



INFINITUM COPPER CORP.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE YEAR ENDED DECEMBER 31, 2023

This Management's Discussion and Analysis ("MD&A") of Infinitum Copper Corp. (formerly Bayshore Petroleum Corp.) ("we", "our", "us", "INFI", "Infinitum" or the "Company") has been prepared by management based on available information up to April 29, 2024, and should be read in conjunction with the audited consolidated financial statements and related notes thereto prepared by management for the year ended December 31, 2023.

Except as noted, all financial amounts are expressed in Canadian dollars. All references to "\$" and "dollars" are to Canadian dollars. Some dollar amounts are rounded to thousands ('000) for discussion purposes.

Additional information about the Company is available under the Company's profile on SEDAR at www.sedarplus.ca and the Company's website at <https://infinitumcopper.com>.

The Company's audit committee reviews the audited consolidated financial statements and the MD&A, and recommends approval to the Company's board of directors. This MD&A was approved by the board of directors on April 29, 2024.

The Company was incorporated in Alberta, Canada under the Business Corporations Act on October 16, 2003 under the name of Bayshore Petroleum Corp. ("Bayshore" or "BSH"). Bayshore changed its name to Infinitum Copper Corp. on February 18, 2022 and continued into British Columbia on February 25, 2022. The Company's registered office is located at Suite 1700, Guinness Tower, 1055 West Hastings Street, Vancouver, British Columbia, Canada V6E 2E9.

Infinitum Copper Mining Corp. (formerly Infinitum Copper Corp.) ("Infinitum Copper" or "ICC") was incorporated on April 21, 2020 under the name of Arabian Shield Resources Inc. and changed its name to Infinitum Copper Corp. on March 18, 2021. The Company is domiciled in Canada under the Business Corporations Act (British Columbia). Its registered office is located at Suite 1700, Guinness Tower, 1055 West Hastings Street, Vancouver, British Columbia, Canada V6E 2E9.

On February 25, 2022, the Company completed the acquisition of ICC pursuant to an amalgamation agreement dated June 25, 2021 (and amended on August 27, 2021, October 25, 2021 and February 2, 2022) (the "Transaction"). Concurrent with the closing of the RTO, ICC became a wholly-owned legal subsidiary of the Company and the Company effected a change in directors, management and business. A complete description of the Transaction is set out in the Company's Filing Statement dated February 11, 2022 as filed on SEDAR+.

For accounting purposes, the Transaction constitutes a reverse takeover ("RTO") as the shareholders of ICC acquired control of the consolidated entity upon the completion of the Transaction. ICC is considered the acquiror and continuing entity for accounting purposes, and BSH is the acquired entity. More details of RTO Transactions can be read in Note 4 to the Company's audited consolidated financial statements as at and for the year ended December 31, 2023.

In connection with the completion of the RTO, the Company's common shares were re-listed on the TSX Venture Exchange ("TSXV") under the new symbol "INFI", effective March 16, 2022.

The Company commenced trading on the OTCQB market on May 31, 2022 under the ticker symbol "INUMF".

During the year ended December 31, 2023, the Company completed its earn-in with Minaurum Gold Inc. ("MGG") and has an 80% interest in the La Adelita project, Sonora State, Mexico. On January 28, 2023, the Company signed an option agreement with Prismo Metals Inc. ("Prismo") for Prismo to earn into 75% of the Hot Breccia project in Arizona, USA by undertaking the original option agreement's cash payments to Walnut Mines LLC ("Walnut") and exploration obligations on the Hot Breccia project while the Company being responsible for the share issuance to Walnut only.

As at December 31, 2023 and the date of this MD&A, the Company had the following issued and outstanding:

	Issued and outstanding	
	December 31, 2023	April 29, 2024 (based on post-Consolidation)
Common shares outstanding	73,338,040	37,281,508
Options	3,491,667	1,745,833
Deferred share unit (DSUs)	975,000	-
Restricted share unit (RSUs)	600,000	300,000
Warrants	30,148,147	15,074,073
Finder's warrants	1,406,383	703,191
Fully diluted common shares outstanding	109,959,237	55,104,605

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1. Highlights for the Quarter

1.1. Subsequent Events

Capital Resources

On April 18, 2024, the Company consolidated its common shares on the basis of two pre-consolidated common shares for one post-consolidated common share of the Company (the “Consolidation”).

Hot Breccia Project

On February 9, 2024, the Company announced that the project operator, Prismo Metals Inc. ("Prismo"), had completed the heliborne ZTEM geophysical survey undertaken at the Hot Breccia copper project in Arizona, and has identified a priority drill target. Hot Breccia is located in the heart of the prolific Arizona Copper Belt between Tucson and Phoenix (Fig. 1). The ZTEM survey identified a large conductive body at depth below the surface exposure of a large dike swarm that hosts the namesake breccias. Anomalous copper and gold assays are locally present at the surface in this area, and highgrade copper and zinc assays are present above this anomaly in historic drill holes completed by major copper producers in the 1970's and early 1980's. While all the historic drill holes intersected hydrothermal alteration within the volcanic rocks that overlie the typically better mineralized Paleozoic carbonate rocks with increasing alteration intensity downwards, no historic drilling targeted this newly identified conductive zone. The carbonate host units have several copper intercepts reported to exceed 1% copper and elevated zinc.

On March 4, 2024, the Company announced that Prismo had engagement ExploreTech Inc. from California to apply xFlare, their Artificial Intelligence (AI)-Optimized drill planning solution, at the Hot Breccia Project where a number of features suggests the potential for a well mineralized Arizona-style Copper Porphyry at depth. The xFlare AI approach is specifically designed to combine surface geology and drilling results with computationally intensive remodeling of existing geophysical datasets to optimize targeting of covered targets. The process quickly generates thousands of solutions that cluster on the best fits between the geological and geophysical data and then generates drillhole trajectories designed to cut those clusters most effectively.

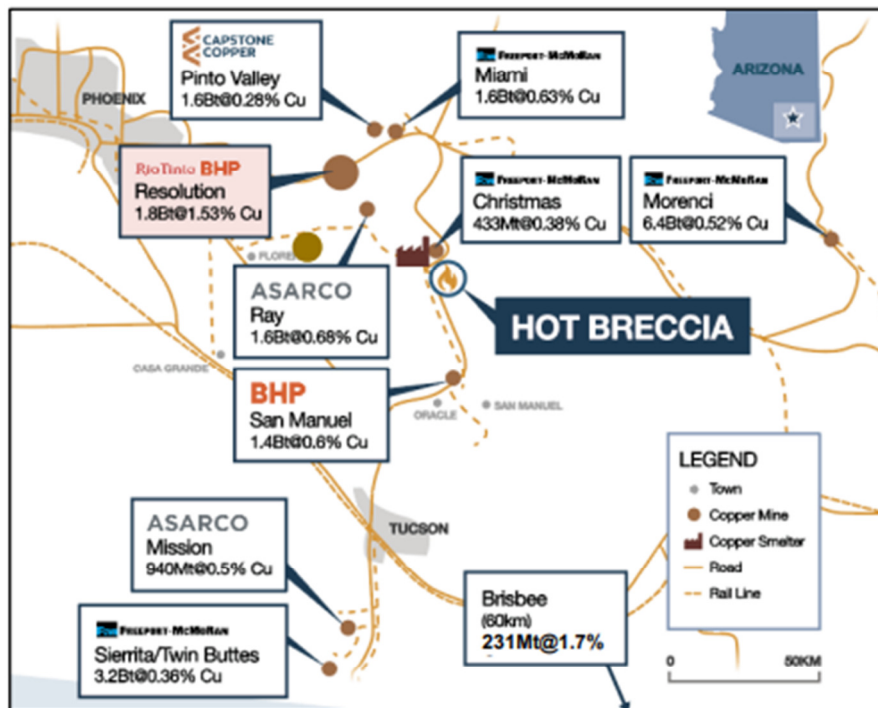


Figure 1. Location of the Hot Breccia copper project

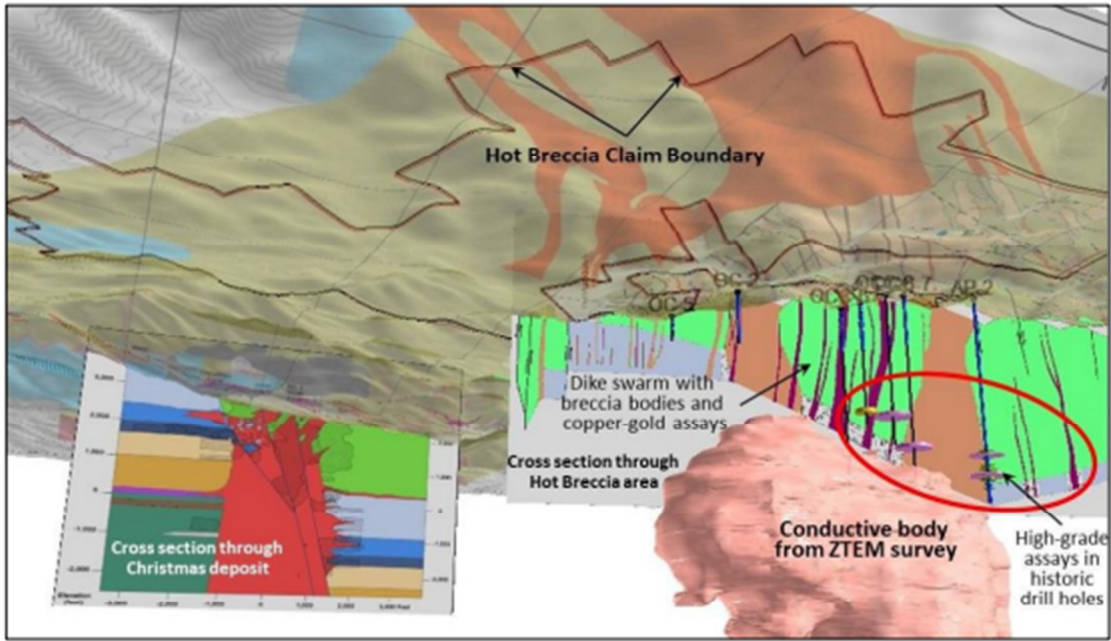


Figure 2. View of the subsurface looking northeasterly showing the conductive body from the ZTEM survey and cross sections of the Christmas deposit and the Hot Breccia area. Historic drill holes are shown with copper assays as disks within the red ellipse; the magenta color indicates > 1% Copper.

