SILVER47 EXPLORATION CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE THREE AND SIX MONTHS ENDED JANUARY 31, 2025 AND 2024

(EXPRESSED IN CANADIAN DOLLARS)

DATED: MARCH 25, 2025

Background

The following Management's Discussion and Analysis ("MD&A") of the financial condition and results of the operations of Silver47 Exploration Corp.'s ("Silver47" or the "Company") constitutes management's review of the factors that affected the Company's financial and operating performance for the three and six months ended January 31, 2025 and 2024. This MD&A should be read in conjunction with the audited financial statements and the accompanying notes for the year ended July 31, 2024. Additional information regarding the Company is available on SEDAR+ at www.sedarplus.ca.

As of January 29, 2021, date of inception, the Company adopted International Reporting Standards ("IFRS"). All dollar figures included herein and in the audited financial statements are quoted in Canadian dollars unless otherwise stated. The audited financial statements for the year ended July 31, 2024 have been prepared in accordance with IFRS, as issued by the International Accounting Standards Board.

For the purposes of preparing this MD&A, management, in conjunction with the Board of Directors, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of focused common shares; or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) if it would significantly alter the total mix of information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

Forward Looking Statements

Certain information in this MD&A is forward-looking within the meaning of applicable securities laws, and is subject to important risks, uncertainties and assumptions. The forward-looking information is based on certain assumptions, which could change materially in the future. The forward-looking information in this MD&A describes the Company's expectations as of the date of this MD&A. The results or events anticipated or predicted in such forward-looking information may differ materially from actual results or events.

Company Overview and Performance

Silver47 is a precious and critical minerals focused exploration company amalgamated in British Columbia on January 29, 2021. Silver47's head office is located at Suite 551 - 409 Granville Street, Vancouver, BC, Canada and the registered and records office is located at 2700 Melville Street, Vancouver, BC, Canada.

On September 11, 2023, the Company incorporated a 100% owned subsidiary, Silver47 USA Inc. under the laws of the State of Delaware.

The Company's principal business activity is the acquisition and exploration of mineral properties in the natural resources sector with the long-term goal of mining and producing metals or divesting its assets at a profit. The Company's mandate is to acquire natural resource project opportunities, in stable mining friendly jurisdictions and advance them through mine development.

As at January 31, 2025, the Company held the following three mineral properties in Canada and United States:

Michelle Project, Yukon

On November 2, 2021, the Company finalized a purchase agreement with Silver Range Resources Ltd. ("Silver Range") to acquire 100% interest in the Michelle Silver-Lead Zinc-Antimony-Gallium Project ("Michelle Property") located in central Yukon.

On November 15, 2021, the Company issued 5,650,000 common shares to Silver Range at a price of $0.50 per share with total cost of $2,825,000 to close the purchase and sale transaction as below:

- The Company owns 100% interest in the Michelle Property
- Granting Silver Range a 1% Net Smelter Return. The Company will have a right of first refusal on the sale of the royalty.

The Michelle Project is located in northcentral Yukon, Canada with a mineral claim group of 158 square kilometer in area. This project is situated in a highly prospective geological region that has 23 surface showings of silver-lead-zinc mineralization with critical minerals like gallium and antimony. Silver47's first season of exploration in 2021 on the project led to a new and exciting silver discovery at the Silver Matt showing. Geochemical analysis suggests that these targets are Mississippi Valley Type (MVT) SEDEX deposit type.

In 2022, Silver47 confirmed a new silver discovery at the Silver Matt showing with core drilling:

- 7.68m of 1,577 g/t Ag, 45% Pb, 4% Zn within 15m of 907 g/t Ag, 26% Pb, 2.7% Zn in hole MCH22-002

- Surface samples at Silver Matt has returned up to 4180 g/t Ag, 82% lead.

The Michelle Project is considered an early-stage exploration project, with further exploration recommended pending receipt of a class 3 permit.

However, during the class 3 drill permit application and review process by the Yukon government, the federal Yukon Environmental and Socio-economic Assessment Board's ("YESAB") recommended the project not proceed based on environmental and Indigenous group concerns. Both the Yukon Government and Silver47 are jointly challenging the YESAB recommendation for a variety of reasons, e.g. First Nation and government bodies all agreed to honour existing mineral claims and that mines can be developed, all the stakeholders agreed to this approach in the 2019 Peel Watershed Land Use Plan. Silver47's mineral claims were established long before the Peel Watershed Land Use Plan. YESAB improperly applied wrong (mine development) criteria on Silver47's "exploration" proposals. The legal challenge took place in the form of a judicial review in Yukon Supreme Court and was heard in Whitehorse on November 27-29, 2024. Indicative of the Yukon Government concern, it is taking the extraordinary position that Silver47 was treated unfairly by YESAB.

On March 4, 2025, the Yukon Supreme court dismissed the Yukon government's request for a judicial review on procedural grounds, stating it was not appropriate for review by the court at this stage. The Company, in consultation with its legal advisors, are determining next steps based on this new development and will defend its rights.

No further work is planned until the permit has been granted and the next steps shall be determined based on the outcome of the Judicial review.

