



Management Discussion and Analysis For Mirasol Resources Ltd. (“Mirasol” or the “Company”)

INTRODUCTION

The Management Discussion and Analysis (“MD&A”) is prepared as of November 28, 2024, and is intended to supplement the Company’s condensed consolidated interim financial statements for the period ended September 30, 2024. All financial information, unless otherwise indicated, has been prepared in accordance IFRS accounting as issued by the International Accounting Standards Board (“IASB”). All dollar amounts referenced, unless otherwise indicated, are expressed in Canadian funds.

The following discussion of the Company’s financial condition and results of operations should be read in conjunction with its audited consolidated financial statements and related notes for the year ended June 30, 2024, which are publicly available on SEDAR at www.sedar.com, and its condensed consolidated interim financial statements for the period ended September 30, 2024, and related notes.

Recent global issues, including the ongoing COVID-19 pandemic and geo-political conflicts have adversely affected workplaces, economies, supply chains, and financial markets globally. It is not possible for the Company to predict the duration or magnitude of the adverse results of these issues and their effects on the Company’s business or results of operations this time.

FORWARD LOOKING INFORMATION

This MD&A contains certain forward-looking statements and information relating to Mirasol that are based on the beliefs of its management as well as assumptions made by and information currently available to the Company. When used in this document, the words “anticipate”, “believe”, “estimate”, “expect” and similar expressions, as they relate to Mirasol or its management, are intended to identify forward-looking statements.

This MD&A may use the terms “Inferred Resource”, “Indicated Resource”, “Measured Resource” and “Mineral Resource”. The Company advises that these terms are recognized by and defined in Canadian securities regulations (under National Instrument 43-101 “Standards of Disclosure for Mineral Projects”). Investors are cautioned not to assume that any part of or all, of the mineral occurrences in these categories will ever be converted into reserves.

This MD&A contains forward-looking statements relating to, among other things, the Company’s goals and plans going forward, regulatory compliance, the sufficiency of current working capital, and the estimated cost and availability of funding for the continued exploration and development of the Company’s exploration properties. Such statements reflect the current views of Mirasol with respect to future events and are subject to certain risks, uncertainties and assumptions. The material factors and assumptions used to develop forward-looking information include, but are not limited to, the future prices of gold, silver and copper, success of exploration activities, permitting time lines, currency exchange rate fluctuations, government regulation affecting mining operations and policies linked to pandemics, social and environmental risks, the estimation of mineral resources, capital expenditures, costs and timing of the development of new discoveries, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage, continued availability of capital and financing, and general economic, market or business conditions.

Forward-looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made. The Company undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change, except as may be required by applicable law.

Tim Heenan (MAIG), President and CEO for the Company, and a “Qualified Person” under National Instrument 43-101 (“NI 43-101”), has reviewed and approved the scientific and technical information in this MD&A. This technical information was prepared by the Qualified Person for the Company at the time of disclosure.

CORPORATE AND STRATEGIC OVERVIEW

Mirasol (TSXV: MRZ) (OTCPK: MRZLF) is a mineral exploration company targeting gold, silver and copper (“Au”, “Ag” and “Cu”, respectively) deposits, mainly in the Atacama-Puna region of northern Chile and Argentina, and in the Santa Cruz Province of southern Argentina. Both regions are highly prospective and host many large-scale precious and base metal mines, operated by some of the world’s largest mining companies.

Mirasol’s business strategy combines self-funded exploration of quality projects with the joint venture funding model. This hybrid strategy was developed to accelerate the drill testing of key projects that potentially host economic discoveries. This year, Mirasol has been focused on advancing the self-funded Sobek Copper-Gold project in Chile. In addition, Mirasol controls 100% of the high-grade Virginia Silver Deposit and has an active option agreement in Argentina on the Claudia project. Under the Claudia option agreement, Mirasol’s partner is funding all exploration and land holding costs,

which allows the Company to focus its available resources on self-funded exploration and business development opportunities, while retaining exposure to potentially significant discoveries.

Mirasol's Exploration Focus

Mirasol's main geographic focus is in the Atacama-Puna region of northern Chile and Argentina and in Santa Cruz province, southern Argentina, where the Company maintains a high-quality portfolio of exploration properties with the potential for economic discoveries. This portfolio was assembled from Mirasol's project generation activities, which applies innovative, concept-driven geological techniques combined with follow-up fieldwork.

Chile/Argentina: Atacama – Puna Region

The Company's portfolio of properties in the Atacama-Puna region is located on a 1,700 km-long segment of three north-south oriented prolific mineral belts that run through Chile and Argentina. These belts host many world-class Cu-Au mines and occurrences of differing ages, spanning millions of years ("Ma"). From youngest to oldest, these belts are:

Miocene to Pliocene (Mio-Pliocene, 23-5 Ma): Targeting high-sulfidation epithermal ("HSE") Au-Ag and porphyry Cu-Au-Molybdenum ("Mo") deposits. In this belt, located to the north of the Maricunga Belt, Mirasol controls approximately 75,000 ha of granted exploration claims. The Maricunga Belt is a world recognized geological terrain for its Au-Cu-Mo porphyries and HSE Au/Ag deposits like El Refugio, Martes/Lobo, La Pepa, Cerro Casale, Caspiche and Volcan Copiapo. The Company also presently holds approximately 70,000 ha of granted exploration claims in the southern part of the Mio-Pliocene aged Cu belt proximal to the border between Chile and Argentina.

Middle Eocene to Early Oligocene (Eocene-Oligocene 40-28 Ma): Targeting porphyry Cu-Au-Mo deposits. Mirasol presently holds approximately 9,000 ha of granted exploration claims in this belt.

Paleocene to Early Eocene (Paleocene, 66-53 Ma): Targeting low-intermediate-sulfidation epithermal Au-Ag and porphyry Cu-Au-Mo deposits. Mirasol presently controls approximately 6,000 ha of granted exploration claims in this belt.

Argentina: Santa Cruz Province

The majority of the Company's project portfolio in Argentina is located in Santa Cruz Province within the Deseado Massif, a 60,000 km² region of upper-middle Jurassic age volcanics that is recognized as having a high potential to host low- and intermediate-sulfidation epithermal Au-Ag deposits. Mirasol controls approximately 258,000 ha of exploration and mining claims in the province.

The Company is monitoring the potential impact of the rapid currency devaluation and changing public policies in Argentina. To date, these issues have not impacted Mirasol's capacity to operate and Mirasol continues to receive third-party interest for its projects in both countries.

EXPLORATION, JOINT VENTURE AND BUSINESS DEVELOPMENT ACTIVITIES

Flagship Projects Operated and Funded by Mirasol

Chile

Sobek Copper Project, Northern Chile

The Sobek Cu project ("Sobek") was staked by Mirasol in 2016 based on prospective local structural architecture hosted within a highly prospective and productive geological terrain. An important north-northeast trending mineralized structural corridor encapsulates a large part of the Sobek package, that is crosscut by a series of north-northwest trending deep seated trans-cordilleran lineaments

evident through the entire property. In addition, the tenure is host to prospective Miocene/Pliocene aged geological units and intriguing satellite image ASTER alteration responses.

The Sobek land position was expanded in 2021 and 2022 following significant results reported by Filo Mining Corp. from its Filo del Sol project located 7 km to the east of Sobek, which included a remarkable intercept of 858m at 1.80% CuEq (including 163m at 5.43% CuEq)¹. The high-profile Vicuña Copper-Gold-Silver District is developing in the Sobek area with multiple deposits located in close proximity, including the Josemaria and Los Helados porphyry Cu-Au deposits located 10 km east-northeast and 20 km north of Sobek, respectively. The recent NGEx Cu-Au-Ag discovery at Lunahuasi (formerly Potro Cliffs) is just 3 km directly east of the southeast corner of Sobek North Block. Mirasol controls 23,940 ha of exploration claims in this district in four strategic blocks, the North, Central and South blocks and the Rosita Property, that are all on the Chilean side of the border with Argentina.

Strategic Expansion of the Sobek Property with the Addition of the SQM Rosita Property

Mirasol signed a landmark option agreement with Sociedad Química y Minera de Chile SA (“SQM”) doubling the size of the flagship Sobek Project in the Vicuña Copper-Gold-Silver District of northeast Chile (news release February 14, 2024). The SQM Property (“Rosita”) covers 11,500 ha extending the Sobek Project to the west and to the east, and importantly unifying the Sobek Central block with the Sobek North block. The combined property has doubled Mirasol’s land holding in the district for a total of 23,940 ha. The eastern portion of the Rosita property positions Mirasol within 3 km of the giant Filo Del Sol Project. SQM has granted Mirasol the exclusive option to earn 80% of the Rosita Project, subject to a 2.0% NSR royalty, by incurring US\$4 million in exploration expenditures and making annual option fee payments for a total of US\$3 million scheduled over 6 years.

Launch of the 2024/2025 Exploration Program to Advance Towards Drilling

The 2024/25 exploration season is well underway at Sobek drilling has started on the first of two high priority porphyry Cu targets expected to be drilled this year (news release dated Nov 28, 2024).

Drilling Sobek North Cu-Au Potro SE Target

Drilling is in progress with a diamond drill on site to test the Potro SE target at Sobek North, located 3 km from NGEx’s Cu-Au Lunahuasi discovery. The first diamond drill hole is anticipated to reach the top of the target at a depth of 250-350 meters and continue to a total depth of 700-800 meters. It is expected to take 25-30 days to complete the planned drilling (news release dated Nov 28, 2024).

At the southeastern corner of the Sobek North block, a cylindrically shaped magnetic high porphyry Cu Potro SE target was identified some 250 meters below surface from an airborne-magnetics survey (news release dated May 13, 2024). An Induced Polarization (IP), Pole-Di-Pole (PDP) geophysical chargeability response is also spatially associated with the Potro SE target. The Potro SE magnetic high is located at the intersection of two productive faults, the Maranceles Fault and the Ventana Fault. The Ventana Fault continues 3 kilometers north-northeast to the Lunahuasi Cu-Au discovery.