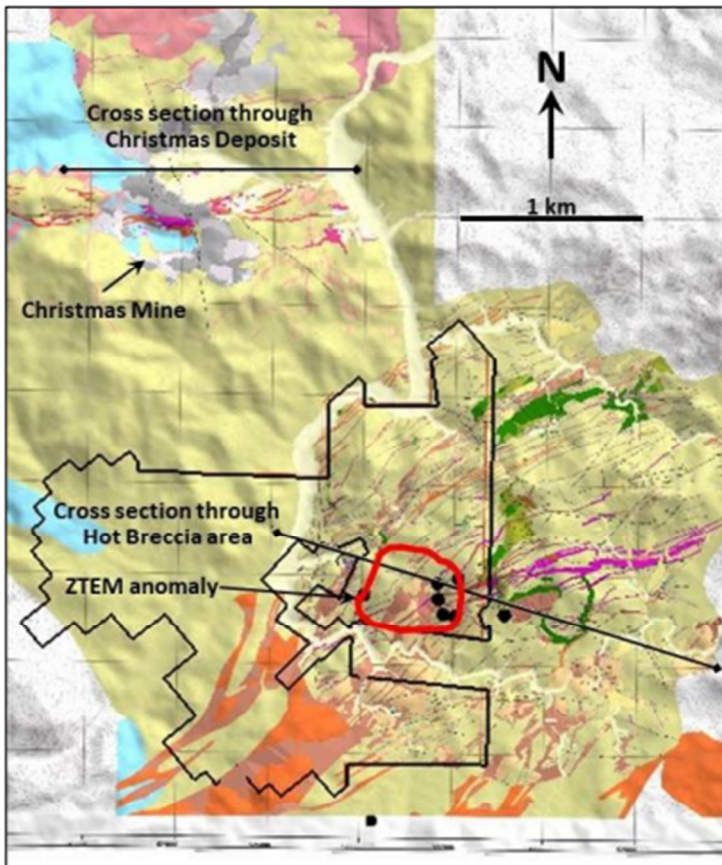


Figure 3. Plan view of the surface geology showing the hot breccia land boundary in black and the cross sections from Fig. 2. The surface projection of the conductive body shown in Fig. 2 is roughly outlined in red.

La Adelita Project

On February 16, 2024, the Company reported that it had applied for a mining permit to the environmental authority ("SEMARNAT") in Mexico following receipt of successful metallurgical test work. A Mining Impact Assessment ("MIA") was recently completed and submitted to the Secretaria de Medio Ambiente y Recursos Naturales ("SEMARNAT"). SEMARNAT is the Mexican government department responsible for the issue of mining permits. La Adelita has seen historic artisanal mining focused around the adit on the eastern flank of the Cerro Grande anticline. As mining has traditionally taken place in the Cerro Grande area and the Company expects to access the mineralised body through the existing adit the permitting process is not expected to be overly complex. The Company also recently received the results of metallurgical tests from Servicio Geologico Mexicano ("SGM"). Approximately 20 kilograms of material with a head grade of 1.88% Cu, 1.05 g/t Au and 74 g/t Ag was delivered to SGM in Chihuahua in Late 2023. Flotation tests demonstrated that the material is amenable to standard flotation process with 77% Au recovered, 86.14% Ag and 85.21% Cu. The material has a high specific gravity of 3.485.

2. Business Overview

After successfully completing the RTO, the Company has become a mineral exploration company, focused on value creation through the exploration and discovery of properties containing copper mineralization. The Company was founded by, and continues to rely on a core group of experts to guide both property acquisition and exploration. To date, the Company has optioned two projects, La Adelita in Sonora Mexico and Hot Breccia in Arizona USA, that provide the Company with an opportunity for value creation through exploration as well as optioning to a third party. A field program is currently underway at the La Adelita project.

Additional mineral projects' information and exploration activities can be found in Section 3, below and the Company's website at <https://infinitemcopper.com>.

For the year ended December 31, 2023, the Company continues to monitor its cash very closely and focuses on key objectives to improve shareholder value.

Management's overall expectations for the Company are positive, due in part to the following factors:

- The Company focuses on its objective to advance exploration of its projects with the potential for commercially exploitable deposits of base and precious metals;
- The Company's exploration team has an exceptional track record of discoveries;
- The drilling and other exploration results at La Adelita project and Hot Breccia project have been notably successful; and
- The Company announced a non-brokered private placement to raise gross proceeds of up to \$450,000 in March 2024.

3. Mineral Projects and Exploration Updates

3.1 La Adelita Project

The Company's La Adelita project comprised of seven mining claims covering 6,446 hectares with an option to earn an 80% interest from MGG pursuant to an option agreement signed on February 22, 2021. During the year ended December 31, 2023, the Company earned into the 80% interest in the La Adelita project by spending \$3 million in work expenditures. In addition, the Company paid the aggregate of \$218,333, issued 200,000 common shares to the original owner of the La Adelita project and issued 6,105,438 common shares to MGG.

MGG's 20% retained interest will be carried until the Company completes a total of \$4.75 million in work expenditures, along with completing both a mineral resource calculation, in accordance with National

Instrument 43-101 (“NI 43-101”) Standards of Disclosure for Mineral Projects, and a preliminary economic assessment. A previous owner retains a 2% net smelter royalty on the La Adelita Property.

Historical exploration data collected by Minera Cascabel, Minera Kennecott, Ocean Park Resources and MGG from 1998 to 2018 included geologic mapping, rock and soil geochemical sampling, helicopter-borne VTEM-magnetics, a ground-based IP-resistivity survey and drilling. Drilling consisted of 5 reverse-circulation holes totaling 1,263.92 meters at the Las Trancas prospect in 2005 and 16 core holes totaling 5,965 meters in 2010, 2012, and 2018 at the Cerro Grande, Mezquital, and Las Trancas prospects.

Technical information of the La Adelita project is disclosed in a NI 43-101 compliant technical report, which is available on SEDAR+ at www.sedarplus.ca filed on February 11, 2022 under the Company’s profile and the project exploration updates are available on the Company’s website at <https://infinitemcopper.com/projects/la-adelita-project>.

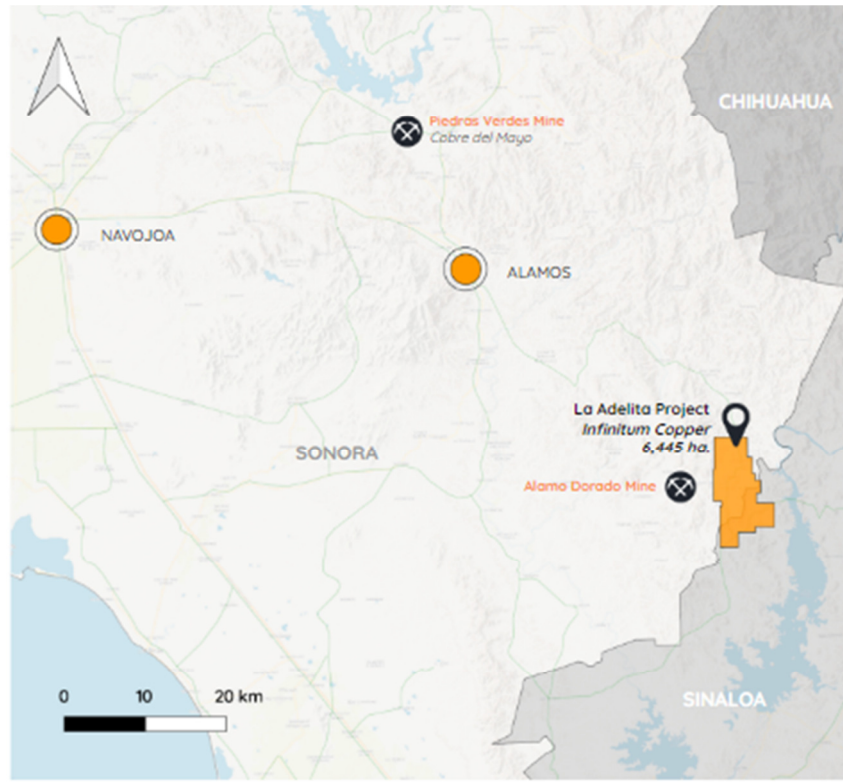
A summary of the La Adelita project is as follows:

Location

The La Adelita project is located in the Alamos Mining District, 5 km east of the past-producing Alamo Dorado Mine in Southern Sonora, Mexico, which can be easily accessed from the town of Alamos and Navojoa City via paved main roads and well-maintained access roads. Lodging is readily available in Alamos and El Fuerte, connected to well-maintained unpaved roads, where electrical power lines and hydroelectric stations are nearby.

Major airports are located in Hermosillo, approximately 450 km from La Adelita via road, and a deep-water port in Guaymas is located 300 km from the Adelita project. The nearest USA point of entry is at Nogales, Arizona, 520 km to the N-NW.





