



SAVILLE RESOURCES INC.

MANAGEMENT DISCUSSION & ANALYSIS

For The Six Months ended October 31, 2023

The following is a discussion and analysis of the operations, results, and financial position of Saville Resources Inc. (the “Company”) for the six months ended October 31, 2023, and should be read in conjunction with the condensed interim financial statements for the six months ended October 31, 2023, which have been prepared in Canadian dollars and in accordance with International Financial Reporting Standards (“IFRS”).

The effective date of this report is December 4, 2023.

DESCRIPTION OF BUSINESS

The Company is an exploration stage company engaged in the business of acquiring, exploring and, if warranted, developing mineral resource properties, and placing such properties into production. The Company holds interests in mineral properties in Quebec and is looking at expanding its portfolio of mineral properties. The Company’s current properties do not contain a known ore body. The Company owns no producing properties and, consequently, has no current operating income or cash flow. Operations are primarily funded by equity subscriptions.

The Company’s primary asset is the Niobium Claim Group Property located in Nunavik, Quebec (the “Property”). The Company holds an Option to acquire up to a 75% interest in the Property from Commerce Resources Corp. (“Commerce”), subject to spending \$5,000,000 in exploration expenditures over a five (5) year period. The Property is an early-stage mineral exploration asset and is prospective for carbonatite-hosted niobium, tantalum, phosphate, and fluorspar, with numerous occurrences having been discovered to date; most notably, the Mallard and Miranna Prospects.

The Company plans to continue its exploration of the Property with the objectives of delineating the Mallard Prospect and advancing it towards an initial mineral resource estimate, drill testing at depth the Miranna Prospect, and drill testing the numerous other showings and geophysical anomalies that remain to be drill tested. Attaining these objectives is subject to financing and continued exploration success.

Since acquiring the Option, the Company’s exploration programs have included prospecting and rock sampling, ground geophysics, and diamond drilling. The dominant exploration tool employed to date has been diamond drilling, including 2,330 m over eleven (11) drill holes at Mallard (2019, 2021, and 2022), and 668 m over four (4) drill holes at Miranna (2021). Drill results received to date have been very encouraging returning wide intercepts of niobium mineralization, including 1.00% Nb₂O₅ over 17.1 m, within a larger interval of 0.82% Nb₂O₅ over 42.3 m (EC21-175) at Mallard, and 1.20% Nb₂O₅ over 3.1 m, within a larger interval of 0.72% Nb₂O₅ over 20.4 m (EC21-180) at Miranna. To date, an estimated \$2.7M in exploration expenditures has been incurred by the Company in its exploration of the Property.

Exploration to date by the Company on the Niobium Claim Group Property has been very successful, returning some of the best niobium mineralized drill results to date. At this time, the Company is committed to vesting its Option and acquiring a 75% interest in the Property and intends to continue drilling at the Mallard and Miranna prospects, as well as drill test other targets on the Property. The scope and aggressiveness of the exploration at the Property is subject to financing in the public markets and continued exploration success.

CORPORATE HIGHLIGHTS

- On January 23, 2023, the Company announced results of its 2022 drill program at the Mallard Prospect. Strong niobium mineralization was encountered in all three (3) of the 2022 drill holes completed and, collectively with the previous drilling, indicate a wide mineralized footprint that remains open in all directions. High-grade mineralized intervals are present near surface (0.78% Nb₂O₅ over 16.0 m, including 1.07% Nb₂O₅ over 3.0 m) and at depth (0.94% Nb₂O₅ over 2.5 m) in drill EC22-202. This hole returned seven (7) samples >1.0% Nb₂O₅, to a peak of 1.30% Nb₂O₅ over 1.5 m, and ended in mineralization with a final sample assaying 0.57% Nb₂O₅.
- On February 14, 2023, the Company announced the extension of the earn-in agreement with Commerce Resources Corp. for the exploration of the Niobium Claim Group Property for one additional year, until January 2024.
- On November 29, 2023, the Company held its Annual and Special General Meeting, with all matters passing. The shareholders of the Company voted in favour of a consolidation of the Company's share capital on the basis of twenty (20) pre-consolidated shares to one (1) post-consolidated share. The Company will take immediate steps to complete the approved consolidation as soon as possible.