The El Potro target area appears to host an area of “lithocap type” alteration and mineralization. Select rock chip samples have returned values ranging from 0.10 to a high of 4.3 g/t Au with associated Ag from 0.30 up to 25.9 g/t from HSE type intensely altered and silicified areas, located above the more porphyry Cu-Mo style of mineralization which returned 0.65% Cu and 105 ppm Mo (news release June 27, 2023). Coincidentally, and directly overlying the magnetic anomaly at Potro SE follow-up exploration has returned several elevated assay results ranging from 0.11% to 1.8% Cu and 2 to 87 ppm Mo from select grab samples (news release dated May 13, 2024). In addition, a systematic soil grid survey across this target also returned a coherent Cu soil anomaly. Intense

¹ Filo Mining Corp. – 05/13/2021 Press Release

propylitic (green rock) alteration outcrops over a 600 x 600-meter area, directly above the magnetic anomaly.

Sobek Central VN Zone Extension to the Sobek 46 South Cu-Au Targets

While drilling progresses at Sobek North, exploration will continue at Sobek Central to advance towards the second phase of drilling at the Sobek 46 South target later this season. Construction of a 2.5-kilometer access road is underway to support ongoing exploration and facilitate future drill mobilization. Planned exploration work will include electrical ground-based geophysics and the continuation of the systematic grid-based geochemical soil sampling aimed at refining and extending the porphyry targets trend.

Situated in the south end of the Sobek Central block, 7 km west of the Filo del Sol Project, the VN-Zone appears to represent the northernmost expression of a much larger hydrothermal system, with the potential to host multiple porphyry Cu-Au targets over more than 3 km (news release dated May 13, 2024). The VN-Zone was elevated as a high priority target late in the 2023 exploration season when high Au grades were recovered from prospecting, with results up to 5.0 g/t Au and 2,200 ppm Cu being sourced from select grab samples (news release dated June 27, 2023). The 2024 exploration significantly expanded the alteration and mineralization footprint of the VN-Zone to the south across the consolidated SQM Rosita property and onto the 100% owned Mirasol claim block ("Sobek 46 South"). The VN-Zone Trend is located on structural corridor parallel to Filo Mining's Filo del Sol Project 7 kilometers directly east.

The emerging porphyry Cu target at Sobek 46 South, is associated with a very large (over 1 by 1 km) aerial geophysical response sourced from both airborne magnetics and MT surveys. Prospecting campaigns have reported strong Cu mineralization in rockchips directly above the subsurface magnetics and MT geophysical anomalies (see news release dated May 13, 2024). Systematic soil sampling is also defining a strong and coherent Cu/Mo/Au soil anomaly coincident with the anomalous rockchip geochemistry (news release dated May 13, 2024).

Mineralized tourmaline breccias which are often associated with productive porphyry Cu deposits, were also identified on surface directly above the coincident Mag and MT geophysical anomalies (news release Nov 20, 2024).

2023/2024 Exploration Program

The completion of the new access road into the priority prospect at the VN-Zone substantially improved the Mirasol exploration crews' access into this area to continue field evaluation at a much more detailed scale. The improved access enabled an IP-PDP geophysical surveys to be conducted and geological evaluation which included reconnaissance exploration, systematic grid-based soil sampling, detailed geological mapping and collection of stream sediment samples (see news release May 13, 2024).

Exploration activities at the El Potro prospect was also accelerated with the construction of a new access road mid-season. Several robust anomalies were generated from a detailed IP Gradient Array geophysical campaign, followed up by 14.5-line km of detailed IP survey lines. Detailed geological and structural mapping and geochemical grid soil sampling were also conducted. Prospecting directly over the magnetic anomaly at Potro SE has returned results ranging from 500 ppm to 18,000 ppm Cu with accompanying highly anomalous Mo from select grab surface samples. A systematic soil sampling grid across the target also returned a coincident 300 by 500 m Cu soil anomaly (see news release May 13, 2024).

2022/23 Exploration Program

The 2022/23 exploration program included property-wide follow-up geochemical sampling and geological mapping, a 500 line-km airborne mobile MT geophysical survey and construction of a 7 km access road to support drilling. Targets generated from the airborne Mobile MT survey and the coincident polymetallic soil anomalies derived from the soil sampling grid results, along with the high-

grade Cu samples collected on surface, strengthen the geological model and reinforce the potential discovery of mineralization (news release May 15, 2023).

The maiden drill program at Sobek Central started late in the season when road construction was completed and allowed for access. The results from the first drill holes were inconclusive and will require follow-up as the drilling did not reach the intended targets and drilling was suspended with the onset of winter weather (news release August 21, 2023).

Airborne Mobile MT Geophysical Survey Outlines Several High-Priority Targets: Mirasol completed a 500-line km Airborne Mobile MT survey (75 sq.km) covering the entire Sobek Central area and a small area of Sobek North (13 sq.km) prior to demobilization of the MT system. The Airborne Mobile MT has high-definition depth penetration to greater than 800m depth below surface and has been proven effective in defining targets in HSE and porphyry systems elsewhere in Chile. The survey has outlined a very striking cluster of MT anomalies and the interpretation suggests they may represent intrusive centers at depth. The Central Breccia, and both the VN-Zone and VN-Zone North targets lie on the peripheral rims of these oval shaped MT responses (news release June 27, 2023).

Argentina

Virginia Silver Deposit, Santa Cruz

Discovered by Mirasol in 2009, the 100% owned Virginia Silver Deposit (“Virginia” or the “Deposit”) in the Santa Cruz Province of Argentina hosts a high-grade, intermediate sulfidation epithermal style mineralization in a series of prominent outcropping vein-breccias. In November 2023, the Company announced an increase to the previous NI 43-101 Resource Estimate, dated February 29, 2016. The recently updated Resource Estimate is contained within a series of nine outcropping veins hosting high-grade Ag mineralization, constrained² within conceptual pits, with an **indicated mineral resource of 11.7 million ounces of Ag at 357 g/t Ag** and a further **inferred mineral resource of 7.9 million ounces of Ag at 184 g/t Ag** (see updated NI 43 -101 technical report titled “NI 43-101 Technical Report and Updated Mineral Resource Estimate for the Virginia Silver Project in Santa Cruz Province, Argentina” dated 30 October 2023, prepared by J. Novillo and J. Bassan and filed on SEDAR+).

The current resource estimate is based on a database combining the 70 new drill holes completed from 2020 to 2022, totaling 10,247m, with the initial 223 drill holes (23,116.55m) drilled from 2010 to 2012, and 191 channel samples with 95.67m (reported on SEDAR+, Earnest & Lechner, 2016).

The Mineral Resources estimate is constrained to pit shells but there remains a significant undefined mineralized zone in the form of a halo surrounding the resource contained within the vein-breccia bodies. To determine if the Ag mineralization can be recovered economically from the halo, Mirasol has initiated mineralogical and metallurgical studies at the University of Concepción in Chile. Positive recovery results from the study would significantly increase the inferred resource at Virginia.

² The Qualified Persons responsible for this updated mineral resource estimate are both Independent Qualified Persons’ as defined by National Instrument 43-101 Standard Disclosure for Mineral Projects who reviewed and validated the resource model previously prepared (original Virginia Mineral Resource Report dated January 23, 2015 and the Amended Resource Report dated February 29, 2016). The resource estimates were prepared following with the Canadian Institute of Mining, Metallurgy and Petroleum (CIM) Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines (CIM, 2019) and reported in accordance with the CIM Definition Standards for Mineral Resources and Mineral Reserves (CIM Definition Standards, 2014). Mineral Resources are estimated at a cut-off grade of 65 g/t Ag for Vein/Breccia and 250 g/t Ag for Halo/Undefined. Mineral Resources are estimated using a silver price of US\$25 per ounce. Mineral Resources are estimated using an average recovery of 80% for silver hosted in Vein/Breccia and 22% for silver hosted in Halo/Undefined from preliminary metallurgical studies. Mineral Resources, which are not Mineral Reserves, do not have demonstrated economic viability.

Exploration from 2020-2022 to Increase the Virginia NI 43-101 Resource Estimate: On May 20, 2020, Mirasol signed an option to purchase agreement (“Option Agreement”) for Virginia with Golden Opportunity Resources Corp., later renamed Silver Sands Resources Corp. (“Silver Sands”). On February 21, 2023, Mirasol announced it has regained an unencumbered 100% interest in Virginia, following the termination of the Option Agreement with Silver Sands.

Prior to termination of the Option Agreement Silver Sands funded more than US\$3.4 million in exploration, including, as mentioned above, over 10,250 m diamond drilling, 2,300 m of trenching and 190 km of IP Electric geophysics.

Four phases of drilling were funded by Silver Sands under the Option Agreement.

Phase I completed in 2020 included 2,831m of drilling in 20 holes. Results demonstrated the potential for significant new mineralization outside of the then current Deposit (news release January 21, 2021 and February 23, 2021).

Phase II comprised 20 diamond drill holes (3,104m) completed in 2021. A new high-grade zone was discovered at Ely Central, where drilling intersected strong and continuous Ag grades in four drill holes over a 200m strike length. Mineralization at Ely Central remains open to expansion both laterally to the north and south, and also to depth. In addition, significant intercepts were encountered beyond the main Virginia vein field, confirming the potential for new mineralized zones (news release May 17, 2021).

Phase III included 20 drill holes completed in 2021 at Virginia and the Santa Rita Prospect, located in the north of the property package. At the main Virginia vein field, high-grade mineralization was discovered on the Margarita vein trend in a single diamond drill hole intersecting 2.63m at 1,456 g/t Ag. This intercept represented the first mineralized interval from this new target and indicates the potential for a new mineralized trend along strike and at depth (news release February 1, 2022).

At the Martina Northwest target, two holes were collared to test the depth extent of a mineralized polymictic hydrothermal breccia structure that was previously drilled. The second drill hole completed at a shallow dip successfully intersected 4.75m at 242 g/t Ag, including 2.45m at 404 g/t Ag, 68m vertically below surface. The results from Martina Northwest are very encouraging as these new intersections support the potential to increase the mineral resource along this trend.

To follow up on the 200m strike length of mineralization defined at Ely Central, continued drilling returned a broad interval of 33.8m at 88 g/t Ag from 71.3m which successfully closes the gap between the mineralized structures at Ely Central and Ely North. In addition, the deepest mineralization encountered along the Ely structure to date intercepted 4.55m at 0.33 g/t Au and 30 g/t Ag from 173.65m (including 1.2m at 0.63 g/t Au and 26 g/t Ag). The presence of this comparatively rich Au pulse may indicate the introduction of a stronger and more consistent Au enriched mineralization in the deeper parts of the Virginia vein system (news release January 25, 2022).

