APEX Geoscience Ltd. of Edmonton, AB, a Director of the Company and a "Qualified Person" as defined in National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*.

BACKGROUND

The Company is an exploration stage company engaged in the acquisition and exploration of mineral properties. The Company's current project is the Laguna Project. The Jemi Option Agreement was terminated effective May 17, 2024 and the Company completed the transfer and assignment of its rights and obligations under the Turi Option Agreement (as defined herein) to an arm's-length company on May 1, 2024. The Laguna Project is located approximately 120 km by truck from the town of San Pedro de Atacama, Chile. The Company is a British Columbia company. Its primary business objective is to identify, acquire, explore and develop critical metals properties. The Company is primarily a junior exploration company with no revenues from mineral producing operations. The recoverability of amounts shown for the mineral properties and related deferred exploration expenditures is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the exploration of the properties for which it has interests, and upon future profitable production, if applicable. On April 30, 2021, the Company completed its initial public offering ("IPO") and the commenced trading on the TSX Venture Exchange ("TSXV") on May 4, 2021 under the trading symbol "MGLD". On October 29, 2021, the Company changed its name from "Monumental Gold Corp." to "Monumental Minerals Corp." and changed its symbol to "MNRL". On November 21, 2023, the Company changed its name to "Monumental Energy Corp." and changed its trading symbol to "MNRG". The head office and the principal address of the Company are located at 228 – 1122 Mainland Street, Vancouver, BC V6B 5L1, Canada.

There has been no material disruption to the Company's current operations to date. The Company's current focus is Laguna Project located in Chile. Company may consider acquisitions of other properties in foreign or domestic jurisdictions in the future.

INVESTMENT IN NEW ZEALAND ENERGY

On December 12, 2023, the Company acquired 1,000,000 common shares of New Zealand Energy Corp. at a price of $0.38 per share for a total subscription price of $380,000. As at December 31, 2023, the common shares of New Zealand Energy Corp. held by the Company had a fair market value of $800,000. On April 2, 2024, the Company acquired a further 293,333 common shares of New Zealand Energy Corp. at a price of $0.75 per share for a total subscription price of $220,000.

MINERAL PROPERTIES

Exploration and evaluation assets comprise the following accumulated expenditures:

	Jemi Project	Laguna Project	Turi Project	Total
	$	$	$	$
Balance at September 30, 2022	**1,417,940**	**1,761,283**	-	**3,179,223**
Acquisition costs	-	-	383,750	383,750
Airborne survey	31,388	-	-	31,388
Camp costs and field costs	44,683	-	-	44,683
Drilling and related costs	827,905	-	-	827,905
Geological	293,802	41,377	41,107	376,286
Management and administration	294,023	128,210	112,614	534,847
Reports	-	57,892	-	57,892
Balance at September 30, 2023	**2,909,741**	**1,988,762**	**537,471**	**5,435,974**
Acquisition costs	-	250,000	-	250,000
Geological	4,007	83,449	-	87,456
Management and administration	170,867	76,950	128,114	375,931
Tenure and maintenance costs	-	93,317	14,163	107,480
Sale of the Turi Project	-	-	(679,748)	(679,748)
Balance at June 30, 2024	**3,084,615**	**2,492,478**	**-**	**5,577,094**

<u>Jemi Project</u>

On September 22, 2021, amended October 7, 2021, the Company entered into an assignment and assumption agreement with Discovery Silver Corp. ("Discovery"), whereby Discovery agreed to transfer and assign its rights and obligations under the Jemi Option Agreement (as defined below) to the Company. Discovery, through its wholly-owned Mexican subsidiary Discovery Metals S.A. de C.V. (the "Discovery Subsidiary"), entered into a mineral exploration and option to purchase agreement with Jesus Miguel Hernandez Garza and Juan Reynaldo Elizondo Falcon (the "Vendors") dated May 15, 2017, as amended June 30, 2021 (the "Jemi Option Agreement"), whereby Discovery Subsidiary has an option to acquire a 100% interest in six (6) mineral concessions comprising approximately 3,560 hectares located in the Ocampo municipality of Coahuila State, Mexico (the "Jemi Property") from the Vendors. TSXV approved this transaction for the Company on November 1, 2021.