RESOURCE PROPERTIES

Niobium Claim Group Property

On January 11, 2018, the Company entered into an exploration Earn-in Agreement with Commerce for a group of claims (collectively termed "the Niobium Claim Group Property"), that comprise a subset of claims within the Eldor Property, QC, which is wholly owned by Commerce (the "Property"). Under the exploration Earn-in Agreement, the Company has agreed to perform \$5M CAD of exploration expenditures on the Property over a five-year period to earn a 75% interest in the claims. The Company made a payment of \$25,000 upon signing and a payment of \$225,000 following TSX Venture Exchange approval on October 11, 2018. On February 14, 2023, the Company announced the extension of the Earn-In agreement with Commerce for an additional one year. Commerce will retain a 2% Net Smelter Royalty (NSR) on production from some of the claims with a 1% NSR buyback for \$1M CAD, and a 1% NSR on the claims that are already subject to royalties. A NI 43-101 Technical Report on the Property was completed subsequent to execution of the Agreement.

The Technical Report recommended a two-phase exploration approach for the Property. Phase I recommended focusing on refining drill targets and included geological modelling of historic drill intercepts, as well as surface follow-up. Phase II recommended 6,000 metres of diamond drilling to test new targets, as well as further evaluation and expansion of known mineralized horizons. Overall, the work recommended focusing on the Southeast Area (i.e. the Mallard Prospect), where the strongest potential has been identified, as well as the Miranna Target. The estimated budget proposed was \$693,000 for Phase I and \$5,132,000 for Phase II, for a combined total budget of \$5,825,000.

In fall 2018, the Company executed a surface exploration program consisting of prospecting and rock sampling as well as a ground magnetic geophysical survey. On December 5, 2018, the Company announced the results of the program with 14 rock samples assaying >0.80% Nb₂O₅ to a peak of 1.50% Nb₂O₅. The surface work was followed-up with the Company's maiden drill program on the Property, focused on the Mallard Target (also known as the Mallard Prospect). The objective of the program was to test the south-eastern extension of the high-grade and near-surface intercepts returned historically from drill hole EC10-033. The program was highly successful returning strong intercepts, highlighted by drill hole EC19-174A which assayed 0.80% Nb₂O₅ over 31.5 m, including 0.98% Nb₂O₅ over 13.5 m or 1.36% Nb₂O₅ over 4.5 m, as well as several other high-grade intercepts down hole. The 2019 drill program extended the mineralized strike at Mallard to the southeast by approximately 100 m, and further, is marked by a notable increase in grade and width of the mineralized horizon(s).

In early 2020, a preliminary mineralogical analysis was completed on a suite of rock samples from the Mallard Prospect. The analysis indicated that 1) pyrochlore and columbite are the dominant niobium minerals present, 2) niobium has been mobilized which is a mechanism that could enhance the grade of a deposit, and 3) the mineralogy supports the model of a continuous niobium mineralized trend through the complex.

Drilling continued in 2021 and included three (3) holes totalling 681 m at the Mallard Prospect, and four (4) holes totalling 668 m at the Miranna Prospect. The 2021 drilling at Mallard returned the best niobium intercept to date from the Property at 1.00% Nb₂O₅ over 17.1 m, within a larger interval of 0.82% Nb₂O₅ over 42.3 m, including a peak sample assay of 1.73% Nb₂O₅ (EC21-175). The initial drilling at Miranna also returned significant mineralization, including 1.20% Nb₂O₅ over 3.1 m within a larger interval of 0.72% Nb₂O₅ over 20.4 m.

The three drill holes completed at the Mallard Prospect in 2022 (EC22-201, 202, and 203) were designed to undercut (approximately 40 – 50 m step-back) the best drill hole intercepts from 2019 and 2021. Strong niobium mineralization was encountered in all three (3) of the 2022 drill holes completed and, collectively with the previous drilling, indicate a wide mineralized footprint that remains open in all directions. High-grade mineralized intervals are present near surface (0.78% Nb₂O₅ over 16.0 m, including 1.07% Nb₂O₅ over 3.0 m) and at depth (0.94% Nb₂O₅ over 2.5 m) in drill EC22-202. This hole returned seven (7) samples >1.0% Nb₂O₅, to a peak of 1.30% Nb₂O₅ over 1.5 m, and ended in mineralization with a final sample assaying 0.57% Nb₂O₅. Additionally, drill hole EC22-201 ended in mineralization with a final sample assaying 0.54% Nb₂O₅ as well as ending within a high-grade tantalum interval (380 ppm Ta₂O₅ over 8.0 m).