Adams Plateau Project, British Columbia

From August 30, 2022 to May 18, 2023, the Company has signed 4 Mineral Claims Purchase Sales Agreement (the "AP Agreements") with 6 beneficiary owners of Adams Plateau Property (the "AP Property") located in Kamloops, British Columbia to acquire the AP property. In addition the Company staked its own mineral claims for a combined 150 square kilometer claim group.

Pursuant to the AP Agreements, the Company obtained 100% interest in the AP Property with total cost of $230,500 and commitments as below:

- From August 30, 2022 to May 18, 2023, the Company paid 6 beneficiary owners total of $78,000 in cash;
- On March 24, 2023, the Company issued 200,000 common shares to 3 beneficiary owners at a price of $0.75 to $0.80 with total value of $152,500;
- Granting 1 beneficiary owner a 1% Net Smelter Return (the "Royalty") on all minerals produced from the AP property; and
- Silver47 holds the option to purchase the 1% Royalty from the beneficiary owner at any time prior to commercial production for $500,000 payable in cash or shares or any combination thereof.

The Adams Plateau Project is located in the Kamloops Mining Division and is 100 km northeast of the city of Kamloops, British Columbia. Mineralization was first identified in the area in 1925, resulting in more than 25 MINFILE showings, including small-scale past production of lead, zinc, and silver at the Lucky, Spar and Mosquito King Showings.

Historic Drill Highlights, Adams Plateau

- 3.66m of 180.4 g/t Ag, 8.1% Pb+Zn at the Lucky Showing

- 4.88m of 348.35 g/t Ag, 0.72 g/t Au, 27.3% Pb+Zn, 0.23% Cu at the Spar Showing

Modern exploration has consisted of surface geochemical sampling and various geophysical surveys. Silver47 carried out surface sampling programs in 2022 and 2024, producing numerous new targets for follow up exploration. A total of 16,947 soil, 694 rock and 146 silt samples have been collected over the project. Silver47 collected surface rock grab samples that have returned up to 3503 g/t silver, 7% copper, 6.5 g/t gold and 29% lead+zinc.

Further surface soil and rock sampling to infill the grids, geological mapping and gravity geophysical surveys are recommended prior to drilling. Silver47 has a 2025 budget of $529,000 for the Adams Plateau Project consisting of geochemical surveys, prospecting and mapping work.

Red Mountain Project, Alaska

On October 6, 2023, the Company closed purchase transactions under the Mineral Property Purchase and Sales Agreement with White Rock and its subsidiary companies, Atlas Resources Pty Ltd., and White Rock (RM) Inc. (collectively, the "Sellers") to acquire 100% of Red Mountain VMS Project (the "RM Property") located in south-central Alaska, USA with cost of $8,048,400 including below:

- USD $400,000 in cash.
- 10,000,000 common shares of the Company issued at a price of $0.75 (the "Deemed Issue Price") for total value of $7,500,000.

The Company and Sellers also agreed to the following responsibility which arise post-closing:

- Carry forward work credits for the Property of USD $385,100 each year from September 1, 2023 through September 26, 2026 will be available to apply for the Company.
- The Company paid USD $100,000 for on site equipment, drilling supplies and a portable XRF unit.

The Red Mountain 620 square kilometer Project is the Company's flagship asset, located approximately 100 kilometers south of Fairbanks, Alaska. This project is a polymetallic VMS deposit, rich in silver, gold, zinc, copper, lead, antimony and gallium.

The Red Mountain Project hosts a 2024 National Instrument 43-101 inferred mineral resource estimate of 15.6 million tonnes at 335.7 g/t AgEq for 168.6Moz AgEq or 1Mt of ZnEq at 7% ZnEq comprised of two resource zones, Dry Creek and West Tundra Flats. The Red Mountain NI 43-101 technical report titled "Technical Report on the Red Mountain VMS Property, Bonnifield Mining District, Alaska, USA" dated January 12, 2024, prepared by Apex Geoscience Ltd., can be found on the Company's website https://silver47.ca/ and SEDAR+.

A total of 213 holes for 38,417m have been drilled since 1976 by numerous operators including Phelps Dodge, Getty Oil, US Borax, Grayd Resources, Bear Creek Mining, Inmet Mining and most recently, Whiterock Minerals, prior to Silver47 ownership.

Dry Creek (DC) and West Tundra Flats (WTF) are the two most advanced mineralized zones at Red Mountain, with at least 20 additional mineralized prospects discovered on the property to date over the 60 km of highly prospective geology. Silver47 has a robust database of historic geochemical and geophysical data, including 2,543 rock samples and 7,948 soil samples, 15,862 XRF soil samples, property-scale SkyTEM surveys and high-resolution FLEM, CSAMT and ground magnetic survey coverage over high-priority targets.

During the summer of 2024, Silver47 drilled six holes for a total of 1,039m at Red Mountain to confirm historic intercepts, infill and expansion potential at both DC and WTF, including one hole to 283m depth testing the Kiwi exploration target. A small surface geochemical sampling program was completed concurrent with drill operations for a total of 228 soils and 21 rocks from Galleon, Horseshoe and Kiwi targets.

