



MANAGEMENT'S DISCUSSION AND ANALYSIS
FORM 51-102F1

FOR THE NINE MONTHS ENDED DECEMBER 31, 2025

1710 - 1050 West Pender Street, Vancouver, British Columbia, V6E 3S7

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations of J2 Metals Inc. ("J2 Metals" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for nine months ended December 31, 2025. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual consolidated financial statements of the Company for the year ended March 31, 2025, MD&A for the year ended March 31, 2025 and unaudited condensed consolidated interim financial statements for the nine months ended December 31, 2025, together with the notes thereto. Results are reported in Canadian dollars, unless otherwise noted. Information contained herein is presented as at February 24, 2026 unless otherwise indicated.

COMPANY OVERVIEW

J2 Metals Inc. (formerly Cranstown Capital Corp.) (the “Company” or “Cranstown”) was incorporated under the *Business Corporations Act* (British Columbia) on February 2, 2021 and was a Capital Pool Company under the policies of the TSX Venture Exchange (the “Exchange”). The Company’s registered office is at 1710-1050 West Pender Street, Vancouver, British Columbia, V6E 3S7.

Private company J2 Metals Inc. (“Old J2”) was incorporated on April 19, 2020 for the primary purpose of engaging in mineral exploration. On March 18, 2025, the Company acquired all of the issued and outstanding common shares of Old J2 in exchange for the issuance of an aggregate of 9,934,348 Cranstown common shares. The transaction constituted the Company’s qualifying transaction (“QT”) as such term is defined in Policy 2.4 (Capital Pool Companies) of the TSX Venture Exchange.

Pursuant to the QT, Old J2 was amalgamated with 1517805 B.C. Ltd. to form 1531924 B.C. Ltd. (“1531924”). As a result, 1531924 became a wholly-owned legal subsidiary of the Company. The Company also subsequently changed its name from Cranstown Capital Corp. to J2 Metals Inc., and trading in the Company’s common shares commenced on the TSX Venture Exchange the week of March 24, 2025 under the symbol JTWO. For accounting purposes, the transaction constitutes a reverse takeover (see Note 3).

On October 24, 2025, the Company entered into an arrangement agreement to complete a plan of arrangement (“Arrangement Agreement”) under the Business Corporations Act (British Columbia) with its wholly-owned subsidiary, Twenty Mile Metals Inc. (formerly, 1558117 B.C. Ltd.) (“Spinco”), whereby the Company’s Twenty Mile Property will be spun out to Spinco in accordance with the Arrangement Agreement, and Spinco will apply to be listed on a public exchange in Canada. Under the terms of the Arrangement Agreement, the Company’s shareholders will be issued 5,000,000 shares of Spinco with respect to the common shares of the Company owned on the share distribution record date on a pro-rata basis, which will be determined by the Company’s Board of Directors and announced by a news release in advance. On December 3, 2025, the Company’s shareholders approved the plan of arrangement with Twenty Mile Metals Inc. On December 10, 2025, the Supreme Court of British Columbia approved the proposed plan of arrangement. The completion of the plan of arrangement is still subject to the satisfaction of various conditions including, but not limited to: (i) the acceptance of the Plan of Arrangement by the TSX-V, (ii) the conditional approval for the listing of the Spinco Shares on the TSX-V; and (iii) the completion by Spinco of a private placement raising aggregate proceeds of at least \$500,000.

CORPORATE UPDATES

On April 15, 2025, the Company granted 1,150,000 stock options exercisable at \$0.10 per share for a period of five years, vesting over 12 months, to officers and directors pursuant to the Company’s stock option plan. The options were valued at \$76,653 using the Black-Scholes valuation model with the following assumptions: dividend yield of 0%, expected volatility of 100%, current stock price of \$0.09, exercise price of \$0.10, risk-free rate of return of 2.72% and expected life of 5 years. During the nine months ended December 31, 2025, the Company recognized \$69,303 as a share-based compensation related to the vested portion of the options.

On September 10, 2025, the Company completed a private placement, issuing 800,000 non-flow-through common shares for gross proceeds of \$80,000. The shares were issued to the insiders of the Company – Thomas Lamb (CEO, Director), Toby Pierce (Director), Ivan Riabov (CFO), Graham Giles (VP Exploration) and a spouse of Pino Perone (Corporate Secretary).