The Mallard Prospect is the most advanced prospect on the Property and is characterized by a series of subparallel, elongated, moderate to steeply dipping, northwest-trending mineralized horizons that extend from surface and remain open in all directions. A total of 2,490 m over nine (9) drill holes have been completed historically (2008 and 2010), and 2,330 m over eleven (11) drill holes completed by the Company (2019, 2021, and 2022). Drill results to date at Mallard indicate a high-grade niobium mineralized body to be present of unknown extent, highlighted by drill results including 1.00% Nb₂O₅ over 17.1 m, within a larger interval of 0.82% Nb₂O₅ over 42.3 m (EC21-175).

The Miranna Prospect is characterized by a strongly mineralized (niobium-tantalum-phosphate), glacially dispersed boulder train with an apex that correlates with a distinct magnetic high anomaly, which is interpreted to be the source. Sample assays of the mineralized boulders from the train include 5.93% Nb₂O₅, 310 ppm Ta₂O₅, and 11.5% P₂O₅; and 4.30% Nb₂O₅, 240 ppm Ta₂O₅, and 13.4% P₂O₅; as well as multiple additional samples grading over 1% Nb₂O₅. In 2021, four (4) drill holes totalling 668 m were completed at Miranna, representing the first drill testing of the target. The program was very successfully, returning significant mineralization, including 1.20% Nb₂O₅ over 3.1 m within a larger interval of 0.72% Nb₂O₅ over 20.4 m.

Covette Property

On November 27, 2017, the Company entered into an agreement with Zimtu Capital Corp. (“Zimtu”) to acquire a 100% interest in and to the Covette Property, located in the James Bay Region of Quebec. The Covette Property is located approximately 190 km east of Raddison and 10 km north of the all-weather Trans-Taiga road and adjacent LG-3 transmission line. In exchange for 100% of the right, title, and interest in and to the Covette Property, consisting of 65 mineral claims, the Company paid the vendor \$350,000 in cash. This transaction was approved by the TSX Venture Exchange on June 28, 2018.

In early 2017, a 1,402-line kilometer airborne electromagnetic survey (VTEM) was flown and indicated several anomalies of interest on the Covette Property. The anomalies were followed up on during a five-day reconnaissance program carried out in late August 2017. Geochemical results from grab sampling returned anomalous metal values including 0.18% Ni, 0.09% Cu, and 87 ppm Co. In mid-June 2018, a 2-day ground-based reconnaissance program was initiated on the Covette Property, and nine samples were collected from an oxidized and foliated amphibolitic rock unit. The samples were sent to AGAT laboratories for assay with the best sample returning values of 1.2% zinc and 68.7 g/t silver. Elevated values of 0.13% to 0.19% nickel were also returned from the other samples collected.

In addition to the exploration work, a NI 43-101 Technical Report was completed on the Covette Property, with effective date April 15, 2018, which was accepted by the TSX Venture Exchange.

The components of exploration and evaluation assets are as follows:

		Niobium Claim Group Property		Covette Property		Total
Balance, April 30, 2022	\$	2,333,958	\$	326,090	\$	2,660,048
Assays		41,445		-		41,445
Drilling		84,020		-		84,020
Field supplies and rentals		28,278		-		28,278
Geological expenses		105,110		-		105,110
Permitting		559		-		559
Travel and accommodation		151,984		-		151,984
Total property costs for the year		411,396		-		411,396
Balance, April 30, 2023	\$	2,745,354	\$	326,090	\$	3,071,444
Assays		736		-		736
Drilling cost recovery		(14,888)		-		(14,888)
Mining tax credits		(99,886)		-		(99,886)
Total property costs for the period		(114,038)		-		(114,038)
Balance, October 31, 2023	\$	2,631,316	\$	326,090	\$	2,957,406

RESULTS OF OPERATIONS

The net loss for the six months ended October 31, 2023 was \$157,931 compared to a net loss of \$130,826 for the six months ended October 31, 2022, a difference of \$27,105. The increased loss is due to the recovery of the flow-through premium tax recovery in the prior year, as most other expenses have decreased. During the six months ended October 31, 2023, the significant differences from the prior period include the following:

- advertising and travel expenses decreased to \$2,801 (2022 – \$7,633),
- salaries and consulting fees decreased to \$18,953 (2022 - \$53,288), as the Company no longer has any employees,
- professional fees increased to \$19,604 (2022 - \$3,675) due to legal costs incurred in a dispute with a vendor,
- unrealized loss on marketable securities decreased to \$29,166 (2022 - \$50,555) based on the fair market value of the shares received for the sale of the Bud Property in 2020, and
- flow-through premium tax recovery decreased to \$nil (2022 - \$72,615) as all eligible flow-through expenditures incurred during the prior period.

