



MANAGEMENT DISCUSSION & ANALYSIS

**FOR THE PERIOD ENDED
AUGUST 31, 2023**

Introduction

The following discussion is management's assessment and analysis of the results and financial condition of Great Atlantic Resources Corp. ("the Company") and should be read in conjunction with the accompanying condensed interim consolidated financial statements for the period ended August 31, 2023 and related notes. The financial information in this MD&A is derived from the Company's condensed interim consolidated financial statements prepared using accounting policies consistent with IFRS and in accordance with International Accounting Standard 34 ("IAS 34") – Interim Financial Reporting.

All monetary amounts are in Canadian dollars unless otherwise specified. The effective date of this MD&A is October 26, 2023.

Additional information regarding the Company and its operations can be obtained from the office of the Company or on SEDAR at www.sedar.com.

Description of Business

Great Atlantic Resources Corp., ("the Company") is an exploration company engaged in exploration and evaluation of resources properties. In this regard, the Company's plan is to acquire properties of merit and take them through the exploration phase and hopefully through feasibility and on to construction and operations.

The Company has been focused on acquiring and exploring mineral properties in the Atlantic Canada region. This region was rich in historical mining with many past producing mines in the region that have seen little to no drilling or modern day exploration programs.

The Company is a reporting issuer in British Columbia and Alberta and its shares are listed on the TSX Venture Exchange under the symbol GR.V.

Overall Performance

The level of the Company's future operations will be determined by the availability of capital resources, which will be derived from the issuance of special warrants and future financings.

The Company has incurred losses since its inception and had an accumulated deficit of \$28,588,156 as at August 31, 2023 which has been funded primarily by the issuance of shares. The Company has no source of operating cash flows and expects to incur further losses in the exploration and development of its mineral properties. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon obtaining additional financing or maintaining continued support from its shareholders and creditors and generating profitable operations in the future.

Activities of the Company are focusing on the development of mineral exploration projects in Atlantic Canada region, primarily through acquisitions.

Private Placement and Share issuance

There were no shares issued during the period ended August 31, 2023.

Accounts Receivable

Included in accounts receivable are amounts due from a company for shared use of office space. As of August 31, 2023, \$32,063 (February 28, 2023 - \$32,063) was receivable from this company.

Deposits and Prepaids

The Company paid a property deposit and had prepayments for exploration and various drill programs. For the period ended August 31, 2023, the Company had \$22,702 (February 28, 2023 - \$22,702) exploration prepayments and deposits.

Marketable Securities

	August 31, 2023 \$	February 28, 2023 \$
Balance, Beginning of the Period	23,406	120,674
Market Securities Received Pursuant to Porcupine Option Agreement	-	143,750
Marketable Securities Sold (at Cost)	-	(93,218)
Fair Value Change of Market Securities	(17,334)	(147,800)
Balance, End of the Period	<u>6,072</u>	<u>23,406</u>

Right-of-Use Assets

The Company recognized lease liabilities under the principles of IFRS 16, Leases. These liabilities were measured at the present value of the remaining lease payments, discounted using the leases' incremental borrowing rate. The lessee's incremental borrowing rate applied to the lease liabilities on January 1, 2023, was set at 5%.

The recognized Right-of-Use Assets was as follows:

	August 31, 2023 \$	February 28, 2023 \$
Balance, Beginning of the Year	402,395	76,592
Add: Right-of-Use Assets	12,060	414,699
Less: Depreciation of Right-of-Use Assets	(44,195)	(88,896)
Balance, End of Period	<u>370,260</u>	<u>402,395</u>
	\$	\$
Lease Liabilities:		
Balance, Beginning of the Year	407,508	62,412
Lease Adjustment	12,060	414,741
Lease Payments	(48,325)	(69,645)
Balance, End of Period	<u>371,243</u>	<u>407,508</u>
Current:	89,030	89,967
Non-Current	<u>282,213</u>	<u>317,541</u>
	<u>371,243</u>	<u>407,508</u>

For the period ended August 31, 2023 \$1,413 (2022 - \$8,507) was recorded as interest expense on lease liabilities.

Exploration Project

Cumulative acquisition and exploration costs incurred by the Company to date on its mineral properties are summarized below.

	Glenelg Property \$	Kagoot Brook \$	Keymet \$	MacDougal Road \$	Mascarene \$	Mount Raymond \$	Porcupine \$
Balance, February 28, 2022	362,010	(39,354)	1,792,008	160,318	613,213	16,084	129,654
Acquisition Costs	10,000	-	-	-	-	-	-
Sale Proceeds	-	-	-	-	-	-	(143,750)
Exploration Costs (Recovery)	42,672	11,477	80,568	9,405	330,968	-	3,815
Balance, August 31, 2022	414,682	(27,877)	1,872,576	169,723	944,181	16,084	(10,281)
Balance, February 28, 2023	495,878	(5,404)	1,974,812	176,727	975,762	27,189	(124,821)
Acquisition Costs	-	-	-	-	-	-	-
Sale Proceeds	-	-	-	-	-	-	-
Exploration Costs	49,601	12,306	70,023	6,235	22,368	-	1,160
Balance, August 31, 2023	545,479	6,902	2,044,835	182,962	998,130	27,189	(123,661)

	Golden Promise/ Trust \$	Pilley's Island \$	South Quarry \$	Mitchell Brook \$	General Exploration \$	Properties Prior to February 28, 2017 \$	Total \$
Balance, February 28, 2022	3,706,230	437,065	665,038	20,615	580,679	2,297,125	10,740,685
Acquisition Costs	-	-	-	-	-	-	10,000
Sale Proceeds	-	-	-	-	-	-	(143,750)
Exploration Costs	553,401	62,149	91,410	-	216,766	-	1,402,631
August 31, 2022	4,259,631	499,214	756,448	20,615	797,445	2,297,125	12,009,566
Balance, February 28, 2023	4,644,665	536,763	789,672	20,615	1,021,390	2,297,125	12,830,373
Acquisition Costs	-	-	-	-	-	-	-
Sale Proceeds	-	-	-	-	-	-	-
Exploration Costs	478,024	49,821	131,457	-	222,283	-	1,043,278
Balance, August 31, 2023	5,122,689	586,584	921,129	20,615	1,243,673	2,297,125	13,873,651

New Brunswick:

Glenelg Vanadium – Antimony – Gold Property, New Brunswick, Canada



On May 6, 2019, the Company acquired, through an option agreement and by subsequent staking, the Glenelg Vanadium Property, located in southwest New Brunswick. Under the terms of the agreement, Great Atlantic may earn in a 100% interest in the property by making certain staged cash payments to the optionor over a five-year period as follows: (i) \$10,000 in cash deposit (paid); (ii) \$15,000 in cash on or before the first anniversary of the approval date (paid); (iii) \$30,000 in cash on or before the second anniversary of the approval date (paid); (iv) \$30,000 in cash on or before the third anniversary

of the approval third anniversary of the approval date; and (v) \$40,000 on or before the fourth anniversary of the approval date; and (vi) \$50,000 on or before the fifth anniversary of the approval date. In July, August and November 2022, the Company made three cash payments of \$5,000 each for a total cash payment of \$15,000.

In the event Great Atlantic exercises, the Option and acquires a 100% right, title and interest in and to the Property, the Optionor shall thereafter be entitled to a 2.0% net smelter return, payable upon the commencement of Commercial Production.

Optionee shall have the right to purchase one-half (50%) of the NSR Royalty from Optionor at any time by payment to Optionor of \$1,000,000, leaving Optionor with a 1.0% remaining NSR Royalty or in stages example \$500,000 for ½ of a percentage.

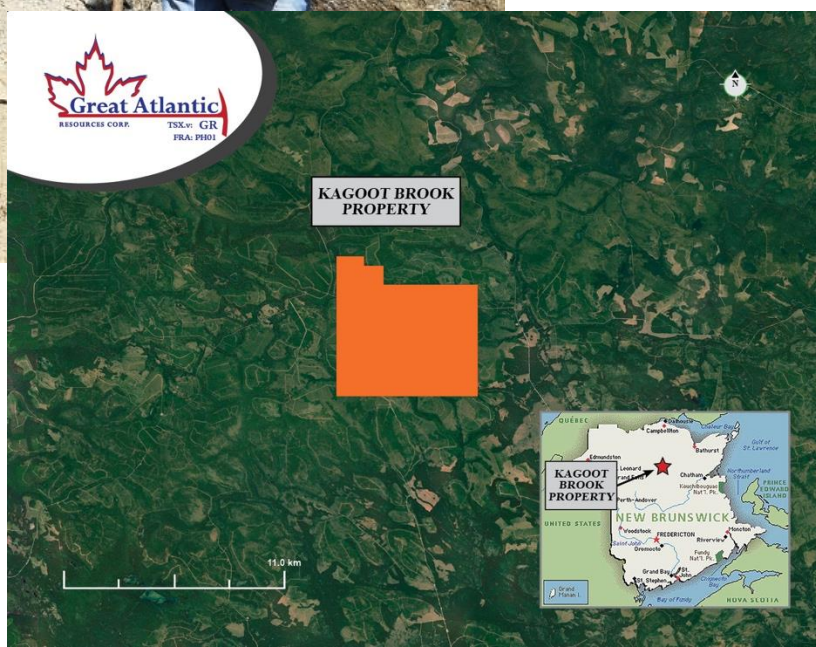
The Glenelg Property covers four mineral claims with a total area of approximately 3,500 hectares. An outcrop grab sample collected by Great Atlantic during 2018 due diligence sampling returned 0.188% V (0.33% V2O5), 10.3% TiO₂ and 25.7% Fe. A Qualified Person collected the sample and verified the sample data. The sample was collected from a layered section of the Bocabec Gabbro. This sample was analyzed by ALS Canada Ltd. by XRF Fusion. During 2019, Great Atlantic conducted prospecting, a magnetic geophysical survey and diamond drilling (three holes). During 2020-2022, Great Atlantic conducted prospecting and rock sampling. A new antimony discovery was made during 2022 during which an outcrop grab sample (1.83 kilograms) from a vein returned 23.4% Sb. The sample was analyzed by ALS Canada Ltd. for gold by fire assay – AA and for 33 elements by four acid digestion and ICP-AES. The high-grade antimony sample was re-analyzed by XRF (following lithium borate fusion). The vein is approximately 0.6 meters wide at the location of the sample. The 2019-2022 programs were supervised by a Qualified Person.