In order to exercise the option to acquire the Jemi Property, the Company must meet the following commitments:

a. Issue to Discovery 2,308,810 common shares (issued November 2, 2021);
b. Incur no less than $2,000,000 USD in exploration expenditures by May 16, 2024; and

c. Pay $500,000 USD (in cash or shares) to the Vendors upon exercise of the Jemi Option Agreement.

Subject to the exercise of the option to acquire the Jemi Property pursuant to the Jemi Option Agreement, Discovery would retain a 1.5% net smelter returns royalty payable upon the commercial production of the Jemi Property in accordance with the terms set out in the Jemi Option Agreement and pursuant to a royalty agreement. In addition to the statutory hold period of four months and a day from the date of issuance, the 2,308,810 common shares were subject to a 12-month voluntary hold period from the date of issuance.

The Jemi Property hosts numerous REE occurrences containing potentially economic concentrations of the high value magnetic rare earth elements (REEs) including the heavy rare earth elements (HREEs) dysprosium (Dy) and terbium (Tb), and the light rare earth elements (LREE) neodymium (Nd), praseodymium (Pr). The Project also contains associated tantalum (Ta), niobium (Nb), and zirconium (Zr). Jemi sits within the North American Alkaline Igneous Belt, an under explored north-south trend over 3000 km long of alkaline igneous rocks and carbonatites that are host to numerous REE, gold and other critical element deposits.

The REE mineralization discovered to date at Jemi exhibits characteristics and mineralogy consistent with peralkaline intrusion related deposits, which represent an important potentially economic style for the highest value HREE. Deposits of this type are being explored and prepared for development in Australia, Europe, and North America.

On May 17, 2024, the Company terminated the Jemi Option Agreement. Prior Company disclosures provide detailed disclosures regarding the Company's prior exploration activities at the Jemi Property, results and technical information.

Laguna Project

On March 30, 2022, the Company entered into an option agreement to acquire up to 75% of the 14,700-hectare Salar De Laguna Blanca project (the "Laguna Project") located near the town of San Pedro de Atacama, Chile from Lithium Chile Inc. The Option Agreement was amended pursuant to an amending agreement dated October 12, 2023.

In order to exercise the option, the Company must meet the following commitments:

a. Make cash payments of an aggregate of $1,500,000 according to the following schedule:
   i. $200,000 within thirty (30) days from April 21, 2022, the date of final Exchange approval (the "Acceptance Date") (paid);
   ii. $250,000 on or before the twenty-one month anniversary of the Acceptance Date (paid);
   iii. $300,000 on or before the second anniversary of the Acceptance Date; and
   iv. $750,000 on or before the third anniversary of the Acceptance Date.

b. Incur minimum expenditures on the Laguna Project of not less than an aggregate of $1,500,000 according to the following schedule:

   i. $200,000 on or before the first anniversary of the Acceptance Date (completed);
   i. $500,000 on or before the second anniversary of the Acceptance Date; and
   ii. $800,000 on or before the third anniversary of the Acceptance Date.

c. Within thirty (30) days of the Acceptance Date, issue 3,401,874 common shares of the Company to Lithium Chile Inc. which was issued on April 21, 2022 at a fair value of $1,267,087, based on the trading price on April 21, 2022 and net of their put option value for an eight-month hold period.

In addition to the statutory hold period of four months and a day from the date of issuance, the 3,401,874 common shares are subject to a 12-month voluntary hold period from the date of issuance.

On April 21, 2022, 194,515 common shares were issued to an arms-length finder of the Laguna Project at a fair value of $112,819, based on the trading price on April 21, 2022.

On April 25, 2022, the Company announced the results of a management and technical team site visit to the Laguna Blanca Cesium-Lithium Brine Salar Project. Previously disclosed sediment sampling by Lithium Chile Inc. returned values of 0.145% and 0.069% lithium and cesium, respectively. Brine samples collected from shallow augered holes within the brine pool (approximately 1.5 m depth) returned values of 1,230 mg/L Li; and 40mg/L Cs (*see the Company's news release dated March 9, 2022*). The long axis of the Laguna Blanca Salar is controlled by a major northwest-southeast trending fault that was observed during the site visit. This fault is interpreted to provide a structural conduit promoting brine interaction with felsic volcanics, including thick sequences of ignimbrites (volcanic ash), from which lithium and cesium were leached, transported, and subsequently concentrated in brines and sediments within the Laguna Blanca Salar.