Geology

The La Adelita project lies in the western-most foothills of the Sierra Madre Occidental physiographic province, near its transition into the Pacific Coastal Plain province. Tectonically, La Adelita is near the eastern margin of the Cordilleran Orogenic Belt and its boundary with the Sierra Madre Occidental Volcanic Belt.

Bedrock in the region is dominated by late Paleozoic to Mesozoic metasedimentary and metavolcanic rocks that have been intruded by late Cretaceous intrusives with compositions ranging from granodiorite to quartz monzonite, and associated granitic stocks and aplite dikes.

NW-striking dextral faults and NE-striking sinistral faults, along with NE striking normal faults dominate the structural framework. Latest movement on these faults is related to the Miocene-Pliocene opening of the Sea of Cortez of the Sonoran Basin and Range province.

Jurassic-Cretaceous metamorphic rocks

A sequence of metavolcanic and metasedimentary rocks forms the highest hills in the La Adelita project area. The youngest rock limestone corresponds with the regional lower Cretaceous rudist-bearing limestones. The mineralized skarn at Cerro Grande is formed in the skarn-altered marble.

Laramide intrusive complex

The intrusions lie within the Cerro Grande area. They are of variable composition, including the most widespread lithology, biotite granodiorite. In the northern part of Cerro Grande, a group of low hills called El Espinazo del Diablo, is underlain by porphyritic stocks.

Mid-Tertiary volcanic rocks

Lies unconformably on Laramide intrusives and metamorphic rocks in the southwestern part of the La Adelita project area. These units appear to be the remnants of once regionally extensive volcanism related to the Sierra Madre volcanic field.

Mid-Tertiary rhyolite intrusion

A faint flow banding quartz-eye rhyolite stock cuts both metavolcanic and mid-Tertiary volcanic rocks in the Las Trancas area.

Upper Tertiary – Quaternary units

Unconsolidated cobble conglomerates occupy the eastern portion of the project area. A basaltic lava flow caps hill tops while alluvium and feldspathic soils cover much of the valley bottoms in the project area.

Mineralization

Copper-silver-zinc mineralization at La Adelita project is associated with garnet skarn in bedrock exposures over approximately 180 meters on Cerro Grande in the center of the concession block. Continuous-chip samples in the adit and from surface pits have returned values of 1 percent Cu, 1 ppm Au, 10 ppm Ag, and strongly anomalous Zn. Skarn-altered and re-crystallized carbonate rocks underlie all of Cerro Grande, an area roughly 1 by 1.5 km.

Drilling at Cerro Grande shows that an earlier (prograde) phase of grossularite garnet alteration was followed by retrograde alteration to andradite garnet associated with sulfide mineralization. Identified primary copper minerals at Cerro Grande include chalcopryite, chalcocite, native copper, and bornite.

At the Las Trancas prospect, in the south-central part of the concession block, a small open cut was developed on copper-oxide mineralization in quartz, hematite- and sericite-altered metasedimentary rocks. The new mineralized discovery in 2022 occurs along a structural trend heading south from the historically known open cut.

At the Mezquital area, scattered outcrops of quartz-sericite-pyrite altered intrusive rock and small patches of oxide copper mineralization coincide with the soil geochemical anomalies. North of Mezquital quartz-tourmaline breccia is associated with anomalous Mo, Cu, and Au in soil samples.

Initial results indicate that La Adelita Project could follow the CRD-Porphyry “Hub and Spoke” model. Porphyries intruding carbonates produce Skarn and CRD deposits (spokes) that extend kilometers from the Porphyry (hub). Examples of other mineral districts displaying this geometry include Bingham Canyon (USA) and Leadville (USA).

Exploration activities

Local sources report that the short adit (the “Adelita” adit) and prospects at Cerro Grande date from the 1960s. A small amount of copper-mineralized rock was hand sorted and shipped at that time. At the Las Trancas prospect, an open cut was dug into a shear-hosted Cu-oxide occurrence. The working is believed to be from the 1990s or early 2000s.

Minaurum Gold started its exploration program at the Adelita project with a program of geological mapping and geochemical sampling in 2008. The program resumed in 2010 with soil sampling, further rock-chip sampling, core drilling of 8 holes at Cerro Grande, and a helicopter-borne VTEM – magnetics survey. Ocean Park Ventures Corp entered into an option agreement with Minaurum for the Adelita project in 2011. Ocean Park carried out an induced polarization/resistivity survey on the project in 2011 and a program of detailed geological mapping, further geochemical sampling, and drilling of 13 core holes at the Cerro Grande and Mezquital prospects in 2012. Ocean Park dropped the option at the end of 2012. In 2018, Minaurum drilled one hole at Cerro Grande and 2 holes at Las Trancas.

Exploration at Adelita has consisted of geological mapping, geochemical sampling, airborne and ground geophysics, and drilling. Prior to 2022, high-grade and long intersections from minimal drilling were completed on the Cerro Grande zone and pre2022 drill results are as follows.

HOLE ID	FROM (m)	TO (m)	WIDTH (m)	TRUE WIDTH (m)	Copper %	Gold g/t	Silver g/t	CuEq %
CG-10-001	35.65	51.80	16.15	16.15	1.97	0.84	73.00	3.23
CG-10-002	35.57	83.21	47.64	36.90	1.05	0.46	46.00	1.79
CG-10-004	184.79	195.99	11.20	11.20	1.11	0.59	39.90	1.89

CG-12-009	5.60	110.80	105.20	**	1.03	0.45	36.40	1.68
CG-12-010	98.60	119.95	21.35	20.10	1.41	0.54	72.40	2.45
CG-12-011	159.20	264.50	105.30	55.25	0.25	0.07	7.40	0.37
CG-12-012	37.70	223.65	185.95	**	0.56	0.16	13.50	0.80
CG-12-013	32.95	40.15	7.20	7.20	0.79	0.42	26.40	1.33
CG-12-014	25.80	29.15	3.35	3.35	0.18	0.02	3.50	0.23
CG-12-0015	5.35	10.20	4.85	4.85	0.32	0.16	13.80	0.56

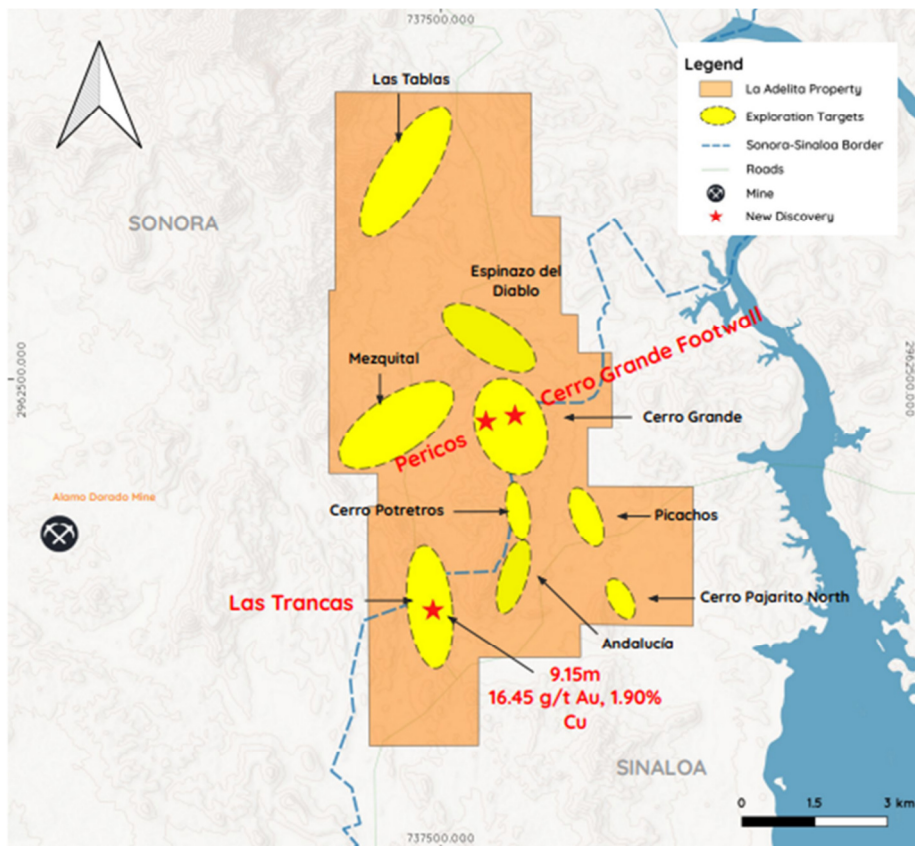
CuEq (Copper equivalent) = Copper (%) + (Gold (g/t) x 0.7182) + (Silver (g/t) x 0.0090)
 ** Parallel / Subparallel to mineralized zone (Not True Width)

The Company's on-going mapping, prospecting and surface sampling program was initiated in October 2021 and has identified three zones of significant copper, silver, gold, and zinc mineralization at Cerro Grande Footwall, Pericos, and Las Trancas zones. A total of 27 grab and 1,024 channel samples were gathered from bedrock during this initial phase of the exploration program ([March 16, 2022 Press Release](#)).

Trenching

A backhoe was mobilized to La Adelita in the last week of January 2022 to begin follow-up work to further expose the newly identified zones of mineralization described above. A total of 14 mechanical and hand trenches were excavated in Las Trancas and Pericos zones with a total of 750 linear meters of sampling, which was completed in February 2022. A total of 434 channel samples have been gathered from the trenches to date.

In April 2022, the Company released results from trenching completed at the newly discovered showing at Las Trancas zone, Trench 2 returned a true thickness of 9.15 m averaging 16.45 g/t gold, 1.90% copper and 3.50 g/t silver. A total of 12 trenches were excavated at Las Trancas which revealed many sub-parallel structures within a large fault zone, surrounded by an alteration halo that is at least 200 metres wide and extending in a north-south direction. In May, a bulldozer was mobilized to the Las Trancas zone to expose more bedrock for additional trenching.