SELECTED FINANCIAL INFORMATION

Quarterly data for the last eight quarters:

	October 31, 2023	July 31, 2023	April 30, 2023	January 31, 2023	October 31, 2022	July 31, 2022	April 30, 2022	January 31, 2022
Revenues	-	-	-	-	-	-	-	-
G&A Expenses	69,934	60,193	94,700	89,129	78,771	74,115	89,371	96,441
Other loss (Income)	11,666	16,138	2,702	(39,318)	(44,718)	22,658	7,745	17,300
Net Loss (Income)	81,600	76,331	97,402	49,811	34,053	96,773	97,116	113,741
-per share	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
-per share-diluted	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Assets	3,090,027	3,141,007	3,182,374	3,216,816	3,301,877	3,220,346	3,255,369	3,308,829
Liabilities (L.T.)	409,290	369,009	369,009	369,009	367,963	277,437	275,978	274,577
Cash Dividends	-	-	-	-	-	-	-	-
Working Capital (Deficiency)	(197,000)	(177,159)	(193,388)	(92,359)	541	284,323	403,016	511,787
Share Capital:								
-Authorized	Unlimited	Unlimited	Unlimited	Unlimited	Unlimited	Unlimited	Unlimited	Unlimited
-Outstanding	101,846,567	101,846,567	101,846,567	101,846,567	101,846,567	101,846,567	101,846,567	101,846,567
-Warrants	15,138,933	15,138,933	15,138,933	15,138,933	15,138,933	15,138,933	15,138,933	15,228,933
-Options	4,575,000	4,775,000	4,975,000	4,975,000	4,975,000	5,225,000	5,225,000	5,225,000

Table 1 – Share Capital

	December 4, 2023	October 31, 2023	April 30, 2023
Shares	101,846,567	101,846,567	101,846,567
Warrants	15,138,933	15,138,933	15,138,933
Stock options	4,575,000	4,575,000	4,975,000
Fully Diluted	<u>121,560,500</u>	<u>121,560,500</u>	<u>121,960,500</u>

SELECTED ANNUAL INFORMATION

	Year ended	Year ended	Year ended
	April 30, 2023	April 30, 2022	April 30, 2021
Revenues	-	-	-
G & A Expenses	336,715	405,925	351,281
Net Loss	278,039	269,295	352,775
(Loss) Earnings per share - basic and diluted	(0.00)	(0.00)	(0.01)
Working Capital (Deficiency)	(193,388)	403,016	551,662
Total Assets	3,182,374	3,255,369	2,302,862
Exploration and evaluation assets	3,071,444	2,660,048	1,578,048
Liabilities (L.T.)	369,009	275,978	30,691
Cash dividends	-	-	-

Other MD&A Requirements

Risk Factors

An investment in securities of the Company is speculative and involves significant risks and uncertainties which should be carefully considered by prospective investors before purchasing such securities. The occurrence of any one or more of these risks and uncertainties could have a material adverse effect on the value of any investment in the Company and on the business, prospects, financial position or operating results of the Company. The risks noted below do not necessarily comprise all those faced by the Company.

- The Company faces liquidity issues that threaten its ability to continue as a going concern. The Company has no current source of operating revenue. Should there be a funding shortfall, there can be no assurance that financing would be available on terms acceptable to the Company. There can be no assurance that management will be able to adequately reduce costs or secure additional financing if required. If funding is not obtained in a timely manner, the Company may not be able to continue as a going concern.
- Fluctuations in the market prices of minerals will affect the profitability of the Company's operations and its financial condition. The Company's revenues, if any, are expected to be in large part derived from the extraction and sale of minerals or interests related thereto. The price of those commodities has fluctuated widely, particularly in recent years, and is affected by numerous factors beyond the Company's control, including international, economic and political trends, expectations of inflation, currency exchange fluctuations, interest rates, global or regional consumptive patterns, speculative activities and increased production due to new extraction developments and improved extraction and production methods. The effect of these factors on the price of minerals, and therefore the economic viability of any of the Company's current exploration projects cannot accurately be predicted.
- The Company's potential profitability is partly dependent upon factors beyond the Company's control. As with other enterprises in the mining industry, the Company's mineral exploration and development related activities are subject to conditions beyond the Company's control that may impact upon the potential profitability of its mineral projects. For instance, world prices of and markets for minerals are unpredictable, highly volatile, potentially subject to governmental interference, currency pegging and/or controls and respond to changes in domestic, international, political, social and economic environments.