On December 15, 2025, the Company closed a private placement issuing 3,333,333 subscription receipts at a price of \$0.12 per subscription receipt for aggregate gross proceeds of \$400,000. Each subscription receipt entitles the holder, upon satisfaction of escrow release conditions, to one common share and one common share purchase warrant exercisable into one common share at \$0.25 for 24 months. The gross proceeds were deposited into escrow pending satisfaction of escrow conditions, failing which funds will be returned to subscribers. The Company may pay finders’ fees in connection with the offering and intends to use the net proceeds for general corporate purposes.

On December 19, 2025, the Company entered into a binding letter of intent (the “LOI”) with Impact Silver Corp. (“Impact”) pursuant to which the Company was granted the exclusive right to acquire a 100% legal and beneficial interest in the Sierra Plata silver-antimony project located in the Zacualpan District, Mexico (the “Property”). The Property comprises approximately 2,200 hectares of mineral concessions located within a historic silver mining district and hosts multiple historical workings, including the El Salto and El Sabino mines. The project is prospective for both silver and antimony mineralization. Under the terms of the LOI, the Company may earn a 100% interest in the Property by: (i) issuing subscription receipts having an aggregate deemed value of \$250,000; (ii) issuing additional common shares or making cash payments over a three-year period; and (iii) incurring minimum exploration expenditures totaling approximately \$1,050,000 over three years. The vendor will retain a 1.5% net smelter return royalty, of which 50% may be repurchased by the Company for \$1,500,000 at any time. On January 15, 2026, subsequent to the quarter-end, the Company issued subscription receipts having an aggregate deemed value of \$250,000 pursuant to the LOI. As at December 31, 2025, the Company had not yet acquired a legal interest in the Property and no amounts have been capitalized in respect of the transaction. During the period, the Company incurred minor site visit and preliminary geological evaluation costs, which were expensed as incurred. The Company intends to advance exploration activities in 2026 following completion of definitive documentation and satisfaction of applicable regulatory approvals.

On December 22, 2025, the Company announced that that Simon Clarke has been appointed to the Company’s board of directors. Simon Clarke brings nearly 30 years of experience building resource companies and executing successful capital-markets and growth strategies, with a focus on critical minerals, energy, and precious metals.

EXPLORATION PROJECTS

Title to mining properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mining properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to its properties is in good standing.

Miniac

On August 4, 2020, the Company entered into an agreement to acquire the Miniac Property in Quebec from Kenorland Minerals Inc. In consideration for the acquisition, and in combination with the Napoleon acquisition, the Company granted Kenorland common shares equal to 15% of the outstanding share capital of the Company following an initial capital raise of a minimum of \$1,000,000 along with a 2% Net Smelter Royalty (“NSR”) should the project enter commercial production. The Company also committed to spending a minimum of \$1,000,000 on the Miniac property within 12 months from the date of purchase. On August 21, 2021, the Company issued to Kenorland 202,687 common shares valued at \$405,374 as consideration for the acquisition of the Miniac Property. On March 11, 2022, as subsequently amended on January 23, 2024, the Company entered into an option agreement with Stearman, whereby Stearman would acquire an interest of 75% in the Miniac property upon certain milestones being met, including expenditures of \$970,000 over five years. Stearman and J2 agreed to mutually terminate the option agreement on August 6, 2025 and the property is now 100% owned by J2.

Napoleon

On February 3, 2021, the Company entered into a purchase and sale agreement with Kenorland Minerals Inc. for the acquisition of 1223615 B.C. Ltd., the holding company for Northway Napoleon Corporation which is an Alaskan-incorporated company which holds 108 claims in the Forty Mile Mining District of Alaska. In consideration for the acquisition of 1223615 B.C. Ltd., and in combination for the Miniac acquisition, the Company agreed to issue to Kenorland such shares which would result in Kenorland owning 15% of the outstanding share capital following an initial capital raise of at least \$1,000,000. On August 21, 2021, the Company issued to Kenorland 202,687 common shares valued at \$405,374 as consideration for the acquisition of the Napoleon Property.

Twenty Mile

The Twenty Mile Property is located in north central British Columbia, 122 km north-northwest of Fort St. James, and 224 km northwest of Prince George. The Twenty Mile Property consists of 8 mineral claims separated into nine discontinuous claim blocks, known as Twenty Mile (TM), Burn, and Imperial, and covers a total area of 9,367 hectares. The claims at Twenty Mile were obtained through online staking by the company as well as several cash transactions for 100% interest of strategic claims of interest. The Company holds a 100% interest in all claims on the TM, Burn and Imperial claims and the properties are free of any NSRs or underlying agreements.

