JAYDEN RESOURCES INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 2022

The following Management's Discussion and Analysis ("MD&A") is intended to assist the reader to assess material changes in financial condition and results of operations of Jayden Resources Inc. ("Jayden" or the "Company") as at December 31, 2022 and 2021 and for the years then ended.

This MD&A should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2022 and supporting notes. These consolidated financial statements have been prepared in accordance with with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

All monetary amounts are in Canadian dollars unless otherwise specified. The effective date of this MD&A is April 14, 2023. Additional information relating to the Company is available on SEDAR at www.sedar.com.

Contents of the MD&A

1. Overview

The Company is principally engaged in the business of acquiring, exploring and developing interests in mining projects. To date, the Company has not generated revenues from its principal activities and is considered to be in the exploration stage.

On September 4, 2020, Jayden announced that it had entered into a property option agreement with Teuton Resources Corp. (TSXV:TUO) to acquire up to a 75% interest in the Harry and Outland Silver Bar properties (the "Property") which are located in the Skeena Mining Division approximately 30km northwest of Stewart, BC.

The Property consists of 3 contiguous claims that cover a gross area of approximately 1,333 hectares. As per an April 2019 National Instrument 43-101 Technical Report on the property, the majority of the Property including the Outlander claim lies along the NW portion of a geological corridor prospective for gold-silver mineralization that is up to 3 kilometers wide. It is at least 15 kilometers long extending from south of the Premier Mine, possibly in the US, north to the Scottie Gold Mine and beyond. Within this mineralized corridor, there are a number of gold/silver deposits as well as numerous prospects. Deposits within this corridor include the Premier, Big Missouri, Silver Coin, Martha Ellen and Mt Dilworth.

On December 9, 2020, Teuton announced that it had discovered a new zone of mineralization on the Harry Property containing 7.86 ozs/ton over 2 metres

On September 2, 2021, the Company completed the continuation from the Companies Law (2021 Revision) of the Cayman Islands into the jurisdiction of British Columbia under the Business Corporations Act (British Columbia) with the intention to increase flexibility, and to reduce administrative costs.

On September 13, 2021, the Company entered into a termination agreement with Teuton and a quitclaim agreement (the "Quitclaim Agreement") with Optimum Ventures Ltd. ("Optimum") whereby the Company agreed with Teuton to terminate its Harry Property option agreement dated September 4, 2020, and simultaneously enter into the Quitclaim Agreement with Optimum allowing Teuton and Optimum to enter into a new option/sale agreement on the property. Under the terms of the Quitclaim Agreement, Optimum issued the Company 750,000 Optimum common shares and paid the Company's existing costs on the project which were $27,000. On November 10, 2021, the transaction was closed. A realized gain of $341,050 was recorded in the year ended December 31, 2021.

On February 17, 2021, the Company entered into a property option agreement with three arm's length vendors (the "Optionors") to acquire a 100% interest in the Storm Lake Gold Property located in the Frotet-Evans Greenstone Belt in central Quebec. Under the terms of the agreement, the Company can acquire a 100% interest in the Storm Lake Gold Property by making cash and share payments to the Optionors totaling $750,000 and 6,600,000 post-consolidation common shares respectively. On July 5, 2021, the Company paid $200,000 and issued 2,200,000 shares to the Optionors. On April 5, 2022, the Company issued 2,200,000 shares to the Optionors at the nine-month anniversary. On October 5, 2022, the Company paid $300,000 cash and issued 2,200,000 shares to the Optionors at the fifteen-month anniversary.

As per the recommendations contained in a 43-101F1 Technical Report written for the Company on the Storm Lake property dated August 25, 2021, the Company completed its 2021 phase one exploration program which included sampling/trenching and IP surveys to prepare for the drill program and based on the findings advanced the phase two drill program from 5,000 to 6,000 meters in 2022.

On October 27, 2022, the Company has received TSX Venture Exchange approval to purchase a 100% interest in the Wheatcroft Project from Kenorland Minerals North America Ltd. ("Kenorland"). The Company and Kenorland later entered into an amended and restated purchase and sale agreement whereby the Company will pay Kenorland $125,000 cash and issue 5,557,447 common shares equaling to 9.9% of the Company's issued and outstanding shares following the announcement of the transaction. Going forward, upon the Company's closing future financings up to and totalling $10,000,000, the Company will issue additional shares to Kenorland equaling

9.9% of the shares issued (or a value of up to $990,000) pursuant to the future financings. The maximum number of additional shares that may be issued to Kenorland would be 19,800,000 shares representing a value of $990,000 at the minimum deemed price of $0.05 per additional share, being the lowest dollar amount a financing may be conducted pursuant to the TSXV policies. The property is subject to a 3% net smelter return in favour of the vendor and the Company can reduce to 2% by making a cash payment of $1,000,000. On October 28, 2022, the Company paid $125,000 cash and issued 5,557,447 shares to Kenorland to close the transaction.

Located within the Kisseynew Domain in northwestern Manitoba, the Wheatcroft project covers 97,501 hectares and 35km of strike length along the northern margin of the Kisseynew Gneiss Belt (KGB) in Northern Manitoba. Historical drilling in the project area has focused on base metal style mineralisation in the transitional volcanics. The Geological Survey of Canada conducted regional till geochemical surveys in the area between 1983 and 1988. A significant coincident gold and arsenic in till anomaly was defined for >20km down ice from the Wheatcroft Lake area. Arsenic anomalism in the clay fraction is widespread forming a head at the transitional volcanics, while in the silt-clay fraction peak values of Au occur further south in the gneissic sedimentary rocks. With the coarse spacing of the regional till geochemistry (1.5-2km), limited follow-up of the Au potential at the transitional volcanics, and an absence of systematic work further south, the project represents a strong opportunity for discovery with modern exploration methods.