Diamond drilling program

On March 30, 2022, the Company commenced two-phase, 9,000-metre diamond drilling campaign (See the Company's [March 30, 22 Press Release](#) for more details).

Recognizing that La Adelita is a big system, the Company's exploration has followed a methodical approach, focusing on areas with the best opportunities to encounter continuous zones of high-grade mineralization. To date, the Company has focused on two of the five main target areas: A) the La Adelita Anticline and B) the Las Trancas zone, where a 2022 discovery trench revealed 9.15 m of 16.45 (g/t) Au, 1.90% Cu and 3.50 g/t Ag.

In phase one drilling, twelve diamond drill holes were completed on the trend of high-grade copper-gold-silver skarn mineralization at the Cerro Grande zone, with a total of 2,574 metres, including 1,848 samples that were sent to the lab for analysis. While more results are still pending, drill hole AD-22-0018 returned a true width of 20.60 m of 1.91% Cu, 2.00 g/t Au and 40.91 g/t Ag or 3.71% CuEq starting at 163.15 m down hole and drill hole AD-22-0019 returned 32.25 m of 1.01% Cu, 0.52 g/t Au and 39.69 g/t Ag or 1.69% copper equivalent starting at 36.65 m downhole in the Cerro Grande zone. (See more details at [News Release September 13, 2022](#) and [News Release September 29, 2022](#).)

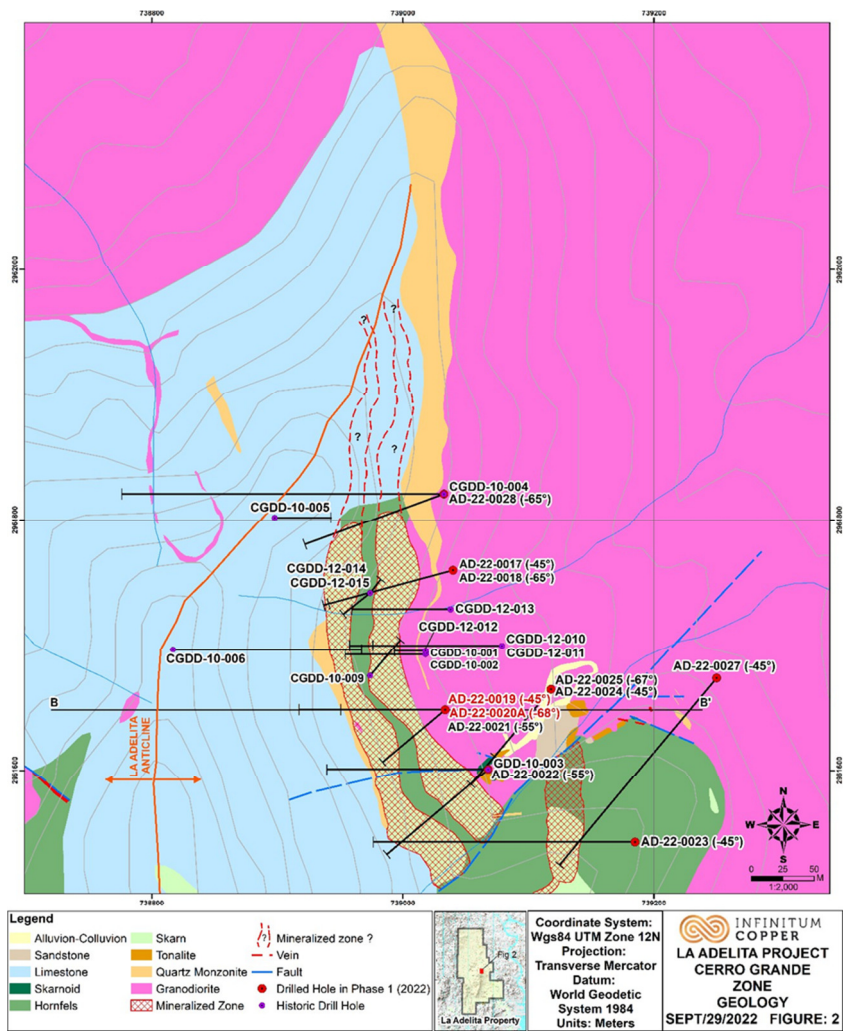
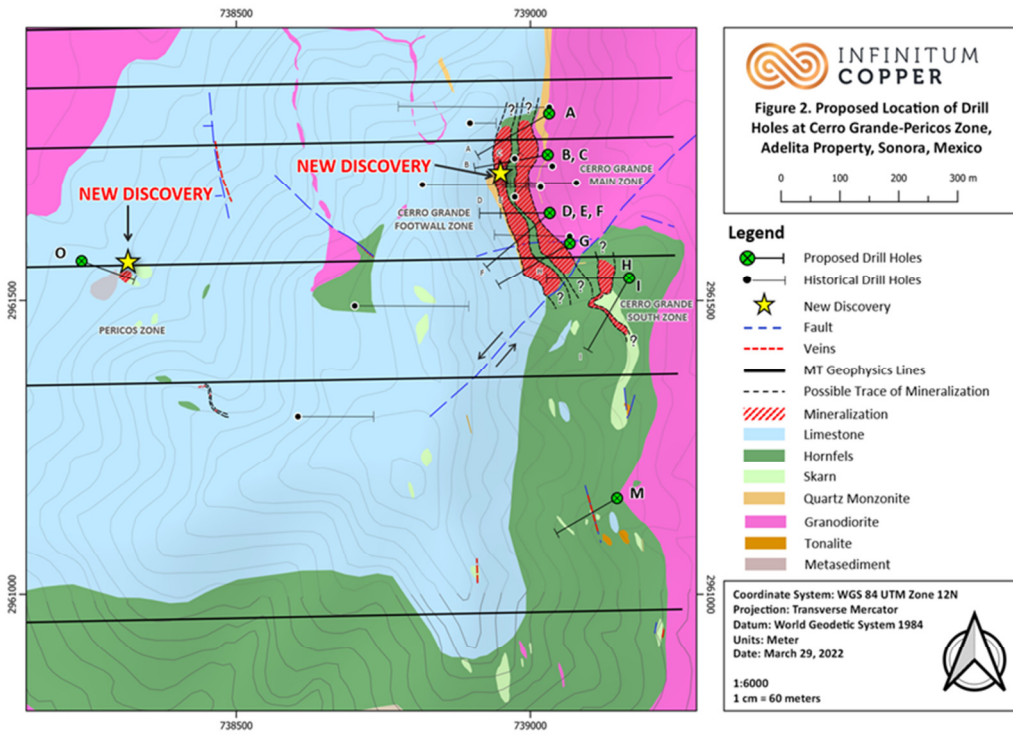
This mineralization is hosted in pervasive skarn alteration with abundant magnetite coinciding with the highest-grade mineralization (See Table below). Drill holes AD-22-0017 and 0018 were drilled 70 meters north of the old Adelita adit to seek the extension of the high-grade copper-gold-silver mineralization of the Cerro Grande zone and the recently discovered Cerro Grande Footwall zone. Cerro Grande Footwall was identified as a fold repeat of the favorable host limestone through surface mapping completed by Infinitum's geological team earlier this year. Drill hole AD-22-0017 was the first attempt to test the target but was lost before reaching the main target at a depth of 145.50 metres in massive skarn with trace mineralization. Drill hole AD-22-0018 was drilled at a steeper angle from the same pad as AD-22-0017 and successfully intercepted the entire zone.

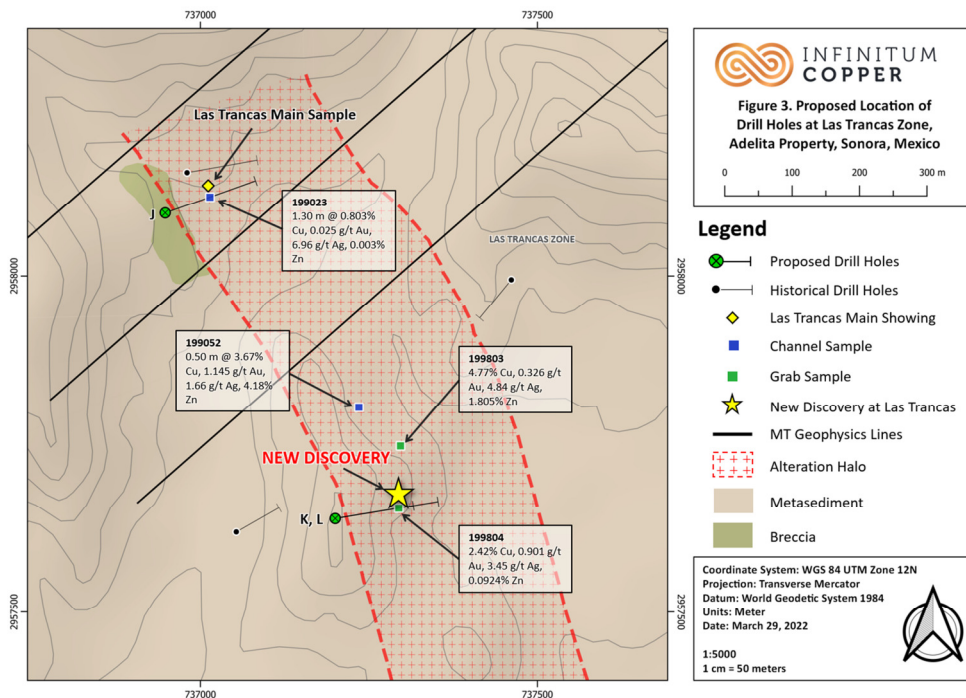
The drill hole AD-22-0018 intersection is open in all directions along the favorable contact between limestone and the intrusive. MT geophysical survey results for this area were received subsequent to drilling and interpretation indicates that mineralization may strengthen at depth below drill hole AD-22-0018.