Maiden drilling at Santa Rita Central and East intercepted encouraging Au and Ag mineralization confirming that the structures mapped and sampled on surface extend to depth, The best results were obtained at Santa Rita East where two drill holes collared 50m apart returned 5.65m at 0.68 g/t Au from 35.65m, including 1.35m at 1.87 g/t Au and 5.20m at 0.63 g/t Au and 7 g/t Ag from 35.30m (news release February 10, 2022).

Phase IV included 12 diamond drill holes for a total of 1,362m (news release July 21, 2022). The drilling extended mineralization outside the existing Virginia resource by testing the gaps along the main vein structures at Ely and Martina and to define new mineralization at the Margarita trend. Previously untested, outlying targets approximately 1.5 km to the north of the main trend, Patricia and Daniela were also drilled during this campaign.

At the Margarita high-grade Ag trend, three drill holes successfully extended the mineralized vein by more than 150m to the north-west. The system remains open in both directions. The Margarita Vein has similar mineralization to the Julia Vein which hosts most of the current Ag resources at Virginia.

Margarita hole MR-DDH-004 returned 4.85m at 720 g/t Ag, including a discreet intercept of 0.30m at 1,775 g/t Ag, exhibiting a strongly banded epithermal vein with fine-grained sulphides and Cu-oxides.

At Ely Central three holes were drilled for a total of 261m testing the gaps within the 500m-long trend. This newly identified Ag-rich vein trend outcrops on surface and has been drilled to 100m vertically below surface and remains open to depth. Notable intersections from the Ely Central drill holes include EC-DDH-011 returning 11.95m at 124 g/t Ag, including 1.8m at 192 g/t Ag.

One drill hole tested the northern extension of the 200m-long anomalous southern end of Ely North vein, which is not currently part of the Ely North conceptual resource pit. The hole intercepted the vein 100m vertically below surface returning 5.65m at 144.5 g/t Ag, including 0.6m at 418 g/t Ag, extending the trend 50m to the north. Further infill drilling is required to test the remaining gaps along the Ely Trend. This could potentially connect the Ely Central, Ely South and Ely North conceptual resource pits.

Two new holes were drilled at the Martina vein trend. Martina Central drill hole MC-DDH-002 was designed to start testing the gap between the Martina Central and northwest trends and returned Ag intersections of 2.9m at 127 g/t Ag, including 1.45m at 179.5 g/t Ag. Gaps still remain to be drilled along the Martina structure with the potential for Ag grades to be associated with the notable high chargeability responses. Hole MNW-DDH-0064 (8m at 91 g/t Ag) filled the gap in the Martina Northwest and extended the mineralization along this 200m-long trend.

One drill hole tested each the Daniela and the Patricia Veins, located approximately 1.5 km to the north of the Ely North Resource conceptual pit. Both of these veins were untested targets hosting the highest-grade surface rock-chip Ag samples. The objective of these holes was to test for downdip extensions of the surface expressions. The Patricia drill hole PA-DDH-001 intersected 1.45m at 120 g/t Ag, including 0.5m at 198.5 g/t Ag, and another parallel structure with 2.95m at 95.7 g/t Ag, including 0.35m at 163 g/t Ag. These modest drill results did not replicate the extremely high-grade rock chips from near source float block samples (over 29,000 g/t Ag and 18,800 g/t Ag) from surface. Follow up drilling along strike will be required to understand the significance of these intersections.

Projects Under Option Agreements

Argentina

Claudia Gold-Silver Project, Santa Cruz (operated and funded by Cerro Vanguardia SA)

On May 23, 2023, Mirasol announced the signing of an option agreement with Cerro Vanguardia SA Gold-Silver Mine ("CVSA") owned by AngloGold Ashanti (92.5%) and FOMICRUZ S.E. (7.5%) for the exploration of Mirasol's Claudia Gold-Silver Project ("Claudia"), located in the Deseado Massif of Argentina's Santa Cruz province, directly adjacent to the southern border of the producing CVSA Gold-Silver Mine.

Terms of the Claudia Option Agreement:

- a) Within the first two years of the Agreement CVSA may complete such mapping and sampling, trenching and geophysics as required in its absolute discretion to develop drill targets, and fulfill

a minimum drilling commitment of 2,500m of diamond drilling; and then CVSA will have the option, subject to the terms of the agreement, to:

- 1) Within three years, complete not less than an aggregate of 6,000m of diamond drilling;
 - 2) Within four years, complete not less than an aggregate of 12,500m of diamond drilling;
- b) Upon completion of the above commitments, CVSA shall have the right to exercise the Option under the Agreement and, subject to the terms of the Royalty Agreement, CVSA shall grant Mirasol a 2% Net Smelter Royalty on future production from the Claudia Project.

Drill Program Launched: CVSA initiated a drill program at the extensive, 65,192 ha, Claudia project, located directly south of their Cerro Vanguardia Gold-Silver Mine. In this first phase of drilling, over 3,300 m of drilling was completed in 13 holes ranging from 100 to >400m in depth to test the prospective vein trends which are potentially southern extensions and/or parallel trends of the CVSA Mine vein field (news release October 3, 2023). A second phase of drilling consisting of 17 holes (3,000 m) has recently been completed.

History at Mirasol's Claudia Property

The Claudia Project was originally staked in 2004 as part of Mirasol's Santa Cruz exploration program. Mirasol, in conjunction with various JV partners, has completed over 19,000 m of combined RC and DDH drilling, more than 4,000 line-km of ground magnetometry, 249-line km (43 km²) of gradient array IP geophysics covering six separate blocks, almost 100-line km's electrical IP- Pole-di-Pole geophysical lines, collected over 3,500 rock chip samples, 4,500 rock trench channel samples from 200 trenches, close to 1000 MMI geochemical soil samples and 1,500 km² in detailed geological mapping.

Between 2006 and 2010 two phases of drilling were completed with a JV partner, including 3,794m of drilling in 26 holes and 3,168m of RC drilling in 25 holes. Drilling results from these campaigns included multiple intercepts with greater than 100 g/t Ag, including five intercepts from 118 g/t Ag to 217 g/t Ag and up to 1.3 g/t Au.

During 2012, Mirasol's inhouse exploration team expanded and defined the impressive 15 km long Curahue vein trend, which is largely concealed by shallow gravel cover (<5m) and is seen to host six large individual vein trends, namely the Europa, IO, Ganymede, Callisto, Themisto and Sinope segments. Large extensions of these trends have been traced under cover by electrical IP (Gradient Array) geophysical campaigns.

At the Rio Seco prospect, located on the easternmost part of Claudia, Mirasol's early prospecting discovered the first outcropping veins at Claudia where select surface samples returned up to 20.1 g/t Au and 1,175 g/t Ag from the "J Vein". Saw-cut channel and trench intersections returned 0.7m at 13.9 g/t Au and 229 g/t Ag and 10.5m of 1.9 g/t Au and 22 g/t Ag from mineralized zones along the expansive Rio Seco vein field (news release June 14, 2012).

During Q2 2012, Mirasol drilled a total of 2,599m in 25-holes. The best results included individual assays of up to 0.83m at 6.59 g/t Au and 139.3 g/t Ag and broad intersections of anomalous Au and Ag up to 15.3m of 0.29 g/t Au and 50.9 g/t Ag (news release March 4, 2013).

During 2016/17, under a previous JV with CVSA, a combined 7,525m of RC and DDH drilling was completed at Claudia. The majority of the drilling was focused along a 2.2-km section of the "IO vein", one of the six prospects identified to-date along the 15 km long Curahue trend (news release December 16, 2016 and February 17, 2017).

A major "milestone" of the CVSA drilling at the "IO" vein was the discovery of a 600m long, open-ended mineralized body hosting silver/gold mineralization which starts a few meters below surface

and has been drill tested to a vertical depth of 135m. This strongly mineralized trend requires follow-up work both downdip and along the strike of the structure. Highlight results included:

High-grade vein: 0.6m at 11.72 g/t Au and 1,224 g/t Ag.

Vein and veinlet composite: 9.3m at 1.40 g/t Au and 134.6 g/t Ag.

From October 2017 through March 2019, Mirasol with a JV partner drilled 2,529m in 12 holes at Claudia. Drilling completed to July 2018 focused mostly at the Curahue prospect, with 10 DDH holes totaling 2,270m completed, to test targets on the Europa, IO, Themisto and Callisto segments, along the extension of the Curahue trend.

Drill results from the Curahue prospect, Europa and IO vein trends include 0.6m at 0.08 g/t Au and 610.0 g/t Ag, 0.55m at 1.15 g/t Au and 22.9 g/t Ag; and 0.9m at 1.95 g/t Au and 5.7 g/t Ag from the Cilene prospect (news release September 17, 2018).

Following termination of that JV, Mirasol completed additional surface exploration work resulting in the definition of new drill targets that remain to be tested. A total of 249 new rock chip samples were collected from the Curahue trend, with results up to 7.99 g/t Au and 69 g/t Ag. In addition, two new IP geophysical surveys, focused on the Curahue and Themisto prospects, were completed extending existing survey coverage at Claudia (news release May 8, 2019).

Chile

Inca Gold-Silver Project, Northern Chile (Mirasol is earning into the property owned by Newmont)

In early 2020 Mirasol announced the signing of an option agreement with subsidiaries of Newmont Mining Corporation (“NEM”) to acquire the Inca Gold project in northern Chile (news release January 13, 2020). Mirasol was granted the option to earn 100% of the project over five years, subject to a 1.5% NSR royalty, by drilling 1,000m over two years and incurring US\$3 million in exploration expenditures over five years. Mirasol may terminate the agreement at any time after the completion of the initial 1,000m drilling commitment (news release January 13, 2020).

Upon completion of this option, NEM will have the right to earn back 70% of the project in two stages. In stage 1, NEM will have to make a cash payment of US\$3 million to Mirasol and fund \$6 million in exploration over three years. In stage 2, NEM will have to deliver a NI 43-101 compliant Prefeasibility Study on a resource of no less than two million ounces of Au equivalent using agreed upon cut-off grades or incur an additional US\$21 million in exploration expenditures over six years. If NEM completes stage 1 but not stage 2, Mirasol will retain 100% of the project and NEM will be granted an additional 0.5% NSR royalty, which may be bought back by Mirasol at fair market value.