On June 7, 2022, the Company announced the results of four (4) surface sediment verification samples. The sediment samples returned 1160 ppm lithium, and 175 ppm cesium, values which are very similar to proximal samples collected previously by Lithium Chile.

On September 1, 2022, the Company announced shallow auger holes sample results collected by Monumental's technical team at sites proximal to the Laguna Blanca brine pool. One brine sample was also collected from the surface. Analysis of the 4 sample locations that contained brine (three auger holes and the surface sample) returned lithium values to 405 milligrams per litre (mg/l), with mean and median values of 306 mg/l and 297 mg/l, respectively. Significantly, the ratios of lithium to magnesium ("Mg") within the Laguna Blanca brine samples range from 2.5 to 1.8 and are considerably higher than other known projects in Lithium Triangle. Besides Li grades, higher ratios of Li:Mg ratios are more favorable for brine-type developments of LCE, as the geochemical behavior of Mg ions can interfere with the Li purification process.

On October 18, 2022, the Company announced that it increased the Laguna land package by 130% to 12,425 hectares (the Company added 7,025 hectares), and then subsequent to the current period it was determined that the Laguna land package now stands at 14,700 hectares.

In October, 2023, the Company initiated negotiations with the Toconoa Indigenous Community in pursuit of securing approval for an exploration drill program at the Laguna Blanca Project in Chile. In November 2023, The Company met with the Toconoa Community to present a proposal finalizing details such as timing, payments, and specific plans pertaining to drilling activities on the Laguna Project. In December 2023, the Toconoa Community requested the Company prepare of a filing for the Environmental Assessment Service that confirms the Laguna Blanca Project does not require specific Environmental approval from a Declaration Impact or Environmental Impact Study. The Company remains committed to advancing its geological understanding of the site through a comprehensive surface work program while waiting for exploration approval.

This concerted effort includes in-depth geochemical and hydro-chemical analyses, coupled with a targeted sampling campaign. These strategic initiatives are integral to refining and delineating key exploration targets, laying a solid foundation for a more precise and well-informed drilling program. As negotiations progress, the Company's focus on surface work underscores the dedication to ensuring that the exploration endeavors align seamlessly with the interests of the Toconoa Indigenous Community and contribute to the sustainable development of the Laguna Blanca Project.

On April 15, 2024, the Company provided an update on the latest Chilean government lithium strategy. Chile, through its Ministry of Mines, launched the process for Chilean and foreign investors to express interest in developing projects to explore and/or extract lithium from deposits located in Chile. Under this strategy, the Ministry of Mines has approved the procedure for the request for information ("RFI"), which is intended to obtain the information necessary to promote the implementation of projects for the exploration, extraction and processing of lithium deposits, and to design the mechanisms, requirements and conditions for granting special lithium operation contracts. Monumental, through its Chilean subsidiary, Monumental Minerals Chile SpA, plans to file an RFI to pursue necessary exploration for future lithium operation contracts related to project Laguna Blanca. The Company acknowledges the Chilean government's prioritization of areas of interest and confirms that the Laguna Blanca brine system falls within eligible territories for the RFI process.