The Company has contracted Kenorland to conduct a property-wide till geochemical survey which is currently underway. Approximately 2,500 till samples are planned to be collected for geochemical analysis at an approximate spacing of 200m x 800m covering the entire coincident arsenic and gold geochemical anomaly.

2. Overall performance for the year ended December 31, 2022

The Company's performance for the year ended December 31, 2022 was a net loss of $656,718 compared to a net loss of $353,064 in 2021. The change is primarily due to $225,000 unrealized loss on marketable securities of the Optimum shares held arising from market fluctuations.

3. Selected annual information

For the years ended December 31, 2022, 2021, and 2020, the consolidated financial statements have been prepared in accordance with IFRS.

Statement of Operations Data	**Year Ended December 31, 2022**	**Year Ended December 31, 2021**	**Year Ended December 31, 2020**
Total revenue	$Nil	$Nil	$Nil
Net income (loss) from continuing operations	($656,718)	($353,064)	($218,964)
Net income (loss) from continuing operations per common share outstanding - basic	($0.01)	($0.01)	($0.01)
Net income (loss) from continuing operations per common share outstanding - diluted	($0.01)	($0.01)	($0.01)
Net income (loss)	($656,718)	($353,064)	($218,964)
Net income (loss) per common share outstanding - basic and diluted	($0.01)	($0.01)	($0.01)

Net income (loss) per common share outstanding - diluted	($0.02)	($0.01)	($0.01)
Dividend per common share outstanding	$Nil	$Nil	$Nil
	Year Ended December 31, 2022	**Year Ended December 31, 2021**	**Year Ended December 31, 2020**
Balance Sheet Data			
Total assets	8,973,129	9,665,079	350,069
Non-current financial liabilities	$Nil	$Nil	$Nil
Shareholders' equity (deficit)	8,632,107	7,443,208	272,852

Net Income (Loss)

The Company incurred a net loss of $656,718 in the fiscal year ended December 31, 2022, a net loss of $353,064 in the fiscal year ended December 31, 2021, and a net loss of $218,964 in the fiscal year ended December 31, 2020. The variance was mainly attributable to the unrealized loss on marketable securities (2022 - $225,000; 2021 and 2020 - $nil).

As of December 31, 2022, the company was focusing on the drilling campaign in the Storm Lake property and the Wheatcroft property.

Gain on Debt Settlement

During the year ended December 31, 2022, a realized gain of $300,000 was recorded due to debt forgiveness compared to $nil in fiscal 2021 and a loss of $13,848 in fiscal 2020.

On November 1, 2022, the Company settled debt owing to Mr. David Eaton in the amount of $315,000 by debt forgiveness. The Company recognized a gain of $300,000 and a GST payable reversal of $15,000 at the time of the settlement.

During the year ended December 31, 2021, the Company had no debt settlement transactions.

During the year ended December 31, 2020, the Company settled debt owing to its creditors in the amount of $65,352. The Company issued an aggregate of 440,000 common shares of the Company at a value of $0.18 per share in settlement of the debt. The debt has been completely satisfied and extinguished upon the issuance of the shares. The Company recognized a loss of $13,848 at the time of the settlement.

Gain on Disposal of Mineral Properties

During the years ended December 31, 2022 and 2020, no disposal of mineral properties was recorded. During the year ended December 31, 2021, a gain on disposal of mineral properties of $341,050 was recorded. The gain on disposal of mineral properties in arose from the termination agreement with Teuton and the Quitclaim Agreement with Optimum on September 13, 2021. The Company agreed with Teuton to terminate its Harry Property option agreement dated September 4, 2020, and simultaneously enter into the Quitclaim Agreement with Optimum allowing Teuton and Optimum to enter into a new option/sale agreement on the property. On November 10, 2021, under the terms of the Quitclaim Agreement, Optimum issued the Company 750,000 Optimum common shares and paid the Company's existing costs on the project which were $27,000. A realized gain of $341,050 was recorded.

Unrealized Gain (Loss) on Marketable Securities

During the year ended December 31, 2022, a $225,000 unrealized loss on marketable securities was recorded compared to $18,750 unrealized gain on marketable securities during the year ended December 31, 2021 (2020 - $nil). The unrealized gain and loss on marketable securities arose from the change in value of the Optimum shares held.

Total Assets

Total assets decreased to $8,973,129 as at December 31, 2022 compared to $9,665,079 as at December 31, 2021 and $350,069 as at December 31, 2020. In fiscal year 2022, total assets consist mainly of tax credit receivables of $899,835 and exploration and evaluation assets of $7,291,096. In fiscal year 2021, total assets consist mainly of cash and cash equivalents of $4,065,226 and exploration and evaluation assets of $4,831,516. In fiscal year 2020, total assets consist of mainly cash and cash equivalents of $344,820.

Shareholders' Equity

Total shareholder's equity increased to $$8,632,107 as at December 31, 2022 from $7,443,208 as at December 31, 2021 compared to $272,852 as at December 31, 2020. Total shareholders' equity consisted mainly of share capital and deficit. Equity increased mainly due to shares issuance for property acquisition of Storm Lake and Wheatcroft properties and capital raised from private placements.

