

2413017 Alberta Ltd.
(the “Company” or “2413017”)
Management’s Discussion & Analysis
For the three months ended March 31, 2023

Background

The following Management’s Discussion and Analysis (“MD&A”) has been prepared by management, in accordance with the requirements of National Instrument 51-102 as of May 25, 2023, and should be read in conjunction with the condensed consolidated interim financial statements for the three months ended March 31, 2023 and 2022, and in conjunction with the audited consolidated financial statements for the year ended December 31, 2022, and the related notes contained therein which have been prepared under International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All dollar figures included therein and in the following MD&A are quoted in Canadian dollars unless otherwise noted.

Forward-Looking Statements

This discussion contains “forward-looking statements” that involve risks and uncertainties. Such forward-looking statements concern the Company’s anticipated results and developments in the Company’s operations in future periods, planned exploration and development of its properties, plans related to its business and other matters that may occur in the future. These statements also relate to the ability of the Company to obtain all government approvals, permits and third party consents in connection with the Company’s exploration and development activities; the Company’s ongoing drilling program; the Company’s future exploration and capital costs, including the costs and potential impact of complying with existing and proposed environmental laws and regulations; general business and economic conditions; analyses and other information that are based on forecasts of future results, estimates of amounts not yet determinable and assumptions of management. Statements concerning mineral resource estimates may also be deemed to constitute forward-looking statements to the extent that they involve estimates of the mineralization that will be encountered if the property is developed. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as “expects” or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “estimates” or “intends”, or stating that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved) are not statements of historical fact and may be forward looking statements. Such information, although considered to be reasonable by the Company’s management at the time of preparation, may prove to be inaccurate and actual results may differ materially from those anticipated in the statements made. This MD&A may contain forward-looking statements that reflect the Company’s current expectations and projections about its future results. When used in this MD&A, words such as “estimate”, “intend”, “expect”, “anticipate” and similar expressions are intended to identify forward-looking statements, which, by their very nature, are not guarantees of the Company’s future operational or financial performance, and are subject to risks and uncertainties and other factors that could cause the Company’s actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this MD&A or as of the date otherwise specifically indicated herein. Due to risks and uncertainties, including the risks and uncertainties identified above and elsewhere in this MD&A, actual events may differ materially from current expectations. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Such statements reflect our management’s current views with respect to future events and are subject to risks and uncertainties and are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social uncertainties and known or unknown risks and contingencies. Many factors could cause

our actual results, performance or achievements to be materially different from any future results, performance, or achievements that may be expressed or implied by such forward-looking statements.

Company Overview

2413017 was incorporated under the Business Corporations Act of Alberta on March 5, 2022. The Company's head office is located at 3315 Caribou Drive NW, Calgary, Alberta, T2L 0S4 and its registered and records office address is 1250, 639-5th Avenue S.W., Calgary, AB, T2P 0M9.

On May 6, 2022, Fire Creek (Barbados) Ltd. ("FCBL") was incorporated under the Companies Act of Barbados. The purpose of FCBL is to act as a holding company of FCRL Belize Ltd. ("FCRL" or "FCRL Belize") due to a tax treaty with Canada. Upon incorporation, FCBL had 1,000 shares issued and outstanding which are held by 2413017. As a result, FCBL became a wholly-owned subsidiary of 2413017.

FCRL Belize was incorporated on December 10, 2014 under the Companies Act of Belize. On September 9, 2022, 10,000 shares issued and outstanding in FCRL Belize were transferred to FCBL. As a result, FCRL became a wholly-owned subsidiary of FCBL and 2413017.

On January 28, 2020, FCRL entered into a Production Sharing Agreement with the Government of Belize whereas FCRL has been granted the right to exploration and production of petroleum resources in and throughout the contract area.