Following the completion of the maiden drill program on the Vania prospects (news release September 11, 2023), the Company met the minimum drilling and exploration expenditures required for the first three years under the option agreement with NEM.

The Inca Gold project is located in Region III of Chile approximately 100 km north of Copiapo, and within the Inca Del Oro mining district that hosts both Santiago Metals Delirio Cu-Au mine and Pan Aust and Codelco’s Inca de Oro porphyry Cu-Au deposit. Inca Gold is located at a relatively low altitude between 2,000 to 3,000m ASL within the Paleocene belt with year-round access for exploration and nearby mature infrastructure.

Local geology on the southern portion of the project is characterized by a thick volcanic-sedimentary sequence consisting of ignimbrites, lava flows, and volcanic breccias. The northern portion consists of an older sequence of intensely folded and faulted ignimbrites and volcanic breccias. These two geologic domains are separated by a regional northeast lineament mostly covered by Atacama gravels.

Exploration Results

The Vania North and South prospects on the Inca Gold project are set within a strong north-northeast structural corridor which hosts the Inca del Oro porphyry (located 12 km to the southwest) and the expansive El Salvador mining district (some 40 km to the north of Vania North). In addition, the Delirio Cu mine, located 4 km to the west, is owned and operated by Santiago Metals, which mines Cu-in-tourmaline hydrothermal breccias within an area characterized by abundant historical alluvial Au workings.

Airborne Mobile MT Geophysical Survey: Mirasol completed a 378-line km Airborne Mobile MT survey (53 sq.km) covering the entire Vania prospect at Inca Gold, including the Vania South and North prospects as well as the recently defined Vania East and SW prospects, with tightly spaced (100 m) helicopter flight lines over the principal targets.

The Airborne Mobile MT has high-definition depth penetration to greater than 800 m depth below surface and has been proven effective in defining targets in HSE and porphyry systems elsewhere in Chile. The survey outlined several MT anomalies and the interpretation suggests they may represent hydrothermal alteration overlying and surrounding concealed intrusive centers.

Vania Prospects Drill Campaign: The maiden drill program launched at Vania was designed to test for potential concealed porphyry intrusive bodies under transported alluvial/colluvial gravel cover (see news release December 8, 2023). Two drill holes were completed, with the first drill hole at Vania South and the second at Vania North reaching depths of 580 m and 246 m, respectively for a total of 926 m completed. The drilling at Vania provided valuable information about the lithologies and associated alteration. The intersection of hypabyssal porphyritic bodies, as well as the presence of propylitic and possible indications of potassic alteration, suggests the presence of an active hydrothermal system in the general area.

Untested targets at the prospect include Vania East and Vania Southwest, and also a porphyritic quartz diorite outcrop coinciding with a significant IP chargeability anomaly (up to 14 mV) located to the southeast of Vania South with surface rockchip anomalies up to 3440 ppm Cu and 1 g/t Au.

Priority Pipeline Projects Available for Partnership

Chile

Altazor Gold (Copper) Project, Northern Chile

In 2017 Mirasol signed an option and farm-in agreement with Newcrest Mining (“NCM”) for the Altazor project, which was later terminated on August 18, 2021. During the term of this agreement, NCM spent more than US\$3M on the project defining four highly prospective drill-ready targets, which remain untested by drilling. Due to the prospective nature of these targets and the intention to aggressively progress the project, Mirasol is actively working to bring in a partner to fund an initial 2,000m drill program. Engagement with the local community in respect to exploration plans is progressing. An environmental re-evaluation of the project area was recently completed to update the environmental base line study to revert the environmental reports and permits back to Mirasol in preparation for drilling.

Exploration Results

Altazor is a HSE Au project covering 33,000 ha located in an underexplored section of the Mio-Pliocene age mineral belt. Mirasol completed a first-pass of reconnaissance sampling over approximately 50% of the project area in 2017. These results showed comparable geology, alteration patterns and Au ppb-level anomalous assays in soil and rock chip samples to those reported from surface sampling at Gold Fields’ Au-Ag HSE Salares Norte development stage project. Salares Norte

has a geological setting analogous to Altazor and is also located in the Mio-Pliocene mineral belt of Chile (news release October 11, 2017).

Altazor has favorable infrastructure situated just 20 km south of 345 kV powerlines that follow International Highway Route 23, a paved road connecting northern Chile and Argentina. In common with other Mio-Pliocene mines and projects, Altazor is located at high altitude of between 4,000 and 5,200m; however, Altazor has good “drive-up access” via an open valley and a network of easily passable gravel tracks.

During Mirasol’s initial reconnaissance sampling, a total of 216 stream sediment, 395 soil and 933 rock chip samples were collected and returned significantly anomalous Au, Ag, Cu, Pb, Zn and epithermal path finder elements, from sampling in the vicinity of mapped breccia bodies (news release October 11, 2017).

In late 2018, Mirasol reported the results from the 2017/18 exploration program completed under the exploration agreement with NCM to define targets for drill testing (news release November 12, 2018). The program included alteration analysis of soils, radiometric age dating, 1,035 line-km ground magnetic geophysical survey, geological mapping, geochemical rock chip sampling over an area of 128 km², a 2,030-sample low detection limit soil grid covering 85.6 km² and a 66.9 line-km Controlled-source Audio-frequency Magnetotellurics (“CSAMT”) resistivity geophysical survey. Integrated analysis of the combined data sets indicated Altazor to be a district-scale, zoned alteration system preserved at a level that could conceal HSE Au deposits beneath “barren” steam-heated cap rocks and post mineral cover. This program successfully identified multiple compelling large-scale drill targets in three principal prospects that have alteration, geochemical and geophysical characteristics in common with the predrill target signatures of the Salares Norte and Alturas Au HSE discoveries.

During the first half of 2019 fieldwork of the large Altazor alteration system was reinitiated to explore extensions of the prospects identified in the previous season’s program; to undertake first pass exploration of new claims staked at the end of last season; and to cover interpreted extensions of the alteration system. Fieldwork consisted of rock chip and alteration sampling as well as detailed geologic mapping. The defined, highly prospective drill-ready targets remain to be drill tested.

Mirasol continues to actively engage with the community in the vicinity of Altazor to secure an exploration agreement for a drilling program. The concerns of the community are being addressed to achieve a mutually beneficial agreement.

Coronación Copper-Gold Project, Northern Chile

Coronación is a 1,200-ha project prospective for both HSE and Maricunga type Porphyry hosted Cu-Au mineralization located in Northern Chile. On June 15, 2023, Mirasol announced that it has regained 100% control of Coronación following the termination of the Option and Farm-in Agreement with First Quantum Minerals (“First Quantum”) (news release October 7, 2019). Mirasol is actively engaged with the local community to determine a mutually beneficial path forward.

Exploration Results

Coronacion is located on a major northwest structural trend that is associated with several Andean porphyry Cu deposits. Exploration completed by Mirasol indicates the potential presence of a porphyry/breccia system intruding a layered Miocene aged volcanic sequence of pyroclastic units, that was subsequently intruded by domes of dacitic composition. Two distinct areas of alteration have been interpreted with the assistance of Analytical Spectral Device (“ASD”) analysis. The eastern alteration area displays affinities to a HSE system, with the western area displaying a more typical porphyry deposit style of alteration. Geochemical rock and soil sampling has also defined a large 600 by 800m Cu-Mo geochemical anomaly in the western area within the overall 3 by 2.5 km ASTER image hydrothermal alteration response halo (news release October 17, 2019).

During the last quarter of 2019, FQM completed an initial exploration program that included surface mapping, geochemical soil and rock chip sampling, IP and Mag magnetic geophysical surveys (“Mag”) and the collection of rock samples for age-dating. This work outlined an attractive HSE/Porphyry Au (Cu) target that displays characteristics similar to other Miocene age systems in the highly productive Maricunga belt. FQM recently reported the discovery of a new “Maricunga type” porphyry Cu-Au called Vendaval located 2.5 km directly south of Coronacion, across the international border in Argentina (reported by FQM at the NewGenGold Conference in Perth on November 14-15th 2023).

Gorbea Gold (Copper) Project, Northern Chile

The Gorbea project (“Gorbea”) comprises a package of three mineral claims including Atlas, Titan and Aldebaran, totaling 16,000 ha located in the Mio-Pliocene age mineral belt of northern Chile. The project is located approximately 70 km north-northwest of Gold Fields Salares Norte development stage project, at an altitude of 4,100 to 4,500m ASL, and is easily accessible by seasonally maintained roads and gravel tracks.

Gorbea was subject to previous joint ventures with Newcrest Mining Limited “Newcrest” that was terminated in August 2022 and Yamana Gold Inc. (“Yamana”) that was terminated in April 2018. Under the partnership, Yamana incurred exploration expenditures in excess of US\$8 million. Yamana’s exploration identified a significant body of HSE Au mineralization at the Atlas zone, which returned a best drill intercept of 114m grading 1.07 g/t Au, including 36m grading 2.49 g/t Au (news release September 11, 2017). Newcrest invested over US\$11.6 million in exploration on the Gorbea Project, completed nearly 7,500m of drilling and made payments of US\$600,000 to Mirasol. Over the last exploration season, in addition to the 2,072m of drilling (reported February 28, 2022), Newcrest completed surface exploration, mapping and geochemical sampling on the Project. Mirasol now has all the data in hand and is considering all available options to continue advancing exploration at Gorbea will be considered, including the potential to identify new partners.

Exploration Results

The Atlas prospect is centered on a sizable +20 km² HSE alteration system that hosts multiple Au and Ag targets. The system exhibits many of the key geological and mineralization features characteristic of economic systems in the area, such as at the Salares Norte development stage project (Gold Fields - Reserves: 3.5 Moz Au and 39 Moz Ag³), Alturas advanced stage project (Barrick Gold - Inferred Resource: 8.9 Moz Au⁴) and La Coipa mine (Kinross Gold – Reserves: 0.9 Moz Au and 41.7 Moz Ag / Resources: 1.4 Moz Au and 35.3 Moz Ag⁵), supporting its potential to host large-scale Au mineralization.