During the year ended December 31, 2022, the Company issued a total of 4,400,000 shares to the Optionors of the Storm Lake Property while 5,557,447 shares to Kenorland to close the transaction of the Wheatcroft Project acquisition.

During the year ended December 31, 2021, the Company raised a total of $5,554,940 through 12,388,498 shares issuance. The Company issued 2,200,000 shares to the Optionors of the Storm Lake Property at the close of the transaction. The Company issued 100,000 shares for the exercise of warrants with exercise price of $0.21 per share. The total proceeds of $21,000 was received subsequent to the year end, therefore was recorded as subscription receivables as of December 31, 2021.

During the year ended December 31, 2020, the Company raised a total of $465,000 from 3,099,999 shares issuance. The Company also issued an aggregate of 440,000 common shares of the Company at a value of $0.18 per share in settlement of the debt. The debt has been completely satisfied and extinguished upon the issuance of the shares.

4. Results of operations for the year ended December 31, 2022

The following table sets forth selected information for the years ended December 31, 2022, and 2021.

	Year Ended December 31, 2022	2021
Other income	83,582	359,800
Administrative expenses	(740,300)	(712,864)
Net income (loss) from continuing operations	(656,718)	(353,064)
Income tax (expense) recovery	-	-
Net income (loss) for the year	(656,718)	(353,064)
Earnings (loss) per share continuing operations		
Basic and diluted	(0.01)	(0.01)

As the Company is an exploration company, it has no revenue from mining operations. For the Company's detailed plans and milestones on the Storm Lake and Wheatcroft properties, refer to the section 1 "Overview".

During the year ended December 31, 2022, the Company incurred a net loss of $656,718 compared to a net loss of $353,064 for the year ended December 31, 2021. The net loss in the year ended December 31, 2022 relates primarily to the following:

- An increase in administrative expenses totalling $740,300 (2021: $712,864) from a $72,500 increase in investor relations and marketing expense in 2022,
- A decrease in other income to $83,582 in 2022 from $359,800 in 2021 due to the following:
    - An increase in gain on debt settlement totaling $300,000 (2021: $nil) from Mr. David Eaton's debt forgiveness in 2022, and
    - An increase in unrealized loss on marketable securities totalling $225,000 compared to a gain of $18,750 from the change in value of the Optimum shares in 2022.
    - No activity in disposal of mineral properties in 2022 compared to a $341,050 realized gain on disposal of the Harry and Outland Silver Bar Properties in 2021.

Use of Proceeds

Reconciliation of Use of Proceeds from a Private Placement in Fiscal Year 2022

The Company had no private placements in 2022. The Company, however, raised net proceeds of $125,000 in January 2021, $893,940 in June 2021, and $4,393,480 in November 2021 via an equity financing. The table below summaries the expected use of proceeds and actual use of proceeds as of December 31, 2022:

Intended Use of Proceeds	Actual Use of Proceeds
January 2021 private placement: • $100,000 of the proceeds would be allocated to the Company's first year exploration expenditures on the Harry property, and the remaining $25,000 would be paid to Teuton Resources Corp. to fulfill the Company's first year cash commitment as per the agreement with Teuton. June 2021 private placement: • To advance both the Company's Harry and Storm Lake gold properties and for general working capital purposes. November 2021 private placement: • To advance the Company's Storm Lake property and for general and administrative purposes.	In fiscal year 2021, the Company sold the Harry property for a realized gain of $341,050. The funds from the sale of Harry property were rechanneled to Storm Lake and Wheatcroft properties as outlined below. As at December 31, 2022, the Company spent $5.77M on the Storm Lake property in Quebec of which $500,300 cash payment and $3.1M share issuance were on the property acquisition while $2.17M was on exploration activities to the vendors. The funds raised were used for drilling on the Storm Lake property and some additional amounts reserved for G&A, exploration and marketing going forward. As at December 31, 2022, the Company acquired the Wheatcroft property in Manitoba. The Company spent $1.52M on the Wheatcroft property of which $125,000 cash payment and $833,617 share issuance were on the property acquisition while $563,485 was on exploration activities to Kenorland.
Explanation of variances and the impact of variances on the ability of the Company to achieve its business objectives and milestones.	The Company completed its 2021 phase one exploration program of Storm Lake property which included sampling / trenching and IP surveys to prepare for the drill program and based on the findings advanced the phase two drill program from 5,000 to 6,000 meters in 2022. The Company has contracted Kenorland to conduct a property-wide till geochemical survey which is currently underway. The remaining funds will be put towards G&A and further development of the Storm Lake property and Wheatcroft property.

5. Summary of quarterly results

The following table sets out selected unaudited quarterly financial information of the Company for the eight most recent quarters of operation. This information is derived from unaudited quarterly financial statements prepared by management. The financial data for the eight quarters ended December 31, 2022, are prepared in accordance with IFRS.