Drill holes AD-22-0019 and AD-22-0020A were collared on the same pad, approximately 110 m south of holes AD-22-0017 and 0018. At 32.25 m true width, the reported interval in drill hole AD-22-0019 is 58% wider than the comparative interval in hole AD-22-0018 to the north. In both areas, the highest-grade copper-gold-silver mineralization is associated with semi-massive to massive magnetite and is still open along strike and to depth.

HOLE ID	FROM (m)	TO (m)	WIDTH (m)	TRUE WIDTH (m)	Copper %	Gold g/t	Silver g/t	CuEq %
AD-22-0017	46.70	55.85	9.15	9.15	0.14	0.06	1.24	0.19
AD-22-0018	163.15	187.50	24.35	20.60	1.91	2.00	40.91	3.71
AD-22-0019	36.65	70.60	33.95	32.25	1.01	0.52	39.69	1.74
Including	36.65	54.60	17.95	17.05	1.68	0.83	59.01	2.81
Including	67.50	70.60	3.10	2.95	0.85	0.72	69.00	1.99
AD-22-0020A	40.95	61.25	20.30	19.30	0.54	0.31	23.28	0.97
Including	40.95	49.70	8.75	8.30	0.85	0.58	32.70	1.56
Including	56.75	61.25	4.50	4.25	0.75	0.38	40.67	1.39
Including	67.50	70.60	3.10	2.95	0.85	0.72	69.00	1.99

CuEq (Copper equivalent) = Copper (%) + (Gold (g/t) x 0.7182) + (Silver (g/t) x 0.0090)





Combining the results from the Company and predecessor drilling shows well mineralized skarn at Cerro Grande ranging from 3 to 36 metres true thickness, over 250 metres depth, a strike length exceeding 200 metres, and is still open in all directions. Now the Company has discovered that the western limb of the La Adelita Anticline is also strongly mineralized, and the axial plane in between lights up as a very strong conductor in the Company's geophysical survey.

On May 3, 2023, the Company reported the results from the last six of the twelve diamond drill holes. Drill hole AD-22-0028 returned 48.7m (True Width) of 1.22% CuEq starting at 198.85 m down hole in the Cerro Grande zone while AD-22-0021 returned 19.85m of 1.00% CuEq from 34.5 m down hole. Similar to previously announced drilling results, mineralization is hosted in pervasive skarn alteration and highly correlated with magnetite. AD-22-0028 was collared 65m to the north of AD-22-0018 which returned 20.6m of 3.71% CuEq from 163.15m down hole and 175m to the north of AD 22-0019 which returned 32.25m of 1.74% CuEq from 36.65m down hole. The intersection of hole AD-22-0028 is open to the north, east and west.

AD-22-0028 is the only drill hole which has intersected the large and distinct magneto-telluric anomaly on the eastern flank of the Cerro Grande anticline. It is believed that the anomaly is driven by highly conductive magnetite which is strongly correlated with high grade gold and copper mineralisation. The anomaly stretches 1.4km from north to south and is open to the north with a diameter of 200m at its thickest points.

Drill hole AD-22-0027 was drilled further to the south-southwest of drill hole AD-22-0021 looking for the continuity of the system. This hole was drilled with a low angle inclination (-45°) and intercepted a wide strong zone of skarn alteration, without magnetite, including 130.90 m of 0.32% Zn from 141.20 m down hole.

HOLE ID	FROM	TO	WIDTH	TRUE WIDTH	Cu %	Au g/t	Ag g/t	Zn %	CuEq %
AD-22-0021	34.50 M	55.40 M	20.90 M	19.85 M	0.51	0.16	15.70	0.58	1.00
	34.50 M	42.90 M	8.40 M	7.98 M	0.83	0.22	22.4	0.83	1.51
	46.25 M	55.40 M	9.15 M	8.69 M	0.41	0.16	14.42	0.47	0.83
AD-22-0022	56.05 M	62.15 M	6.10 M	5.80 M	NSV	NSV	NSV	0.32	NSV
AD-22-0023	110.30 M	114.80 M	4.50 M	4.30 M	NSV	NSV	NSV	0.13	NSV
	155.10 M	162.40 M	7.30 M	6.95 M	NSV	NSV	NSV	0.12	NSV
	185.35 M	223.75 M	38.40 M	36.50 M	NSV	NSV	NSV	0.14	NSV
AD-22-0024	10.60 M	11.85 M	1.25 M	1.25 M	0.05	0.12	2.50	0.94	0.53
	21.60 M	23.15 M	1.55 M	1.50 M	0.86	0.61	12.14	0.34	1.54
	59.65 M	66.50 M	6.85 M	6.50 M	0.18	0.02	2.72	0.32	0.34
	96.55 M	101.55 M	5.00 M	4.75 M	0.17	0.02	3.00	0.50	0.41
	104.50 M	106.50 M	2.00 M	1.90 M	0.03	0.10	4.70	0.09	0.18
	112.60 M	113.70 M	1.10 M	1.05 M	0.15	0.04	3.40	1.05	0.41
	6.00 M	23.15 M	17.15 M	16.30 M	NSV	NSV	NSV	0.20	NSV
	59.65 M	66.50 M	6.85 M	6.50 M	NSV	NSV	NSV	0.32	NSV
	91.55 M	120.90 M	29.35 M	27.90 M	NSV	NSV	NSV	0.24	NSV
AD-22-0025	50.60 M	52.00 M	1.40 M	1.35 M	0.21	0.09	1.40	NSV	0.29
	89.10 M	91.35 M	2.25 M	2.14 M	0.39	0.07	1.76	NSV	0.46
	130.50 M	132.80 M	2.30 M	2.18 M	0.24	0.08	3.60	0.60	0.59
	1.50 M	25.15 M	23.65 M	22.50 M	NSV	NSV	NSV	0.15	NSV
	119.95 M	133.75 M	13.80 M	13.10 M	NSV	NSV	NSV	0.17	NSV
	152.00 M	170.15 M	18.15 M	17.25 M	NSV	NSV	NSV	0.23	NSV
AD-22-0026	8.80 M	26.55 M	17.75 M	16.85 M	NSV	NSV	NSV	0.16	NSV
	107.05 M	117.75 M	10.70 M	10.16 M	NSV	NSV	NSV	0.13	NSV
	179.85 M	181.50 M	1.65 M	1.58 M	NSV	0.16	1.50	0.20	NSV
AD-22-0027	141.20 M	279.00 M	137.80 M	130.90 M	NSV	NSV	NSV	0.32	NSV
AD-22-0028	198.85 M	250.10 M	51.25 M	48.70	0.80	0.35	19.43	NSV	1.22
Including	198.85 M	220.30 M	21.45 M	20.38 M	0.85	0.31	29.51	NSV	1.34
Including	228.25 M	250.10 M	21.85 M	20.76 M	1.03	0.51	15.78	NSV	1.54

Assumptions used in USD for the copper equivalent calculation were metal prices of \$3.25/lb. Copper, \$1,600/oz Gold, \$20/oz Silver, and recovery is assumed to be 100% as no metallurgical test work has been completed on this project. The following equation was used to calculate copper equivalence: $CuEq = \text{Copper (\%)} + (\text{Gold (g/t)} \times 0.7182) + (\text{Silver (g/t)} \times 0.0090)$.

On May 24, 2023, the Company announced that it started drilling at the La Adelita property. The program, consisting of 15 diamond drill holes totalling 2,500 metres, is designed to expand the size of the high-grade mineralized area at Cerro Grande zone, as well as test for mineralization at depth in the Las Trancas zone.

Nine drill holes are programmed for the Cerro Grande zone. The objective of the program is to expand the known high-grade mineralization by stepping out to the north and west of previous drill holes. The

Company's 2023 program also includes 6 diamond core holes at the Las Trancas zone totalling 1,200m designed to test for the source of mineralization beneath the Sangre del Toro feature.

CERRO GRANDE ZONE

9 drill holes are programmed for the Cerro Grande zone. The objective of the program is to expand the known high-grade mineralisation by stepping out to the north and west of previous drill holes.

- 2022 drilling by the Company and earlier drilling by Minaurum Gold produced outstanding results including:
 - AD-22-0021 (20.9m of 0.67% CuEq from 34.5m);
 - AD-22-0019 (34.65m of 1.98% CuEq from 36.5m);
 - AD-22-0020A (22.25m of 0.98% CuEq from 39m);
 - AD-22-18 (36.65m of 2.75% CuEq from 153m);
 - AD-22-28 (48.7m of 1.22% CuEq from 199.4m);
 - CGDD-10-001 (16.0m of 2.07% CuEq from 35.7m);
 - CGDD-10-002 (46.4m of 1.02% from 35.6m);
- 2022 magneto telluric geophysics study (“MT”) was received after the completion of 2022 drilling and showed large anomalous responses beneath the Cerro Grande anticline and on the west flank.
- Guided by the the 2022 MT survey and previous high-grade drill results, the 2023 program aims extend the north-south extent of mineralisation out to 500m and step out up 700m west of the known mineralisation.