Turi Project

On May 1, 2024, the Company closed a transaction pursuant to an arm's length option acquisition agreement (the "Acquisition Agreement") with Summit Nanotech Corporation ("Summit") dated April 11, 2024, whereby the Company transferred and assigned its rights and obligations under the Turi Option Agreement (as defined below) to Summit. The Company had previously entered into an option agreement with Lithium Chile Inc. and its wholly-owned Chilean subsidiary Compania Minera Kairos Limitada dated October 5, 2022, as amended August 24, 2023 (the "Turi Option Agreement"), whereby Monumental was granted an option to acquire a 50.01% interest in the Salar de Turi project (the "Turi Project") from Lithium Chile. The Turi Project is located 120 km northwest of the Salar de Laguna Blanca and 60 km northeast of the city of Calama, Chile. Pursuant to the Acquisition Agreement, in consideration for the assignment and assumption of the Turi Option Agreement, Summit paid to Monumental $725,000 in cash and granted to Monumental a two percent (2.0%) net smelter return royalty on Summit's share of any future lithium production from the Turi Project (subject to the exercise of the option by Summit to acquire a 50.01% interest in the Turi Project pursuant to the Turi Option Agreement), in accordance with the terms set out in a royalty agreement between Monumental and Summit. Lithium Chile agreed to the acquisition of the Turi Option Agreement by Summit pursuant to the terms and conditions of the Acquisition Agreement in accordance with a letter agreement between Summit and Lithium Chile.

The Turi Project is situated within the prolific lithium triangle, a zone within the central Andes high desert that includes Chile, Argentina, and Bolivia. This zone is estimated to contain more than half of the world's lithium supply beneath the many salt flats, also known as salars, that are common to the region. The Turi Project is comprised of 40 exploration concessions totaling 8,500 hectares.

In order to have exercised the option to acquire a 50.01% interest in the Turi Project, the Company was obligated to issue common shares, make certain staged cash payments to Lithium Chile and incur exploration expenditures on the Turi Project as follows:

In the event of the Company entering into a joint-venture agreement with a third party (the "JV Agreement"):

make cash payments of an aggregate of $700,000 according to the following schedule:

(i) $200,000 within five days of Exchange approval of the Option Agreement (the "Acceptance Date") (paid);
(ii) $250,000 within five (5) days of the effective date of the JV Agreement; and
(iii) $250,000 on or before October 5, 2025.

incur minimum expenditures on the Turi Project of not less than an aggregate of $1,400,000 on or before October 5, 2025.

In the event no JV Agreement is entered into by October 31, 2024:

make cash payments of an aggregate of $700,000 according to the following schedule:

(i) $200,000 within five days of the Acceptance Date (paid);
(ii) $250,000 on or before October 31, 2024; and
(iii) $250,000 on or before October 5, 2025.

In addition, the Company was required to issue and deliver to Lithium Chile, that number of common shares of Monumental that would result in Lithium Chile holding, on a non-diluted basis, 9.9% of the issued and outstanding common shares of Monumental (the "Payment Shares"), within ten days of the earlier of the closing date of Company's next equity financing and fourteen months following the Acceptance Date. On March 3, 2023, 1,050,000 Payment Shares were issued to Lithium Chile with a fair market value of $183,750.

As noted above, the Turi Option Agreement and remaining obligations thereunder has been transferred to Summit Nanotech Corporation pursuant to the Acquisition Agreement. Certain of the terms under the Turi Option Agreement as disclosed have been otherwise amended or altered among Lithium Chile and Summit pursuant to the transaction documents in connection with the completion of the transaction with Summit.

LIQUIDITY AND CAPITAL RESOURCES

In management's view, given the nature of the Company's operations, which consist of exploration and evaluation of a mining property, the most relevant financial information relates primarily to current liquidity, solvency and planned property expenditures. The Company's financial success will be dependent upon the extent to which it can successfully exercise its option, discover mineralization and the economic viability of developing its properties.

Such development may take years to complete and the amount of resulting income, if any, is difficult to determine. The sales value of any minerals discovered by the Company is largely dependent upon factors beyond the Company's control, including the market value of the metals to be produced. The Company does not expect to receive significant income from any of its properties in the foreseeable future.

At June 30, 2024, the Company had working capital of $2,492,711 including cash of $1,572,203.

On April 11, 2023, the Company completed a non-brokered private placement through the issuance of 12,612,571 Units at a price of $0.175 per Unit for gross proceeds of $2,207,200. Each Unit comprises one common share and one share purchase warrant with each whole warrant exercisable into one common share at $0.30 per share until April 11, 2026. In addition, the Company paid a cash finder's fee of $110,360, issued 630,628 finder's warrants exercisable at $0.20 per share until April 11, 2025, and incurred additional costs of $57,003 in connection with the private placement.