Antimony bearing vein at Glenelg Property (2022 grab sample: 23.4% Sb)

Kagoot Brook Cobalt Property, New Brunswick, Canada

During the year ended February 28, 2018, the Company entered into an option agreement whereby



the Company was granted an option to acquire 100% interest in the Kagoot Brook Cobalt Property located in North-Central New Brunswick. In consideration, the Company agreed to pay the vendor \$15,000 in cash (paid) and issue 15,000 shares fair valued at \$15,000 (issued) within ten days upon regulatory approval. The Company will also make payments to the vendors totaling \$125,000 cash and issue 15,000 in shares over the next four years. During the year ended February 28, 2019, the Company made cash payments of \$15,000 and issued 15,000 shares with a fair market value of \$7,500. During the year ended February 29, 2020, the Company made cash payments of \$30,000. In August 2021, the Company made a cash payment of \$40,000 (\$10,000 of the payment was forgiven).

There is a 2% net smelter royalty payable to the property owner with the Company retaining the right to purchase one percent for \$500,000 upon the commencement of commercial production.

In 2018, the Company entered into an agreement with Explorex Resources Inc. (“Exlorex”) whereby Explorex will acquire a 75-per-cent interest in the Kagoot Brook cobalt project. Explorex conducted geophysical and geochemical surveys and diamond drilling (two holes) on the property during 2018-2019. In January 2020, the option agreement was assigned to Origen Resources and further assigned to Recharge Resources in August 2021.

The Kagoot Brook property is 100 per cent owned by Great Atlantic and is subject to an underlying agreement with a prospecting syndicate. The property consists of one mineral claim with an area of approximately 767 hectares. The agreement for the optionees (Exlorex and subsequently assigned to Recharge Resources) to acquire a 75-per-cent interest in the project is subject to the following terms:

- Cash payment of \$25,000 (received) and issuance of \$75,000 shares upon signing a definitive agreement. In September 2018, the Company received 75,000 shares with a fair market value of \$21,750. A cash payment of \$15,000 was also received in January 2019.
- Issuing \$50,000 in shares of the Optionee at the time on the 12-month anniversary of the definitive agreement; the number of shares to be issued will be based on the 10-day VWAP (volume-weighted average price) immediately prior to the anniversary date. On July 8, 2019, the Company received 197,904 shares of Explorex with a market value of \$49,476.
- Recharge Resources Ltd (a successor optionee to Origen and Explorex) will incur a total expenditure of \$750,000 (including all underlying payments) over a period of four years; of which \$100,000 will be a firm commitment on or before the first anniversary of the definitive agreement. In August 2021, the Company agreed to amend the due date on the fourth anniversary exploration expenditures of \$650,000 an additional 12 months from May 10, 2022 to May 10, 2023. In consideration of the extension Recharge Resources Ltd will issue 500,000 common shares (received).

Recharge Resources terminated the option agreement with Great Atlantic during 2022.

Upon earning 75 per cent of the project, the parties will enter into a joint venture. The terms will provide for a pro rata dilution such that should Great Atlantic's interest drop below 5 per cent, it will revert to a 3-per-cent net smelter return. Recharge Resources Ltd will retain the right to buy back two percentage points at \$1 million for each 1 per cent, or portion thereof. Should Great Atlantic seek to sell any portion of the remaining NSR, Recharge Resources Ltd will retain a first right of refusal.

Great Atlantic conducted prospecting and rock sampling at the Kagoot Brook property during 2021 and 2022, the programs supervised by a Qualified Person.

Keymet Precious Metal – Base Metal Property, New Brunswick, Canada

During the year ended February 28, 2012, the Company completed an option agreement whereby the Company was granted an option to acquire a 100% interest in the Keymet Property, located northwest of Bathurst, New Brunswick. In consideration of the acquisition, the Company agreed to pay the vendor \$50,000 cash (\$30,000 paid) and to issue 25,000 shares (issued) over four years. The property is subject to a 2% NSR with the Company retaining the right to purchase one half of it for \$500,000. In March 2018, the final payment of \$20,000 was paid, and 100% acquisition was completed.



The Keymet Precious and Base Metal Project consists of two mineral claims covering approximately 3,340 hectares and is named after a small past producing mine located on the property. The Keymet area first came to note in 1909. By the late 1940s, the Keymet polymetallic vein was reported to have been traced by drilling over a strike length of 341 meters with an average width of 2.4 meters. By 1954 a shaft had been sunk to a reported depth of 274 meters with drifts established on the 45, 91, and 137-meter levels. Production commenced in 1954 and by 1956, the shaft was down to the 366-meter level. Production ceased in 1956 when a fire destroyed the mine buildings. A total of 64,681 tons @ 0.25% Cu, 2.44%Pb, 2.59% Zn and 0.99 opt Ag was reported to be produced between 1954 and 1956.

The Company conducted a trenching program during July 2015. The trenching program was conducted in the northwest region of the Project, targeting an area approximately 1.3 – 1.6 kilometres northwest of the historic Keymet Mine. Trenching was conducted in the area of the Elmtree 12 base metal and silver – bearing vein occurrence and an area of gold soil anomalies, gold bearing float and gold bearing trench bedrock as discovered by Great Atlantic during 2011 and 2012. A boulder sample collected previously by Company prospectors in this area returned 51 g/t Au. Nine trenches were excavated during 2015. Grab and channel samples of bedrock and grab samples of float in till were collected in some trenches and submitted to ALS Canada Ltd. for multi-element analysis and gold analysis. The samples were analyzed for gold by Fire Assay – Atomic Absorption Spectroscopy (AAS) and analyzed for 33 elements (including silver, lead, zinc, copper, bismuth and molybdenum) by Four Acid, Inductively Coupled Plasma – Atomic Emission Spectroscopy (ICP-AES).

Trench 1 and Trench 6 were excavated at the documented location of the Elmtree 12 vein occurrence. Trench 1 exposed a northwest striking, sulfide-rich vein cutting meta-sediments. The vein appears to be sub-vertical to steeply dipping. Two adjacent 0.50-metre long channel samples were collected across the vein, perpendicular to its strike (samples were approximately 5 centimetres wide and 5 centimetres deep). The first channel sample returned 308 ppm silver (308 parts per million or grams / tonne Ag), 19,400 ppm copper (1.94% Cu) and 15,250 ppm zinc (1.525% Zn) over 0.50 metre length. This sample was elevated in bismuth (280 ppm Bi) and molybdenum (110 ppm Mo). The adjacent parallel channel sample returned 244 ppm Ag, 22,300 ppm Cu (2.23% Cu) and 13,600 ppm Zn (1.36% Zn) over 0.50 metre length. These samples may not represent true width of the vein. Two pieces of mineralized vein float were uncovered at the till – bedrock interface in this trench and west of (up ice direction) the mineralized vein. One piece of float (estimated to be 12 by 10 by 10 centimetres) returned 472 ppm Ag, 51,400 ppm Cu (5.14% Cu) and 76,100 ppm Zn (7.61% Zn). A sample from the second piece of float (approximately 30 by 30 by 20 centimetres) returned 324 ppm Ag, 33,100 ppm Cu (3.31% Cu) and 38,700 ppm Zinc (3.87% Zn).

The Company conducted a diamond drilling program during November 2015 (four holes) in the northwest region of the property, northwest of the historic Keymet Mine. The drilling program tested two base metal and silver bearing vein occurrences, the Elmtree 12 and Elmtree 13 vein occurrences. The Elmtree 13 occurrence is also referred to as the Elmtree Silver Mine. The drilling program consisted of two holes testing the historic Elmtree Silver Mine vein

occurrence and two holes testing the Elmtree 12 vein occurrence. Veins containing zinc, lead and / or copper base metal sulfides were intersected in all four holes. The Elmtree 12 vein occurrence is located approximately 1.4 kilometres northwest of the historic Keymet Mine and 0.5 kilometres north of the historic Elmtree Silver Mine. The two holes at the Elmtree 12 vein occurrence tested under the area of 2015 Trench 1 and included intersections (core length) of 16.68% Zn, 1.11% Cu and 152 g/t Ag over 1.80 meters; 8.68% Zn over 4.28 meters; and 3.28 g/t Au over 2.10 meters.

The Company completed a diamond drilling program (five holes) during 2017 in the northwest region of the Keymet Property in the area of the Elmtree 12 occurrence. The program tested the continuation of zinc, copper and silver bearing veins and gold mineralization intersected during the 2015 diamond drilling and trenching programs. All five holes intersected veins hosting base metal sulphides while three holes also intersected arsenopyrite mineralization. Gold mineralization on the property is associated with arsenopyrite. Drill holes Ky-17-5, 6, 7 and 9 of the 2017 program were drilled in the same area as 2015 holes Ky-15-3 and 4. Each of these four holes intersected base metal bearing veins. Company management is interpreting the main veins at the Elmtree 12 occurrence to be within a steep dipping to vertical vein system striking approximately north-south, with all Great Atlantic drill intersections in this area as of the end of the 2017 program being within an approximately 70 m strike length and shallow (above 100 m vertical depth). Hole Ky-17-6 intersected local arsenopyrite within an approximate 50-meter core length interval appearing to be east to northeast of the main base metal bearing vein zone. Intersections (core length) include 5.42% Zn over 2.75 meters in Ky-17-5; 7.67% Zn, 1.57% Cu and 209 g/t Ag over 4.95 meters in Ky-17-6; and 0.699 g/t Au over 15.48 meters in Ky-17-6.

Hole Ky-17-8, located approximately 80 m southwest of holes Ky-17-5, 6 and 7, tested the down-dip extension of a gold bearing zone discovered by the company in a 2015 trench (channel samples returning 1.1 g/t Au over 4.9 meters). The gold bearing zone in the trench is characterized by minor arsenopyrite in meta-sediments and increased quartz veining. A fault zone is also exposed in the trench hosting base metal and silver mineralization (2015 grab sample returned 8.99% Pb, 1.76% Zn, 0.80% Cu and 237 g/t Ag). The hole intersected veins with base metal sulphides approximately vertically under the trench fault zone. The best intersection in Ky-17-8 is 18.79% Zn, 3.54% Cu, 1.15% Pb and 576 g/t Ag over 1.27 meters (core length).