On November 18, 2024, Silver47 announced assay results from drill hold DC24-106:

- Drilling cut several massive sulphide horizons within a 24.5m semi-massive sulphide mineralized section at the Dry Creek Zone with the highest gold grade interval intercepted to date on the project and remains open

- From a depth of 128.29m, hole 106 cut 2.48m of 14.95 g/t Au 249.50 g/t Ag, 21.97% Zn, 7.03% Pb, 0.42% Cu
- From a depth of 133.87m, hole 106 cut 0.91m of 8.08 g/t Au, 225.00 g/t Ag, 21.20% Zn, 6.68% Pb, 0.42% Cu
- From 126.40 m-150.91m a 24.51m interval graded 1.99 g/t Au, 55.50 g/t Ag, 4.08% Zn 1.32% Pb, 0.10% Cu

On November 21, 2024, Silver47 announced drill results from the WTF Zone:

- WT24-33 returned a 22.03m grading 57.5 g/t Ag, 0.14 g/t Au 1.6% Zn, 0.67% Pb
  including 2.90m of 417.4 g/t Ag, 0.74 g/t Au, 9.1% Zn, 4.7% Pb, 0.105% Cu from 121.70m depth
- WT24-34 returned 4.37m 157.4 g/t Ag, 1.05 g/t Au, 6.3% Zn, 3.03% Pb from 92.25m depth,
  including 1.47m of 356 g/t Ag, 2.9 g/t Au, 13.7% Zn, 6.2% Pb, 0.16% Cu

On November 26, 2024, the Company announced further drill results from the Dry Creek Zone as follows:

- DC24-104 returned 15.24m grading 106 g/t Ag, 0.45 g/t Au, 6.4% Zn, 2.2% Pb, and 0.19% Cu from 14.3 m depth
  Including 6.0 m of 231.1 g/t Ag, 1.04 g/t Au, 14.7% Zn, 5.3% Pb, and 0.46% Cu from 15.9 m depth
- DC24-105 returned 22.32m of 150.6 g/t Ag, 0.82 g/t Au, 5.9% Zn, 2.6% Pb, and 0.13% Cu from 18.9m depth
  Including 4.25m of 238 g/t Ag, 1.57 g/t Au, 14.1% Zn, 5.9% Pb, and 0.17% Cu from 20.3 m depth
  And 2.66m of 599.4 g/t Ag 2.37 g/t Au, 14.5% Zn, 6.9% Pb, and 0.64% Cu from 29.1m depth

Subject to a new exploration budget for 2025 further drilling to infill and expand both Dry Creek and West Tundra Flats resources areas and update the NI-43-101 estimate. In addition, approximately 10-15% of the budget will be allocated to drilling for new discoveries on the project including geological mapping and further geochemical surveys to define new targets on the project.

As at January 31, 2025, the Company has invested the below noted amounts to acquire the three projects:

	Michelle Project	Adams Plateau Project	Red Mountain Project	Total
Acquisition cost	$ 2,825,000	$ 230,500	$ 8,048,400	$ 11,103,900
Foreign currency translation adjustment	-	-	469,138	396,944
Total E&E Assets	**$ 2,825,000**	**$ 230,500**	**$ 8,517,538**	**$ 11,573,038**

Going Concern

The Company incurred a net loss of $808,266 and $2,261,566 (2024 - $643,414 and $972,322) for the three and six months ended January 31, 2025, and had negative cash flows relating to operating activities of $3,721,279 (2024 - $853,391) for the six months ended January 31, 2025. These conditions indicate the existence of a material uncertainty which may cast significant doubt related to the Company's ability to continue as a going concern. The continuation of the Company as a going concern is dependent on the ability of the Company to achieve positive cash flow from operations and/or obtain necessary equity or other financing to continue exploration on its exploration and evaluation assets. These condensed interim consolidated financial statements do not reflect any adjustments to the carrying values of assets and liabilities, reported expenses, and balance sheet classifications that would be necessary should the Company be unable to continue as a going concern, and these adjustments could be material. The Company intends to raise the required funds through the issuance of equity, by securing strategic partners or issuing debt.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company has no source of revenue and has significant cash requirements to meet its administrative overhead and maintain its mineral interests. The recoverability of amounts shown for exploration and evaluation assets is dependent on several factors. These include the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of exploration and evaluation assets.

Corporate Updates

On April 2, 2024, the board of the Company approved a private placement of up to 6,250,000 Special Warrants of the Company, in one or more tranches, at a price of $0.80 per Special Warrant for aggregate proceeds of up to $5,000,000 (the “Private Placement”). Each Special Warrant entitles the holder to receive one unit of Common Share of the Company and one half of one common share purchase warrant (each whole common share purchase warrant, a “Warrant”). Each Warrant entitles the holder to purchase one Common Share at price of $1.00 per share until the expire date.

As at July 31, 2024, the Company issued 6,297,393 Special Warrants for proceeds of $5,037,915 under the terms of the Private Placement. Finder’s fee consists of $82,404 in cash and 103,005 Warrants valued at $41,271 using Black-Scholes pricing model. The Company also incurred $67,810 in cash related to share issuance costs.