In late 2021, NCM completed five reverse circulation drill holes for 2,072m with two holes at the Atlas prospect and three holes at the previously untested El Dorado prospect. No meaningful mineralization was encountered in these holes. To date, 37 drill holes (16,905m) have been completed at the Atlas prospect by Mirasol’s previous partners

At Atlas, hole ATLT0011A targeted the extension to the southeast of a silicified polymictic breccia body outcropping on surface (Apollo Breccia) coinciding with a high-resistivity feature. Although vuggy silica texture, quartz alunite alteration and pathfinder elements were intersected, the lack of Au values indicates a peripheral position to the mineralized center. Hole ATLT0012 was drilled to test for potential continuation to the north in the Atlas Central zone. The results limit the potential of the mineralized body in a northerly direction. However, potential remains to extend the mineralization

³ Goldfields Limited - Mineral Resources and Mineral Reserves Supplement to the Integrated Annual Report 2021

⁴ Barrick Gold Corporation - Mineral Reserves and Mineral Resources in Q4 Report for the year ended December 31, 2021

⁵ Kinross Gold Corporation - 2021 Annual Mineral Reserve and Resource Statement

to both the east and west to and explore for higher-grade mineralization (news release February 28, 2022).

Notably a potential HSE Au target located to the east-southeast of the Apollo Breccia/Atlas Central Zone, defined by coincident anomalous zones of multiple pathfinder elements, alunite composition, high Au values and a high-resistivity anomaly, remains to be drill tested.

At El Dorado, the drill holes targeted a combination of positive features, including a high-resistive feature, a polymictic breccia body with vuggy silica fragment and a steam-heat zone, all associated with elevated pathfinder elements. No further work is planned at El Dorado in the near term.

Nord Polymetallic Project, Northern Chile

The Nord project was originally staked by Mirasol as part of its Atacama-Puna generative program and lies adjacent to Minería Activas Ciclon-Exploradora polymetallic-epithermal project, which is currently being advanced to production. The 1,900-ha project is located in Region III of Chile within the Exploradora District, which lies on the western side of the north-south trending regional scale Domeyko fault zone and within the world class Eocene-Oligocene porphyry Cu belt.

Control of the Nord project was returned to Mirasol and the option agreement signed with Encantada SpA (“Encantada”), an affiliate of Minería (news release September 8, 2020) has been terminated. Encantada was unable to secure financing to advance the project.

Exploration Results

Based on Mirasol’s initial surface exploration, the project has the potential to host two main styles of mineralization. The first style is characterized by large vein-type mineralization injected into fault structures hosting polymetallic (Cu, Zn, Pb, Ag, Au) mineralization, as seen in the active small-scale mines located near the northeast corner of the claim boundary and at Minería’s Ciclon-Exploradora polymetallic development project, which is located adjacent to the eastern blocks of the project. While surface geochemistry has returned only low to anomalous precious and base metal results, Minería’s understanding will be valuable to define drill targets for potential extensions or parallel structures to the known mineralization (news release October 31, 2019).

In addition, the project also hosts the potential for porphyry Cu-Au style mineralization. In the central part of the property a large alteration zone displays patterns of quartz-sericite and advanced argillic alteration with thin tourmaline veinlets, which are characteristic of some porphyry-style alteration assemblages.

In the first half of 2021, Encantada completed an initial fieldwork program, which included geological mapping, geochemistry and geophysical surveys to define targets. A scout diamond drill program was completed largely on a property controlled by Encantada (Target 1) and adjacent to Nord, with one initial drill hole completed within the Nord tenure to test a Au-Cu mineralized corridor.

Follow up drilling took place at Nord in October and November 2021 to test the multiple north-northeast trending mineralized corridors identified on the property. Encantada completed five drill holes totaling 1,192m on Target 3 in the center of the Nord project. Narrow zones of Zn mineralization (sphalerite - pyrrhotite) were encountered in the northern holes with higher temperature (garnet-pyroxene-magnetite) skarn carrying narrow zones of Cu-Au mineralization intercepted in the south. The skarn and increasing Cu-Au+Mo values may indicate a vector towards a porphyry target to the southeast.

At Target 2, geological mapping at 1:2,000 and 1:5,000 scale has been completed on a porphyry prospect interpreted to be of similar Mid Eocene-Oligocene (33-36 Ma) age to the Exploradora complex, which is located 4 km to the northeast. Three porphyry intrusives with potassic (secondary biotite) alteration, overprinted by strong sericite-clay alteration with local alunite, limonite and Cu oxides, occur in two elongated 200 x 500m and 150 x 300m zones. Porphyry-type veining includes early biotite-magnetite (“EB”) veins and scarce A veins along a north-northwest trend near the

contacts of the porphyry with the monzodiorite intrusive host rock. An IP geophysical survey completed over the area has defined a strong and broad chargeability anomaly from 100-500m depth associated with the altered porphyry intrusions.

New attractive porphyry drill targets have been defined and following evaluation Mirasol will consider advancing exploration, including drill testing, potentially with the participation of a new partner.

Rubi Project, Northern Chile

On May 23, 2023, Mirasol announced that an option agreement for its Rubi project in Chile with Mine Discovery Fund Pty Ltd (“MDF”), a private Australian company, was terminated. MDF exceeded its contractual minimum commitment by spending US\$890,000 on exploration during the term of the option agreement (news release dated October 15, 2020).

Exploration Results

The 7,500 ha Rubi project is located within the Paleocene age porphyry belt of northern Chile that hosts a number of significant producing porphyry Cu deposits. The project lies at relatively low elevation (1,900-2,100m) within 20 km of the El Salvador and Potrerillos porphyry Cu-Mo-Au mines and has good access to port facilities at Chanaral approximately 80 km to the west.

In November 2021, Mirasol reported on the 1,887m drill program completed at Rubi. Drilling was focused on the Lithocap and Zafiro targets, with the results supporting the presence of a large and strong prospective porphyry-style alteration system. Key indicators included the occurrence of porphyritic dacite-andesite intrusive rocks and hydrothermal brecciation, which exhibit strong quartz-sericite (phyllic) alteration overprinting a relict K-feldspar alteration that host trace fine pyrite-chalcopyrite-magnetite mineralization. In addition, good ground preparation was observed, which is critical for ore deposit formation, with strong to locally intense fracturing infilled with late gypsum/anhydrite and calcite veining. Importantly, assay results confirmed the presence of anomalous Cu, Mo and locally elevated As over substantial intervals of approximately 200m (news release November 8, 2021).

Having recovered an undivided 100% interest in Rubi, Mirasol is evaluating options to refine remaining drill targets at Rubi and is currently in discussions with potential alternative partners to drill test these targets.

Argentina

Tefnut Prospect – San Juan Porphyry Cu Projects

Tefnut, staked by Mirasol, comprises approximately 4,500 ha of exploration claims. It is located within the fertile Mio-Pliocene copper-belt in the province of San Juan, Argentina, which hosts several high-profile advanced projects including Filo del Sol, Josemaria, Altar, Los Azules and El Pachon. The Company’s preliminary reconnaissance program of prospecting, high level geological mapping, geochemical sampling and alteration analysis, successfully defined a large 1.5 by 1.5 km porphyry related phyllic alteration system with outcropping Cu-mineralization (news release June 9, 2022).

Tefnut is located at the intersection of a major orogenic parallel north-south structure and a lesser defined north-northwest trans-orogenic lineament which is the common structural configuration that has localized other major deposits and development projects in the province of San Juan. In close proximity to the west and in Chile, advanced projects such as Novicio, West Wall and Pimenton represent good analogies for the prospectivity of the immediate area.

Within the large 1.5 x 1.5 km intensely altered phyllic footprint at Tefnut, discrete outcropping exposures of porphyry-style Cu-mineralization occur in the deeply incised creeks. This mineralization is associated with high-density stockworks of quartz magnetite and fine magnetite only stringers, within strongly potassic altered (biotite-feldspar-magnetite) intrusive dioritic porphyry hosting

disseminated chalcopyrite and Cu-oxides. Initial grab samples from these mineralized outcrops have returned 0.14% and 0.19% Cu. In addition, anomalous Mo values of 42 ppm hosted in type B veinlets, with the four highest values (from a population of 15) ranging from 17-42 ppm, were recovered from the overlying rhyolites that exhibit intense phyllic alteration.

These initial geological and geochemical results indicate the presence of an underexplored and potentially substantive porphyry Cu-Mo system. Potassic alteration (secondary biotite) in dioritic intrusive rocks, hosting disseminated Cu mineralization, are exposed in discrete erosional windows through an extensive area of phyllic alteration with local remnant advanced argillic altered sections. It is considered that Tefnut has been eroded to an optimal level for the exploration with the prospective Cu mineralized potassic zone preserved at shallow levels and extending to depth.

Given the encouraging results from the initial reconnaissance campaign, Mirasol is planning to progress its exploration efforts during the upcoming southern hemisphere exploration season (October 2023 - April 2024). Detailed grid-based geochemical sampling, geological/structural mapping and geophysical surveys will be required to advance this new and exciting prospect to a drill ready stage.

Libanesa Gold and Base Metals Project, Santa Cruz

The option agreement on the Libanesa project with Golden Arrow Resources Corporation was terminated in 2022 (news release July 21, 2022). Golden Arrow exceeded its contractual minimum commitment by spending over US\$500,000 on exploration (news release dated October 12, 2021). The exploration program included field mapping, surface sampling, trenching and 1,716m of drilling at the Cerro Plomo/Cerro Rodonda and the Lagunita prospects. Mirasol firmly believes that quality drill targets remain at Libanesa (Cerro Plomo) and is currently reviewing this data and evaluating how to best test these remaining targets.

Exploration Results

Libanesa is a 14,500 ha Ag-Au (Pb/Zn) project discovered by Mirasol and is an important part of Mirasol's "critical mineral" portfolio in the province of Santa Cruz. Libanesa is located at the northeastern margin of the Deseado Massif Au-Ag metallogenic province, approximately 70 km west of the port of Puerto Deseado, 40 km northwest of the Cerro Moro Au-Ag Mine operated by Yamana Gold and 100 km northeast of the Don Nicolas Au-Ag mine operated by Cerrado Gold.

Libanesa hosts several diversified geological, geochemical and geophysical-supported drill targets. There are two main prospective areas, Libanesa Main and the Lagunita Vein Field. Libanesa Main hosts several targets supported by strong base metal and Au mineralization from quartz veins, stockworks and hydrothermal breccias, including the Cerro Plomo prospect. Cerro Plomo is characterized by a well-mineralized Au/Ag hydrothermal breccia that is exposed at surface and supported by both chargeability and resistivity geophysical anomalies at depth.