On June 27, 2022, the Company entered into a non-binding letter of intent ("LOI") with ITOK Capital Corp. ("ITOK"), a capital pool company to negotiate a reverse-takeover transaction ("Qualifying Transaction"). On February 24, 2023, the Company, ITOK and 2494182 Alberta Ltd. ("249") entered into an amalgamation agreement. 249, a wholly owned subsidiary of ITOK, is a company created solely for the purpose of the amalgamation agreement. Under the agreement, the Company and 249 agree to amalgamate and each issued and outstanding share in the Company will be converted into the resulting issuer shares at a rate of approximately 2.8631, resulting in the shareholders of the Company obtaining control of ITOK and thus, constituting a reverse-takeover. Prior to the closing of the Qualifying Transaction, the Company is required to complete a private placement for gross proceeds of \$1,325,000 at a price of \$0.143 per share. As at March 31, 2023, the private placement was completed.

The Company has not generated revenue from operations. The Company incurred operating expenditures of \$17,963 (March 31, 2022 - \$136) and incurred a net loss of \$17,108 (March 31, 2022 - \$61,624) for the three months ended March 31, 2023 and as of that date, the Company's accumulated deficit was \$486,552 (December 31, 2022 - \$469,444). The Company's continuation as a going concern is contingent on the completion of financings to adequately cover the Company's working capital requirements and planned exploration activities. As the Company is in the exploration stage, the recoverability of the costs incurred to date on exploration properties is dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financial resources to complete the exploration and development of its properties and upon future profitable production or proceeds from the disposition of the properties. These conditions indicate a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent upon its ability to raise financing to explore and develop the contract areas.

The recent outbreak of the coronavirus, also known as "COVID-19", has spread across the globe and is impacting worldwide economic activity. Conditions surrounding the coronavirus continue to rapidly evolve and government authorities have implemented emergency measures to mitigate the spread of the virus. The outbreak and the related mitigation measures may have an adverse impact on global economic conditions as well as on the Company's business activities. The extent to which the coronavirus may impact the Company's business activities will depend on future developments, such as the duration of the outbreak,

travel restrictions, business disruptions, and the effectiveness of actions taken in Canada and other countries to contain and treat the disease. These events are highly uncertain and as such, the Company cannot determine their financial impact at this time.

Overall Performance

The Company had a working capital surplus of \$1,105,930 at March 31, 2023 compared to \$72,374 for the year ended December 31, 2022. The increase in working capital is attributable to cash raised in the amount of \$1,050,000 from the issuance of shares pursuant to the amalgamation agreement with ITOK (see “Company Overview” for additional details).

The Company incurred a net loss of \$17,108 for the three months ended March 31, 2023 compared to a net loss of \$61,624 for the three months ended March 31, 2022. In the three months ended March 31, 2022, the Company realized a net loss position due to the settlement of debt, in which a \$57,132 loss was recognized. If the statement of net income (loss) was normalized and this loss on debt settlement was removed, the Company would have incurred a net loss of \$4,492.

During the three months ended March 31, 2023, the Company had a positive cash inflow from financing activities as \$1,050,000 was raised via share issuance. The inflow from financing activities was offset by cash used in operating activities of \$98,262.

Exploration and Evaluation Assets

On January 28, 2020, FCRL entered into a Production Sharing Agreement (“PSA”) with the Government of Belize whereas FCRL has been granted the right to exploration and production of petroleum resources in and throughout the contract area.

FCRL was granted an initial exploration period of two years and, subject to conditions, three successive renewal periods of two years each to the initial exploration period. On March 20, 2020, a Notice of Force Majeure was provided to the Government of Belize, in attempts to contain the spread of COVID-19, which restricted movement and closed borders. On November 22, 2021, FCRL sent a letter to end the Force Majeure Notice effective January 15, 2022, and to resume exploration efforts under the initial exploration period. The initial exploration period expires December 2023.