On October 22, 2024, the Company received the conditional acceptance from the TSX Venture Exchange (“TSXV”) to list (the “Listing”), subject to customary conditions.

On October 29, 2024, the Company filed a long form prospectus dated October 25, 2024, with the securitiy regulatory authorities in the provinces of British Columbia, Alberta and Ontario.

On November 6, 2024, the Company issued 6,297,393 Common Shares and 3,148,697 Warrants to exercise the 6,297,393 Special Warrants issued between April 2, 2024 to July 31, 2024 for the Private Placement. Each Warrant entitles the holder to purchase one Common Share at price of $1.00 per share until the date that is 24 months from the Listing of the Common Shares on the TSXV.

On November 14, 2024, the Company’s shares commenced trading on TSXV with the ticker symbol AGA.

On March 10, 2025, the Company's shares commenced trading on OTCQB with the ticker symbol AAGAF.

On February 24, 2025, the Company announced a non-broker, upsized private placement as noted below:

- Up to 15,000,000 units (the “Units”) at a price of $0.50 per Unit, for aggregate gross proceeds of up to $7,500,000. Each Unit will consist of one Common Share and one-half of one Common Share purchase warrant (each whole warrant, a "Warrant"). Each Warrant will entitle the holder thereof to acquire one Common Share at a price of $0.75 within 36 months following issuance; and

- Up to 877,192 flow-through units of the Company (the "FT Units") at a price of $0.57 per FT Unit, for aggregate gross proceeds of up to $500,000. Each FT Unit will consist of one Common Share and a one-half of one warrant (with each whole warrant subject to the same terms as indicated above), each issued as a "flow-through share" pursuant to the Income Tax Act (Canada).

On March 5, 2025, the Company closed the first tranche of the non-broker private placement as follows:

- The Company issued 6,912,400 Units for gross proceeds of $3,456,200.

- The Company issued 929,192 Flow-through Units for gross proceeds of $529,639.

On March 12, 2025, the Company closed the second tranche of the non-broker private placement as follows:

- The Company issued 4,155,000 Units for gross proceeds of $2,077,500.

On March 19, 2025, the Company increased the size of its previously announced non-brokered private placement from $8 million to $11 million.

On March 21, 2025, the Company closed the third tranche of the non-broker private placement as follows:

- The Company issued 3,871,000 Units for gross proceeds of $1,935,000.

Financial Information Highlights

	Three months ended		Six months ended	
	January 31, 2025	January 31, 2024	January 31, 2025	January 31, 2024
	$	$	$	$
Net revenues	-	-	-	-
Net loss	(808,266)	(643,414)	(2,261,566)	(972,322)
Loss per share - basic and diluted	(0.02)	(0.01)	(0.05)	(0.03)

	Six months ended	
	January 31, 2025	January 00, 1900
	$	$
Cash flows relating to operating activities	(3,721,279)	(853,391)
Cash flows relating to investing activities	26,015	(516,764)
Cash flows relating to financing activities	-	-
(Decrease) in cash and cash equivalents	(3,695,264)	(1,370,155)

As at	January 31, 2025	January 31, 2024	July 31, 2023
Total assets	$ 12,716,088	$ 11,978,700	$ 5,411,878
Total liabilities	1,520,220	312,633	127,891
Current assets	1,143,050	1,044,889	2,356,378
Current liabilities	1,496,053	115,758	127,891
Working capital	(353,003)	929,131	2,228,487
Common shares outstanding	50,043,860	43,746,467	33,746,467

Summary of Quarterly Results

	January 31		October 31		July 31		April 30	
Three-month periods ended	**2025**	**2024**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Expenses								
General and administrative	**$ 830,619**	$ 153,541	**$ 280,337**	$ 204,885	**$ 639,519**	$ 578	**$ 255,155**	$ 148,004
Share-based compensation	**219,695**	205,821	**324,539**	-	**231,727**	-	**308,733**	-
Exploration expenses	**207,055**	258,017	**911,265**	148,396	**1,999,308**	160,749	**182,000**	161,781
Loss before other items	**1,257,369**	617,379	**1,516,141**	353,281	**2,870,554**	161,327	**745,888**	309,785
Interest income	**(1,380)**	(6,347)	**(14,461)**	(18,504)	**(27,735)**	(58,324)	**(7,688)**	(17,018)
Flow through share premium	-	-	-	-	-	(414,433)	-	(129,631)
Change in fair value of share-based payment liabilities	**(279,674)**	-	-	-	-	-	-	-
Foreign exchange (gain)/loss	**(168,049)**	32,382	**(48,380)**	(5,869)	**(6,426)**	-	**(26,950)**	-
Net loss/(income) from Operations	**$ 808,266**	$ 643,414	**$ 1,453,300**	$ 328,908	**$ 2,836,393**	$(311,430)	**$ 711,250**	$ 163,136
Loss/(gain) per share – basic and diluted	**$0.02**	$0.01	**$0.03**	$0.01	**$0.07**	($0.01)	**$0.02**	$0.00