	4th Quarter 2022 31-Dec-22	3rd Quarter 2022 30-Sep-22	2nd Quarter 2022 30-Jun-22	1st Quarter 2022 31-Mar-22	4th Quarter 2021 31-Dec-21	3rd Quarter 2021 30-Sep-21	2nd Quarter 2021 30-Jun-21	1st Quarter 2021 31-Mar-21
Total revenue	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil	$Nil
Net income (loss) from continuing operations	$80,860	($132,442)	($640,111)	$34,975	$43,220	($158,104)	($135,717)	($102,463)
Net income (loss) from continuing operations per common share outstanding - basic	$0.00	($0.00)	($0.01)	$0.00	$0.00	($0.00)	($0.00)	($0.00)
Net income (loss) from continuing operations per common share outstanding - diluted	$0.00	($0.00)	($0.01)	$0.00	$0.00	($0.00)	($0.00)	($0.00)
Net income (loss)	$80,860	($132,442)	($640,111)	$34,975	$43,220	($158,104)	($135,717)	($102,463)
Net income (loss) per common share outstanding - basic	$0.00	($0.00)	($0.01)	$0.00	$0.00	($0.00)	($0.00)	($0.00)
Net income (loss) per common share outstanding - diluted	$0.00	($0.00)	($0.01)	$0.00	$0.00	($0.00)	($0.00)	($0.00)

Overall in fiscal year 2022, unrealized gain/loss on marketable securities from the change of value in the Optimum shares held was the major component that caused variances in net income (losses) from quarter to quarter. In the last quarter of fiscal year 2022, an additional component of realized gain on debt forgiveness was causing the favourable variances.

In fiscal year 2021, consulting fees, corporate administration, professional fees, regulatory and shareholder services were the major components that caused variances in net income (losses) from quarter to quarter. In the last quarter of fiscal year 2021, realized gain associated with the Company's disposal of mineral properties was the major component that caused the variances.

<u>Fourth Quarter</u>

During the quarter ended December 31, 2022, the Company incurred a net income of $80,860 (2021: $43,220). Significant items making up the change in net income for the three months ended December 31, 2022 and December 31, 2021 were as follows:

- Realized gain from debt forgiveness was $300,000 (2021: $nil). On November 1, 2022, the Company settled debt owing to Mr. David Eaton in the amount of $315,000 by debt forgiveness. The Company recognized a gain of $300,000 and a GST payable reversal of $15,000 at the time of the settlement.
- Unrealized loss on marketable securities was $82,000 (2021: gain of $18,750). The Company received 750,000 Optimum shares from the sale of the Harry Property in November 2021. The change in unrealized loss on marketable securities was due to the change in value of the Optimum shares held.
- Administrative expenses decreased to $144,684 (2021: $316,580) as the Company has mainly decreased the cost of office overhead including consulting fees of $18,000 (2021: $90,000), professional fees of $17,502 (2021: $61,125), and regulatory and shareholder services of $28,443 (2021: $116,722) due to reduced acquisition activities.

6. Exploration and evaluation assets

The schedule below summarizes the exploration and evaluation costs incurred on each property as at December 31, 2022 and 2021:

	As at December 31, 2022	As at December 31, 2021
Acquisition	$	$
Storm Lake Properties	3,602,300	2,290,300
Wheatcroft Property	958,617	-
	4,560,917	2,290,300
Exploration and evaluation expenditures		
Storm Lake Properties	2,166,694	2,541,216
Wheatcroft Property	563,485	-
	2,730,179	2,541,216
Exploration and evaluation assets	7,291,096	4,831,516

Harry and Outland Silver Bar Properties

The Company has entered into a property option agreement (the "Agreement") with Teuton Resources Corp. ("Teuton") for the acquisition of the Harry and Outland Silver Bar properties (the "Property") on September 4, 2020. Pursuant to the terms of the Agreement, the Company may acquire an initial 55% interest in the Property.

An additional 20% interest in the Property can be acquired by Jayden taking the Property into commercial production on or before January 12, 2036. Teuton will retain a 2% net smelter royalty on the Property. The Company has received final acceptance from the TSX Venture Exchange on January 18, 2021 and the first payment of $25,000 was paid on January 15, 2021.

On September 13, 2021, the Company entered into a termination agreement with Teuton and a quitclaim agreement (the "Quitclaim Agreement") with Optimum Ventures Ltd. ("Optimum") whereby the Company agreed with Teuton to terminate its Harry Property option agreement dated September 4, 2020, and simultaneously entered into the Quitclaim Agreement with Optimum allowing Teuton and Optimum to enter into a new option/sale agreement on the property. Under the terms of the Quitclaim Agreement, Optimum issued the Company 750,000 Optimum common shares and paid the Company's existing costs on the project which were $27,000. On November 10, 2021, the transaction was closed. A realized gain of $341,050 was recorded in the year ended December 31, 2021.

Storm Lake Gold Property

On February 17, 2021, the Company entered into a property option agreement with three arm's length vendors (the "Optionors") to acquire a 100% interest in the Storm Lake Gold Property located in the Frotet-Evans Greenstone Belt in central Quebec. Under the terms of the agreement, the Company can acquire a 100% interest in the Storm Lake Gold Property by making cash and share payments to the Optionors totaling $750,000 and 6,600,000 post-consolidation common shares respectively.

Upon TSX-V approval of the transaction (the "Effective Date"), the Company will pay $200,000 and issue 2,200,000 shares to the Optionors. On the nine (9) month anniversary of the Effective Date an additional 2,200,000 shares will be issued. On the fifteen (15) month anniversary of the Effective Date an additional $300,000 and 2,200,000 shares; and on the thirty (30) month anniversary of the Effective Date a further $250,000.