In May and September 2025, portions of the TM and Burn Claim blocks were intentionally let to lapse and the decision was made to drop 9,234 Ha of mineral claims. During the nine months ended December 31, 2025, the Company recorded an impairment loss of \$110,920 related to the lapsed claims.

During the year ended March 31, 2024, the Company posted a \$24,900 reclamation deposit concerning the Twenty Mile Property with the British Columbia Ministry of Energy, Mines and Low Carbon Innovation.

The continuity of the carrying value of these assets is as follows:

Nine months ended December 31, 2025	Miniac	Napoleon	Twenty Mile	Total
Acquisition				
Balance, beginning of period	\$ 405,374	\$ 478,654	\$ 51,631	\$ 935,659
Additions	-	-	-	-
Balance, end of period	405,374	478,654	51,631	935,659
Exploration				
Balance, beginning of period	1,010,245	909,589	309,259	2,229,093
Additions	28,811	94,698	323,759	447,268
Impairment	-	-	(110,920)	(110,920)
Balance, end of period	1,039,056	1,004,287	522,098	2,565,441
Recoveries				
Balance, beginning of period	(47,300)	-	-	(47,300)
Additions	(1,000)	-	-	(1,000)
Balance, end of period	(48,300)	-	-	(48,300)
Balance, December 31, 2025	\$ 1,396,130	\$ 1,482,941	\$ 573,729	\$ 3,452,800
Year ended March 31, 2025	Miniac	Napoleon	Twenty Mile	Total
Acquisition				
Balance, beginning of year	\$ 405,374	\$ 478,654	\$ 51,631	\$ 935,659
Additions	-	-	-	-
Balance, end of year	405,374	478,654	51,631	935,659
Exploration				
Balance, beginning of year	1,003,907	848,604	209,847	2,062,358
Additions	6,338	60,985	99,412	166,735
Balance, end of year	1,010,245	909,589	309,259	2,229,093
Recoveries				
Balance, beginning of year	(47,300)	-	-	(47,300)
Additions	-	-	-	-
Balance, end of year	(47,300)	-	-	(47,300)
Balance, March 31, 2025	\$ 1,368,319	\$ 1,388,243	\$ 360,890	\$ 3,117,452

FINANCIAL RESULTS OF OPERATIONS

SUMMARY OF QUARTERLY RESULTS

	12/31/25	9/30/25	6/30/25	3/31/25	12/31/24	9/30/24	6/30/24	3/31/24
Total assets	\$ 3,998,268	\$ 3,773,365	\$ 3,909,034	\$ 4,081,079	\$ 3,510,338	\$ 3,233,275	\$ 3,030,895	\$ 3,126,896
Total revenue	\$ 14,115	\$ 35,285	\$ -	\$ -	\$ -	\$ 6,052	\$ -	\$ 10,464
Net income (loss)	\$ (103,993)	\$ (134,949)	\$ (61,188)	\$ (657,717)	\$ 3,915	\$ (25,968)	\$ (35,629)	\$ (436)
Net income (loss) per share	\$ (0.00)	\$ (0.01)	\$ (0.00)	\$ (0.09)	\$ 0.00	\$ (0.01)	\$ (0.01)	\$ (0.00)

The Company's operations for the three months ended December 31, 2025 produced a loss of \$103,993 compared to a loss of \$134,949 in the previous quarter. The decrease in loss of \$30,956 in the quarter is mostly driven by the Company incurring an impairment loss of \$110,920 on the Twenty Mile property in the previous quarter (as described in section above) and offset by the increased filing, legal and professional fees in connection with the plan of arrangement.

LIQUIDITY AND CAPITAL RESOURCES

	12/31/25	9/30/25	6/30/25	3/31/25	12/31/24	9/30/24	6/30/24	3/31/24
Cash and cash equivalents	\$ 436,378	\$ 396,127	\$ 740,169	\$ 925,927	\$ 385,446	\$ 142,465	\$ 20,180	\$ 130,479
Working capital	\$ 515,920	\$ 424,966	\$ 646,639	\$ 696,327	\$ 309,502	\$ 124,956	\$ 17,272	\$ 67,546

As at the date of this MD&A, the Company has adequate cash and working capital to fund its operations and planned capital expenditures for the next 12 months. Any additional material capital expenditures or commitments may require a source of additional financing, which may come from funds through equity financing.