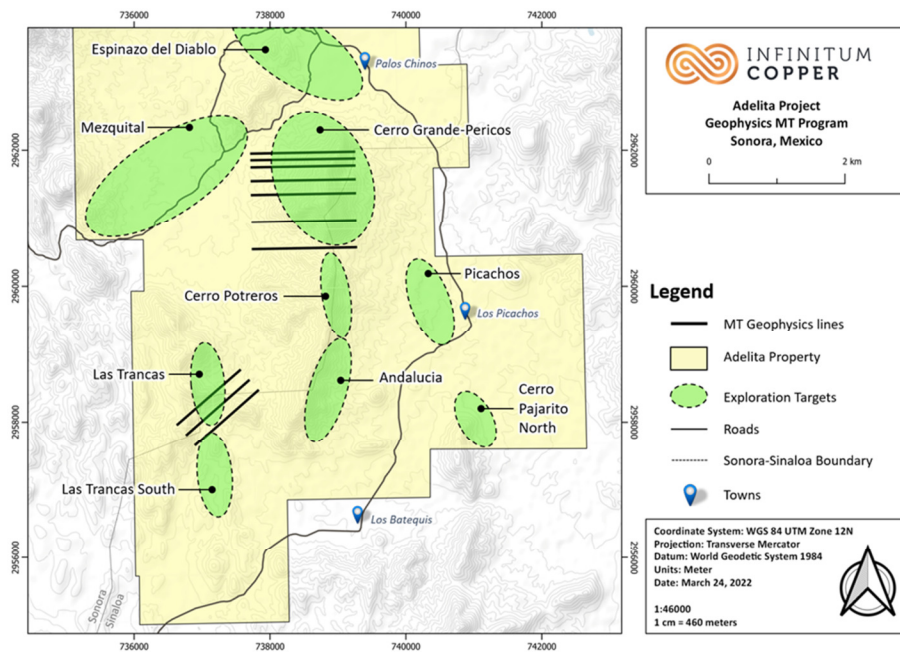
LAS TRANCAS ZONE

The Las Trancas zone is approximately 5km to the south-west of Cerro Grande and is home to the feature referred to as “Sangre del Toro” (“Bull’s Blood”). There are no previous drill holes in the area. The Company’s 2023 program includes 6 diamond core holes totalling 1,200m designed to test for the source of mineralisation beneath the Sangre del Toro feature.

- 2022 trenching program produced outstanding results including 9.5m of 16.45g/t Au and 1.9% Cu at Trench 2;
- 2022 MT program shows large conductive anomaly directly beneath Trench 2 extending to the east and west;
- The Sangre del Toro feature has been mapped at surface for over 2.8km north south and up to 600m east west. Historic artisanal workings at the northern extent of the feature provide further evidence that there is possibly a large, mineralised structure beneath;
- The Company’s 2023 drilling program was the first drilling to ever test the Sangre del Toro feature.

Geophysics

The field collection phase of a 10-line, 15.7-kilometre magneto-telluric survey was completed on April 8, 2022. Seven lines were placed in the Cerro Grande – Pericos zones over areas with known high-grade copper skarn mineralization. One line was extended 900 m to the east in order to cover a magnetic anomaly detected in a historic survey. Three geophysical lines were also completed in the Las Trancas zone. Interpreted results of the geophysics will be used to assist in further exploration targeting.



The next phase of drilling will incorporate the results of phase one, including drill results, trenching and importantly, the geophysics interpretation.

The coincidence of semi-massive to massive magnetite with the highest-grade copper-gold-silver mineralization encountered in phase one, is a feature observed in many highly productive skarns. Magnetite can be an excellent pathfinder tool as it has very strong ferromagnetic characteristics. When the magnetite is concentrated in great enough quantities, the magnetic field can be recorded by a ground-based magnetometer survey. This provides a very effective remote sensing method of tracking high-grade copper-gold-silver mineralization. Infinitem's field crews will be conducting this type of survey when the vegetation dies back after the rainy season.

The magnetometer survey will also cover targets in the west limb of the anticline as well as strongly conductive anomalies identified in the axial plane of the La Adelita Anticline.

On May 24, 2023, the Company announced that it started drilling at the La Adelita property. The program, consisting of 15 diamond drill holes totalling 2,500 metres, is designed to expand the size of the high-grade mineralized area at Cerro Grande zone, as well as test for mineralization at depth in the Las Trancas zone.

Nine drill holes are programmed for the Cerro Grande zone. The objective of the program is to expand the known high-grade mineralization by stepping out to the north and west of previous drill holes. The Company's 2023 program also includes 6 diamond core holes at the Las Trancas zone totalling 1,200m designed to test for the source of mineralization beneath the Sangre del Toro feature.

3.2 Hot Breccia Project

On April 19, 2022 and amended on November 29, 2022 and January 28, 2023, the Company entered into an Assignment and Amending Agreement (the "Agreement") whereby the Company acquired the rights to an option agreement with Walnut Mines LLC ("Walnut") where the Company has the option to earn a 100% interest of the Hot Breccia project in exchange for a cash payment of \$540,000, \$5.5 million work to advance the project over a period of five years, and delivery of 3,598,077 shares (of which 1,473,077 shares were issued).

The Hot Breccia project consists of 227 unpatented federal mining claims. The Hot Breccia project has a surface area of 1,420 hectares in Pinal and Gila Counties of Arizona, USA with Arizona State Highway 77 bisecting the property and the nearest major city and airport is Tucson, approximately a two-hour drive

to the south. The property is located 2 km away from ASARCO's Hayden Smelter and adjacent to former producer Christmas Mine (Freeport).

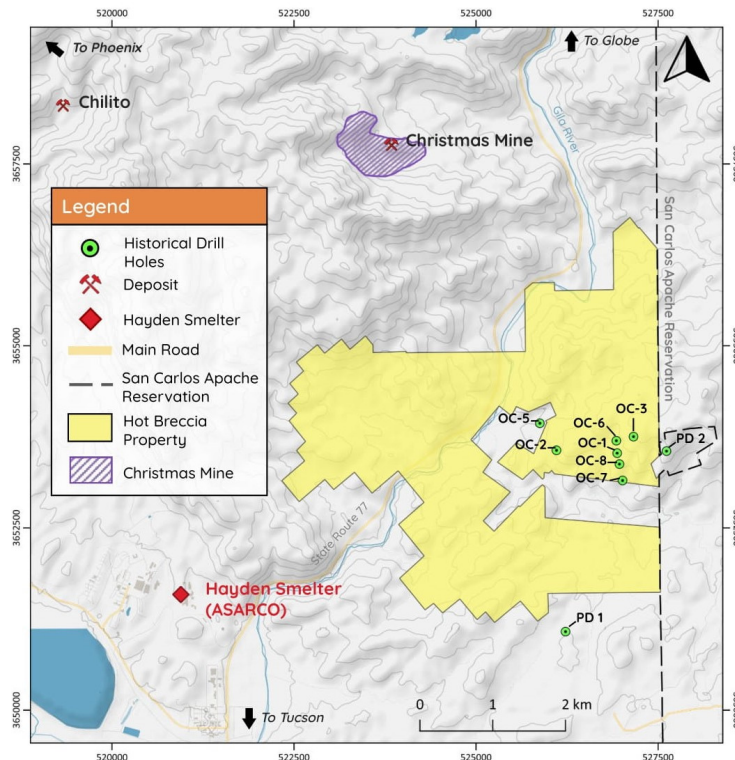
On January 28, 2023, the Company signed a property option agreement with Prismo granting Prismo the option to acquire up to a 75% interest in the Hot Breccia Project by assuming all the cash payments and work commitment obligations remaining under the Agreement. Upon entering this option agreement, Prismo would pay \$350,000 in cash (received on February 2, 2023) and issue 500,000 Prismo shares (received on February 1, 2023), with the share value of \$212,500, to the Company. On the completion of the following required work commitment and cash payments by Prismo, and share issuance by the Company, Prismo and the Company will form a 75:25 participating joint venture to hold a 100% interest in the Hot Breccia Project, subject to the 2% NSR to Walnut:

- a) make cash payments in the aggregate of \$540,000:
 - i. \$65,000 on or before June 6, 2023 (incurred by Prismo);
 - ii. \$100,000 on or before January 31, 2024 (incurred by Prismo);
 - iii. \$100,000 on or before January 31, 2025; and
 - iv. \$275,000 on or before January 31, 2026.

- b) issue and deliver an aggregate of 3,598,077 of the Company's common shares as follows:
 - i. 625,000 shares upon the TSX-V approval (issued on May 9, 2022);
 - ii. 598,077 shares on December 6, 2022 (issued on December 6, 2022);
 - iii. 250,000 shares on January 31, 2024 (subsequently issued on January 17, 2024);
 - iv. 500,000 shares on January 31, 2025;
 - v. 875,000 shares on January 31, 2026; and
 - vi. 750,000 shares on January 31, 2027.

- c) incur exploration expenditures in the aggregate of \$5,500,000 over the period of five years.

The Hot Breccia project is prospective for porphyry copper and copper skarn mineralization based on research completed on the geology of the Hot Breccia and surrounding properties. It has the same geology with Christmas but under cover of Cretaceous Volcanics.



Details of a proposed work program and related permitting are being planned at this time. The Company and Prismo expect to engage in building relationships with local communities as a part of planning for the ability to carry out the anticipated field programs.

On July 11, 2023, Prismo announced that it completed the airborne ZTEM (Z-axis tipper electromagnetic) geophysical survey at Hot Breccia as part of a continuing exploration program. Prismo had also received assay results for the first batch of samples taken at the project that indicate the presence of not only copper mineralization, but also gold mineralization associated with gossanous veins and shear zones. See the news release issued by Prismo for more information.

3.3 Qualified Person

Steve Robertson, a director of the Company, has acted as the Qualified Person as defined in National Instrument 43-101 for this disclosure and supervised the preparation of the technical information in this release. Mr. Robertson has a B.Sc. in Geology and more than 30 years of relevant experience exploring the North American Cordillera. He is a Registered Professional Geoscientist with the Association of Professional Engineers and Geoscientists of British Columbia.