On July 5, 2021, the Company paid $200,000 and issued 2,200,000 shares to the Optionors. On April 5, 2022, the Company issued 2,200,000 shares to the Optionors at the nine-month anniversary. On October 5, 2022, the Company paid $300,000 cash and issued 2,200,000 shares to the Optionors at the fifteen-month anniversary.

Pursuant to the terms of the option agreement, the Company may acquire a 100% interest in the Property by making the following:

Date		Cash	Shares		Expenditures
Effective Date (paid and issued)	$	200,000	2,200,000	$	-
Nine month anniversary of the Effective Date (issued)		-	2,200,000		-
One year anniversary of the Effective Date (incurred)		-	-		150,000
Fifteen month anniversary of the Effective Date (paid and issued)		300,000	2,200,000		-
Two year anniversary of the Effective Date		-	-		1,350,000
Thirty month anniversary of the Effective Date		250,000	-		-
Three year anniversary of the Effective Date		-	-		1,500,000
	$	750,000	6,600,000	$	3,000,000

The schedule below outlines the costs incurred on the Property as at December 31, 2022:

	As at December 31 2020	Additions/ (Writedowns)	As at December 31 2021	Additions/ (Writedowns)	As at December 31 2022
	$	$	$	$	$
Acquisition					
Cash payment	-	200,300	200,300	300,000	500,300
Share issuance	-	2,090,000	2,090,000	1,012,000	3,102,000
	-	2,290,300	2,290,300	1,312,000	3,602,300

	Cumulative to December 31, 2020	Expenditures during the period	Cumulative to December 31, 2021	Expenditures during the year	Cumulative to December 31, 2022
	$	$	$	$	$
Exploration and evaluation expenditures					
Assays and reports	-	-	-	1,250	1,250
Camp construction	-	242,507	242,507	103,477	345,984
Drilling	-	1,835,094	1,835,094	108,578	1,943,672
Equipment and supplies	-	184,651	184,651	19,311	203,962
Field expenses	-	24,771	24,771	157,561	182,332
General administration	-	171,876	171,876	37,503	209,379
Geological consulting	-	53,206	53,206	113,190	166,396
Permitting	-	3,142	3,142	1,386	4,528
Surveys and geophysics	-	24,278	24,278	65,980	90,258
Travel and accommodation	-	1,691	1,691	21,803	23,494
Tax credits	-	-	-	(1,004,561)	(1,004,561)
Total exploration and evaluation expenditures	-	2,541,216	2,541,216	(374,522)	2,166,694
Total acquisition and exploration and evaluation expenditures			4,831,516		5,768,994

As at December 31, 2022, $891,792 of tax credits related to exploration and evaluation expenditures incurred and $8,043.45 of related interest income are recorded as tax credit receivables (2021: $Nil).

Wheatcroft Property

On October 27, 2022, the Company has received TSX-V approval to purchase a 100% interest in the Wheatcroft Project from Kenorland Minerals North America Ltd. ("Kenorland"). The Company and Kenorland later entered into an amended and restated purchase and sale agreement whereby the Company paid Kenorland $125,000 cash and issue 5,557,447 common shares equaling to 9.9% of the Company's issued and outstanding shares following the announcement of the transaction. Going forward, upon the Company's closing future financings up to and totalling $10,000,000, the Company will issue additional shares to Kenorland equaling 9.9% of the shares issued (or a value of up to $990,000) pursuant to the future financings. The maximum number of additional shares that may be issued to Kenorland would be 19,800,000 shares representing a value of $990,000 at the minimum deemed price of $0.05 per additional share, being the lowest dollar amount a financing may be conducted pursuant to the TSXV policies. The property is subject to a 3% net smelter return in favour of the vendor and the Company can reduce to 2% by making a cash payment of $1,000,000.

On October 28, 2022, the Company paid $125,000 cash and issued 5,557,447 shares to Kenorland to close the transaction.

The schedule below outlines the costs incurred on the Property as at December 31, 2022:

	As at December 31 2021	**Additions/ (Writedowns)**	**As at December 31 2022**
	$	$	$
Acquisition			
Cash payment	-	125,000	125,000
Share issuance	-	833,617	833,617
	-	958,617	958,617

	Cumulative to December 31, 2021	**Expenditures during the year**	**Cumulative to December 31, 2022**
Exploration and evaluation expenditures			
Assays and reports	-	45,872	45,872
Drilling	-	121,984	121,984
Environmental	-	3,209	3,209
Equipment and supplies	-	1,062	1,062
Field expenses	-	690	690
General administration	-	49,815	49,815
Geological consulting	-	14,022	14,022
Surveys and geophysics	-	248,540	248,540
Travel and accommodation	-	78,291	78,291
Total exploration and evaluation expenditures	-	563,485	563,485

7. Liquidity and capital resources

The following table summarizes the Company's cash on hand, working capital and cash flow:

As at December 31,		2022	2021
Cash and cash equivalents	$	271,180	4,065,226
Working capital (deficit)		1,341,011	2,611,692

Year ended December 31,		2022	2021
Net cash provided by (used in) operating activities		(2,288,830)	1,049,702
Net cash provided by (used in) investing activities		(1,505,216)	(2,741,716)
Net cash provided by (used in) financing activities		-	5,412,420
Net change in cash	$	(3,794,046)	3,720,406

The Company is dependent on the sale of common shares and financings through future private placements to finance its exploration activities, property acquisition payments and general and administrative costs.