The Company completed diamond drilling (13 holes) during 2018 in the same areas as the 2015 and 2017 drilling programs (area of Elmtree 12 occurrence). Veins hosting lead, zinc, copper and silver mineralization were intersected. Intersections (core length) include 7.91% Zn and 77.2 g/t Ag over 3.27 meters in Ky-18-10; 4.07% Zn and 1.19% Cu over 5.73 meters in Ky-18-12; 9.04% Zn, 9.19% Cu, 2.16% Pb and 1,158 g/t Ag over 3.00 meters in Ky-18-14; and 12.08% Zn and 59.8 g/t Ag over 4.50 meters in Ky-18-14.



Vein with semi-massive base metal sulfides (sphalerite & chalcopyrite)
In Drill Hole Ky-18-14 at Elmtree 12 Vein System (9.04% Zn, 9.19% Cu and 1,158 g/t Ag over 3.00 meters core length)

The Company completed diamond drilling (10 holes) during 2021 in the northwest region of the Keymet Property, including some holes in the area of the Elmtree 12 and Elmtree 13 vein occurrences and some holes testing other targets. Drill hole Ky-21-25 intersected two near-surface gold bearing intervals (1.53 g/t Au over 0.63 meters core length and 3.17 g/t Au over 0.70 meters core length). west of the Elmtree 12 occurrence. Company management refer to this discovery as the Debler Zone. Drill hole Ky-21-27 intersected the Elmtree 12 base metal – silver bearing vein system, including 3.50% Zn, 3.26% Pb and 48 g/t silver over 0.92 meters core length.

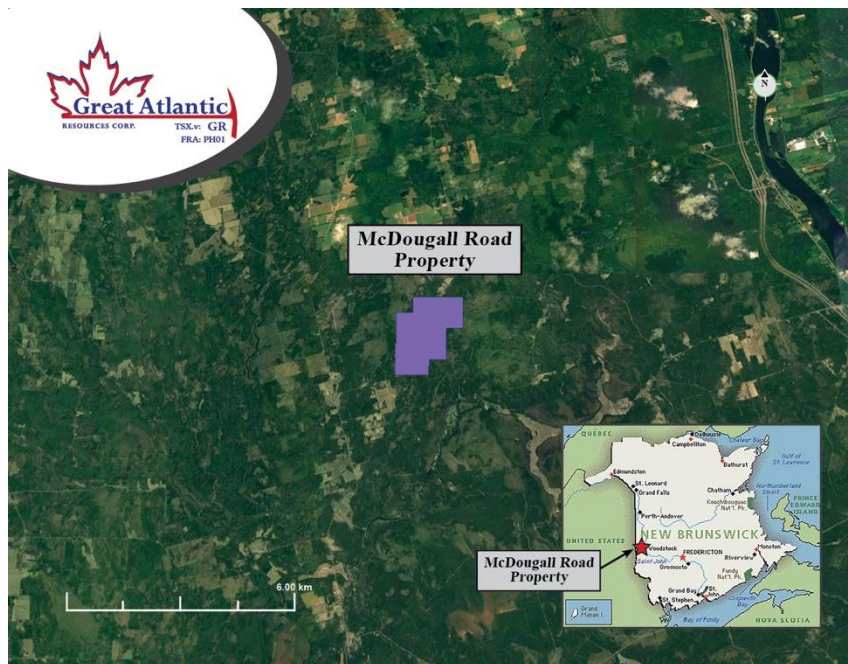
The Company conducted prospecting; rock and soil geochemical sampling; and / or geophysical surveys during 2015 - 2021 in the northwest region of the Keymet Property and prospecting and rock – soil geochemical sampling during 2020-2022 within the west-central region of the Keymet Property. Gold bearing glacial float and outcrop and gold soil anomalies were identified in the west-central region of the property. Highlights for 2022 samples include 1.83 g/t Au for a float sample and 0.98 g/t Au for an outcrop grab sample representing a new gold discovery. The combined 2021-2022 soil sampling identified a zone of gold anomalies approximately 500 meters by 200-500 meters of which 39 of 44 samples within the zone returned anomalous gold values in the 0.005-0.067 ppm range.

A Qualified Person supervised the 2015-2022 exploration programs at the Keymet Property and verified the sample data.

McDougall Road Antimony – Gold Property, New Brunswick, Canada

During the year ended February 28, 2013, the Company entered into an option agreement whereby the Company was granted an option to acquire a 100% interest in the Antimony Property located in Western New Brunswick. In consideration of the acquisition, the Company agreed to pay the vendor \$30,000 cash and to issue 15,000 shares (issued) over two years.

In May 2019, the Company issued 60,000 common shares for the settlement of the \$30,000 payable. This completed the 100% acquisition.

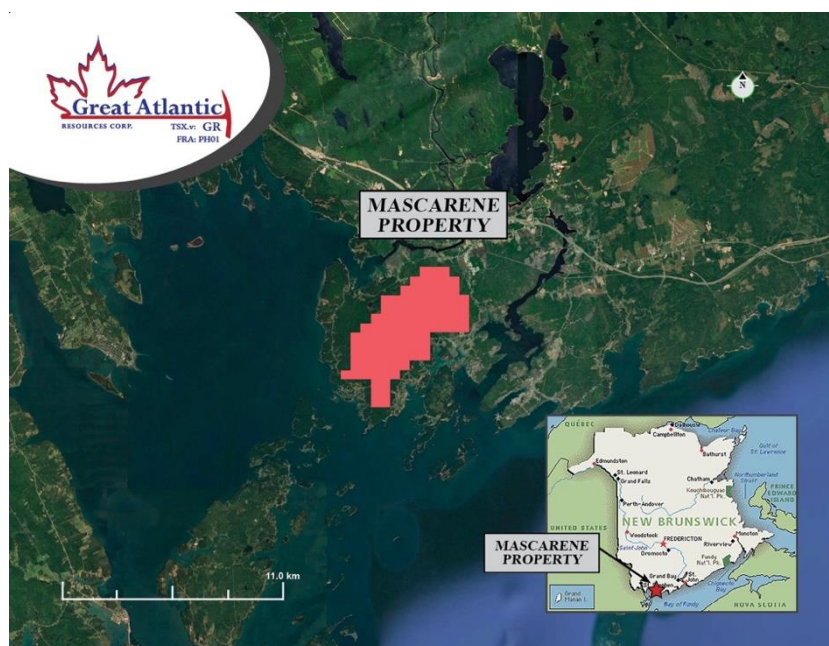


The property consists of one mineral claim and covers an area of approximately 330 hectares. Antimony bearing veins (stibnite) have been reported in the central part of the property in the area of the Woodstock Fault, a northeast trending, regional scale structure. This fault separates Cambro-Ordovician metasediments and mafic and felsic volcanics to the east side of the fault and Ordovician-Silurian age calcareous metasediments and limestones to the west. The Woodstock fault trends into the Gold-Antimony occurrence at Golden Ridge (located 13 kilometres from the McDougall Road property). In the late 1990s Freewest Resources reported a sample of an antimony bearing vein in the central region of the McDougall Road property to return 11.6% Sb. The Company has not verified this reported vein.

The Company collected 219 soil samples during 2015 in the central region of the property. A total of 122 samples were submitted to ALS Canada Ltd. for analysis during 2015. These samples were from alternate traverses, including all samples from 5 traverses. The samples were analyzed for antimony by four acid and Inductively Coupled Plasma - Mass Spectrometry (ICP-MS). Thirty-one of the samples were also analyzed for gold by Fire Assay and Atomic Absorption Spectroscopy (AAS). The analytical results for these 122 samples define a narrow, approximate north to northeast trending zone of antimony soil anomalies. This zone covers a north - south distance of at least 800 metres and includes the area of an antimony bearing vein as reported by Freewest Resources. Analytical high values for these samples are 13.6, 23.8 and 62.8 ppm Sb. This zone is narrow varying from single sample antimony anomalies on two lines to multiple anomalous samples within 75 – 100-meters wide intervals on three lines. Three of the six soil samples from the southern - most traverse returned anomalous values of 5, 7 and 17 ppb Au. A Qualified Person supervised the 2015 sampling program and verified the sample data.

The Company conducted prospecting and magnetic and VLF-EM geophysical surveys at the McDougall Road Property during 2019. The Company also submitted 40 soil samples from the 2015 soil geochemical survey to ALS Canada Ltd. during January 2020. The samples were analyzed by the same methods as the 2015 analysis. The analyses further defined the zone of antimony anomalies with high values of 11.6 and 12.15 ppm Sb. The analyses revealed a few single-sample gold anomalies with up to 0.033 ppm Au. A Qualified Person supervised the submission of these soil samples to ALS Canada Ltd. The Company also conducted prospecting and rock geochemical sampling at the property during 2015-2022. The 2015 to 2022 programs were supervised by a Qualified Person.

Mascarene Precious Metal – Base Metal Property, New Brunswick, Canada



During the year ended February 28, 2018, the Company entered into an option agreement whereby the Company was granted an option to acquire a 100% interest in the Mascarene property located in New Brunswick. In consideration, the Company agreed to pay the vendor \$15,000 (paid) in cash within ten business days upon signing of the agreement. The Company will also make payments to the vendors totaling \$185,000 cash over the next five years. In February 2019, the Company made cash payments totaling \$25,000. For the fiscal year ended February 29, 2020, the Company made cash payments totaling \$30,000. In May 2020, the Company made payments totaling \$30,000. In February 2021, the Company made a further payment of another \$30,000.

There is a 2% net smelter royalty payable to the property owner with the Company retaining the right to purchase one percent for \$1,000,000 upon the commencement of commercial production.

The Mascarene Property consists of five mineral claims and covers an area of approximately 2,165 hectares. Multiple mineral occurrences with gold, silver, cobalt, copper, nickel, zinc and / or lead are reported within the property, some with reported underground workings dating back to the 1800s.

The Company conducted prospecting and rock / soil geochemical sampling within the Mascarene property during 2018 - 2022. Zinc-lead-silver mineralization in rubble was located near historic workings at the Simpson Prospects Occurrence in the west region of the property. Rock samples collected by the Company during 2018 from rubble near historic workings at this reported occurrence returned 12.35% Zn, 4.34% Pb and 41 g/t Ag; and 12.6% Zn. A rubble sample collected during 2020 in the southern region of the property near historic workings at the Wheal Louisiana Occurrence returned 6.19% Cu and 0.40 g/t Au. Soil samples collected by the Company during 2018 and 2019 near the Simpson Prospects Occurrence returned anomalous values for zinc and lead. The Company verified polymetallic copper-nickel-cobalt-gold mineralization in rubble near historic workings at the Oliver-Cameron Mine Occurrence in the east region of the property. Seven rock samples collected by the Company during 2018 from rubble near historic workings at this reported occurrence returned 1.84 – 5.02% Cu and up to 2.01 g/t gold, 0.22% Ni and 0.14% Co. The Company has not verified other reported mineral occurrences within the property. A Qualified Person supervised these 2018 - 2022 programs and verified the sample data. Rock and soil samples were analyzed by ALS Canada Ltd. for gold by Fire Assay – AA and for 33 elements by four acid digestion and ICP-AES.