- Another factor is that rates of recovery of minerals from mined ore may vary from the rates experienced in tests and a reduction in the recovery rates will adversely affect profitability and, possibly, the economic viability of its projects.

Profitability will also depend on the costs of operations, including costs of labour, equipment, electricity, environmental compliance, diesel prices and other production inputs, the discovery and/or acquisition of additional mineral reserves and mineral resources, the successful conclusion of feasibility and other mining studies, access to adequate capital for project development and sustaining capital, design and construction of efficient mining and processing facilities within capital expenditure budgets; securing and maintaining title to concessions and other mining rights, obtaining permits, consents and approvals necessary for the conduct of exploration, development, construction and production, the ability to procure major equipment items and key consumables in a timely and cost-effective manner. Such costs will fluctuate in ways the Company cannot predict and are beyond the Company's control, and such fluctuations will impact on profitability and may eliminate profitability altogether. Additionally, due to worldwide political and economic uncertainty, the availability and cost of funds for development and other costs have become increasingly difficult, if not impossible, to predict. These changes and events may materially affect the Company's financial performance.

Liquidity and Capital Resources

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they come due. The Company manages this risk by careful management of its working capital to ensure its expenditures will not exceed share capital financings or proceeds from property sales or options. As at October 31, 2023, the Company had a working capital deficit of \$197,000 (April 30, 2023 – \$193,388).

The Company's ability to continue as a going concern is dependent upon the Company's ability to satisfy its liabilities as they become due and to obtain the necessary financing to complete the exploration and development of its mineral property interests, the attainment of profitable mining operations. Management is actively engaged in the review and due diligence of opportunities of merit in the mining sector and is seeking to raise the necessary capital to meet its funding requirements. The conditions described above may cast significant doubt as to the appropriateness of the use of the going concern assumption. Management of the Company does not expect that cash flows from the Company's operations will be sufficient to cover all of its operating requirements, financial commitments and business development priorities during the next twelve months. Accordingly, the Company expects that it will need to obtain further financing in the form of debt, equity or a combination thereof for the next twelve months. There can be no assurance that additional funding will be available to the Company, or, if available, that this funding will be on acceptable terms. If adequate funds are not available, the Company may be required to delay or reduce the scope of any or all of its development projects.

Financial Instruments

Fair Value

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 – Inputs that are not based on observable market data.

As October 31, 2023 and April 30, 2023, the Company's marketable securities were measured at FVTPL and are using Level 1 inputs.

The Company's other financial assets and liabilities measured at amortized cost, including cash, receivables (excluding tax receivables) and accounts payable and accrued liabilities, the fair values of these financial instruments approximate their carrying values due to the relatively short-term maturity of these instruments.

The fair values of the Company's loan payable were measured at the initial recognition date using Level 2 inputs.

The Company is exposed to a variety of financial instrument related risks. The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk the Company places these instruments with a high credit quality financial institution.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company ensures that there is sufficient working capital to fund its ongoing operating expenditures, after taking into account cash flows from operations and the Company's holdings of cash and short-term investment. As at October 31, 2023, the Company had a working capital deficit of \$197,000 (April 30, 2023 - \$193,388).

Additional Disclosure for Venture Issuers without Significant Revenue

As the Company has not had significant revenue from operations in its last three financial years, the following is a breakdown of the material costs incurred:

	Year ended April 30		
	2023	2022	2021
Capitalized Exploration and Evaluation Costs	\$3,071,444	\$2,660,048	\$1,578,048
Capitalized Property held for Sale	Nil	Nil	Nil
General and Administration Expenses	\$336,715	\$405,925	\$351,281
Gain on sale of marketable securities	Nil	Nil	Nil
Gain (loss) on sale of mineral properties	Nil	Nil	Nil

RELATED PARTY TRANSACTIONS

The Company incurred the following transactions in the normal course of operations during the six months ended October 31, 2023 and 2022:

Key Management Compensation	2023	2022
Salaries and consulting fees	\$ 16,000	\$ 48,000

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

As at October 31, 2023 and April 30, 2023, there was \$nil due from (to) the related parties of the Company.