The Company's working capital decreased to $1,341,011 from $2,611,692. The difference was mainly due to the exploration and expenditure activities on Storm Lake and Kenorland properties and no private placement transactions during the year ended December 31, 2022.

Total current assets decreased to $1,682,033 from $4,833,563 in the year 2022. The decrease was mainly due to the use of cash for the vendor payments of exploration and expenditures activities and there were no financing activities during the year 2022.

The Company's cash used by operating activities was $2,288,830 compared to cash provided in operating activities of $1,049,702 in fiscal year 2021. The decrease in 2022 was primarily due to the payments made for the exploration and expenditures activities during the year 2022.

The Company's cash used in investing activities was $1,505,216 (2021: $2,741,716). During the year ended December 31, 2022, the Company spent $188,963 ($1,080,755 reduced by Quebec mining exploration tax credits of $891,792) in the exploration and evaluation assets (2021: $2,543,416), and $425,000 in acquisition of exploration and evaluation assets (2021: $225,300).

The Company's cash provided by financing activities was $nil (2021: $5,412,420). The cash provided in 2021 financing activities was due to the proceeds from various private placements outlined below.

On January 12, 2021, the Company had closed the second tranche of the Offering (as defined below) for gross proceeds of $125,000 by issuing 833,334 units of the Company at a price of $0.15 per unit. Each unit consisted of one common share of the Company and one transferable common share purchase warrant. Each warrant entitles the holder to purchase one additional share of the Company at a price of $0.21 per warrant share until January 12, 2023. No finder's fees or commissions were paid in relation to the Offering.

On June 3, 2021, the Company closed a private placement by issuing 2,483,164 units at a price of $0.36 per unit for total proceeds of $893,940 ("Offering"). Each unit consisted of one common share of the Company and one half of a transferable common share purchase warrant. Each whole warrant entitles the holder to purchase one additional share of the Company at a price of $0.66 per warrant share until June 3, 2023. No finder's fees or commissions were paid in relation to the Offering.

On November 26, 2021, the Company issued a total of 9,072,000 units at a price of $0.50 per unit, for gross proceeds of $4,536,000. Each unit consists of one common share of the Company and one-half of a transferable common share purchase warrant. Each whole warrant entitles the holder to purchase one additional common share at a price of $0.80 per warrant share until November 26, 2023.

The Company also paid finder's fees totaling $142,520 in cash equal to 7% of the proceeds raised by the finders and issued a total of 142,520 whole finder's warrants equal to 3.5% of the number of units sold by the finders. The finder's warrants are exercisable on the same terms as above and are subject to the acceleration clause.

8. Disclosure of outstanding share data

(a) Share capital

The authorized share capital of the Company is unlimited common shares without par value.

Outstanding share data as at December 31, 2022:

During the year ended December 31, 2022, 9,957,447 common shares were issued.

As at December 31, 2022, the Company has 58,517,849 issued and outstanding common shares.

Outstanding share data as at December 31, 2021:

During the year ended December 31, 2021, 14,688,498 common shares were issued.

As at December 31, 2021, the Company has 48,560,402 issued and outstanding common shares.

Outstanding share data as at the date of this MD&A:

As at the date of this MD&A, the Company has 58,517,849 issued and outstanding common shares.

(b) Stock options

The Company has a stock option plan whereby the maximum number of shares subject to the plan, in the aggregate, shall not exceed 10% of the Company's issued and outstanding shares. The maximum term of any option will be ten years and the vesting is at the direction of the board, however, options granted to consultants performing "investor relations' activities" must at a minimum vest in stages over a period of not less than twelve months, with no more than ¼ of the options vesting in any three month period or such longer period as the board determines. The exercise price shall be no less than the discount market price as determined in accordance with TSE policies.

On May 2, 2022 the Company's Board adopted a new form of stock option plan which was conditionally approved by the TSX Venture Exchange and was ratified and approved by the shareholders of the Company at the Company's Annual General Meeting of Common Shareholders on July 7, 2022. The new stock option plan was created to comply with the new TSX Venture Exchange policy governing security-based compensation which became effective November 24, 2021. The new stock option plan also allows option holders to exercise options on a "Cashless Exercise" or "Net Exercise" basis, as now expressly permitted by the new policy.

The new stock option plan replaces the Company's September 4, 2015 stock option plan.

The Company had no stock options outstanding as at December 31, 2022 and 2021 and has no stock option transactions for the years then ended.

(c) Share purchase warrants

Fiscal 2022

On September 13, 2022, the Company received TSX Venture Exchange approval to extend the expiry date of the 2,999,999 warrants from November 5, 2022 to November 5, 2025 and 833,334 warrants from January 12, 2023 to January 12, 2026.

Fiscal 2021

On January 12, 2021, as part of the second tranche of the Offering, the Company issued 833,334 warrants which were valued at $nil. Each warrant entitles the holder to purchase one additional share of the Company at a price of $0.21 per warrant share until January 12, 2023. On September 13, 2022, the Company received TSX Venture Exchange approval to extend the expiry date of the warrants to January 12, 2026.

On June 3, 2021, as part of the private placement, the Company issued 1,241,584 warrants which were valued at $nil. Each whole warrant entitles the holder to purchase one additional share of the Company at a price of $0.66 per warrant share until June 3, 2023.