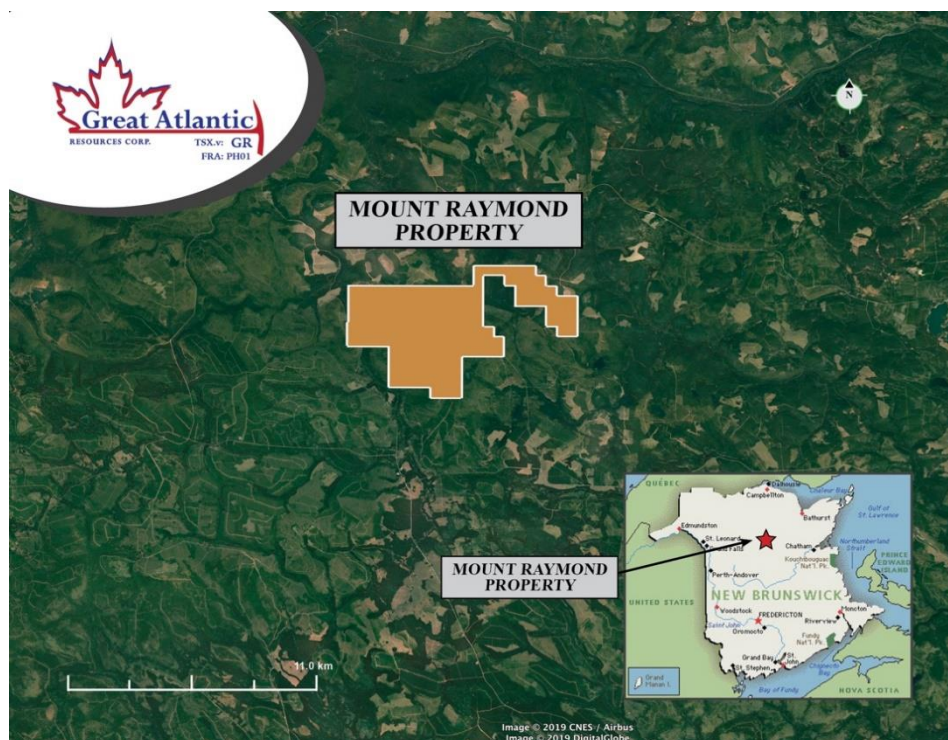
The Company conducted diamond drilling at the property during 2021 and 2022 (9 holes). Drilling within the southern region of the property near historic workings at the Wheal Louisiana mineral occurrence intersected copper mineralization and anomalous levels of gold, silver, cobalt and / or nickel. Significant intersections (core length) include 6.74% Cu, 0.627 g/t Au, 34.5 g/t Ag, 212 ppm Ni and 194 ppm Co over 0.40 meters in MA-22-5 and 2.07% Cu over 0.98 meters in MA-22-9. The drill core samples were submitted to ALS Canada Ltd., being analysed for gold by Fire Assay – AA and for 33 elements by four acid digestion and ICP-AES. A Qualified Person supervised the 2021 and 2022 drilling programs and verified the sample data.

Mount Raymond Cobalt Property, New Brunswick, Canada

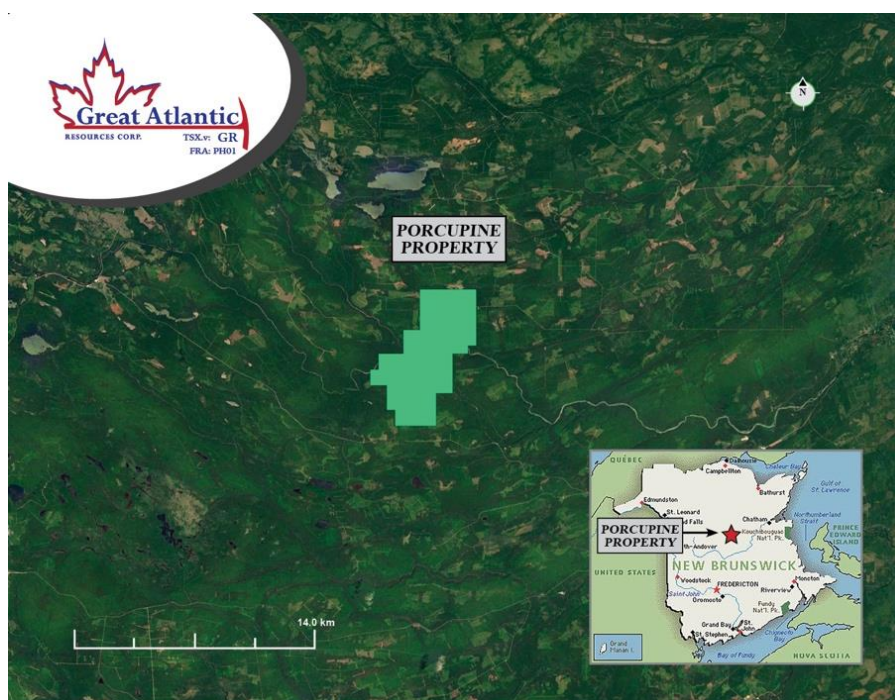
During the year ended February 28, 2018, the Company staked a Mineral claim in northern New Brunswick, referred to as the Mount Raymond Property.

The Mount Raymond Property covers an area of approximately 175 hectares. Cobalt, copper, nickel and vanadium mineralization is reported within gabbro at one location within the property. A historic (2011) diamond drill hole

was reported to intersect 0.43% Cu, 0.12% Ni and 0.11% Co over 1.65 meter core length; 0.18% Co over 1.0 meter core length; and 0.21% V₂O₅ over 1.0 meter core length. The Company has not verified this reported mineralization. The Company conducted very limited prospecting and rock sampling at the property during 2019 and 2022, the programs being supervised by a Qualified Person.



Porcupine Precious Metal – Base Metal – REE Property, New Brunswick, Canada



During the year ended February 28, 2011, the Company executed an option agreement to earn up to a 100% undivided interest in the Porcupine-Upper Miramichi Rare Earth Property located in New Brunswick. In consideration of the acquisition, the Company agreed to pay the vendors \$6,000 upon signing of the agreement (paid), and an additional cash payment of \$6,000 within 8 working days of the date of the agreement (paid). The Company also agreed to undertake to spend total minimum work commitments on the property of \$120,000 over the next five years and to make payments to the vendors of \$110,000 over the next five years (paid). Upon completion of the minimum work commitments and payments above, the Company earned a 100% undivided ownership interest in the property.

During the year ended February 29, 2012, the Company entered into an option agreement with Explorex Resources Inc. (Explorex) whereby Explorex was granted an option to acquire up to an 85% interest in the property. To earn an initial 70% interest, Explorex was required to make total cash payments of \$180,000 (\$25,000 received), issue a

total of 850,000 common shares (150,000 common shares received) to the Company, and incur exploration expenditures of \$1,000,000 over three years. A further 15% can be earned after completion of a bankable feasibility report. This agreement was terminated during the year ended February 28, 2015.

During the year ended February 28, 2017, the Company signed an amended option agreement with the vendors, whereby both parties agreed to extend the fourth anniversary option payment originally due on October 12, 2015 to June 12, 2017. As part of this agreement, the Company agreed to issue an additional 10,000 common shares fair valued at \$10,000 to the vendors.

During the year ended February 28, 2018, the Company entered into an option agreement with Fort St James Nickel Corp. ("FTJ") to sell the Porcupine Property. In March 2022, the agreement was revised to amend payments dates for the second, third and fourth anniversary payments to October 31, 2022. Under the terms of the option agreement, FTJ is required to make the following payments to earn a 100% interest in the property: (i) a payment of \$15,000 cash (received) and 500,000 common shares valued at \$107,500 at the time of grant within five days of the approval date (received); (ii) a cash payment of \$20,000 (received) and \$75,000 (received shares with a fair market value of \$43,359) in common shares on or before the first anniversary of the approval date; (iii) a cash payment of \$20,000 and \$75,000 in common shares on or before October 31, 2022; (iv) a cash payment of \$20,000 and \$75,000 in common shares on or before October 31, 2022; and (v) a cash payment of \$75,000 and \$200,000 in common shares on or before October 31, 2022. FTJ is also required to spend \$1,000,000 in exploration expenditures on the property over a four-year period with a minimum of \$150,000 each year. In June 2022, the Company recorded receipt of 875,000 shares of FTJ with a fair market value of \$143,750. Additionally in September 2022, the Company received three cash payments, totalling \$115,000.

The property consists of one mineral claim covering approximately 1,290 hectares. The Company completed a soil geochemical program in 2011 confirming Heavy and Light Rare Earth Elements (HREE and LREE) anomalies within the property.

Geophysical and geochemical surveys completed in 2011 identified a strong chargeability anomaly in the northern region of the property 75 to 100 meters in width, 600 meters in length and open to the east. Follow-up "B" horizon soil geochemistry outlined a coherent Lead (Pb) - Zinc (Zn) anomaly of up to 600 parts per million (ppm) Pb + Zn lying immediately downslope of the Induced Polarization (IP) anomaly.

The company completed a trenching program in the northern region of the property in 2012. A base metal and silver bearing mineralized shear zone was exposed in one trench referred to as the Line 4W Trench. The maximum observed zone width is 4.5 meters and within a few meters along strike this narrows to 1.5 meters. Channel samples were taken from the shear zone. One channel across the zone returned 1.88 % Zn, 0.88% Pb, 0.16% Cu and 11.1g/t Ag / 1.4 meters. Another 1 metre channel sample across the zone returned 5.48% Zn, 1.08% Pb, 0.36% Cu and 10.8 ppm Ag.

Significant channel samples from the Line 4W trench include:

Sample #	Width meters	Ag-g/t	Cu-ppm (%)	Pb - %	Zn-ppm (%)	Bi-ppm
T4W- 1	1.4	11.1	1640 (0.16)	0.88	18800 (1.88)	21
T4W- 2	4.6	7.86	2300 (0.23)	0.67	7500 (0.75)	8.6
T4W- 3	1.0	10.8	3650 (0.37)	1.08	54800 (5.48)	14



Fort St James Nickel completed a diamond drilling program during 2018 (four holes) in the northern region of the property, testing under the Line 4W trench.