Variances quarter over quarter can be explained as follows:

- For the quarter ended January 31, 2025, the higher net loss related to higher general and administrative expenses offset by gain on change in fair value of share-based payment liabilities and foreign exchange gains.
- For the quarter ended October 31, 2024, the higher net loss is related to higher share-based compensation for Restricted Share Units (the "RSUs") and stock options granted, and higher exploration expenses.
- For the quarter ended July 31, 2024, the net loss comparing with gain of the same quarter of 2023 is related to higher exploration expenses, general and administrative expenses and share-based compensation expenses for RSUs and stock options granted, plus lower flow through share premium and interest income.
- For the quarter ended April 30, 2024, the higher net loss is related to higher stock-based compensation expenses for RSUs and stock options granted, higher general and administrative expenses and lower flow through shares premium.

Discussion of Operations

General and administrative expenses

The Company's general and administrative expenses for the three and six months ended January 31, 2025 were $830,619 and $1,110,956 (2024 - $153,541 and $358,426).

	For the three months ended		For the six months ended	
	January 31, 2025	January 31, 2024	January 31, 2025	January 31, 2024
	$	$	$	$
Audit & Accounting fees	$15,339	$1,782	$23,729	$1,926
Consulting fees	124,450	16,750	221,879	50,250
Office and administrative	25,859	9,926	38,444	20,951
Legal fees	290,196	33,136	311,146	111,406
Management and directors' fee	78,750	79,416	157,500	160,166
Marketing and investor relation fees	288,084	11,350	328,562	11,350
Transfer agent and filing fees	7,941	1,181	29,696	2,377
Total	**$830,619**	**$153,541**	**$1,110,956**	**$358,426**

General and administrative expenses increased during the three months ended January 31, 2025, over the prior comparative period principally due to the effect of the following:

- Consulting fees increased to $124,450 (2024 – $16,750) as a result of increased requirements for third party consultants.
- Legal fees increased to $290,196 (2024 - $33,136) as a result of increased requirements for legal services for the Company Listing on TSXV.
- Marketing and investor relation fees increased to $288,084 (2024 – $11,350) as a result of increased activities for business development per the Company Listing on TSXV.

General and administrative expenses decreased during the six months ended January 31, 2025, over the prior comparative period principally due to the net effect of the following:

- Consulting fees decreased to $221,879 (2024 – $50,250) as a result of increased requirements for third party consultants.
- Legal fees increased to $311,146 (2024 - $111,4066) as a result of increased requirements for legal services for the Company Listing on TSXV
- Marketing and investor relation fees increased to $328,562 (2024 – $11,350) as a result of increased activities for business development per the Company Listing on TSXV

Exploration expenses

The Company's exploration expenses for the three and six months ended January 31, 2025 were $207,055 and $1,118,320 (2024 - $258,017 and $406,413).

	For the three months ended		For the six months ended	
	January 31, 2025	January 31, 2024	January 31, 2025	January 31, 2024
	$	$	$	$
Geology data and software	8,224	5,435	14,412	10,870
Insurance	3,508	-	7,441	-
Mapping	-	2,030	-	7,030
Outsource drilling and exploration expenses	32,251	114,619	764,630	138,830
Permitting	114,431	90,678	234,049	156,691
Salary expense	40,825	41,552	80,575	83,473
Travel	7,816	3,703	17,213	9,519
Total	**207,055**	**258,017**	**1,118,320**	**406,413**

Exploration expenses decreased during the three months ended January 31, 2025, over the prior comparative period principally due to the effect of the following:

- Outsourced drilling and exploration expenses decreased to $32,251 (2024 - $114,619) due to decreased drilling activities.
- Permitting increased to $114,431 (2023 – $90,678) as a result of increased permit fees charged for the properties.

Exploration expenses increased during the six months ended January 31, 2025, over the prior comparative period principally due to the effect of the following:

- Outsourced drilling and exploration expenses increase to $764,630 (2024 - $138,830) due to drill program for RM property obtained on October 6, 2023.
- Permitting increased to $234,049 (2024 – $156,691) as a result of increased permit fees for RM property obtained on October 6, 2023.

Total Operating Expenses

Total operating expenses increased to $1,257,369 (2024 - $617,379) for the three months ended January 31, 2025 due to increased general and administrative expenses as elaborated above.

Total operating expenses increased to $2,773,510 (2024 - $970,660) for the six months ended January 31, 2025 due to increased share-based compensation expenses for stock option and RSUs granted, increased exploration expenses, and general and administrative expenses as elaborated above.

Financial Instruments, Liquidity and Capital

The Company’s financial instruments, consisting of cash and cash equivalents, accounts receivables, trade payables, and share based payment liabilities. It is management’s opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments.

The Company’s primary objective with respect to its capital management is to ensure that it has sufficient cash resources to fund the identification and evaluation of potential acquisitions and to maintain the development program for the Company’s properties. To secure the additional capital necessary to pursue these plans, the Company may attempt to raise additional funds through the issuance of equity, by securing strategic partners or assuming debt. The Company is exposed to liquidity risk. Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

As at January 31, 2025, the Company had cash and cash equivalents of $362,896 compared with $4,041,322 at July 31, 2024. The Company continues to experience negative operating cash flow as a result of no revenue coupled with the Company’s ongoing expenses related to its exploration and business development activities. The Company anticipates a negative operating cash flow will continue until such time as production begins on its existing properties.