On November 26, 2021, as part of the private placement, the Company issued 4,536,000 warrants which were valued at $90,720. Each whole warrant entitles the holder to purchase one additional share of the Company at a price of $0.80 per warrant share until November 26, 2023. The Company also paid finder's fees by issuing a total of 142,520 whole finder's warrants. The finder's warrants are exercisable on the same terms as above. The Company used the Black-Scholes to estimate the fair value of the finder's warrants for $51,079 using the following assumptions: share price of $0.49; risk free interest rate of 0.93%; dividend yield of 0%; expected volatility of 175.64%; and expected life of 2 years.
During the year ended December 31, 2021, 6,753,438 warrants were granted and 100,000 warrants were exercised.

Share purchase warrant transactions during the years ended December 31, 2022 and 2021 are summarized as follows:

	Number of Warrants		Weighted Average Exercise Price
Balance, December 31, 2020	3,099,999	$	0.21
Granted During the Year	6,753,438	$	0.70
Exercised	(100,000)	$	0.21
Balance, December 31, 2022 and 2021	9,753,437	$	0.55

The outstanding warrants as at December 31, 2022 are as follows:

Number Outstanding	Expiry Date	Exercise Price	Remaining Life (in years)
		$	
2,999,999	November 5, 2025	0.21	2.85
833,334	January 12, 2026	0.21	3.03
1,241,584	June 3, 2023	0.66	0.42
4,678,520	November 26, 2023	0.80	0.90

9. Related party transactions

The Company entered into the following material related party transactions during the following periods:

	Notes	As at December 31, 2022	As at December 31, 2021
		$	$
Amounts due to related companies/ directors			
- Baron Global Financial Canada Ltd.	(1)	4,240	-
- David Eaton	(2)	-	228,525
- Queenie Kuang	(3)	213	-

	Notes	Year Ended December 31, 2022	Year Ended December 31, 2021
		$	$
Management services provided by			
- Baron Global Financial Canada Ltd.	(1)	120,000	120,000
- David Eaton	(2)	90,000	138,000

(1) Baron Global Financial Canada Ltd provided CFO and corporate advisory services.
(2) Mr. David Eaton, officer of the Company, provided CEO services.
(3) Ms. Queenie Kuang serves on the Company's Board of Directors.

On November 1, 2022, the Company settled debt owing to Mr. David Eaton in the amount of $315,000 by debt forgiveness. The Company recognized a gain of $300,000 and a GST payable reversal of $15,000 at the time of the settlement.

10. Commitments

Refer to Note 7 of Management's Discussion and Analysis.

11. Additional disclosure for junior issuers

The Company has incurred the following material cost components:

	Year Ended December 31, 2022	Year Ended December 31, 2021
	$	$
Consulting fees	162,000	237,000
Corporate administration	194,146	154,186
Investor relations and marketing	72,500	-
Professional fees	152,958	135,591
Regulatory and shareholder services	156,275	185,999
	737,879	712,776

During the year ended December 31, 2022, $162,000 (2021: $237,000) in consulting fees was paid in relation to consultants providing corporate communication, administrative and corporate development services to the Company.

During the year ended December 31, 2022, $194,146 (2021: $154,186) in corporate administration fees was paid in relation to the Company's management fees, general office expenses, meals and entertainment, insurance and travel.

During the year ended December 31, 2022, $72,500 (2021: $nil) in investor relations and marketing was paid in relation to the Company's engaged investor relations services and marketing services to develop investor and public awareness.

During the year ended December 31, 2022, $152,958 (2021: $135,591) in professional fees was paid in relation to the previous year's financial statement audit, tax return services, and legal services requested throughout the year.

During the year ended December 31, 2022, $ 156,275 (2021: $185,999) in regulatory and shareholder services fees was paid in relation to the Company's regulatory filing fees and shareholder correspondence services.

12. Adoption of accounting standards and pronouncements under IFRS

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2023. All future accounting changes are either not applicable or do not have a significant impact to the Company and have been excluded.

13. Financial instruments

The Company is exposed to financial risks through its use of financial instruments in its ordinary course of operations. The financial risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The board of directors meets regularly and co-operates closely with key management to identify and evaluate risks and to formulate strategies to manage financial risks. The Company has not used any derivatives or other instruments for hedging purposes and does not hold or issue derivative financial instruments for trading purposes. The most significant risks to which the Company is exposed to are described below.

(i) Market risk

(a) Currency risk

Some of the operating expenses and cash and cash equivalents held are denominated in foreign currencies and as such are subject to currency risk. The Company does not enter into derivative financial instruments to mitigate this risk but the Company does not believe its net exposure to foreign exchange risk is significant as most funds are held by the Company in Canadian dollars.

(b) Interest rate risk

Interest rate risk is the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has interest-bearing assets in relation to cash at banks and cash equivalents carried at floating interest rates with reference to the market and non-interest bearing director's loans. The Company's operating cash flows are substantially independent of changes in market interest rates. The Company has not used any financial instrument to hedge potential fluctuations in interest rates. The exposure to interest rates for the Company is considered minimal. The Company has no interest bearing borrowings.

The policies to manage interest rate risk have been followed by the Company since prior years and are considered to be effective.

(ii) Credit risk

Credit risk arises from the non-performance by counterparties of contractual financial obligations. The Company's credit risk arises primarily with respect to subscription receivables and cash and cash equivalents. The Company's maximum exposure to this risk is equal to the carrying amount of these financial assets. The cash is held with a financial institution which is highly rated. The Company has assessed an insignificant loss allowance on these financial instruments.