On March 3, 2023 the Company completed a non-brokered private placement through the issuance of 5,646,000 Units at a price of $0.175 per Unit for gross proceeds of $988,050. Each Unit comprises one common share and one share purchase warrant with each whole warrant exercisable into one common share at $0.30 per share until March 3, 2026.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") applicable to a going concern, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

OUTSTANDING SHARE DATA

The following share capital as of date of this MD&A is:

	Balance
Shares issued and outstanding	57,587,327
Share purchase warrants	24,444,754
Share purchase options	5,692,475

RESULTS OF OPERATION

For the three and nine months ended June 30, 2024
The Company incurred a net loss of $597,747 and $711,886 for the three and nine months ended June 30, 2024 compared to $305,114 and $926,552 net loss for the comparable periods. The net loss in the current period can be attributed to unrealized gain the in the short-term investment of New Zealand Energy Corp. and interest revenue earned, offset by increased consulting expense, stock-based compensation expense and professional fees.

The Jemi Option Agreement was terminated effective May 17, 2024 and the Company completed the transfer and assignment of its rights and obligations under the Turi Option Agreement on May 1, 2024. Historically, the Company's sole source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding.

SELECTED QUARTERLY INFORMATION FOR MOST RECENT COMPLETED QUARTERS

	June 30, 2024	**March 31, 2024**	**December 31, 2023**	**September 30, 2023**
	$	$	$	$
Net profit (loss)	(597,748)	(187,390)	73,252	(190,020)
Basic profit (loss) per share	(0.00)	(0.00)	(0.00)	(0.00)
Diluted profit (loss) per share	N/A	N/A	N/A	N/A

	June 30, 2023	**March 31, 2023**	**December 31, 2022**	**September 30, 2022**
	$	$	$	$
Net profit (loss)	(305,114)	(295,817)	(325,621)	(527,641)
Basic profit (loss) per share	(0.01)	(0.01)	(0.01)	(0.02)
Diluted profit (loss) per share	N/A	N/A	N/A	N/A

SELECTED ANNUAL INFORMATION FOR MOST RECENT COMPLETED YEAR

	For the year ended September 30, 2023	For the year ended September 30, 2022	For the year ended September 30, 2021
	$	$	$
Revenue	**-**	-	-
Net profit (loss)	**(1,116,572)**	(2,440,067)	(1,079,626)
Loss per share (basic and diluted)	**(0.02)**	(0.08)	(0.06)
Total assets	**8,610,436**	6,357,005	951,256
Total long-term liabilities	**-**	-	-
Distributions or Cash Dividends	**-**	-	-

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The fair values of the Company's financial instruments are not materially different from their carrying values.

Management of Industry and Financial Risk

The Company is engaged primarily in mineral exploration and manages related industry risk issues directly. The Company may be at risk for environmental issues and fluctuations in commodity pricing. Management is not aware of and does not anticipate any significant environmental remediation costs or liabilities in respect of its current operations.

The Company's financial instruments are exposed to certain financial risks, which include the following:

Credit risk

Credit risk is the risk of loss due to the counterparty's inability to meet its obligations. The Company's exposure to credit risk is on its cash. As at June 30, 2024, the Company had cash of $1,572,203 which was held with a major bank in Canada, and $32,154 was held in Mexico and Chile. Because deposits are with three banks, there is a concentration of credit risk. This risk is managed by using Canadian major banks that are high credit quality financial institutions as determined by rating agencies. The Company could be exposed to credit risk with the foreign banks, but the risk is minimal due to the insignificant bank balances held. The maximum exposure to credit risk is the carrying amount of the Company's financial instruments. The credit risk is assessed as low.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting obligations when they become due. The Company ensures that there is sufficient capital in order to meet short-term operating requirements, after taking into account the Company's holdings of cash. The Company's cash is held in corporate bank accounts available on demand. The Company's accounts payable and accrued liabilities are due within 90 days of June 30, 2024. The Company is not exposed to significant liquidity risk.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and price risk. The Company is not exposed to significant market risk.