4. Summary of Quarterly Results

The following table summarizes key financial and operating information prepared in accordance with IFRS, as applicable to a going concern in Canadian dollars for the three financial years and for the eight quarters ended December 31, 2023:

	2023	2022	2021
Total revenues	\$ -	\$ -	\$ -
Expenses	\$ 2,939,139	\$ 6,709,890	\$ 1,248,202
Loss for the year	\$ (2,995,100)	\$ (6,709,463)	\$ (1,248,202)
Basic and diluted loss per share	\$ (0.09)	\$ (0.16)	\$ (0.08)
Total assets	\$ 3,286,171	\$ 3,805,534	\$ 3,194,956
Total long-term financial liabilities	\$ -	\$ -	\$ -
Cash dividend declared - per share	N/A	N/A	N/A

	Three months ended			
	December 31, 2023	September 30, 2023	June 30, 2023	March 31, 2023
	\$	\$	\$	\$
Total revenues	-	-	-	-
Net loss	(500,126)	(1,032,387)	(880,481)	(582,106)
Total assets	3,286,171	3,507,478	3,972,185	3,623,058
Basic and diluted loss per share	(0.01)	(0.01)	(0.01)	(0.01)
	Three months ended			
	December 31, 2022	September 30, 2022	June 30, 2022	March 31, 2022
	\$	\$	\$	\$
Total revenues	-	-	-	-
Net loss	(1,334,463)	(1,436,911)	(1,400,971)	(2,537,118)
Total assets	3,805,534	3,979,739	4,063,681	4,812,234
Basic and diluted loss per share	(0.03)	(0.03)	(0.03)	(0.08)

On February 22, 2021, the Company acquired an option into 80% interest of its La Adelita Property. The Company has started incurring operation expenses since Q1 2021 and exploration and evaluation expenditures on its mineral projects since Q2 2021.

Included in Q4 2023 net loss, there was \$110,294 of exploration expenses, \$122,710 of share-based compensation, and \$268,539 of general and administration expenses.

The Company has not generated revenue yet and the Company is subject to seasonal variations in operations. Variations in quarterly performance among quarters were primarily a combined result of the amount of administration expenses paid, exploration and evaluation expenditures incurred, and share-based compensation recognized, etc.

In the view of management, the variations in financial results that occur from quarter to quarter are not useful in analyzing the Company's performance. It is in the nature of the business of junior exploration companies that have no significant revenue but incur significant exploration and evaluation expenses.

The Company funded operations utilizing cash proceeds from the equity financing.

5. Results of Operation

5.1 Operating Result Comparison for the three months ended December 31, 2023 and 2022

The Company's results of operation for the three months ended December 31, 2023 and 2022 are as follows:

	Three Months Ended December 31,		
	2023	2022	Change
	\$	\$	\$
Exploration expenses (recoveries)	110,294	72,072	38,222
Administrative expenses			
Accounting and audit	41,092	3,740	37,352
Consulting	110,006	82,361	27,645
Foreign exchange loss	(187)	(2,311)	2,124
Investor relations and travel	11,099	33,056	(21,957)
Legal	5,444	13,418	(7,974)
Listing, filing and regulatory	9,889	14,196	(4,307)
Management fees	81,000	112,500	(31,500)
Office and general expense	10,009	24,285	(14,276)
RTO transaction costs	-	820,796	(820,796)
Share-based compensation	122,710	160,777	(38,067)
	391,062	1,262,818	(871,756)
Other items			
Write-off of exploration and evaluation assets	-	(1)	1
Unrealized gain on marketable securities	2,012	-	2,012
(Loss) on sale of marketable securities	(782)	-	(782)
Interest income	-	428	(428)
Net loss for the period	(500,126)	(1,334,463)	(834,337)

During the quarter that ended December 31, 2023 compared to the prior year same period, the Company's exploration expenses increased by \$38,222 due to the exploration recoveries in Mexico and the Company was planning the next phase of exploration program on the La Adelita project in 2024. The general and

administrative expenses decreased by \$880,813 as a result of the completion of the RTO transaction in fiscal 2022 and decrease in investor relations and travel expenses and management fees. The non-cash share-based compensation (“SBC”) fluctuates from period to period depending on the timing and fair value of stock options, DSUs and RSUs vested in each period. During the quarter ended December 31, 2023, there was an aggregate total of \$122,710 (2022 - \$160,777) deemed fair value assigned to DSUs, RSUs and options.

During the three months ended December 31, 2023, the Company sold 77,000 Prismo shares and recognized a loss on sale of marketable securities of \$782 (2022 - \$Nil).

5.2 Operating Result Comparison for the years ended December 31, 2023 and 2022

The Company’s results of operation for the years ended December 31, 2023 and 2022 are as follows:

	Years Ended December 31,		Change
	2023	2022	
	\$	\$	\$
Exploration expenses	1,324,720	2,034,647	(709,927)
Administrative expenses			
Accounting and audit	96,037	55,992	40,045
Consulting	320,694	336,928	(16,234)
Foreign exchange loss	2,188	30,541	(28,353)
Investor relations and travel	138,892	347,195	(208,303)
Legal	46,206	276,259	(230,053)
Listing, filing and regulatory	48,219	147,218	(98,999)
Management fees	343,125	425,000	(81,875)
Office and general expense	98,308	87,454	10,854
RTO transaction costs	-	2,465,818	(2,465,818)
Share-based compensation	520,750	502,838	17,912
	1,614,419	4,675,243	(3,060,824)
Other items			
Write-off of exploration and evaluation assets	-	(1)	1
Unrealized (loss) on marketable securities	(9,716)	-	(9,716)
(Loss) on sale of marketable securities	(114,333)	-	(114,333)
Gain on option agreement	66,946	-	66,946
Interest income	1,142	428	714
Net loss for the year	(2,995,100)	(6,709,463)	(3,714,363)

During the year ended December 31, 2023 compared to the prior year, the Company’s exploration expenses decreased by \$709,927 as the Company was planning the next phase of exploration program on the La Adelita project in 2024. The general and administrative expenses decreased by \$3,050,383 as a result of the completion of the RTO transaction in fiscal 2022 and decrease in investor relations and travel expenses and legal fees. During the year ended December 31, 2023, there was an aggregate total of \$520,750 (2022 - \$502,838) deemed fair value assigned to DSUs, RSUs and options.

During the year ended December 31, 2023, the Company also incurred a gain on option agreement of \$66,946 due to the value received from Prismo exceeded the amount capitalized for the Hot Breccia Project. The Company also sold 465,300 Prismo shares and recognized a loss on sale of marketable securities of \$114,333 (2022 - \$Nil).

6. Liquidity and Capital Resources

6.1 Cash Flows

The Company has funded its working capital requirements from financing through the sale of equity. A summary of the Company's cash activities for the year ended December 31, 2023 and 2022 is as follows:

For years ended December 31,	2023	2022
	\$	\$
Operating activities	(1,993,142)	(3,357,308)
Investing activities	287,219	(553,167)
Financing activities	1,561,929	1,239,992

Operating activities

During the year ended December 31, 2023 and 2022, there was no revenue generated from operations. During the year ended December 31, 2023, cash used in the operating activities included \$1,324,720 exploration expenses (2022 - \$2,034,647) and its other general and administrative expenses as discussed in section 5.1 Operating Result Comparison for the year ended December 31, 2023 and 2022 above.

Investing activities

During the year ended December 31, 2023, the Company received \$350,000 from Prismo for the option agreement of Hot Breccia Project as well as net proceeds of \$83,419 from the sale of marketable securities. The Company also paid \$146,200 in VAT charged on exploration expenses in Mexico.

Financing activities

During the year ended December 31, 2023, the Company received \$1,561,929 net proceeds from the issuance of common shares in the private placement closed in April 2023.

6.2 Capital Resources and Liquidity Risk

A summary of the Company's working capital and its accumulated deficit is as follows:

	2023	2022
	\$	\$
Working capital (deficiency)	(601,354)	(155,968)
Deficit	(10,952,765)	(7,957,665)

As of December 31, 2023, the Company had working capital deficit of \$601,354 (December 31, 2022 - \$155,968) and cash of \$26,284 (December 31, 2022 - \$170,822). The Company has not generated revenue yet and has no operations that generate cash flows. The Company's future financial success will depend on the discovery of one or more economic mineral deposits. This process can take many years and is largely based on factors that may be beyond the control of the Company's management.

The Company currently relies on cash on hand and equity financing for its working capital requirements to fund exploration and administrative activities. For the foreseeable future, the Company will continue relying on the issuance of share capital to fund its operations and the ability of the Company to continue as a going concern will depend on its ability to raise additional capital to meet all obligations.

The ability of the Company to raise sufficient funds is uncertain. There is no assurance that the Company will be able to access equity funding at times and in the amounts required to fund the Company's activities. The outlook for the world economy remains uncertain and vulnerable to various events that could adversely affect the Company's ability to raise additional funds going forward.