(iii) Liquidity risk

The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances. The Company has a working capital as at December 31, 2022 of $1,341,011 (2021: $2,611,692). The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the board of directors are actively involved in the review, planning and approval of significant expenditures and commitments.

The liquidity policies have been followed by the Company since prior years and are considered to have been effective in managing liquidity risk.

(iv) Fair value measurements

The following table presents financial assets and liabilities measured at fair value in the statement of financial position in accordance with the fair value hierarchy. The hierarchy groups financial assets into three levels based on the relative reliability of significant inputs used in measuring the fair value of these financial assets. The fair value hierarchy has the following three levels:

Level 1 – quoted prices (unadjusted) in active markets for identical assets;
Level 2 – inputs other than quoted prices included within Level 1 that are observable for the asset, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
Level 3 – inputs for the asset that are not based on observable market data (unobservable inputs).

The level in the fair value hierarchy within which the financial asset is categorized in its entirety is based on the lowest level of input that is significant to the fair value measurement.

There have been no significant transfers between levels 1 and 2 in the respective reporting periods. The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting periods. Marketable securities are measured at fair value using level 1.

Financial instruments that are not measured at fair value on the balance sheet are represented by cash and cash equivalents, subscription receivables and accounts payable and accrued liabilities. The fair value of these financial instruments approximates their carrying value due to their short-term nature.

14. Capital risk management

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern so as to benefit from its operations to provide an adequate return for its shareholders.

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

The Company has historically relied on the equity markets to fund the acquisition, exploration and development of mineral properties. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Company is not subject to externally imposed capital requirements and there has been no changes in the Company's capital management polices from prior years.

15. Proposed transactions

The Company does not currently have any proposed transactions approved by the Board of Directors. All current transactions are fully disclosed in the financial statements for the year ended December 31, 2022.

16. Off balance sheet transactions

There are currently no off balance sheet arrangements which could have a material effect on current or future results of operations, or the financial condition of the Company.

17. Internal control over financial reporting

The Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") of the Company, together with the Company's management, are responsible for the information disclosed in this MD&A and in the Company's other external disclosure documents. For the year ended December 31, 2022, the CEO and the CFO have designed, or caused to be designed under their supervision, the Company's disclosure controls and procedures ("DCP") to provide reasonable assurance that material information relating to the Company has been disclosed in accordance with regulatory requirements and good business practices and that the Company's DCP will enable the Company to meet its ongoing disclosure requirements.

The CEO and CFO have evaluated the effectiveness of the Company's DCP and have concluded that the design and operation of the Company's DCP were effective as of December 31, 2022 and that the Company has the appropriate DCP to ensure that information used internally by management and disclosed externally is, in all material respects, complete and reliable.

The CEO and the CFO are also responsible for the design of the internal controls over financial reporting ("ICFR") within the Company in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with International Financial Reporting Standards ("IFRS"). During the year ended December 31, 2012, the Company engaged an international business advisory firm to assess the effectiveness of the Company's ICFR.

During the design and evaluation of the Company's ICFR, management identified certain non-material deficiencies, a number of which have been addressed or are in the process of being addressed in order to enhance the Company's processes and controls. The Company employs entity level and compensating controls to mitigate any deficiencies that may exist in its process controls. Management intends to continue to further enhance the Company's ICFR. Management concluded that the Company's ICFR were effective as of December 31, 2012, 2011 and 2010.

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

There have been no changes in the Company's ICFR during the year ended December 31, 2022 that have materially affected, or are reasonably likely to materially affect, the Company's ICFR.

18. Critical accounting estimates and judgements

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. These estimates and assumptions affect the Company's reported amounts of assets, liabilities, and items in net loss, and the related disclosure of contingent assets and liabilities, if any. Such estimates are based on various assumptions that the Company believes are reasonable under the circumstances, and these estimates form the basis for making judgments about the carrying value of assets and liabilities and the reported amount of items in net loss that are not readily apparent from other sources. These estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant, and actual results may differ from these estimates under different assumptions or conditions.

Critical judgments in applying the Company's accounting policies

The following is the critical judgment, apart from those involving estimations that management have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognized in the consolidated financial statements.

Impairment of E&E assets
The Company reviews and assesses the carrying amount of exploration and evaluation assets for indicators of impairment when facts or circumstances suggest that the carrying amount is not recoverable. If impairment is indicated, the amount by which the carrying value of the assets exceeds the estimated fair value is charged to profit of loss. No indicators of impairment on the exploration and evaluation assets related to Storm Lake Properties and Wheatcroft Property was identified by management as at December 31, 2022.

Going concern
Management has applied significant judgments in the assessment of the Company's ability to continue as a going concern when preparing its consolidated financial statements for the year ended December 31, 2022. Management prepares the consolidated financial statements on a going concern basis unless management either intends to liquidate the entity or to cease trading, or has no realistic alternative but to do so. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but is not limited to, twelve months from the end of the reporting period. Management considered a wide range of factors relating to current and expected, debt repayment schedules and potential sources of funding. As a result of the assessment, management concluded the ultimate appropriateness of the use of accounting principles applicable to a going concern.

19. Cautionary statement on forward-looking information

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

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

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

20. Subsequent event

Subsequent to the year ended December 31, 2022, the Company was a victim of an online scamming incident and incurred a financial loss of $544,000, which is undergoing investigations.