COMMITMENTS

On June 1, 2017, the Company entered into a Management & Administration Agreement (“Agreement”) with Zimtu Capital Corp. (“Zimtu”). Under the terms of the Agreement, Zimtu will provide the Company with administrative and managerial services, including corporate maintenance, continuous disclosure services, rent, and office space, at a rate of \$12,500 per month. The Agreement has been continually renewed each year. The agreement expiring November 30, 2022 was renewed on December 1, 2022 for a further twelve months.

CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

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, and revenue 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 and estimates about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The following are the critical judgments and areas involving estimates, that management have made in the process of applying the Company’s accounting policies and that have the most significant effect on the amount recognized in the financial statements.

a) Critical judgments in applying accounting policies

Going concern assumption

These financial statements have been prepared on the basis of the accounting principles applicable to a going concern, which assumes the Company’s ability to continue in operation for the foreseeable future and to realize its assets and discharge its liabilities in the normal course of operations. There are several adverse conditions that cast substantial doubt upon the soundness of this assumption.

Exploration and evaluation assets

The Company makes certain judgements and assumptions regarding indicators of impairment and the recoverability of the carrying values of exploration and evaluation assets. Management has assessed for impairment indicators for the Company’s properties and has concluded that no indicators of impairment as at July 31, 2023 and April 30, 2023.

b) Key sources of estimation uncertainty

Income taxes

Provisions for income taxes are made using the best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of the reporting period. However, it is possible that at some future date an additional liability could result from audits by taxing authorities. Where the final outcome of these tax-related matters is different from the amounts that were originally recorded, such differences will affect the tax provisions in the period in which such determination is made.

Fair value of share-based payment

Management measures the fair value of equity-settled share-based transactions with officers, directors and consultants by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. The Company uses Black-Scholes option pricing model. This estimate also requires determining and making assumptions about the most appropriate inputs to the valuation model including the expected life, volatility, dividend yield and forfeiture rate. Such assumptions are inherently uncertain and changes in these assumptions affect the fair value estimates.

Interest rate on government loan

The government loan is measured at fair value based on management's best estimate of the effective interest rate at initial recognition. The fair value is also based on the Company's estimate that the amount will be fully repaid on January 18, 2024.

DISCLOSURE CONTROLS AND PROCEDURES

The Chief Executive Officer and Chief Financial Officer, of the Company have evaluated or caused to be evaluated for effectiveness the Company's disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR") which have been designed or caused to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Canadian GAAP. The Company took into consideration the following two characteristics common to companies of a similar size:

1. The limited number of personnel in smaller companies, which constrains the Company's ability to fully segregate conflicting duties;
2. The Company relies on an active board of directors, and management with open lines of communication to maintain the effectiveness of the Company's disclosure controls and procedures.

In addition, management has relied upon certain informal procedures and communication, and upon "hands-on" knowledge of senior management to maintain the effectiveness of disclosure controls and procedures. As a result of the evaluation, the Company has concluded that the DC&P and ICFR are effective as required by its current size, and in compliance with the recommendations of National Instrument 52-109. However, there can be no assurance that the risk of a material misstatement in the financial statements can be reduced to less than a remote likelihood. There have been no changes in the Company's internal control over financial reporting during the six months ended October 31, 2023 or the year ended April 30, 2023, that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

FORWARD LOOKING STATEMENTS

This Management Discussion and Analysis of Financial Condition and Results of Operations contains "forward-looking information" which include, but is not limited to, information about the transactions, statements with respect to the future financial or operating performances of the Company and its projects, the future price of metals, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production revenues, margins, costs of production, capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, cost and timing of plant and equipment, requirements for additional capital, government regulation of mining operations, environmental risks, reclamation and rehabilitation expenses, title disputes or claims, limitations of insurance coverage and the timing and possible outcome of pending litigation and regulatory matters.

Often, but not always, forward-looking information statements can be identified by the use of words such as “proposes”, “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or “believes”, or variations (including negative variations) of such words and phrases, or state that certain actions, events or results “may”, “could”, “would”, “might”, or “will” be taken, occur or be achieved.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities and feasibility studies; assumptions in economic evaluations that may prove inaccurate; fluctuations in the value of the Canadian or US dollar; future prices of metals; possible variations of ore grade or recovery rates; failure of plant or equipment or failure to operate as anticipated; accidents; labour disputes or slowdowns or other risks of the mining industry; climatic conditions; political instability; or arbitrary decisions by government authorities.

OFF-BALANCE SHEET ARRANGEMENTS

- None.

APPROVAL

The Board of Directors of Saville Resources Inc. has approved the disclosure contained in this MD&A.