The Company incurred a net loss of $808,266 and $2,261,566 (2024 - $643,414 and $972,322) for the three and six months ended January 31, 2025, and had negative cash flows relating to operating activities of $3,721,279 (2024 - $853,391) for the six months ended January 31, 2025. The continuation of the Company as a going concern is dependent on the ability of the

Company to achieve positive cash flow from operations and/or obtain necessary equity or other financing to continue exploration on its exploration and evaluation assets. The Company's condensed interim consolidated financial statements for three months ended January 31, 2025 and 2024 do not reflect any adjustments to the carrying values of assets and liabilities, reported expenses, and balance sheet classifications that would be necessary should the Company be unable to continue as a going concern, and these adjustments could be material. The Company intends to raise the required funds through the issuance of equity, by securing strategic partners or assuming debt.

The Company defines capital to include equity, comprised of share capital including common shares, warrants, special warrants, contributed surplus and deficit.

Off-Balance Sheet Arrangements

The Company has not engaged in any off-balance sheet arrangements such as obligations under guarantee contracts, a retained or contingent interest in assets transferred to an unconsolidated entity, any obligation under derivative instruments or any obligation under a material variable interest in an unconsolidated entity that provides financing, liquidity, market risk or credit risk support to the Company or engages in leasing or hedging services with the Company.

Cash and cash equivalents

Cash and cash equivalents include cash in the bank and short term GICs (Guaranteed Investment Certificate). As at January 31, 2025, the short term GIC carried interest rates ranging from 3.25% to 4.58% per annum. A summary of cash and cash equivalents is as follow:

		January 31, 2025		**July 31, 2024**
Cash	$	232,896	$	1,785,102
Short term GIC		130,000		2,256,220
Total	$	362,896	$	4,041,322

Prepaid expenses

As at January 31, 2025, the Company had $479,288 (July 31, 2024 - $312,715) prepaid general and administrative expenses and $282,354 prepaid exploration expenses (July 31, 2024 - $110,710).

Share based payment liabilities

Under the Company's Share Compensation Plan (the "Plan"), the RSUs granted shall become vested in accordance with schedules set up in the RSU agreements. At the option of the participant, the participant may choose to receive (i) a lump sum payment in cash equal to the number of vested RSUs multiplied by the market value of a common share on the payout date; (ii) the number of underlying common shares or; (iii) any combination of the foregoing.

The Company measures the cost of cash-settled share-based transactions by reference to the fair value of the equity instruments at the date at which they are granted.

Until the liabilities are settled, the Company remeasures the fair value of the liabilities at the end of each reporting period and at the date of settlement, with any changes in fair value recognised in profit or loss for the period. During the three and six months ended January 31, 2025, the Company recognized $279,673 (2024 - $Nil) gain on changes of fair value for share-based payment liabilities.

The changes in RSUs during the six months ended January 31, 2025 are as follows:

	Number of RSUs
RSUs outstanding, as at July 31, 2023	-
Granted	2,600,000
Cancelled	(250,000)
RSUs outstanding, as at July 31 and January 31, 2025	2,350,000

Total share-based compensation expenses of $212,240 and $523,360 (2024 – $196,875 and $196,875) for the three and six months ended January 31, 2025 were recognized.

As at January 31, 2025, share based payment liabilities were $954,181 (July 31, 2024 - $710,495) based on the estimated fair value of $0.58 (July 31, 2024 - $0.75). The RSUs vest and are payable based on vesting schedules set up in the RSU agreements. $930,014 (July 31, 2024 - $470,229) were included in share-based payment liabilities – current and $24,167 (July 31, 2024 - $240,266) were included in share-based payment – long term based on RSUs vest and payable date.

Share Capital

a) Authorized

Unlimited number of common shares with no par value.

b) Issued and Outstanding

As at January 31, 2025, the Company has the following common shares issued:

	Number of Common Shares	Share Capital $
Balance at July 31, 2023	**33,746,467**	**6,243,031**
Issued capital for acquisition	10,000,000	7,500,000
Balance at July 31, 2024	**43,746,467**	**13,743,031**
Issued capital for special warrants conversion	6,297,393	4,216,691
Balance at January 31, 2025	**50,043,860**	**17,959,722**

On October 6, 2023, the Company issued 10,000,000 common shares to the beneficiary owners of RM Property for acquisition. Total value of the share insurance is $7,500,000 with 10,000,000 common shares at $0.75.

On November 6, 2024, the Company issued 6,297,393 common shares to exercise Special Warrants issued in the private placement during year ended July 31, 2024

c) Share options

On September 30, 2021, the Company implemented the Plan.