The Lagunita prospective zone, which has reported encouraging rock chip Au values from more typical low sulfidation-type epithermal veins and breccias. This prospect warrants additional surface exploration to vector into the potentially better mineralized parts of this extensive vein system, where intermittent vein occurrences, outcropping/sub-cropping through post mineral cover, have been mapped over a strike length of more than 2.3 km. (news release June 1, 2021, for a summary on previous work completed at Libanesa).

Results from the maiden, 1,780m, drill program completed by Golden Arrow at the Libanesa project at several of the prospects at Libanesa Main, including Cerro Plomo, Playa Vetas, Bajo Aspero and Breccia Plata, as well as two holes at Lagunita, were encouraging and delineated several prospective targets that require follow-up drilling as the program was cut short due to weather (news release November 9, 2022).

At the Cerro Plomo target, highly anomalous Au-Ag and multi-percent Pb-Zn values reporting from what appears to be the mineralized halo of a large vertical conductive zone. Notable intersection at Cerro Plomo through the hydrothermal breccia zone include 26m at 0.98 g/t AuEq⁶ (0.38 g/t Au & 44.7 g/t Ag). A follow up step-back hole is recommended to test these zones and also to pass completely through the entire conductive anomaly to test for higher grade gold-silver mineralization, which no hole to date has accomplished.

At the Lagunita Vein Field Prospect two drill holes were completed to test outcropping vein trends where multi-gram Au values were previously recovered from rock chip and trench samples. Notable results include 3m at 1.79 g/t AuEq⁷⁵ (1.71 g/t Au & 5.4 g/t Ag) and 1m at 4.30 g/t AuEq⁷⁵ (4.20 g/t Au & 7.4 g/t Ag). The vein trend, where the highest trench gold result was sourced, remains to be drill tested.

Sascha – Marcelina Gold-Silver (Lead/Zinc) Project, Santa Cruz

Mirasol staked the Sascha Project in 2003 to secure the 5 km-long Sascha Vein Zone, which was partially drill-tested while under an exploration agreement with Coeur Mining (“Coeur”) from 2006 to 2009. Coeur terminated the agreement in 2009 and returned 100% of the project to Mirasol. The project is an important part of the “critical mineral” portfolio in the province of Santa Cruz.

On January 23, 2019, Mirasol signed an option-to-purchase agreement with a private mining company for the 5,700 ha Marcelina exploration claims, consolidating the full district under the Company. The agreement was amended in January 2022 to extend the option period by two years.

Under the amended agreement, Mirasol can acquire 100% of the Marcelina claims by making staged option payments totaling US\$3.75 million (of which \$200,000 has been paid) over six years and granting a 1.5% NSR royalty. Cash payments for US\$106,250, US\$156,250 and US\$ 3.45M are due in May 1st, 2025, 2026 and 2027, respectively.

Following the consolidation of Sascha-Marcelina, Mirasol completed an integrated interpretation of Mirasol’s district-scale exploration data sets collected prior to 2009. Anomalous rock chip Au-Ag assays and Aster satellite alteration anomalies define a 16.5 x 4.0 km (65 km²) hydrothermal “footprint” to the district, showing a large-scale, zoned alteration system characteristic of a sizable Au-Ag LSE system. Five multi-km-long mineralized vein and silicified breccia trends have been recognized to date across the consolidated district. The trends traverse the Pellegrini Silica Cap, or outcrop through post-mineral gravel and basalt cover that surrounds the Silica Cap (news release January 25, 2019).

The geologic and geomorphic setting of the Pellegrini Silica Cap and related silica structures and veins is analogous to the setting of the Cerro Negro mine operated by Newmont, which is a high-grade, low-cost, Au-Ag underground mine located approximately 100 km to the north of Sascha-Marcelina (Proven and Probable Reserves: 3.03 Moz Au and 19.49 Moz Ag / Measured and Indicated Resource: 0.63 Moz Au and 3.21 Moz Ag / Inferred Resource: 1.16 Moz Au and 6.52 Moz Ag⁷).

In the first half of 2019 Mirasol completed additional surface exploration activities on the Sascha-Marcelina project (news release July 18, 2019), which included geological mapping, detailed rock chip geochemical sampling, extensive soil grid geochemical sampling and the acquisition of alteration data using in-house handheld ASD technology on all the rock chips and soil samples collected. This work has defined a large alteration footprint located in the immediate vicinity of the Marcelina claims, hosting an epithermal silica vein system with multiple mineralized trends. Within

⁶ Gold equivalent (“AuEq”) is calculated using a ratio of 1.0 g/t Au is equivalent to 75g/t Ag. The cut-off ranges are 0.1, 0.3, 0.5 and 1.0 g/t AuEq, and do not consider the Pb/Zn values. Recoveries are assumed to be 100% as no metallurgical test data is available.

⁷ Newmont Corporation - 2/23/2023 Press Release

this area, new prospects have been recognized with the Estancia Trend and the Igloo Trend, both located in close proximity to an extensive Pellegrini Silica Cap, which is interpreted as representing the preserved fossil paleosurface of a low sulfidation system.

Mirasol followed up with a total of 40 line-km of IP geophysics surveys completed over the three principal areas - the Estancia Trend (20.5 line-km), the Pellegrini silica cap (14.2 line-km) and the Igloo trend (5.35 line-km). Significant chargeability and resistivity anomalies were defined, indicating the possible presence of sulphides and silica bodies, which could represent zones of hydrothermal alteration and mineralization at shallow depths. Mirasol incorporated this geophysical data with the results from the surface exploration to define a series of large-scale drill targets supported by a prospective geological setting, widespread indications of Au and Ag mineralization, and near surface, coincident geophysical anomalies (news release April 15, 2021).

A 2,814m drilling program completed in 2021, focused on three prioritized target areas, returned encouraging results. The Pellegrini Trend drilling defined a broad zone of Au and Ag mineralization overprinting a younger Pb and Zn rich base metal pulse, that is interpreted to represent the high-level expression in this epithermal system. Drilling on the Igloo and Estancia Trends also returned a number of anomalous Au and Ag intercepts and improved the understanding of the local geological settings, so assisting in vectoring towards higher-grade zones at depth and within a more permissive stratigraphic horizon in potential follow-up drill programs (news release August 9, 2021).

At the Estancia Trend, six holes (1,011m) were completed. Three of these holes located in the southern part of the prospect (Estancia Sur) returned anomalous Au results. This drilling demonstrated that Estancia Sur is located in the lower part of the Matilda formation or upper part of the Chon Aike formation, neither of which are good, competent host rocks for productive fissure veins. Instead of concentrating mineralization, their physical characteristics allow for wider intersections of lower grade and dispersed mineralization as illustrated by the results from drill hole EST-DDH-003 (8.7m at 0.32 g/t Au). However, with focused deeper drilling, it is considered likely that stronger mineralization could be encountered in the more permissive rock type (mid to lower Chon Aike formation).

At the Igloo Trend, limited initial drilling intercepted mineralization very similar to that of Estancia Sur, related to narrow veinlets, zones of pseudo-stockwork and fluidized channels hosting brecciation, with Au grades up to 0.57 g/t. This mineralization is associated with a pronounced and widespread "cloud" of pathfinder elements characterized by As, Sb, Hg and Ba. Such zones of anomalous pathfinder elements typically reside above productive systems in several low sulfidation Au-Ag epithermal mines and deposits in Santa Cruz and provide a strong vector to depth for stronger mineralization.

At the Pellegrini Trend, four diamond drill holes were completed within the main target area to test a structurally controlled IP resistivity anomaly, with an additional two scout holes completed outboard of the main target area that were collared to drill test two other major northwest-trending fault structures to the west and north, for a combined total of 1,431m.

Holes PEL-DDH-001, PEL-DDH-002 and PEL-DDH-005 at the Pellegini main target area all encountered, within their upper levels, restricted zones of anomalous mineralization associated with hydrothermal brecciation. Hole PEL-DDH-005, which was drilled deeper below PEL-DDH-002, exhibits the best mineralized intersection to date. A wide zone of peripheral crackle brecciation starts at 170m vertically below surface and continues into an inner core of hydrothermal polymictic brecciation for a total intercepted width of brecciation >25 m. This inner zone returned an intersection of 20.4m at 0.24 g/t Au and 39 g/t Ag (58 g/t AgEq⁸) from 242.5m, including 10.5m at 0.28 g/t Au and 66 g/t Ag (87 g/t AgEq) from 249m. High Zn and Pb base metal results are also associated with this

⁸ Silver equivalent ("AgEq") is calculated using metal prices of US\$ 1800/oz for Au and US\$ 24/oz for Ag. Recoveries are assumed to be 100% as no metallurgical test data is available. The equation used is: AgEq g/t = Ag g/t + (Au g/t x 75)

brecciated body with 0.82% Pb and 0.7% Zn over the broader 20.4m interval, including 1.3m with 3.19% Pb and 2.56% Zn.

In late 2021 Mirasol drilled hole PEL-DDH-007 behind and under PEL-DDH-005 to test the depth and lateral extent of the breccia body previously intercepted. No significant Au or Ag mineralization was encountered apart from isolated values of 0.4 g/t Au and 140 g/t Ag from narrow veinlet zones. These veinlets are generally sub-parallel to the core axis and potentially have an antithetic structural configuration. However, broad Pb and Zn mineralization was intercepted returning:

- 33.9m at 1.3% Pb and 0.5% Zn from 298.6m (250 ppm Pb cut-off)
including 15.85m at 2.1% Pb and 0.8% Zn from 285.15m (1,000 ppm Pb cut-off)
Including a higher-grade section of 7.2m at 4.1% Pb and 1.4% Zn from 289m (1% Pb cut-off)

Evaluation of the three holes drilled at Pellegrini in the breccia zone (PEL-DDH-002, 005 and 007) suggests that the mineralized zone may have a west-dipping orientation. A scissor drill hole oriented from west to east is recommended to better test the potential of the target. Furthermore, it appears that the three holes have not adequately tested the coincident chargeability/resistivity anomaly defined from the recent deep penetrating IP geophysics located to the west of holes PEL-DDH-005 and 007 and directly at depth below PEL-DDH-002. The mineralization also appears to decrease in intensity, most notably in Au/Ag, further to the east, outboard and distal to this remaining untested central target.