Currency Risk

The Company is subject to normal market risks including fluctuations in foreign exchange rates and interest rates. While the Company manages its operations in order to minimize exposure to these risks, the Company has not entered into any derivatives or contracts to hedge or otherwise mitigate this exposure.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to significant interest rate risk.

Price Risk

The Company is exposed to price risk with respect to equity prices. Price risk as it relates to the Company is defined as the potential adverse impact on the Company's ability to raise financing due to movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. As at June 30, 2024, the Company had the following foreign currency balances – cash (MXN 356,940 and CLP 2,869,136) and accounts payable and accrued liabilities (MXN 45,270 and CLP 17,784,216). The foreign currencies were converted into Canadian dollars at the period-end exchange rates of 1 MXN to 0.07767 CAD and 1 CLP to 0.00160 CAD. A 10% fluctuation in the MXN and CLP against the Canadian dollar would have an impact of approximately $1,682 on profit or loss.

Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of components of shareholders' equity. The Company is actively looking to acquire an interest in a business or assets and this involves a high degree of risk. The Company has not determined whether it will be successful in its endeavors and does not generate cash flows from operations. The Company's primary source of funds comes from the issuance of common shares. The Company does not use other sources of financing that require fixed payments of interest and principal due to lack of cash flow from current operations and is not subject to any externally imposed capital requirements.

The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern. Capital requirements are driven by the Company's general operations. To effectively manage the Company's capital requirements, the Company monitors expenses and overhead to ensure costs and commitments are being paid. There have been no changes to the Company's approach to capital management during the period ended June 30, 2024.

RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities. The Company has identified its directors and officers as its key management personnel.

	For the nine months ended June 30, 2024	For the nine months ended June 30, 2023
	$	$
Exploration and evaluation	**145,114**	226,587
Consulting	**84,583**	82,500
Office	**9,450**	9,450
Professional fees	**45,000**	45,000
Stock-based compensation	**203,000**	135,300

Exploration and evaluation expenditures: The Company paid $87,083 (June 30, 2023- $102,500) to Max Sali, Director and VP Business Development, for property administration and management fees. The Company paid $7,197 (June 30, 2023 - $16,587) to a private company where Kris Raffle, Director of the Company, is a principal of, for geological services. The Company paid $50,833 (June 30, 2023 – $Nil) to Michelle DeCecco, Interim CEO and Director (appointed as Interim CEO of the Company on October 30, 2023), for property administration and management fees. The Company paid $Nil to Jamil Sader (June 30, 2023- $107,500), former CEO and Director of the Company (resigned as CEO and Director of the Company on October 30, 2023), for property administration and management fees.

Consulting: The Company paid $52,917 (June 30, 2023- $40,166) to Max Sali, Director and VP Business Development, for consulting services. The Company paid $31,667 (June 30, 2023 – $22,500) to Michelle DeCecco, Interim CEO and Director, for consulting services. The Company paid $Nil (June 30, 2023 - $27,500) to Jamil Sader, former CEO and Director, for consulting services provided.

Office: The Company paid $9,450 (June 30, 2023 - $9,450) to a private company owned by Ryan Cheung, Chief Financial Officer, for office rent.

Professional fees: The Company paid $45,000 (June 30, 2023 - $45,000) to a private company owned by Ryan Cheung, Chief Financial Officer, for professional services.

As at June 30, 2024, $629 was owing to a Director (Max Sali) for reimbursable expenses (September 30, 2023 - $2,319), $Nil was owing to the CFO and Director (Ryan Cheung) for reimbursable expenses (September 30, 2023 - $225) and $10,000 owing to the CEO and Director (Michelle DeCecco) for fees. These amounts are included in accounts payable and accrued liabilities. Balances owing to related parties are unsecured, do not bear interest, and have no fixed terms of payments.

Off-Balance Sheet Transactions

The Company has not entered into any significant off-balance sheet arrangements or commitments.

CRITICAL ACCOUNTING ESTIMATES

The preparation of these financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenue and expenses.

The use of estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and further periods if the review affects both current and future periods. Accounts which require management to make material estimates and significant assumptions in determining amounts recorded include: impairment of exploration and evaluation assets, mining exploration tax credits and determination of functional currency.