All stock options expire within ten years and vest based on terms and conditions set out in the stock option agreements. A summary of the Company's option activities is as follows:

	Number of Options	Weighted Average Exercise Price
Options outstanding, as at July 31, 2023	1,850,000	$0.50
Granted	100,000	$0.75
Options outstanding, as at July 31, 2024, and January 31, 2025	1,950,000	$0.51

As January 31, 2025, the weighted-average life of the options outstanding was 6.89 years (July 31, 2024 – 7.28 years). Details of stock options outstanding as at January 31, 2025 were as follows:

Exercise price	Weighted average contractual life	Number of options outstanding	Number of options exercisable
$0.50	6.67	1,850,000	1,850,000
$0.75	8.84	100,000	50,000
Total	**6.78**	**1,950,000**	**1,900,000**

Total share-based compensation expenses of $7,455 and $20,874 (2024 – $8,946 and $8,946) for the three and six months ended January 31, 2025 were recognized based on the estimated fair value of the options on the grant date using the Black-Scholes option pricing model with the following assumptions:

Risk-free rate	3.56%
Dividend yield	nil
Annualized volatility	121.50%
Fair value at grant date	$0.75
Expected life	10 years

d) Special Warrants

The following was a summary of special warrant outstanding as at January 31, 2025:

	Number of Special Warrants	Special Warrants Capital $
Special warrants outstanding and exercisable, as at July 31, 2023	-	-
Special warrants issued	6,297,393	$5,037,914
Special warrants issuance cost	-	(191,484)
Special warrants outstanding, as at July 31, 2024	6,297,393	4,846,430
Special warrants converted	(6,297,393)	(4,846,430)
Special warrants outstanding, as at January 31, 2025	-	$ -

On April 2, 2024, the board of the Company approved a private placement of up to 6,250,000 Special Warrants of the Company, in one or more tranches, at a price of $0.80 per Special Warrant for aggregate proceeds of up to $5,000,000 (the “Private Placement”). Each Special Warrant entitles the holder to receive one unit of Common Share of the Company and one half of one common share purchase warrant (each whole common share purchase warrant, a “Warrant”). Each Warrant entitles the holder to purchase one Common Share at price of $1.00 per share until the expire date.

During the year ended July 31, 2024, the Company issued 6,297,393 Special Warrants for proceeds of $5,037,915 under the terms of the Private Placement. Finder’s fee consists of $82,403 in cash and 103,005 Warrants valued at $41,271 using Black-Scholes pricing model (Note 9e). The Company also incurred $67,810 in cash related to share issuance costs.

On November 6, 2024, the Company issued 6,297,393 common shares and 3,148,695 warrants to exercise 6,297, 393 Special Warrants issued in the private placement during the year ended July 31, 2024.

A fair value of $4,408,175 was attributed to share capital based on $0.70 per common share on the first day the Company listed on TSXV. The residual value of $629,739 was attributed to the warrants.

Upon conversion of Special Warrants to Common Shares and Warrants, the Company recognized $191,484 Special Warrants issuance cost as share issuance cost.

As at January 31, 2024, the Company has Nil (July 31, 2024 – 6,297,393) Special Warrants outstanding.

e) Warrants

In March 2023, the Company extended the exercise period of all of its common share purchase warrants (the "Warrants") by two (2) years from the effective date of listing of the Company's common shares on the TSX Venture Exchange or other stock exchange in Canada (the "Extended Expiry Date").

The Extended Expiry Date supersedes and replaces the expiry date set forth in the original warrant certificate. All other terms of the Warrants remain the same and unamended.

The Company listed its common share on TSXV on November 14, 2024 and replaced the expiry date of 7,194,423 Warrants by November 14, 2026 accordingly.

The following is a summary of warrant transactions for the period ended January 31, 2025:

	Number of Warrants
Warrants outstanding, as at July 31, 2023	7,108,043
Granted	103,005
Warrants outstanding, as at July 31, 2024	7,211,048
Granted	3,148,695
Warrants outstanding, as at January 31, 2025	10,359,743

The following warrants were outstanding and exercisable as at January 31, 2025:

Expire Date	Exercise Price $	Number of Warrants Outstanding	Weighted Average Contractual Life (years)
June 06, 2026	0.80 - 1.00	16,625	1.35
November 14, 2026	0.50 - 1.00	10,343,118	1.79
		10,359,743	**1.79**

During the year ended July 31, 2024, 103,005 common shares purchase warrants were granted for Finder's fee of the Special Warrants Private Placement. The Company recorded fair value of $47,271 for the warrants granted.

The fair value of the share warrants granted was estimated to be $0.35 - $0.41 per warrant at the date of grant using Black-Scholes option pricing model with following assumptions:

Risk-free rate	3.80% - 3.91%
Warrants exercise price	$0.80 - $1.00
Dividend yield	nil
Annualized volatility	92.91% - 99.95%
Expected life	3 years

On November 6, 2024, the Company issued 3,418,695 warrants to exercise Special Warrants, and $629,739 was attributed to the warrants issued based on the residual value method.