The following table represents the expenditures incurred on the property during the three months ended March 31, 2023, and 2022:

Balance, December 31, 2021	\$ 219,966
Exploration expenditures	86,291
Currency translation adjustment	18,453
Balance, December 31, 2022	324,710
Exploration expenditures	-
Currency translation adjustment	(270)
Balance, March 31, 2023	\$ 324,440

Chapman Petroleum Engineering Ltd. was engaged to prepare a Reserve and Economic Evaluation report (“REE”) in compliance with NI 51-101, effective April 1, 2022, dated October 11, 2022. This REE report has been prepared and supervised by Qualified Reserves Evaluators. The following information with respect to the property is derived from the REE report and full text of the report will be available on the Company’s Sedar profile at www.sedar.com.

The scope of the report was limited to an analysis of the two existing wells on the property that have been

tested. The full potential of the concession was not addressed in this report. Proved developed reserves of 51 thousand stock tank barrels (“MSTB”) have been assigned for the Company’s gross working interest share (46 MSTB net after royalty), based on the technical data available and under the fiscal regime described in the PSA. The value of proved developed reserves were established to be \$405,000 at a discount rate of 10% per year.

Likewise, proved plus probable reserves of 239 MSTB have been assigned for the Company’s gross working interest share (216 MSTB net after royalty), with a value of \$5,357,000 at a discount rate of 10% per year.

Chapman Petroleum Engineering Ltd. is operating under a permit to practice with the Association of Professional Engineers and Geoscientists of Alberta (“APEGA”) and the parties involved with the preparation of the Chapman Report are Qualified Reserves Evaluators and Auditors under the Canadian Oil & Gas Evaluation Handbook (“COGEH”) and NI 51-101.

Results of Operations

The following table summarizes the Company’s financial results for the three months ended March 31:

	2023	2022	Change	Change
	\$	\$	\$	%
OPERATING EXPENSES				
Consulting fees	3,071	-	3,071	100
Interest and bank charges	943	-	943	100
Office and administrative	148	-	148	100
Professional fees	13,801	-	13,801	100
Travel and entertainment	-	136	(136)	(100)
Total operating expenses	(17,963)	(136)	(17,827)	
OTHER INCOME				
Foreign exchange loss	(381)	(4,356)	3,975	(91)
Interest income	1,236	-	(1,236)	100
Loss on debt settlement	-	(57,132)	57,132	(100)
Net loss	(17,108)	(61,624)	44,516	(72)
Cumulative translation adjustment	394	6,566	(6,172)	(94)
Net loss and other comprehensive loss	(16,714)	(55,058)	38,344	(70)

The Company’s operating expenditures for the three months ended March 31, 2023 increased by \$17,827 as compared with operating expenditures for the three months ended March 31, 2022. The increase is primarily attributable to accounting fees in preparing financial records for the Company in anticipation of the Qualifying Transaction.

During the year ended March 31, 2022, the Company recognized a loss on debt settlement of \$57,132. The Company settled debt of \$250,619 through the issuance of shares of the Company as opposed to \$nil in the three months ended March 31, 2023. In addition, due to fluctuations in the CAD and USD currency, the Company recognized a foreign exchange loss of \$381 and a net loss of \$17,108 as opposed to a loss of \$61,624 in the prior period.

Summary of Quarterly Results

The following financial data, which has been prepared in accordance with International Financial Reporting Standards, is derived from unaudited consolidated condensed interim financial statements for the quarters that were prepared.

The Company is not considered a reporting issuer, and, in accordance with National Instrument 51-102, only the information that has been previously prepared is included herein. See the following table for financial results from the past 5 quarters:

Three months ended,	March 31, 2023	December 31, 2022	September 30, 2022	June 30, 2022	March 31, 2022
	\$	\$	\$	\$	\$
Total assets	1,455,139	500,327	524,746	458,100	223,908
Total revenue	-	-	-	-	-
Non-current financial liabilities	-	-	-	-	-
Net income (loss)	(17,108)	67,873	44,017	(17,621)	(61,624)
Basic and diluted net income (loss) per share	(0.00)	0.01	0.01	(0.00)	(0.05)

The Company's total assets have consistently grown quarter over quarter. Although a slight drop at December 31, 2022 from the prior quarter, due to a decrease in cash by about \$20,000 and fluctuation in exchange rates affecting the mineral properties on translation, the Company's total assets have grown. This is mainly attributed to the Company raising cash proceeds of \$275,000 through share issuance, and exploration expenditures on the Company's asset. During the three months ended March 31, 2023, the company raised cash of \$1,050,000 from the issuance of shares resulting in a large increase in total assets as compared to prior quarters.