7. Related Party Transactions

(a) Key management compensation

Key management includes the Company's directors and senior management. During the year ended December 31, 2023 and 2022, the following compensation and benefit were paid to or accrued for the key management personnel and entities over which they have control or significant influence:

	Year Ended December 31, 2023			Year Ended December 31, 2022		
	Cash payments or accrued compensation	Share Based Compensation ⁽⁶⁾	Total	Cash payments or accrued compensation	Share Based Compensation ⁽⁶⁾	Total
Steve Robertson ⁽¹⁾ Chairman, Director, former Chief Executive Officer	\$ 33,625	\$ 120,020	\$ 153,645	\$ 295,000	\$ 119,767	\$ 414,767
Melinda Hsu ⁽²⁾ Former Chief Financial Officer	\$ 12,500	\$ 22,017	\$ 34,517	\$ 130,000	\$ 17,302	\$ 147,302
Matthew Hudson ⁽³⁾ President, Chief Executive Officer	\$ 220,000	\$ 32,944	\$ 252,944	\$ -	\$ -	\$ -
Michael Wood ⁽⁴⁾ Chief Financial Officer, Corporate Secretary, Director	\$ 77,000	\$ 37,506	\$ 114,506	\$ -	\$ 37,426	\$ 37,426
Directors ⁽⁵⁾	\$ 6,133	\$ 135,022	\$ 141,155	\$ 50,906	\$ 134,739	\$ 185,645
Total	\$ 349,258	\$ 347,509	\$ 696,767	\$ 475,906	\$ 309,234	\$ 785,140

Due to related parties

		As at December 31, 2023	As at December 31, 2022
	Services for:		
Western Blue Sky Management Corp. ⁽¹⁾	Management fee	\$ -	\$ 11,875
AMICA Resource Inc. ⁽²⁾	Consulting fee	-	5,250
Kimon Pty Ltd. ⁽³⁾	Management fee	60,000	-
Athena Jade Ltd. ⁽⁴⁾	Management fee	28,000	-
Cassiar Gold Corp. ^(Note 7c)	Office shared	6,657	13,315
Former CEO / Former CFO ⁽¹⁾⁽²⁾	Expenses	-	463
Emerging Markets Capital ⁽⁵⁾	Consulting fee	-	10,316
Total		\$ 94,657	\$ 41,219

- (1) Steve Robertson ceased to be the Chief Executive Officer of the Company on January 31, 2023, and was appointed as the Chairman and remained as a Director of the Company. Mr. Robertson's management fees were paid to Western Blue Sky Management Corp., a private company controlled by Mr. Robertson. As part of the termination agreement with Mr. Robertson for ceased being the Chief Executive Officer, the Company was to issue 500,000 common shares to Mr. Robertson. On April 27, 2023, the Company issued 500,000 units of the Company to Mr. Robertson's company as part of its private placement.
- (2) Melinda Hsu ceased to be the Chief Financial Officer of the Company on January 31, 2023. Ms. Hsu's consulting fees were paid to AMICA Resource Inc., a private company controlled by Ms. Hsu.
- (3) Matthew Hudson was appointed as the President and the Chief Executive Officer effective February 1, 2023. Mr. Hudson's management fees were paid to Kimon Pty Ltd., a private company controlled by Mr. Hudson.
- (4) Michael Wood was appointed as the Chief Financial Officer and the Corporate Secretary effective February 1, 2023. Mr. Wood's management fees were paid to Athena Jade Ltd., a private company controlled by Mr. Wood.

- (5) During the year ended December 31, 2023, there were \$6,133 of investor relation related fees (2022 – \$45,000 of consulting fees and rent) paid to Emerging Markets Capital, a private company related to certain directors. During the year ended December 31, 2022, there was \$5,906 of consulting fees paid to a director.
- (6) Fair value assigned to granted options, DSUs and RSUs during the year ended December 31, 2023 and 2022.

(b) Due to related parties

Pursuant to the Amalgamation Agreement, certain shareholders of BSH were permitted to retain loans of \$53,500 under certain terms and conditions as of December 31, 2023 and December 31, 2022.

As of December 31, 2023, there was \$94,657 (December 31, 2022 - \$41,219) due to the senior management for the remuneration and expense reimbursements.

(c) Vancouver Office

The Company, Cassiar Gold Corp. (“Cassiar”) and Reyna Silver Corp. have certain directors in common. These companies have shared office space and certain office expenditures since June 1, 2022. During the year ended December 31, 2023, the Company shared \$29,542 (2022 - \$22,977) of rent and \$416 of internet (2022 - \$5,177 of office furniture and other expenses).

8. Off -Balance Sheet Arrangements

The Company does not have any off-balance sheet arrangements.

9. Significant Accounting Policies

The financial information presented in this MD&A has been prepared in accordance with International Financial Reporting Standards. The Company’s management has made judgments and estimates that affect the application of the Company’s accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual amounts incurred by the Company may differ from these values.

The Company’s significant accounting policies, applied judgements and estimates are set out in Note 3 of the audited consolidated financial statements for the year ended December 31, 2023.

10. Financial Instruments and Risk Management

The Company’s financial instruments are exposed to certain financial risks, including credit risk, interest rate risk and liquidity risk.

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company’s primary exposure to credit risk is on its bank accounts. The Company’s bank accounts are held with major banks in Canada and Mexico; accordingly, the Company believes it is not exposed to significant credit risk.

(b) Interest rate risk

Interest rate risk is the risk of losses that arise as a result of changes in contracted interest rates. The Company is not exposed to significant interest rate risk.

(c) Liquidity risk

Liquidity risk is the risk that the Company is not be able to meet its financial obligations as they come due. As of December 31, 2023, the Company had a cash balance of \$26,284 (December 31, 2022 - \$170,822), current liabilities of \$715,885 (December 31, 2022 - \$472,179) and working capital deficit of \$601,354 (December 31, 2022 -\$155,968). The Company is exposed to liquidity risk as of December 31, 2023.

(d) Currency risk

The Company's property interests in Mexico and USA make it subject to foreign currency fluctuations and inflationary pressures which may adversely affect the Company's financial position, results of operations and cash flows. The Company is affected by changes in exchange rates between the Canadian dollar and the Mexican pesos as well as the US dollar. The Company does not invest in foreign currency contracts to mitigate the risks. As of December 31, 2023, the Company has net monetary liabilities of approximately 6,080,000 in Mexican pesos and \$2,000 in US dollars. A 1% change in the absolute rate of exchange in Mexican pesos and US dollar, respectively, would affect its net loss by approximately \$5,000.

(e) Fair value measurement

IFRS 7 establishes financial assets and liabilities that are recognized on the balance sheet at fair value can be classified in a hierarchy that prioritizes the input to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The Company's marketable securities are classified as a level 1 financial instrument.

The following table sets forth the Company's financial assets measured at fair value by level within the fair value hierarchy.

As at December 31, 2023	Level 1	Level 2	Level 3	Total
Assets:				
Marketable securities	\$ 5,032	\$ -	\$ -	\$ 5,032

As at December 31, 2022	Level 1	Level 2	Level 3	Total
Assets:				
Marketable securities	\$ -	\$ -	\$ -	\$ -

11. Internal Controls over Financial Reporting

Internal control over financial reporting (“ICFR”) is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The Company’s certifying officers, based on their knowledge, having exercised reasonable diligence, are also responsible to ensure that these filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, with respect to the period covered by these filings, and these financial statements together with the other financial information included in these filings fairly present in all material respects the financial condition, results of operations and cash flows of the Company, as of the date of and for the periods presented in these filings. Due to the inherent limitations associated with any such controls and procedures, management recognizes that, no matter how well designed, they may not prevent or detect misstatements on a timely basis.

The Board of Directors approves the financial statements and MD&A and ensures that management has discharged its financial responsibilities. The Board’s review is accomplished principally through the Audit Committee, which meets periodically to review all financial reports, prior to filing.

11.1 Changes in Internal Controls over Financial Reporting

NI 52-109 also requires Canadian public companies to disclose any changes in ICFR during the most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, ICFR. No material changes were made to internal controls during the period ended December 31, 2023.

12. Forward Looking Statements

This MD&A contains certain “forward looking information” and “forward looking statements” within the meaning of applicable securities laws, which reflect management’s current expectations, assumptions, and beliefs of the Company as of the date of such information or statements. Generally, forward looking statements and information can be identified by the use of forward looking terminology such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, “believes”, “will” and similar expressions and statements relating to matters that are not historical facts, or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved” or the negative connotation thereof.

All such forward-looking statements are based on certain assumptions and analyses made by us in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors we believe are appropriate in the circumstances. There are numerous known and unknown risks, uncertainties and other factors, certain of which are beyond the Company’s control, including, but not limited to: the impact of general economic conditions in Canada, the United States and the world, industry conditions, changes in laws and regulations including the adoption of new environmental laws and regulations and changes in how they are interpreted and enforced, increased competition, the lack of availability of qualified personnel or management, fluctuations in foreign exchange or interest rates, stock market volatility and market valuations of companies with respect to announced transactions and the final valuations thereof, and obtaining required approvals of regulatory authorities.

Forward looking statements that have been made in this MD&A including, but not limited to:

- Plans for exploration of the Company’s exploration and evaluation assets;
- Impairment of long-lived assets;
- The progress, potential and uncertainties of the Company’s exploration and evaluation assets in Mexico and the USA;
- References to future commodity prices;

- Budgets or estimates with respect to future activities;
- Estimates of how long the Company expects its working capital to last;
- Expectations regarding the ability to raise capital and to continue its exploration and development plans on its properties;
- The continued ability of the Company to attract and retain key management personnel;
- The material uncertainties that cast significant doubt about the appropriateness of the going concern assumption; and
- Management expectations of future activities and results.

Although the Company has attempted to identify important factors that could cause actual events or results to differ materially from those described in forward looking statements, there may be unknown risks, uncertainties and other factors that cause events or results not to be as anticipated, estimated or intended. As such, the Company's actual results, performance or achievement could differ materially from those expressed in, or implied by, these forward-looking statements and, accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur.

Accordingly, readers should not place undue reliance on statements containing forward looking information. All the forward-looking information and statements contained in this document are expressly qualified, in their entirety, by this cautionary statement. The forward-looking information and statements are made as of the date of this document, and we assume no obligation to update or revise them except as required pursuant to applicable securities laws.