Related Party Transactions

Transaction with Key Management Personnel

Key management personnel are persons responsible for planning, directing and controlling the activities of an entity. The remuneration of directors and key management personnel during the three and six months ended January 31, 2025, and 2024 were as follows:

	For the three months ended		For the six months ended	
	January 31, 2025	January 31, 2024	January 31, 2025	January 31, 2024
Management consulting fees	$ 68,750	$ 70,750	$ 137,500	$ 140,166
Director's fees	10,000	10,000	20,000	20,000
Share-based compensation	82,031	121,875	229,687	121,875
Total	$ 160,781	$ 202,625	$ 387,187	$ 282,041

As at January 31, 2025, there was $78,132 (July 31, 2024 - $Nil) due to related parties included in accounts payables and accrued liabilities.

Control and Internal Controls Over Financial Reporting

Management of the Company is responsible for establishing and maintaining appropriate information systems, procedures and controls to ensure that information used internally and disclosed externally is complete, reliable and timely. Management is also responsible for the design and evaluation of internal controls over financial reporting to provide sufficient knowledge to support the representations made in this MD&A and in the condensed interim consolidated financial statements for three and six months ended January 31, 2025 and 2024.

Critical Accounting Policies and Estimates

The preparation of the financial statements is in conformity with IFRS. Preparing the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Management continually evaluates these judgments, estimates and assumptions based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results could differ from these estimates. Note 3 and Note 4 of the Company's audited financial statements for the years ended July 31, 2024 and 2023 provide greater detail regarding use of estimates and judgments, and all of the significant accounting policies.

Business Risks and Uncertainties

The Company's exploration activities are concentrated in Western Canada and United States where activity is highly competitive and includes companies ranging from smaller junior exploration companies to the much larger integrated mining companies. The Company is subject to various types of business risks and uncertainties, including:

- Finding and developing mineral reserves at economic costs
- Commodity risk
- Production of minerals in commercial quantities
- Marketability of minerals produced
- Substantial capital requirements and access to capital markets
- Environmental risks
- Reliance on operators and key employees
- Third party credit risk
- Insurance
- Changes in legislation and incentive programs

The Company is not in a position to predict these risks or uncertainties, nor evaluate their impact, as the case may be, on its activities. The following summary of risks and uncertainties applicable to the Company are not comprehensive, and there may be other factors, or a combination of factors, that can cause actual results to differ from those presented in the Company's forward-looking statements.

Commodity Risk

The value of the Company's exploration and evaluation of assets are related to the price of silver and other mineral commodities, and the outlook for the minerals. The Company's business could be affected by commodity market price movements and their impact on the future economic viability of the Company's projects and the ability of the Company to raise capital. These market risks are evaluated by monitoring changes in key economic indicators and market information on an on-going basis and adjusting operating and exploration budgets accordingly.

Exploration Risk

The Company operates as a mineral explorer in the mining industry which involves considerable financial and technical risk. Substantial time and expenditures are usually required to make discoveries and to establish economic reserves. It is impossible to ensure that the current properties and programs of the Company will result in economic discoveries and development. Accordingly, success in achieving the objectives of the Company is affected by some circumstances over which the Company has no control.

In order to reduce exploration risk, the Company strives to employ highly qualified and motivated professional employees and third party consultants with a demonstrated ability to generate quality proprietary geological and geophysical prospects. To help maximize drilling success, the Company combines exploration in areas that afford multi-zone prospect potential, targeting a range of low to moderate risk prospects with some exposure to select high risk, high reward opportunities.

Additional Financing

The business of the Company depends, in part, on its ability to raise funds by issuing securities of the Company. The Company is exposed to financing risks such as not being able to raise sufficient funds to meet the required option payments on the Company's properties. To mitigate this risk, the Company has intermediaries with valuable commercial relationships actively searching for ways to raise funds. The Company intends to raise the required funds through issuance of equity by securing strategic partners or assuming debt. The exercise of stock options, warrants and special warrants, as well as any new equity financings, represent dilution factors for present and future shareholders.

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Credit risk for the Company is primarily associated with the Company's bank balances. The Company mitigates credit risk associated with its bank balance by holding cash with large, reputable financial institutions.

Liquidity Risk

Liquidity risk rises from the Company's general funding needs and in the management of the Company's assets, liabilities and mineral property expenditure requirements. The Company manages its liquidity risk to maintain sufficient liquid financial resources to meet its commitments and obligations as they come due in a cost-effective manner.

Environmental Risks

Mining can involve environmental risks such as pollution of the environment and destruction of natural habitat, as well as safety risks such as personal injury. In order to mitigate such risk, the Company conducts its operations at high standards and follows safety procedures intended to reduce the potential for personal injury to employees, contractors and the public at large.

The Company mitigates its risk related to producing hydrocarbons and minerals through the utilization of the most appropriate technology and information systems. In addition, the Company seeks to maintain operational control of the majority of its prospects.

Management and Employees

The Company depends on the skills and experience of its management team and other key employees. The Company also relies on its ability to attract and retain skilled personnel in a competitive environment. A failure to recruit and retain employees in order to assist the Company’s business may adversely affect the Company’s business or financial condition.

Directors and Officers

Gary Thompson, CEO and Director

Kevin Chen, CFO

David G. Netherway, Director

Ryan Goodman, Director