Homenaje Gold-Silver Project, Santa Cruz

On October 3, 2023, Mirasol announced that the option agreement on the Homenaje Gold-Silver Project in Argentina (“Homenaje”) with Patagonia Gold Corp. (“Patagonia”) had been terminated (news release dated April 19, 2021).

Exploration activities remain suspended following the termination of the Option/Joint Venture Agreement with Patagonia Gold’s exit from the project. Mirasol has since re-established contact with the relevant provincial authorities and has presented the information previously requested to determine the potential areas of sensitivity surrounding potential archaeological finds and outline the protective measures that must be taken prior to resuming exploration.

Exploration Results

Exploration to date has been limited to outcropping erosional windows, as more than 90% of the project area is covered by thin post-mineral rocks, including Tertiary plateau basalt and gravels. In these erosional windows, Middle to Upper Jurassic tuffs assigned to La Matilde Formation are exposed and host localized and commonly mineralized hydrothermal breccias, veinlets and stockworks of chalcedonic quartz.

Analysis and interpretation of outcropping alteration and mineralization, together with the structural setting, magnetics and chargeability/resistivity gradient array responses over areas of cover and outcrop have defined four northwest trending prospective structural trends, with similar geologic characteristics to those of the adjacent to Pan American Silver’s COSE and Patagonia Gold’s Cap Oeste Au/Ag deposits.

Initial rock chip sampling of mineralized structures that discontinuously outcrop in a northwest trending corridor, identified in an area of 1,500m x 800m with anomalous Au, Ag, As, Sb, Mo, Cu and Pb. Geochemically anomalous samples comprise altered tuff with thin chalcedony veinlets (news release December 30, 2020).

Other Properties

Mirasol holds several additional drill-ready and early-stage exploration properties prospective for Au, Ag and Cu mineralization in southern Argentina and northern Chile. The Company has also completed initial field programs to advance a number of early-stage porphyry prospects in the Argentinian Cordillera. In addition, Mirasol has signed confidentiality agreements, distributed data sets and conducted field reviews with selected companies with the objective of securing potential new partnerships for these properties.

In September 2021, Mirasol introduced and reported initial exploration results from its 100% owned Osiris Copper project (“Osiris”) located within the fertile Miocene belt of Chile which hosts several high-profile advanced projects such as Altar, Los Azules, El Pachon and the Pelambres Mine. Osiris was staked by Mirasol and comprises approximately 8,000 ha of exploration claims. Mirasol’s detailed surface exploration, which included geological mapping, geochemical sampling and alteration analysis, has defined two drill-ready concealed porphyry Cu-Mo-(Au) targets (Filo Gordito and Northern Osiris). Mirasol has initiated a search for an exploration partner to advance and drill test Osiris (news release September 29, 2021).

HIGHLIGHTS FOR THE PERIOD ENDED SEPTEMBER 30, 2024 TO NOVEMBER 27, 2024

FINANCIAL CONDITION

The Company's financial position as of September 30, 2024, for cash and cash equivalents was \$996,380 and for working capital was \$787,221.

During the period ended September 30, 2024, the financial statements show a total operations expenditure of \$1,305,034. The Company incurred total company-wide net cash expenditures of \$1,229,144 and non-cash items such as share-based payments and depreciation totaled \$75,890.

For the period ended September 30, 2024, the total net cash expenditure was distributed between head office corporate spending of \$367,329, inclusive of officer's salaries, board fees, business development, corporate administration, investor relations and regulatory compliance; and a total net exploration expenditure of \$861,815 (table 1).

The annual level of spending by the Company is determined by its ability to secure financing through the sale of its securities, sales of assets and concluding exploration agreements with its industry partners.

EXPLORATION FINANCIAL SUMMARY

The Company's total exploration costs include exploration, property retention costs, costs associated with preparing projects for joint venture, in-country operations and management, and local value added taxes ("VAT"). For the period ended September 30, 2024, Mirasol invested \$498,896 on exploration in Chile and \$362,921 in Argentina (table 1).

The Company received \$37,106 in cost recoveries during the period ended September 30, 2024, including claims fees and other operating costs that are covered by the partners under the terms of the agreement.

CORPORATE MATTERS

On November 12, 2024, the Company closed its non-brokered private placement financing announced on September 25, 2024. The Company issued 11,335,132 Units at a price of \$0.45 per Unit for aggregate gross proceeds of \$5.1 million. Finders' fees of \$29,937.55 were paid. Each Unit will be comprised of one common share and one-half of a non-transferable common share purchase warrant with each whole warrant entitling the holder to purchase one additional common share at a price of \$0.60 for a period of twelve months from closing of the financing.

RESULTS OF OPERATIONS

FOR THE PERIODS ENDED SEPTEMBER 30, 2024, AND 2023

The Company's net loss for the period ended September 30, 2024 ("2024") was \$1,324,475 or \$0.02 per share compared to a net loss of \$1,912,118 or \$0.03 per share for the period ended September 30, 2023 ("2023"), a decrease of \$587,643.

The decrease in net loss during 2024 is due to a combination of a decrease in exploration expenditures, administration costs, overhead costs related to the exploration activities, share-base payments, foreign exchange loss, in interest income, and investment loss.

The Company's total loss before other items was \$1,305,034 and \$2,004,061 for the periods ended September 30, 2024, and 2023, respectively.

The Company recorded interest income of \$43,316 from its investments during the period ended September 30, 2024, compared to \$165,974 during the same period in 2023. The Company also recorded an unrealized loss on its marketable securities of \$36,323 compared to \$72,645 during the same period in 2023.

The Company recorded a loss of \$39,878 on foreign exchange from conversion of funds during the period ended September 30, 2024, compared to a loss of \$11,474 during the period ended September 30, 2023.

Share-based payments decreased to \$63,149 in 2024 from \$99,752 in 2023. Depreciation expense decreased to \$12,741 in 2024 from \$14,877 in 2023. Both are non-cash items.

Net exploration expenditures decreased to \$861,815 in 2024 from \$1,490,474 in 2023 (table 1). Other notable variances include a decrease in business development, marketing, and investor relations expenses to \$58,982 in 2024 from \$112,861 in 2023; a decrease of management and directors' fees to \$119,415 in 2024 as compared to \$123,027 in 2023; a decrease in office administration, filing fees, and travel expenses to \$71,324 in 2024 compared to \$77,379 in 2023; and an increase in professional fees to \$117,608 in 2024 compared to \$85,691 in 2023 from various consultants.

The following table provides changes in exploration expenditures and cost recoveries for the periods ended September 30, 2024, and 2023:

Table 1: Summary of exploration expenditures for the three months ended September 30, 2024, and 2023.

Table 1 - Exploration summary	Total Chile		Total Argentina		Total Mirasol	
	2024	2023	2024	2023	2024	2023
Three months September 30,						
Exploration costs	262,372	809,568	198,088	114,444	460,460	924,012
Exploration costs recovery	-	(36,966)	(37,106)	-	(37,106)	(36,966)
Corporate operation costs	236,523	375,025	201,938	228,403	438,461	603,428
Net Exploration expenses	498,895	1,147,627	362,920	342,847	861,815	1,490,474

The following tables is a breakdown by country and group of projects of the Company's exploration and evaluation expenses for the three months ended September 30, 2024, and 2023:

	For the Three Months Ended Sep 30,	
	2024	2023
CHILE		
Sobek		
Camp and general	19,460	6,401
Contractors and consultants	76,497	19,945
Drilling support	-	(11,422)
Mining rights and fees	73,039	20,374
Travel & accommodation	3,058	1,418
	<u>172,054</u>	<u>36,716</u>
Altazor		
Camp and general	73	659
Contractors and consultants	7,920	4,199
Mining rights and fees	521	5,892
Travel & accommodation	-	1,193
	<u>8,514</u>	<u>11,943</u>
Gorbea Package		
Contractors and consultants	1,164	897
Mining rights and fees	21,058	4,186
Travel & accommodation	-	-
	<u>22,222</u>	<u>5,083</u>
Coronation		
Contractors and consultants	-	906
Mining rights and fees	-	6,138
	<u>-</u>	<u>7,044</u>
Rubi		
Contractors and consultants	2,858	7,005
Geophysics	-	57,565
Mining rights and fees	219	672
	<u>3,077</u>	<u>65,242</u>
Chile Pipeline Projects		
Camp and general	236	-
Contractors and consultants	8,417	-
Mining rights and fees	11,369	2,305
Travel & accommodation	776	399
	<u>20,798</u>	<u>2,704</u>
Total - 100% owned properties	<u>226,666</u>	<u>128,732</u>
Inca		
Assays and sampling	-	22,729
Camp and general	300	26,235
Contractors and consultants	11,784	92,722
Drilling	-	401,660
Environmental	-	24,034
Geophysics	-	51,444
Mining rights and fees	429	10,760
Travel & accommodation	88	14,286
	<u>12,601</u>	<u>643,870</u>
Rosita		
Camp and general	4,049	-
Contractors and consultants	17,801	-
Travel & accommodation	1,255	-
	<u>23,105</u>	<u>-</u>
Total - Earn-in joint venture on third party	<u>35,706</u>	<u>643,870</u>
Corporate Operation & Management - Chile	236,523	375,025
Total Chile	<u>498,895</u>	<u>1,147,627</u>

ARGENTINA	For the Three Months Ended Sep 30,	
	2024	2023
Claudia		
Contractors and consultants	1,435	2,598
Environmental	1,319	-
Exploration costs recovered	(37,106)	(36,966)
Mining rights and fees	37,890	39,605
	<u>3,538</u>	<u>5,237</u>
Total - Properties joint ventured to other companies	3,538	5,237
Virginia		
Assays and sampling	34,320	20,088
Camp and general	14,393	26,843
Contractors and consultants	19,380	33,248
Mining rights and fees	11,930	6,994
Travel & accommodation	689	4,033
	<u>80,712</u>	<u>91,206</u>
Claudia		
Contractors and consultants	9,315	-
	<u>9,315</u>	<u>-</u>
Sasha		
Contractors and consultants	1,922	-
Environmental	2,881	-
Mining rights and fees	5,142	2,788
	<u>9,945</u>	<u>2,788</u>
Argentina Pipeline Projects		
Camp and general	40	-
Contractors and consultants	28,811	1,141
Environmental	9,573	1,776
Geophysics	121	-
Mining rights and fees	15,496	11,125
Travel & accommodation	(26)	-
	<u>54,015</u>	<u>14,042</u>
Total - 100% owned properties	153,987	108,036
Marcelina		
Contractors and consultants	2,485	417
Mining rights and fees	972	754
	<u>3,457</u>	<u>1,171</u>
Total - Earn-in joint venture on third party projects	3,457	1,171
Corporate Operation & Management - Argentina	201,938	228,403
Total Argentina	362,920	342,847
Total Exploration and Evaluation Costs	861,815	1,490,474

FOURTH QUARTER ANALYSIS

Not required for the interim MD&A.