Newfoundland

Golden Promise Gold Property, Newfoundland, Canada

During the year ended February 28, 2017, the Company entered into an option agreement whereby the Company was granted an option to acquire a 100%

interest in the Golden Promise Property in Newfoundland and Labrador. The property encompasses 14 Mineral Licenses (16,525 hectares) located near the Town of Badger in central Newfoundland. In consideration, the Company agreed to pay the vendor \$35,000 in cash within three business days upon signing of the agreement (paid) and to issue 833,333 common shares valued at \$50,000 upon regulatory approval (issued). The Company will also make payments to the vendors totalling \$485,000 cash (\$65,000 paid in 2018) and issue \$450,000 in shares (\$50,000 issued in 2018) over the next four years. In July 2018, the Company paid \$125,000 and in August 2018 issued \$50,000 equivalent shares. On July 9, 2019, the Company issued 25,000 shares with a market value of \$85,000 and paid \$145,000 in cash on July 31, 2019. The Company also issued 8,000 in July 2019 with a market value of \$4,800 as a finder fee. On March 12, 2020, the Company issued 360,000 shares with a market value of \$108,000 and on July 31, 2020 paid \$150,000 in cash. In addition, the Company is required to spend a minimum of \$500,000 in expenditures on the property by July 05, 2020. Upon completion of the minimum work commitments and payments above, the Company will earn a 100% undivided ownership interest in the property.

There is a 2% to 2.5% net smelter royalty payable to the property owner with the Company retaining the right to purchase one percent for \$1,000,000. The Company will pay the property owner annual royalty advance of \$20,000 commencing on the 7th anniversary and each subsequent year. All royalty payments contributed will be credited towards the royalty due to the property owner.

The Company also agreed to issue 25,000 common shares fair valued at \$15,000 as finders' fee; 17,000 common shares with a fair value of \$10,200 was issued in the year ended February 28, 2017.

The Company conducted prospecting and soil and rock geochemical sampling during 2017-2022 in various regions of the Golden Promise Property. Gold soil anomalies were identified in various regions. The Company conducted trenching during 2017 in the northern region of the property at the Jaclyn Zone and diamond drilling programs during 2019 (11 holes totalling 1,067 meters) at the Jaclyn Main Zone, during 2020 (3 holes totalling 472 meters) at the Jaclyn North Zone and during 2021 at the Jaclyn Main and Jaclyn North Zones (8 holes totalling 848 meters) and Otter Brook Zone (12 holes totalling 1,651 meters). Two 2019 holes were stopped prematurely before reaching the target depth. Some float samples from the 2017 trenches returned high grade gold, including assays of 163.9, 208.5 and 332.6 g/t gold (Total Pulp Metallics Fire Assay by Eastern Analytical Ltd.). The Jaclyn Zone consists of the Jaclyn Main, Jaclyn North, Jaclyn South and Jaclyn East Zones. Qualified Persons supervised the 2017-2022 programs and verified sample data.

The property hosts multiple gold-bearing quartz vein zones and zones of gold-bearing float boulders, some with reported historic high-grade gold including up to 327.97 g/t Au over 0.40 meters in drill core (Jaclyn Main Zone) and float samples of 335.9 g/t Au and 353.4 g/t Au. Gold bearing veins are documented at the Jaclyn Zone (Jaclyn Main, Jaclyn North, Jaclyn South, Jaclyn West and Jaclyn East Zones) in the northern region of the property; the Shawn's Shot vein in the central region of the property; and the Linda / Snow White and Gabbro Zones in the southern region of the property. The majority of historic work, including multiple diamond drilling programs, was conducted at the Jaclyn Zone. Gold recovery from a 2,241-tonne bulk sample collected in 2010 at the Jaclyn Main Zone was reported to average 4.47 g/t Au.

Visible gold was noted in quartz veins in multiple holes from the 2019 and 2021 drill holes at the Jaclyn Zone. Gold bearing 2019 and 2021 drill intersections (core length) at the Jaclyn Main Zone included:

- **GP19-137: 12.37 grams per tonne (g/t) /t gold over 1.90 meters.**
- **GP19-138: 113.07 g/t gold over 0.55 meters & 93.96 g/t gold over 0.27 meters.**
- **GP19-139: 15.80 g/t gold over 2.70 meters.**
- **GP19-140: 2.30 g/t gold over 25.25 meters.**
- **GP19-144: 61.35 g/t gold over 2.04 meters.**
- **GP19-145: 14.49 g/t gold over 1.52 meters.**
- **GP21-149: 238 g/t gold over 0.40 meters**
- **GP21-151: 56.8 g/t gold over 0.75 meters and 101.4 g/t gold over 0.40 meters**
- **GP21-153: 57.1 g/t gold over 0.65 meters and 6.26 g/t gold over 4.65 meters**

Drill hole GP21-156 at the Jaclyn North Zone intersected a quartz vein with visible gold of which a 0.41 meters core length sample returned 30.6 g/t gold.



Quartz Vein in GP-21-149 with Visible Gold (238 g/t gold over 0.40 meters core length)

The Otter Brook Occurrence is located within the east region of the Golden Promise Property. A 2020 outcrop grab sample collected by the Company at this occurrence returned 5.75 g/t gold (analysis by fire assay – AA at Eastern Analytical Ltd.). Gold-bearing intersections (core length) from the 2021 drilling program at the Otter Brook Occurrence include the following:

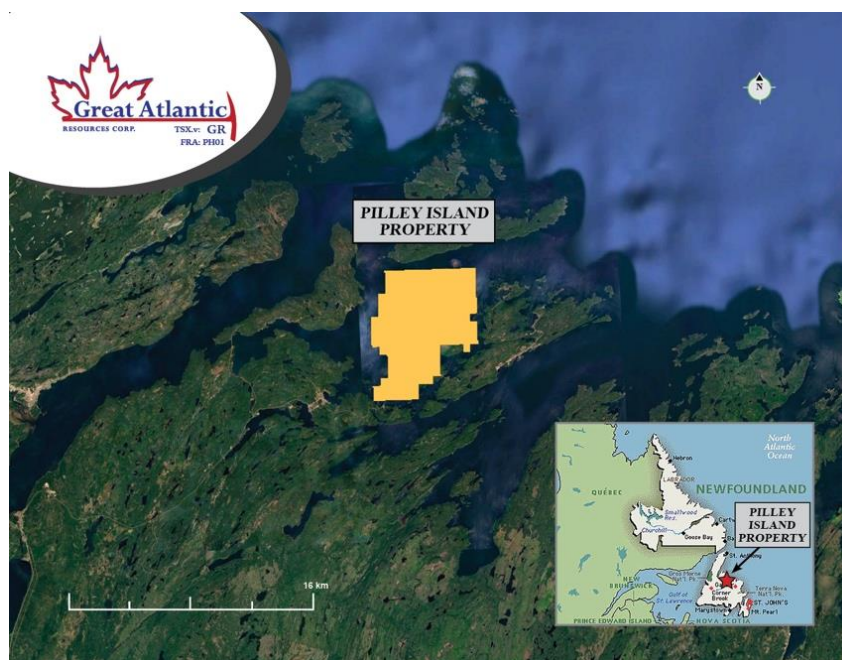
- OB21-1: 1.20 g/t gold over 0.30 meters
- OB21-3: 2.39 g/t gold over 0.34 meters
- OB21-8: 1.14 g/t gold over 0.57 meters
- OB21-9: 4.94 g/t gold over 0.50 meters

The drill core samples from the 2019-2022 drilling programs were analyzed at Eastern Analytical Ltd. Samples of main quartz veins and quartz veined zones were analyzed by the Total Pulp Metallics Fire Assay method. Some samples of meta-sediment with +/- quartz veins were assayed for gold by Fire Assay – AA. Samples were also analyzed for 34 elements by four acid digestion and ICP-OES. Blank and standard samples were included in the sample submissions to Eastern Analytical. Duplicate analysis was conducted for some samples.

The Company reported a National Instrument 43-101 mineral resource estimate for the Jaclyn Main Zone during late 2018 (News Release of December 6, 2018; and Sedar-filed National Instrument 43-101 Technical Report on the Golden Promise Property, Central Newfoundland (revised), dated December 4, 2018 by Mr. Greg Z. Mosher (M.Sc. App., P.Geo.) and Mr. Larry Pilgrim (B.Sc., P.Geo.). The report stated a total inferred mineral resource of 357,000 tonnes at 10.4 g/t gold (uncapped) at a 1.1 g/t gold cutoff for the Jaclyn Main Zone (119,900 oz. gold (uncapped)).

Pilley's Island Precious Metal – Base Metal Property, Newfoundland, Canada

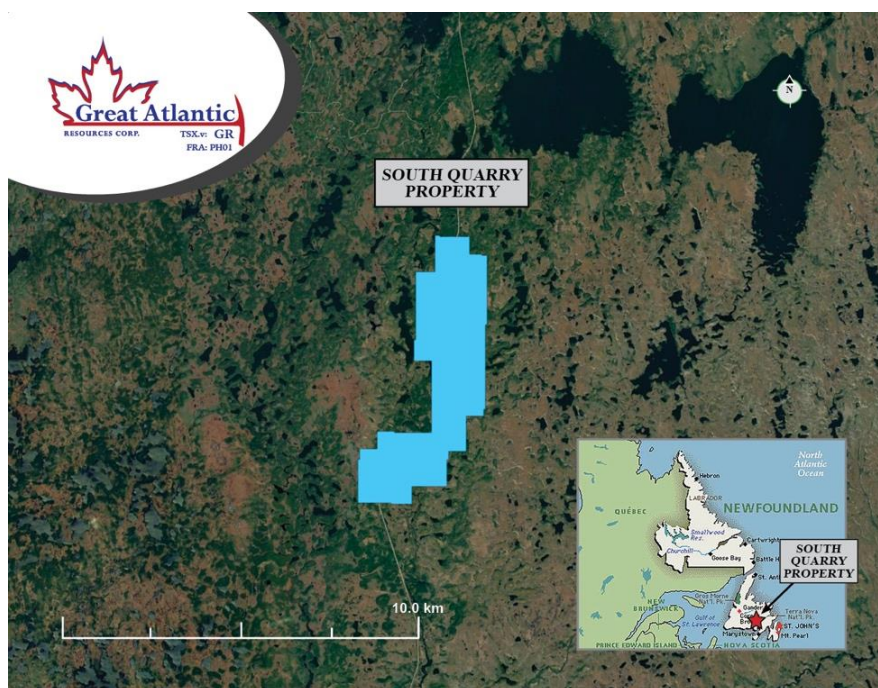
During the year ended February 28, 2018, the Company entered into an option agreement with Unity Resources Inc. (“Unity”) under which the Company may acquire 100% interest of mining claims comprising the Pilley’s Island Project, the Southern Golden Promise Project (part of the Golden Promise Project) and the Point Leamington Project located in central Newfoundland. In consideration, the Company agreed to issue 100,000 shares fair valued at \$100,000 (issued) to the vendor within ten days upon regulatory approval. The Company will also make payments to the vendors totaling \$80,000 cash payments over five years or issue shares in equivalent value. On March 12, 2020, the Company issued 112,000 common shares with a market value of \$33,600.