Ability to continue as a going-concern
Management assesses the Company's ability to continue as a going concern at each reporting date, using all quantitative and qualitative information available. This assessment, by its nature, relies on estimates of future cash flows and other future events (as discussed in Note 1), whose subsequent changes could materially impact the validity of such an assessment.

Recoverability of the carrying value of exploration and evaluation assets
Assets or cash-generating units ("CGUs") are evaluated at each reporting date to determine whether there are any indications of impairment. The Company considers both internal and external sources of information when making the assessment of whether there are indications of impairment for the Company's exploration and evaluation assets.

Significant judgment is required when determining whether facts and circumstances suggest that the carrying amount of exploration and evaluation assets may exceed its recoverable amount. The retention of regulatory permits and licenses, the Company's ability to obtain financing for exploration and development activities and its future plans on the exploration and evaluation assets, current and future metal prices, and market sentiment are all factors considered by the Company.

In respect of the carrying value of exploration and evaluation assets recorded on the consolidated statements of financial position, management has determined that it continues to be appropriately recorded, as there are no indicators of impairment.

Determination of functional currency

The functional currency for the Company and its subsidiaries is the currency of the primary economic environment in which the respective entity operates; the functional currency of the Company and its subsidiaries is determined to be the Canadian dollar. Such determination involves certain judgments to identify the primary economic environment. The Company reconsiders the functional currency of its subsidiary if there is a change in events and/or conditions relating to the primary economic environment.

PROPOSED TRANSACTIONS

None.

RISK AND UNCERTAINTIES

The Company is in the mineral exploration and development business and, as such, is exposed to a number of risks and uncertainties that are not uncommon to other companies in the same business. Some of the possible risks include the following:

a) The industry is capital intensive and subject to fluctuations in metal prices, market sentiment, foreign exchange and interest rates. The recovery of the Company's investment in exploration and evaluation assets and the attainment of profitable operations are dependent upon the discovery and development of economic ore reserves and the ability to arrange sufficient financing to bring the ore reserves into production.

b) The most likely sources of future funds for further acquisitions and exploration programs undertaken by the Company are the sale of equity capital and the offering by the Company of an interest in its properties to be earned by another interested party carrying out further exploration or development. If such exploration programs are successful, the development of economic ore bodies and commencement of commercial production may require future equity financings by the Company, which are likely to result in substantial dilution to the holdings of existing shareholders.

c) The Company's capital resources are largely determined by the strength of the resource markets and the status of the Company's projects in relation to these markets, and its ability to compete for the investor support of its projects.

d) The prices of metals greatly affect the value and potential value of its exploration and evaluation assets. This, in turn, greatly affects its ability to raise equity capital, negotiate option agreements and form joint ventures.

e) The Company must comply with health, safety, and environmental regulations governing air and water quality and land disturbances and provide for mine reclamation and closure costs. The Company's permission to operate could be withdrawn temporarily where there is evidence of serious breaches of such regulations, or even permanently in the case of extreme breaches. Significant liabilities could be imposed on the Company for damages, clean-up costs or penalties in the event of certain discharges into the environment, environmental damage caused by previous owners of acquired properties or noncompliance with environmental laws or regulations.

f) The operations of the Company will require various licenses and permits from various governmental authorities. There is no assurance that the Company will be successful in obtaining the necessary licenses and permits to continue exploration and development activities in the future.

g) Although the Company has taken steps to verify title to exploration and evaluation assets in which it has an interest, these procedures do not guarantee the Company's title. Such assets may be subject to prior agreements or transfers and title may be affected by such undetected defects.

Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, then actual results may vary materially from those described in any forward looking statement. The development and exploration activities of the Company are subject to various laws governing exploration, development, and labour standards which may affect the operations of the Company as these laws and regulations set various standards regulating certain aspects of health and environmental quality. They provide for penalties and other liabilities for the violation of such standards and establish, in certain circumstances, obligations to rehabilitate current and former facilities and locations where operations are, or were conducted.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The information provided in this report 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 accompanying financial statements.