SUMMARY OF QUARTERLY RESULTS

The following table sets out selected unaudited quarterly financial information of the Company and is derived from unaudited quarterly consolidated financial statements prepared by management in accordance with IAS 34 and accounting policies consistent with IFRS.

Period	Revenues \$	Income (Loss) from Continued Operations \$	Basic Income (Loss) per Share from Continued Operations \$	Diluted Income (Loss) per Share from Continued Operations \$
1 st Quarter 2025	Nil	(1,324,475)	(0.02)	(0.02)
4 th Quarter 2024	Nil	(2,331,916)	(0.03)	(0.03)
3 rd Quarter 2024	Nil	(1,751,756)	(0.03)	(0.03)
2 nd Quarter 2024	Nil	(2,926,197)	(0.04)	(0.04)
1 st Quarter 2024	Nil	(1,912,118)	(0.03)	(0.03)
4 th Quarter 2023	Nil	(3,798,068)	(0.06)	(0.06)
3 rd Quarter 2023	Nil	(2,242,486)	(0.04)	(0.04)
2 nd Quarter 2023	Nil	(2,680,276)	(0.05)	(0.05)

The Company's quarterly results will vary depending on exploration and business development activities. The Company also grants incentive stock options to its directors, management, employees, and consultants, which cause a variation in the Company's results.

The movement in the value of the US dollar relative to the Canadian dollar can also have an impact on the Company's results from one period to the next as the Company holds its working capital primarily in US dollars.

INVESTING ACTIVITIES

The Company continued to invest Canadian and US dollars in interest-bearing financial instruments maturing up to one year. The total amount invested in the period ended September 30, 2024, was \$46,000 compared to \$5,046,000 in the same period in 2023. Excluding the interest income from the bond premium in Argentina, the Company received interest income of \$7,896 during the period ended September 30, 2024, compared to \$67,626 for the period ended September 30, 2023.

CAPITAL RESOURCES AND LIQUIDITY

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company primarily raises money through equity sales and from the exercise of convertible securities (share purchase options and warrants). Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record and the experience and calibre of its management.

The Company has no operations that generate cash flow, and its long-term financial success is dependent on management’s ability to discover economically viable mineral deposits. The Company applies the project generator model where it seeks and presents partners with an option to joint venture the Company’s projects, in order to have those partners fund the exploration to earn an interest. In some agreements, the Company receives cash option payments or common stock of the joint venture partner, as a portion of the partner’s cost to earn an interest. If any of its exploration programs are successful and the partners complete their earn-ins, the Company would have to provide its share of ongoing exploration and development costs in order to maintain its interests; and, if not, reduce its equity interest through a monetization transaction or dilution of its ownership interest or conversion to a royalty interest. The Company does not anticipate mining revenues from sale of mineral production in the foreseeable future.

With working capital of approximately \$0.8 million on September 30, 2024, and proceeds from the recently closed \$5.1 million non-brokered private placement financing, the Company has sufficient funds to conduct its administrative, business development, and discretionary exploration activities over the next twelve months. Actual funding requirements may vary from those planned due to several factors, including the Company’s joint venture partners encountering difficulty in financing exploration programs on optioned properties. The Company further believes it has the ability to raise equity capital to meet its foreseeable longer-term working capital needs but recognizes that the ability to raise capital in the future involves risks beyond its control.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no significant off-balance sheet arrangements.

PROPOSED TRANSACTIONS

The Company has no proposed transactions.

TRANSACTIONS WITH RELATED PARTIES

Details of the transactions between the Company’s related parties are disclosed below.

a) Compensation of key management personnel

Key management personnel include persons having the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. Key management personnel consist of the Company’s Directors and Officers.

The remuneration of management and independent directors was as follows:

	Three Months Ended September 30,	
	2024	2023
Management compensation (i)	\$ 154,562	\$ 152,776
Share-based payments (ii)	41,539	56,880
Director’s fees (iii)	18,900	25,200
	\$ 215,001	\$ 234,856

- i. Management compensation is included in management fees (2024 - \$124,888; 2023 - \$132,176) and in exploration expenditures (2024 - \$29,674; 2023 - \$20,600) in the Company's consolidated statements of loss and comprehensive loss.
- ii. Share-based payments are included in the share-based payments expense in the Company's consolidated statements of loss for the periods ended September 30, 2024, and 2023.
- iii. The independent directors of the Company are paid \$2,100 per month (2023 - \$2,100 per month).

b) Transactions with other related parties

Certain of the Company's officers and directors render services to the Company as sole proprietors or through companies in which they are an officer, director, or partner.

The following companies are related parties through association of the Company's directors and officers:

	Nature of transactions
Max Pinsky Personal Law Corporation	Legal fees
Chase Management Ltd., a Company owned by Nick DeMare	Professional fees

The Company incurred the following fees and expenses with related parties as follows:

	Three Months Ended September 30,	
	2024	2023
Legal fees (i)	\$ 18,514	\$ 12,708
	\$ 18,514	\$ 12,708

- i. Legal fees are included in professional fees (2024 - \$18,514; 2023 - \$10,098) and in business development (2024 - \$Nil; 2023 - \$2,610) in the Company's consolidated statements of loss and comprehensive loss.

Included in accounts payable and accrued liabilities at September 30, 2024, is an amount of \$41,539 (2023 - \$56,756) owing to directors and officers of the Company and to companies where the directors and officers are principals.

SIGNIFICANT ACCOUNTING POLICIES

The details of the Company's accounting policies are presented in Note 3 of the Company's audited consolidated financial statements for the year ended June 30, 2024. The following policies are considered by management to be essential to the understanding of the processes and reasoning that go into the preparation of the Company's financial statements and the uncertainties that could have a bearing on its financial results.

RECENT ACCOUNTING PRONOUNCEMENTS AND ADOPTIONS

Classification of liabilities as current or non-current (Amendments to IAS 1)

The IASB has published *Classification of Liabilities as Current or Non-Current* (Amendments to IAS 1) which clarified the guidance on whether a liability should be classified as either current or non-current. The amendments:

- (i) Clarify that the classification of liabilities as current or non-current should only be based on rights that are in place “at the end of the reporting period”;
- (ii) Clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and
- (iii) Make clear that settlement includes transfers to the counterparty of cash, equity instruments, other assets or services that result in extinguishment of the liability.

The amendment was applied effective January 1, 2024, and did not have a material impact on the Company's financial statements.

The IASB issued certain new accounting standards or amendments that are mandatory for accounting periods beginning on or after January 1, 2024, including amendments to IFRS 16 "Leases", amendments to IAS 7 "Statement of Cash Flow" and IFRS 7 "Financial Instruments Disclosures".

The new accounting standards or amendments were applied effective January 1, 2024, and did not have a material impact on the Company's financial statements.

NEW ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

IFRS 18 - Presentation and Disclosure in Financial Statements

IFRS 18 is effective for reporting periods beginning on or after 1 January 2027. It introduces several new requirements that are expected to impact the presentation and disclosure of most, if not all, entities. The Company is in the process of assessing the impact on the financial statements of the new standard.

SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

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

FINANCIAL INSTRUMENTS

The Company's financial instruments as at September 30, 2024, consist of cash and cash equivalents, receivables and advances, marketable securities, accounts payable and accrued liabilities and advances from joint venture partners. The fair value of all these instruments approximates their carrying value. There are no off-balance sheet financial instruments.

The Company's financial instruments are exposed to certain financial risks. The risk exposures and the impact on the Company's financial instruments are summarized below.

The Company is exposed to the financial risk related to the fluctuation of foreign exchange rates. The Company operates in Canada, Argentina and Chile and a portion of its expenses are incurred in United States dollars, and in Argentine and Chilean Pesos. A significant change in the currency exchange rates of the US dollar relative to the Canadian dollar and the Argentine and Chilean Peso to the Canadian dollar could have an effect on the Company's results of operations, financial position or cash flows. The Company has not hedged its exposure to currency fluctuations.

The Company appointed a special treasury committee comprising of three board members to consider management's recommendations to mitigate the exposure to foreign currency risk. The committee and management maintain a ratio of 20:80 for US\$:CAD\$ of the treasury whenever practical.

MANAGEMENT OF CAPITAL RISK

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, to pursue the development of its exploration and evaluation assets and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes the components of equity.

The Company manages the capital structure and adjusts it considering changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire, or dispose of assets, enter into joint ventures or obtain debt financing. To facilitate the management of its capital requirements, the Company prepares annual and quarterly expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions.

To maximize ongoing development efforts, the Company does not pay dividends.

The Company's investment policy is to invest its cash in highly liquid short-term interest-bearing investments with maturities of twelve months or less from the original date of acquisition, selected with regards to the expected timing of expenditures from continuing operations.

The Company does not invest in commercial paper. The Company is not subject to externally imposed capital requirements.

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

Additional disclosure concerning the Company's operating expenses is provided above, and in the Company's consolidated statements of loss and comprehensive loss of the audited consolidated financial statements for the year ended June 30, 2024 that is available on the Company's website at www.mirasolresources.com or on its SEDAR company page accessed through www.sedar.com.

OUTSTANDING SHARE DATA

As of the date of this MD&A, the Company had 81,101,494 issued and outstanding common shares. In addition, the Company has 5,761,250 options outstanding that expire through December 22, 2028. At the date of this MD&A, no RSU's were outstanding.

Details of issued share capital are included in Note 10 of the Company's condensed consolidated interim financial statements for the period ended September 30, 2024.

APPROVAL

The Audit Committee of the Company has approved the disclosure contained in this MD&A.

ADDITIONAL INFORMATION

Additional information relating to the Company is available on SEDAR at www.sedar.com and on the Company's website at www.mirasolresources.com.