The property consists of eight mineral licences covering an area of 1,875 hectares and hosts the historic Pilley’s Island Mine, which operated during the 1890s and early 1900s. Great Atlantic’s focus has been the precious metal - base metal Bull Road showing, located in the south region of the property. A trench excavated in 2017 at this showing exposed sulfide mineralization over a northwest-southeast length of 130m with a width varying between 1-7m. The Bull Road Showing is a polyolithic slump breccia of volcanogenic massive sulphide mineralization containing massive sulphide clasts up to greater than a metre in length. The Company collected bedrock grab and channel samples during 2017 at this trench. The best channel sample from the trench was 15.4% Zn, 6.6% Pb, 4.66% Cu, 111.5 g/t Ag and 1.0 g/t Au over a 1.05m length. The channel samples were collected across selected clasts at generally right angles to the long dimension of the clasts. Bedrock grab samples from the trench returned up to 40.8% Zn, 20.0% Pb, 8.38% Cu, 148.1 g/t Ag and 2.2 g/t Au. Qualified Persons supervised the 2017 sampling and verified the sample data. The samples were analyzed at Eastern Analytical in Springdale Newfoundland. The samples were analyzed for gold by Fire Assay – atomic absorption (AA); and for copper, lead, zinc and silver by multi-acid digestion and AA and / or ICP-OES.

The Company conducted prospecting and rock / soil geochemical sampling on the Pilley’s Island property during 2018 – 2022, the work supervised by a Qualified Person.

South Quarry Tungsten Property, Newfoundland, Canada



During the year ended February 28, 2013, the Company entered into an option agreement whereby the Company has been granted an option to acquire a 100% interest in the South Quarry tungsten property. In consideration of the acquisition, the Company agreed to pay the vendor \$135,000 cash (paid) and to issue 850,000 shares (issued) over four years. The Company earned a 100% interest in the property.

The property is situated 85 kilometres south of Bishops Falls in east-central Newfoundland and covers an area of 1,925 hectares (seven mineral licences). The prospect includes two separate tungsten occurrences – the South Quarry which consists of scheelite bearing quartz-feldspar-mica (pegmatite) veins and the Camp Ten showing with reported stratiform

scheelite in thin calc-silicate horizons within meta-sediments.

Exploration work in the area was primarily carried out by Kidd Creek Mines during the period 1983 to 1986. They conducted extensive ground magnetic, VLF-EM and IP surveys as well as till geochemistry, glacial studies, mapping, UV prospecting, stripping/trenching and 1,068 meters of diamond drilling in the two target areas, discovering tungsten mineralization. Since that time, little exploration work has been done in the area until that of Great Atlantic.

The Company employed the CARDS (Computer Aided Resource Detection System) technology, to further define potential Tungsten exploration targets on the property. This technology was developed by DIAGNOS Inc. a leader in the use of artificial intelligence and advanced knowledge-extraction techniques and makes possible the identification of sites having the same signature as known mineralized occurrences. DIAGNOS uses its proprietary technology to analyze geological, geophysical and geochemical to enable the identification of patterns hidden in the large amount of data each customer owns.

The Company conducted prospecting and rock / soil geochemical sampling on the property during 2015. The soil samples were submitted to ALS Canada Ltd. for tungsten analysis by Lithium Metaborate Fusion and Inductively Coupled Plasma – Mass Spectrometry (ICP-MS). Soil samples from multiple regions of the property returned anomalous tungsten values including some samples exceeding 100 parts per million (ppm) tungsten. A soil sample from the southern region of the property returned 1,380 ppm tungsten. Tungsten mineralization was confirmed in rubble and bedrock at two close-spaced quarries (including the South Quarry) in the northern region of the property during the 2015 rock sampling program. Multiple grab samples of quarry rubble returned greater than 5% WO₃.

The Company conducted trenching (seven trenches) during 2016 in the northern region of the property, north to northeast of the South Quarry. Till and rock grab samples from multiple trenches returned anomalous values in tungsten with some rock samples exceeding 1,000 ppm WO₃. Tungsten bearing veins were exposed in at least four trenches.

The Company conducted additional prospecting and rock / soil geochemical sampling during 2017 – 2022. Tungsten bearing veins were located at a new location in the northeast region of the property during the 2019 program. Qualified Persons supervised the 2015-2019 programs and verified sample data.

Southwest Golden Promise Gold Property, Newfoundland, Canada

The Southwest Golden Promise Property is located within central Newfoundland. The property was acquired by staking during 2019 and 2020 and consists of two mineral licences covering an area of 1,750 hectares and is located adjacent to and west of the southeast boundary of the Company's Golden Promise Property. The property covers an area of reported historic gold soil anomalies (up to 7.6 g/t gold reported) and reported historic gold bearing quartz float samples (up to 6.7 g/t gold). The Company conducted preliminary prospecting on the property during 2019 in the area of the reported gold soil anomalies and gold bearing float. A composite sample of multiple pieces of quartz vein rubble returned 3.1 g/t gold. The Company conducted additional prospecting and rock sampling at the property during 2021 and 2022. The work was supervised by a Qualified Person.

East Golden Promise Gold Property, Newfoundland, Canada

The East Golden Promise Property is located within central Newfoundland. The property was acquired by staking during 2020. It consists of one mineral licence covering an area of 1,125 hectares and is located adjacent to and east of the Company's Golden Promise Property. The Company conducted prospecting and rock – soil sampling at the property during 2021 and 2022. Rock and soil samples from the east region of the property returned anomalous gold values. The soil and rock samples were analyzed by Eastern Analytical Ltd. for gold by fire assay – AA and for 34 elements by four acid digestion and ICP-OES analysis. A Qualified Person supervised the exploration programs.

West Golden Promise Gold Property, Newfoundland, Canada

The West Golden Promise Property is located within central Newfoundland. The property was acquired by staking during 2020. It consists of one mineral licence covering an area of 1,425 hectares and is located adjacent to and west of the Company's Golden Promise Property. The Company conducted prospecting and rock sampling at the property during 2021 and 2022.

South Golden Promise Gold Property, Newfoundland, Canada

The South Golden Promise Property is located within central Newfoundland. The property was acquired by staking during 2020. It consists of one mineral licence covering an area of 450 hectares and is located adjacent to and south of the Company's Golden Promise Property. The Company conducted prospecting and rock sampling at the property during 2021 and 2022.

Coronation Copper – Molybdenum – Gold Property, Newfoundland, Canada

The Coronation Property is located within central Newfoundland. The property was acquired by staking during 2020. It consists of one mineral licence covering an area of 500 hectares. Two molybdenum – copper – gold – silver mineral occurrences are reported within the property. The Company has not verified these occurrences. The Company conducted prospecting and rock sampling during 2022 at the property.

Lynx Gold Property, Newfoundland, Canada

The Lynx Property is located within central Newfoundland. The property was acquired by staking during 2020. It consists of one mineral licence covering an area of 1,525 hectares. The Company conducted prospecting and rock – soil sampling at the property during 2021 and 2022.

Golden Trust Gold Property, Newfoundland, Canada

The Golden Trust Property is located with central Newfoundland. The property was acquired by staking during 2019. The property consists of one mineral licence and covers an area of 2,400 hectares. The southern boundary of the property is located 1 kilometer north of the northeast region of the Valentine Gold Project of Marathon Gold Corp. The Company conducted prospecting and rock – soil sampling during 2020 and 2022 at the property. The work identified gold soil anomalies within the northern region of the property (up to 72 parts per billion). The rock and soil samples were analyzed by Eastern Analytical Ltd. for gold by fire assay – AA and for 34 elements by four acid digestion and ICP-OES. A Qualified Person supervised the exploration programs and verified the sample data.

Point Leamington Precious Metal – Base Metal Property, Newfoundland, Canada

During the year ended February 28, 2018, the Company entered into an option agreement with Unity Resources Inc. (“Unity”) under which the Company may acquire 100% interest of mining claims comprising the Point Leamington Project, Pilley’s Island Project and the Southern Golden Promise Project (part of the Golden Promise Project) located in central Newfoundland.

The Point Leamington Property is adjacent to and partially surrounds a mining lease owned by Callinex Mines Inc. The Callinex mining lease hosts the Point Leamington zinc-copper-silver-gold volcanogenic massive sulfide deposit. The Point Leamington Property consists of five mineral licences covering an area of 500 hectares. The Company conducted prospecting and rock – soil sampling at the property during 2020 – 2022.