The Company experienced a net loss position for the three months ended March 31, 2023 due to operating expenses as compared to a net income position for the three months ended December 31, 2022. In the three months ended December 31, 2022, a gain on debt settlement was recognized of \$186,194 in which \$484,694 of accounts payable was settled through share issuance.

The Company incurred operating expenditures of \$17,963 for the three months ended March 31, 2023, of which can be mainly attributed to accounting fees in preparing financial records for the Company in anticipation of the Qualifying Transaction. In the previous quarter, operating expenditures were offset by a foreign exchange gain recognized on payables due to a fluctuation in foreign exchange rates.

During the three months ended June 30, 2022, the Company incurred roughly \$9,700 for travel expenditures relating to trips to Belize, and roughly \$7,000 incurred to incorporate FCBL.

During the three months ended March 31, 2022, the Company incurred a net loss of \$61,624, as a loss on debt settlement of \$57,132 was recognized. The Company settled accounts payable of \$250,619 for shares issued.

Share Capital

The Company has authorized an unlimited number of Class "A", Class "B", Class "C" and Class "D" shares
{00706002 v1}

for issuance.

Disclosure of Outstanding Share Data

As of March 31, 2023, and the date of this MD&A, the Company has 15,370,736 Class “A” shares issued and outstanding.

The Company has no stock options or warrants outstanding, as of March 31, 2023 and the date of this MD&A.

	Number of Class A Common Shares	Share Capital
Balance at December 31, 2022	8,028,079	881,251
Shares issued for cash	7,342,657	1,050,000
Balance at March 31, 2023	15,370,736	1,931,251

Share capital activity for the three months ended March 31, 2023

On March 15, 2023, the Company issued 7,342,657 shares at a price of \$0.143 per share and completed the private placement required to close the Qualifying Transaction, pursuant to the amalgamation agreement terms with ITOK.

Share capital activity for the three months ended March 31, 2022

On March 5, 2022, the Company issued 4,200,002 Class “A” shares to settle debt of \$250,619. Of these shares issued, 2,666,666 were issued at a deemed price of \$0.057907 per share, 1,433,336 were issued at a deemed price of \$0.06014 per share, and 100,000 issued at a deemed price of \$0.10 per share. The loss on the settlement of debt amounted to \$57,132.

On September 9, 2022, 10,000 issued and outstanding shares in FCRL Belize were transferred from a company owned by the directors of the Company to 2413017. The comparative figures for the three months ended March 31, 2022 reflect the Company’s operations as if the common control transaction took place on January 1, 2022.

Liquidity and Capital resources

The Company had a working capital surplus of \$1,105,930 at March 31, 2023, compared to \$72,374 at December 31, 2022. The increase in working capital is mainly attributed to the cash raised of \$1,050,000 through share issuance.

The Company manages its capital structure and makes adjustments to it effectively support the exploration of exploration and evaluation assets. In the definition of capital, the Company includes as disclosed on its statement of financial position: share capital and deficit.

The Company is dependent on external financing to funds its activities. In order to carry out exploration and development of its exploration and evaluation assets, and to pay for general operating costs, the Company will be using its existing working capital and will raise additional amounts as needed.

Commitments

Under the terms of the PSA, FCRL is obligated to incur minim work expenditures of US\$ 250,000 during the initial exploration period, US\$ 100,000 during the first renewal period, US\$ 2,100,000 during the second

renewal period and US\$ 2,100,000 during the third renewal period.