RELATED PARTY TRANSACTIONS

Remuneration of key management personnel of the Company was as follows:

	Three Months Ended		Nine Months Ended	
	December 31, 2025	December 31, 2024	December 31, 2025	December 31, 2024
CEO	\$ 15,750	\$ -	\$ 47,250	\$ -
CFO	\$ 16,950	\$ -	\$ 50,850	\$ -
Corporate Secretary	\$ 3,150	\$ -	\$ 7,350	\$ -
VP Exploration	\$ 15,750	\$ -	\$ 47,250	\$ -
VP Exploration - fieldwork	\$ -	\$ -	\$ 29,457	\$ 37,499

The Company defines key management as the Company's directors and officers of the Company. As at December 31, 2025, amounts due to key management for remuneration totaled \$nil (March 31, 2025 - \$76,300).

On April 15, 2025, the Company granted 1,150,000 stock options exercisable at \$0.10 per share for a period of five years, vesting over 12 months, to officers and directors pursuant to the Company's stock option plan. The options were valued at \$76,653 using the Black-Scholes valuation model with the following assumptions: dividend yield of 0%, expected volatility of 100%, current stock price of \$0.09, exercise price of \$0.10, risk-free rate of return of 2.72% and expected life of 5 years. During the nine months ended December 31, 2025, the Company recognized \$69,303 as a share-based compensation related to the vested portion of the options.

In September 2025, the Company completed a private placement, issuing 800,000 non-flow-through common shares for gross proceeds of \$80,000. The shares were issued to the insiders of the Company – Thomas Lamb (CEO, Director), Toby Pierce (Director), Ivan Riabov (CFO), Graham Giles (VP Exploration) and a spouse of Pino Perone (Corporate Secretary).

In December 2025, the Company completed a private placement, issuing 278,667 subscription receipts at price of \$0.12 for total proceeds of \$33,440. The subscription receipts were issued to the insiders of the Company – Simon Clarke (Director), Toby Pierce (Director) and a spouse of Pino Perone (Corporate Secretary).

In September 2024, the Company completed a private placement, issuing 550,000 non-flow-through common shares for gross proceeds of \$55,000. The shares were issued to the insiders of the Company – Thomas Lamb (CEO, Director) and Toby Pierce (Director).

All related party transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

SHARE CAPITAL

Authorized share capital

The Company's articles authorize an unlimited number of common shares without par value.

Issued and outstanding – Common Shares

	Common Shares		Amount
Balance, March 31, 2024	4,984,348	\$	3,160,122
Private placement - non-flow-through shares	2,480,000		248,000
Private placement - flow-through shares	2,470,000		296,400
Flow-through premium	-		(49,400)
Private placement share issuance costs - cash	-		(19,284)
Private placement share issuance costs - finder's warrants	-		(9,629)
Balance, December 31, 2024	9,934,348	\$	3,626,209

	Common Shares		Amount
Balance, March 31, 2025	21,182,348	\$	4,734,241
Private placement - non-flow-through shares	800,000		80,000
Balance, December 31, 2025	21,982,348	\$	4,814,241

Stock options

	Number of Options		Weighted-Average Exercise Price (\$)
Balance, March 31, 2024	202,500	\$	2.00
Cancelled	(202,500)		2.00
Balance, December 31, 2024	-		-

	Number of Options		Weighted-Average Exercise Price (\$)
Balance, March 31, 2025	840,400	\$	0.10
Issued	1,150,000		0.10
Balance, December 31, 2025	1,990,400	\$	0.10

Warrants

	Number of Warrants		Weighted-Average Exercise Price (\$)
Balance, March 31, 2025	324,000	\$	0.10
No activity	-		-
Balance, December 31, 2025	324,000	\$	0.10

CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Company defines its capital as shareholders' equity, loans and advances payable. The board of directors of the Company does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

COMPETITION

Competitors for acquisition opportunities include well-capitalized companies, independent companies and other companies having financial and other resources far greater than those of J2 Metals, thus a degree of competition exists between those engaged in acquiring attractive assets.

CRITICAL ACCOUNTING ESTIMATES

Management is required to make decisions with respect to estimates and assumptions for certain accounting policies that affect the reported amounts of assets, liabilities, revenues, and expenses. These accounting policies are discussed below and are included to highlight the critical accounting policies and practices used by the Company. Note the use of different policies and practices could create different results being reported. The Company's management reviews these estimates regularly. New information and changes in circumstance may result in changes to estimated amounts that differ materially from current estimates.