Results of Operations

<i>Period Ended August 31, 2023 and 2022</i>	August 31, 2023 \$	August 31, 2022 \$		
Financial results:				
Net Loss for the Period	(1,588,994)	(1,842,911)		
Basic and Diluted Loss per Share	(0.03)	(0.06)		
Balance Sheet Date				
Cash	450	90,208		
Total Assets	1,718,076	1,787,923		
Shareholders' Equity	(895,216)	1,525,532		
<i>Administrative and General Expenses:</i>	Three Months Ended August 31, 2023 \$	Six Months Ended August 31, 2022 \$		
Accounting, Audit and Legal	28,500	43,659	36,000	81,348
Advertising, Marketing and Investor Relations	32,000	87,250	62,556	206,783
Bank Charges	107	1,240	173	1,291
Consulting	-	1,750	-	1,750
Depreciation	62,229	62,504	124,772	125,008
Exploration	580,975	536,780	1,043,278	1,268,881
Insurance	9,000	-	11,438	11,803
Interest	13,953	6,931	17,495	11,850
Management	60,900	60,900	121,800	121,800
Office and Administration	107,759	63,728	213,928	128,310
Regulatory Fees and Transfer Agent	2,571	6,892	3,617	8,454
Travel and Accommodations	750	7,118	1,803	8,670
Rent and Office Recovery	(20,100)	(19,500)	(40,200)	(39,000)
	(878,644)	(859,252)	(1,596,660)	(1,936,948)
<i>Other Expenses:</i>				
Grant Funding	25,000	10,000	25,000	70,000
Gain on Sale of Marketable Securities	-	6,549	-	6,549
Fair Value Change of Marketable Securities	(9,547)	(150,434)	(17,334)	(156,216)
Reversal of Flow-Through Premium Liability	-	-	-	173,704
<i>Net Loss for the Period</i>	(863,191)	(993,137)	(1,588,994)	(1,842,911)

For the period Ended August 31, 2023 Results of Operations

Net Loss and Operating Expenses

During the period ended August 31, 2023, the Company recorded a loss of \$1,588,994 or \$0.03 basic and diluted loss per share compared to a loss of \$1,842,911 or \$0.06 basic and diluted loss per share for the same period in the previous year. The Company had lower spending in mainly advertising and marketing, professional fees and exploration and property acquisition expenses. Higher amounts were recorded for office and administration. The Company is continuing with exploration and evaluation of several mineral properties.

Differences in general administrative expenses incurred are as follows:

- Advertising, Marketing and Investor Relations of \$62,556 (2022 - \$206,783) paid for advertising and investor relation services.
- Audit and legal includes audit of \$36,000 (2022 - \$81,348) for legal and audit services.
- Depreciation of \$124,772 (2022 - \$125,008) was recorded in the period for equipment, vehicles and right-of-use (ROU) assets. The Company also recorded interest expense of \$17,495 (2022 - \$11,850) on ROU assets and loans.
- The Company incurred \$1,043,278 (2022 - \$1,268,881) in exploration expenditures on Atlantic Canada Projects. The Company continues to focus on their established drill programs for their properties.
- Management billed the Company \$121,800 (2022 - \$121,800) in consideration of management services provided by such director, including day to day administration for the Company overseeing regulatory filings and requirements.
- The Company incurred \$213,928 (2022 - \$128,310) in office and administration costs during the period. These costs for both periods included administration, office expenses, telephone, courier and postage, printing and insurance.
- Regulatory and transfer agent fees of \$3,617 (2022 - \$8,454) consisted of fees paid to regulatory bodies in Canada in connection with routine filings and includes filing fees for private placements. These costs will fluctuate from period to period depending on the number of public filings and share issuances that the Company completes.
- Rent reimbursements of \$40,200 (2022 - \$39,000) were received or accrued from companies under common control for use of the shared office space. The Company as had \$11,438 (2022 - \$11,803) in insurance expense.
- Travel and accommodations expenses of \$1,803 (2022 - \$8,670). Management traveled to visit the Company's properties in Canada and attending various geological conferences and meetings.

Summary of Quarterly Reports

Results for the eight most recent quarters ending with the last quarter for the period ended August 31, 2023:

	August 31, 2023 \$	Three Months Ended May 31, 2023 \$	February 28, 2023 \$	November 30, 2022 \$
Revenue	Nil	Nil	Nil	Nil
Net income (loss)	(863,191)	(725,803)	(669,369)	(761,542)
Basic and diluted per shares	(0.02)	(0.02)	(0.01)	(0.02)

	August 31, 2022 \$	Three Months Ended May 31, 2022 \$	February 28, 2022 \$	November 30, 2021 \$
Revenue	Nil	Nil	Nil	Nil
Net income (loss)	(993,137)	(849,774)	(467,659)	(1,476,399)
Basic and diluted per shares	(0.03)	(0.04)	(0.02)	(0.06)

Over the last eight quarters, the Company has been exploring and acquiring property projects in Atlantic Canada and much of the loss each quarter relates to the expenditures incurred in maintaining the operations of the Company and indirect cost in supporting the Company's Projects. The other main contributor to the losses is non-cash stock-based compensation incurred on the grant of stock options done periodically over the last eight quarters.

Mineral exploration is typically a seasonal business, and accordingly, the Company's operating expenses, and cash requirements will fluctuate depending upon the season and the level of activity. The Company's primary source of funding is through the issuance of share capital. When the capital markets are depressed, the Company's activity level normally declines accordingly. As capital markets strengthen and the Company is able to secure equity financing with favorable terms, the Company's activity levels, and the size and scope of planned exploration projects will typically increase.

For the three months ended August 31, 2023, the Company recorded a loss of \$863,191 compared to \$993,137 for the same period in 2022. The current quarter reported consistent operational losses with the same period in 2022 except for higher expenses in office and administration. To offset this increase, the Company had lower expenses in professional and advertising fees. The Company continued to execute its exploration plans, committing \$580,975 in exploration expenses.

At August 31, 2023, the Company had cash of \$450 and working capital deficit of \$2,158,396. All cash is deposited in interest accruing accounts.

	August 31, 2023 \$	February 28, 2023 \$
Current assets	172,683	142,496
Property and Equipment	1,175,133	1,255,709
Right-of-Lease Assets	370,260	402,395
Total Assets	<u>1,718,076</u>	<u>1,800,600</u>
Total Liabilities	<u>2,613,292</u>	<u>1,148,822</u>
Shareholders' Equity (Deficit)	<u>(895,216)</u>	<u>651,778</u>
Working Capital Deficit	<u>(2,158,396)</u>	<u>(688,785)</u>

The Company does not generate sufficient cash flow from operations to fund its exploration activities, its acquisitions and its administration costs. The Company is reliant on equity financing to provide the necessary cash to continue its operations.

	August 31, 2023 \$	August 31, 2022 \$
Cash Used in Operating Activities	(149,205)	(1,649,287)
Cash Used in Investing Activities	-	99,768
Cash Provided by Financing Activities	149,175	745,910
Change in Cash	<u>(30)</u>	<u>(803,609)</u>

During the period ended August 31, 2023 and 2022;

- The Company had cash of \$450 as at August 31, 2023 compared to \$90,208 as at August 31, 2022.

The ability of the Company to continue is dependent upon the Company's ability to generate future profitable operations and receive continued financial support from its creditors and shareholders, primarily by way of loans and from equity financing. The Company will need to raise or borrow money for its activities. Current sources of future funding are undetermined, and management will continue to review potential financings options as the need arises. There is no

certainty that the Company will be able to receive continued financial support in the future. Existing working capital is expected to be sufficient to cover non-discretionary operating expenditures for the next twelve months.

Loan Payable

	2023	2022
	\$	\$
Loan Payable	155,500	-
Interest on Loans	5,024	-
	<u>160,524</u>	<u>-</u>

During the period ended August 31, 2023, the Company received \$155,500 in unsecured loans. The Company accrued \$5,024 in interest expense on loans at a rate of 18% and 21% per annum.

Transactions with Related Parties

Key management includes directors (executive and non-executive) and senior management, including Chief Executive Officer (“CEO”) and Chief Financial Officer (“CFO”). The amounts paid by the Company for the services provided by related parties have been determined by negotiation among the parties and, in certain cases, are covered by signed agreements. These transactions were in the normal course of operations. The amounts due to related parties are non-interest bearing, unsecured, and have no fixed terms of repayment, unless otherwise disclosed. As at May 31, 2023, the Company has the following amounts due to (from) related parties.

	August 31, 2023	February 28, 2023
	\$	\$
Due to companies controlled by Directors and Officers for management services	260,120	25,644

The Company had the following transactions with related parties:

- Management fees and allowances totalling \$125,100 (2022 – \$125,100) paid or accrued to directors and officers of the Company during the period ended August 31, 2023.
- The Company also received \$195,706 net in advances from an officer and a director and accrued \$11,050 in interest payable. The funds advanced are unsecured and have no terms of repayment.

Commitments

- The Company entered into an agreement with an officer and a director for management services for monthly fees of \$20,000 with a vacation payout and bonus of \$25,000 to be issued annually. The agreement will expire August 31, 2022, and has renewed for another three years.
- The Company entered into an office space lease from August 21, 2012 to December 31, 2017 at \$5,802 per month. The term of the lease was extended for another five years, commencing January 1, 2018 and expiring December 31, 2022 at \$6,252 per month. The lease has been extended for another year, starting January 1, 2023 and expiring December 31, 2027. The lease is \$7,783 per month up to December 1, 2024, \$8,060 per month up to December 1, 2026 and \$8,199 per month until December 31, 2027.
- The Company entered into an equipment lease from May 1, 2023 to February 1, 2028 at \$716 per quarter.

Flow-Through Share Premium Liability

The Company enters into flow-through share subscription agreements from time to time whereby it commits to incur qualifying Canadian exploration expenditures. The value of the flow-through units in excess of the quoted market value of shares on the date of issuance and the fair value of share purchase warrants issued are set up as a liability at the time these shares are issued. Funds raised through the issuance of flow-through shares are required to be expended on qualifying Canadian mineral exploration expenditures, as defined pursuant to Canadian income tax legislation.

	August 31, 2023	February 28, 2023
	\$	\$
Opening Balance	-	173,704
Flow-Through Share Premium Liability obligation due to issuance of Flow-Through Shares	-	-
Settlement pursuant to incurring Qualified Expenditures	-	(173,704)
	-	-

Off Balance Sheet Agreements

The Company has not entered into any material off-balance sheet arrangements such as guarantee contracts, contingent interests in assets transferred to unconsolidated entities, derivative instrument obligations, or with respect to any obligations under a variable interest entity arrangement.

Critical Accounting Policies and Estimates

The details of Great Atlantic's accounting policies are presented in Note 2 of the consolidated financial statements ended February 28, 2023. These policies are considered by management to be essential to understanding the processes and reasoning that go into the preparation of the Company's consolidated financial statements and the uncertainties that could have a bearing on its financial results.

Accounting Standards Issued But Not Yet Effective

A number of new accounting standards, amendments to standards, and interpretations are issued but not yet effective up to the date of issuance of the Company's condensed interim consolidated financial statements. The Company is assessing the impact of these new standards but does not expect them to have a significant effect on the condensed interim consolidated financial statements. Pronouncements that are not applicable or do not have a significant impact to the Company have been excluded herein.

Capital Risk Management

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition, exploration, and development of resource properties. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company manages its share capital as capital, which as at August 31, 2023 was \$26,625,407 (February 28, 2023 – \$26,625,407). Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the year ended February 28, 2023, nor during the period ended August 31, 2023.