Cashflows

The Company used \$98,262 in cash for operating activities for the three months ended March 31, 2023 as opposed to \$nil for the three months ended March 31, 2022. The Company had no cash on hand in the same period of the prior year.

During the three months ended March 31, 2023, the Company raised \$1,050,000 for the issuance of shares, in order to adhere to the terms in the amalgamation agreement with ITOK and sustain operations of the Company. These funds will also be used to sustain future operating expenditures.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

Related Party Transactions

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of members of the Company's Board of Directors and corporate officers.

Related Party transactions and balances

As at March 31, 2023, due to related parties balance consists of \$6,311 (December 31, 2022 - \$6,311) for the transfer of FCRL Belize's shares from Fire Creek Capital Incorporated, a company controlled by Allan Albertson and Dean Casorso, to 2413017.

On March 5, 2022, 1,333,333 shares were issued to Allan Albertson, a former director, to settle debt of \$77,209 at a deemed price of \$0.05791 per share.

On March 5, 2022, 1,333,333 shares were issued to Dean Casorso to settle debt of \$77,209 at a deemed price of \$0.05791 per share.

Transactions with related parties are incurred in the normal course of operations and are initially recorded at fair value.

Financial Instruments and Financial Risk Management

The Company, as part of its operations, carries financial instruments consisting of cash and term deposits, accounts receivable and other receivables, accounts payable and accrued liabilities, and due to related parties. It is management's opinion that the Company is not exposed to significant credit, interest, or currency risks arising from these financial instruments except as otherwise disclosed.

Fair value

Fair value represents the price at which a financial instrument could be exchanged in an orderly market, in an arm's length transaction between knowledgeable and willing parties who are under no compulsion to act. The Company classifies the fair value of the financial instruments according to the following hierarchy based on the amount of observable inputs used to value the instrument.

Level 1: Fair value measurements are those derived from quoted prices (unadjusted) in the active market for identical assets or liabilities.

Level 2: Fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (derived from prices).

Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data.

The carrying amount of cash and term deposits, accounts receivable and other receivables, accounts payable and accruals, and due to related parties approximates its fair value due to the short-term maturities of these items.

The Company is exposed to varying degrees to a variety of financial instrument related risks:

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's financial assets consist of cash. The Company's maximum exposure to credit risk, as at the period-end, is the carrying value of its financial assets. The Company mitigates credit risk by holding financial instruments within financial institutions of high creditworthiness.

Interest rate risk

The Company has no debt which would expose itself to fluctuations in interest rates. As a result, interest rate risk is deemed insignificant.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company manages liquidity risk by receiving funds from share capital and cash of the Company in order to meet obligations as they become due. The Company's ability to meet its short-term liquidity requirements is dependent upon its ability to raise financing.

Other risks

Based on management's knowledge and experience of the financial markets, management does not believe that the Company's financial instruments will be affected by foreign exchange risk, price risk or other risk.

Proposed Transactions

Please refer to the section "Company Overview" of this MD&A for a summary of the Company's Qualifying Transaction with ITOK Capital Corp.

Accounting Standards Issued But Not Yet Effective

There are no new accounting standards which will come into effect for annual periods beginning on or after January 1, 2023, that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Critical Accounting Estimates

This MD&A is based on the financial statements which have been prepared in accordance with IFRS. The significant accounting policies and critical accounting estimates are described in Note 4 and 5 of the audited consolidated financial statements for the years ended December 31, 2022 and 2021.

The condensed consolidated interim financial statements have been prepared on a historical cost basis and are presented in Canadian dollars. All amounts are rounded to the nearest dollar. The condensed consolidated

interim financial statements of the Company have been prepared on an accrual basis, except for cash flow information.

The preparation of the Company's condensed consolidated interim financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Additional Information

Additional information about the Company is available on SEDAR at www.sedar.com.

Approval

The Board of Directors of the Company have approved the disclosures contained in this MD&A.