The following assessment of significant accounting policies and associated estimates is not meant to be exhaustive. In the future, the Company might realize different results from the application of new accounting standards issued by regulatory bodies.

To recognize the share-based payment expense, the Company estimates the fair value of stock options granted using assumptions related to interest rates, expected life of the option, volatility of the underlying security and expected dividend yields. These assumptions may vary over time.

The accrual method of accounting requires management to incorporate certain estimates of costs as at a specific reporting date.

CHANGES IN ACCOUNTING POLICIES

None noted.

FINANCIAL INSTRUMENTS RISK

The Company is exposed to the following financial risks:

- i) Market risk
- ii) Credit risk
- iii) Liquidity risk

In common with all other businesses, the Company is exposed to risks that arise from its use of financial instruments. This note describes the Company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

General objectives, policies and processes

The Board has overall responsibility for the determination of the Company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure effective implementation of the objectives and policies to the Company's finance function.

The overall objective of the Board's finance function is to set policies that seek to reduce risk as far as possible without unduly affecting the Company's competitiveness and flexibility and to ensure that risks are properly identified and that the capital base is adequate in relation to those risks. Further details regarding these policies are set out below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices are comprised of following types of risk: currency risk, interest rate risk, other price risk.

Currency risk

Currency risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate because of changes in foreign exchange rates. The Company's share capital as well as the Company's reporting currency is denominated in Canadian Dollars. The Company considers this risk to be minimal.

Interest rate risk

Interest rate risk is the risk arising from the effect of changes in prevailing interest rates on the Company's financial instruments. The Company holds no interest-bearing financial liabilities and therefore interest rate risk is limited to potential decreases on the interest rate offered on cash held with its financial institution. The Company considers this risk to be minimal.

Credit risk

Credit risk is the risk of potential loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's cash is held with reputable institutions in Canada. The Company is not exposed to any material credit risk.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its financial obligations as they fall due. The Company monitors its risk by monitoring the maturity dates of its existing debt and other payables. The Company's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

To achieve this objective, the Company regularly monitors working capital positions and updates spending plans as considered necessary. Monthly working capital and expenditure reports are prepared by the Company's finance function and presented to management for review and communication to the Board. As at December 31, 2025, all of the Company's financial liabilities are due within one year.

As at December 31, 2025, the Company's working capital was \$515,920 and it does not have any monetary long-term liabilities. The continuing operations of the Company are dependent upon its ability to obtain adequate financing and to commence profitable operations in the future.

FINANCIAL INSTRUMENTS

The Company's financial instruments consist of short-term investments; cheques issued in excess of funds on deposit, accounts payable and accrued liabilities. Terms of the financial instruments, where relevant, are fully disclosed in the Company's financial statements. It is management's opinion that the Company is not exposed to significant currency, or credit risks but is exposed to interest rate cash flow risk arising from its financial instruments and that their fair values approximate their carrying values unless otherwise noted.

RISKS

The Company is a junior mineral exploration company and has adequate cash for its current obligations but may not have sufficient cash to sustain operations indefinitely. With limited financial resources and limited revenue, there is no assurance that future funding will be available to the Company to pursue future endeavours. There is a risk that the Company could be forced to cease operations and become insolvent.

There is no guarantee that the Company will be able to attract further exploration or to participate in an acquisition or another business opportunity. There can be no assurance that the Company's current activity and the liquid market for the Company's securities will develop and shareholders may find it difficult to resell the securities of the Company.

The factors identified above are not intended to represent a complete list of the risks faced by J2 Metals. J2 Metals' management believes that the foregoing risks and uncertainties are a fair indication of the risks and uncertainties material to J2 Metals' business; however, additional risks and uncertainties, including those currently unknown to J2 Metals or not considered to be material by J2 Metals, may also adversely affect the business of J2 Metals.

OFF-BALANCE SHEET ARRANGEMENTS

None noted.

SUBSEQUENT EVENTS

On January 6, 2026, the Company granted an aggregate of 195,000 stock options to certain directors and consultants of the Company pursuant to its stock option plan. Each option is exercisable to acquire one common share of the Company at an exercise price of \$0.25 per share for a period of five (5) years from the date of grant. The Options will vest over a period of twelve (12) months.