Management Financial Risks

The fair value of the Company's amounts receivable share subscription receivable, loan receivable, accounts payable and accrued liabilities, and amounts due to related parties approximate their carrying value, which is the amount recorded on the consolidated statement of financial position. The Company's other financial instruments, cash and marketable securities under the fair value hierarchy is recorded at fair value based on level one quoted prices in active markets for identical assets or liabilities.

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

a) *Credit Risk*

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to amounts receivable. Management believes that the credit risk concentration with respect to financial instruments included in amounts receivable is not significant.

b) *Liquidity Risk*

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. As at August 31, 2023, the Company has a cash balance of \$450 and a working capital deficit of \$2,158,396. All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms. The Company will be required to fund these liabilities through the issuance of capital stock and loans from related parties over the coming year.

c) *Market Risk*

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

d) *Interest Rate Risk*

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. Loans payable are non-interest bearing. Based on forecast interest rate movements and due to the short-term nature of these financial instruments, fluctuations in market rates are not expected to have a significant impact on estimated fair values.

e) *Price Risk*

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of oil and natural gas, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

Risk and Uncertainties

The Company's operations and results are subject to a number of different risks at any given time. These factors, include but are not limited to disclosure regarding exploration, additional financing, project delay, titles to properties, price fluctuations and share price volatility, operating hazards, insurable risk and limitations of insurance, management, foreign country and regulatory requirements, currency fluctuations and environmental regulation risk.

- (a) the state of the capital markets, which will affect the ability of the Company to finance further mineral property acquisitions and expand its contemplated exploration programs;
- (b) the prevailing market prices for base metals and precious metals;
- (c) the consolidation and potential abandonment of the Company's property as exploration results provide further information relating to the underlying value of the property;
- (d) the ability of the Company to identify and successfully acquire additional mineral properties in which the Company may acquire an interest whether by option, joint venture or otherwise, in addition to or as an alternative to the property.

Other risk factors

Nature of Mineral Exploration and Mining

There is no known economic recoverable mineral resource upon any of the Principal Properties. Development of any of the Principal Properties will follow only upon obtaining satisfactory exploration results. Mineral exploration and development involve a high degree of risk and of those properties which are explored, few are developed into producing mines. The Company provides no assurance that its mineral exploration and development activities will result in any discoveries of bodies of commercial ore. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors out of the Company's control.

Mineral Deposits and Productions Costs; Metal Prices

Many factors affect the economics of developing mineral deposits, including variations in ore grade, cost of operations, and price fluctuations in of products sold. Metal prices influence heavily the value of the Principal Properties. Metal prices can and do change by substantial amounts over short periods of time and are affected by numerous factors beyond the Company's control, including changes in supply and demand, international economic and political trends, inflation, currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production arising from improved mining and production methods and new discoveries. The Company provides no assurance that the prices of mineral products will be sufficient to ensure that any of the Principal Properties can be mined profitably.

Depending on the price received for minerals produced, the Company may determine that it is impractical to commence or continue commercial production. The grade of any ore ultimately mined from a mineral deposit may differ from that predicted by drilling results.

Additional Financing

The Company has limited financial resources and provides no assurance that it will obtain additional funding for further exploration and development of its projects or to fulfill its obligations under applicable agreements. The Company provides no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of the Company's Properties with the possible dilution or loss of such interests. Further, revenues, financings, and profits, if any, will depend upon various factors, including the success, if any, of exploration programs and general market conditions for natural resources. The Company provides no assurance that it can operate profitably or that it will successfully implement its plans for its further exploration and development of its properties.

Permits and Licenses

The Company will require licenses and permits from various governmental and non-governmental authorities for its operations. The Company has obtained or plans to obtain all necessary licenses and permits required carrying on the activities it is currently conducting or which it proposes to conduct under applicable laws and regulations. However, such licenses and permits are subject to change in regulations and in various operating circumstances. The Company provides no assurance that it will obtain all necessary licenses and permits required to carry out exploration, development and mining operations.

Political Regulatory Risks

Any changes in government policy may result in changes to laws affecting ownership of assets, mining policies, monetary policies, taxation, rates of exchange, environmental regulations, and labour relations, repatriation of income and return of capital. This may affect both the Company's ability to undertake exploration and development activities in respect of the Principal Properties in the manner currently contemplated, as well as its ability to continue to explore, develop and operate the Principal Properties. The possibility that future governments may adopt substantially different policies, which might extend to expropriation of assets, cannot be ruled out.

Currency Risk

Currency fluctuations may affect the cash flow which the Company may realize from its operations, since most mineral commodities are sold in a world market in United States dollars. The Company's costs are incurred primarily in Canadian dollars.

Dependence on Key Individuals

The Company is dependent on a relatively small number of key personnel, the loss of any one of whom could have an adverse effect on the Company. In addition, the Company will be highly dependent upon contractors and third parties in the performance of its exploration and development activities. The Company provides no guarantee that such contractors and third parties will be available to carry out such activities on behalf of the Company or be available upon commercially acceptable terms.

Competitive Factors in the Precious and Base Metals Markets

Most mineral resources including precious and base metals are essentially commodities markets in which we would expect to be a small producer with an insignificant impact upon world production. As a result, production, if any, would be readily sold and would likely have no impact on world market prices. In recent months due to the significant downturn in the world economies has driven the commodities prices much lower which has made raising capital more difficult more competitive than past years.

Forward-Looking Information

This MD&A, which contains certain forward-looking statements, are intended to provide readers with a reasonable basis for assessing the financial performance of the Company. All statements, other than statements of historical fact, are forward-looking statements. The words “believe”, “expect”, “anticipate”, “contemplate”, “target”, “plan”, “intends”, “continue”, “budget”, “estimate”, “may”, “will”, “schedule” and similar expressions identify forward looking statements. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by the Company, are inherently subject to significant business, economic and competitive uncertainties and contingencies.

Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking statements. Such factors include, but are not limited to, fluctuations in the currency markets such as Canadian dollar, and U.S. dollar, fluctuations in the prices of commodities, changes in government legislation, taxation, controls, regulations and political or economic developments in Canada, the United States, or other countries in which the Company carries or may carry on business in the future, risks associated with mining or development activities, the speculative nature of exploration and development, including the risk of obtaining necessary licenses and permits, and quantities or grades of reserves. Many of these uncertainties and contingencies can affect the Company’s actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the Company.

Readers are cautioned that forward-looking statements are not guarantees of future performance. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those acknowledged in such statements. Specific reference is made to the Company's most recent Annual Information Form on file with Canadian provincial securities regulatory authorities for a discussion of some of the factors underlying forward-looking statements. 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, except to the extent required by applicable laws.

Internal Control over Financial Reporting

The Chief Executive Officer (“CEO”) and the Chief Financial Officer (“CFO”) of the Company, together with the Company’s management, are responsible for the information disclosed in this MD&A and in the Company’s other external disclosure documents. For the year ended February 28, 2018, the CEO and the CFO have designed, or caused to be designed under their supervision, the Company’s disclosure controls and procedures (“DCP”) to provide reasonable assurance that material information relating to the Company and its consolidated subsidiaries has been disclosed in accordance with regulatory requirements and good business practices and that the Company’s DCP will enable the Company to meet its ongoing disclosure requirements. The CEO and CFO have evaluated the effectiveness of the Company’s disclosure controls and procedures and have concluded that the design and operation of the Company’s DCP were effective as of March 31, 2011 and that the Company has the appropriate DCP to ensure that information used internally by management and disclosed externally is, in all material respects, complete and reliable.

The CEO and the CFO are also responsible for the design of the internal controls over financial reporting (“ICFR”) within the Company in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with International Financial Reporting Standards (“IFRS”).

During the design and evaluation of the Company's ICFR, management identified certain nonmaterial deficiencies, a number of which have been addressed or are in the process of being addressed in order to enhance the Company's processes and controls. The Company employs entity level and compensating controls to mitigate any deficiencies that may exist in its process controls. Management intends to continue to further enhance the Company's ICFR.

The Company's management, including its CEO and CFO, believe that any DCP and ICFR, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override to the future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected. There have been no changes in the Company's ICFR during the year ended February 28, 2023 or in the period ended May 31, 2023, that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

Additional information relating to the Company is available:

- (a) On SEDAR at www.sedar.com
- (b) On the Company's website at www.greatatlanticresources.com
- (c) In the Company's annual audited consolidated financial statements for the year ended February 28, 2023

Outstanding Shares

The Company had the following securities issued and outstanding:

	Number	Exercise Price \$	Expiry Date
Common Shares (October 24, 2023)	50,125,666	n/a	n/a
Stock Options	100,000	\$0.70	October 23, 2023
Stock Options	165,000	\$0.41	September 23, 2024
Stock Options	30,000	\$0.50	January 13, 2025
Stock Options	390,000	\$0.65	August 18, 2025
Stock Options	450,000	\$0.60	October 7, 2025
Warrants	2,396,000	\$0.75	September 16, 2023
Warrants	2,084,000	\$0.75	September 21, 2023
Warrants	1,350,000	\$0.75	February 22, 2024
Warrants	3,587,200	\$0.75	June 08, 2024
Warrants	2,900,000	\$0.75	July 27, 2024
Warrants	3,201,250	\$0.75	November 24, 2024
Warrants	390,000	\$0.75	December 1, 2024
Warrants	150,000	\$0.75	December 23, 2024
Warrants	3,775,000	\$0.12	June 28, 2027
Warrants	4,390,000	\$0.12	July 21, 2027
Warrants	13,571,428	\$0.05	November 16, 2027
Agents' Warrants	103,560	\$0.75	September 16, 2023
Agents' Warrants	48,000	\$0.75	September 21, 2023
Agents' Warrants	41,400	\$0.75	February 22, 2024
Agents' Warrants	16,000	\$0.09	July 21, 2024

Agents' Warrants	64,000	\$0.05	November 16, 2024
Agents' Warrants	175,000	\$0.40	November 24, 2024
Agents' Warrants	25,463	\$0.75	November 24, 2024
Agents' Warrants	2,800	\$0.75	December 1, 2024
Agents' Warrants	177,500	\$0.10	June 28, 2027
Agents' Warrants	48,000	\$0.09	July 21, 2027
Agents' Warrants	421,760	\$0.05	November 16, 2027
Agents' Unit Warrants	144,000	\$0.50	June 8, 2024
Agents' Unit Warrants	174,000	\$0.50	July 27, 2024
Agents' Unit Warrants	7,000	\$0.40	December 1, 2024