On February 5, 2026, the Company completed the private placement through the issuance of 8,622,200 subscription receipts at a price \$0.25 per subscription receipt for aggregate gross proceeds of \$2,155,550 ("first tranche"). On February 6, 2026, the Company completed the private placement through the issuance of 6,577,800 subscription receipts at a price \$0.25 per subscription receipt for aggregate gross proceeds of \$1,644,450 ("second tranche"). On February 23, 2026, the Company completed the private placement through the issuance of 1,365,714 flow-through subscription receipts at a price \$0.35 per subscription receipt for aggregate gross proceeds of \$478,000 ("third tranche").

Each subscription receipt issued under the first and second tranches entitles the holder thereof to receive, upon satisfaction of the escrow release conditions that include completion of the Company's previously announced plan of arrangement between the Company and Twenty Mile Metals Inc., and without payment of any additional consideration or further action on the part of the holder, one common share in the capital of the Company and one-half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one common share at an exercise price of \$0.40 per share at any time for a period of 24 months following the date of conversion of the subscription receipts.

Each flow-through subscription receipt entitles the holder thereof to receive, upon satisfaction of the same escrow release conditions, and without payment of any additional consideration or further action on the part of the holder, one common share in the capital of the Company. No warrants were issued in connection with the flow-through offering.

The common shares underlying the flow-through subscription receipts were issued on a flow-through basis pursuant to the Income Tax Act (Canada).

The gross proceeds from the sale of the subscription receipts are held in escrow pending satisfaction of the escrow release conditions. If the escrow release conditions are not satisfied, the escrowed funds will be returned to the holders of the subscription receipts, together with any accrued interest thereon, and such securities shall be cancelled without any further action by the holders thereof.

In connection with the first tranche of the offering, the Company will pay finder's fees, pending satisfaction of the escrow release conditions, of \$71,330 in cash and 285,320 warrants at a price of \$0.40 per share exercisable for a period of 24 months following the date of conversion of the subscription receipts.

In connection with the second tranche of the offering, the Company will pay a finder's fees, pending satisfaction of the escrow release conditions, of \$75,985 in cash and 303,940 warrants at a price of \$0.40 per share exercisable for a period of 24 months following the date of conversion of the subscription receipts.

In connection with the flow-through subscription receipt offering, the Company will pay finder's fees, pending satisfaction of the escrow release conditions, of \$13,475 in cash following the date of conversion of the flow-through subscription receipts.

The subscription receipt offering is subject to the receipt of all necessary regulatory and other approvals, including, but not limited to, acceptance of the TSX Venture Exchange. All securities issued pursuant to the subscription receipt offering, including common shares issuable upon the exercise of warrants or finder warrants, are and will be subject to a hold period of four months and one day after the date of closing of the subscription receipt offering.

ADDITIONAL INFORMATION

Additional information relating to the Company and results of its operations may be found under J2 Metals' profile at its website at www.j2metals.ca

FORWARD LOOKING STATEMENTS

The foregoing information contains forward-looking statements within the meaning of securities laws. Forward-looking statements are statements that are not historical fact and often, but not always, forward-looking information can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "estimates", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases, or states that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking information by its nature requires assumptions and involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of J2 Metals to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information.

Forward-looking statements in this MD&A include, but are not limited to, J2 Metals' overall strategic plan for assessing acquisition opportunities. In making the forward-looking statements in this MD&A, J2 Metals has applied certain factors and assumptions that are based on information currently available to J2 Metals as well as J2 Metals' current beliefs and assumptions made by J2 Metals, including that J2 Metals will maintain its business plan for the near and mid-term range. Although J2 Metals considers these beliefs and assumptions to be reasonable based on information currently available to it, they may prove to be incorrect, and the forward-looking statements in this release are subject to numerous risks, uncertainties and other factors that may cause future results to differ materially from those expressed or implied in such forward-looking statements. Such risk factors include, among others, that J2 Metals will be unable to fulfill or will experience delays in fulfilling a strategic plan for the near and mid-term range. Additional risk factors are noted under the heading "*Risks*". The factors identified above and in the "*Risks*" section of this MD&A are not intended to represent a complete list of the factors that could affect J2 Metals. Although J2 Metals has attempted to identify

important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended.

Because forward-looking information addresses future events and conditions, it involves risks and uncertainties that could cause actual results to differ materially from those contemplated by the forward-looking information. These risks and uncertainties include, but are not limited to access to capital, commodity price volatility, well performance and marketability of production, transportation and refining availability and costs. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. J2 Metals does not undertake to update any forward-looking information, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.