BC Moly Ltd.

Management's Discussion and Analysis

For the three and six months ended October 31, 2022

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DESCRIPTION OF BUSINESS AND OVERVIEW OF OPERATIONS AND FINANCIAL CONDITION

This management's discussion and analysis (this "MD&A") of BC Moly Ltd. (the "Company") is prepared as of December 30, 2022. This MD&A should be read in conjunction with the Company's unaudited interim financial statements for the three and six months ended October 31, 2022, and the accompanying notes thereto (the "Financial Statements") prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. All amounts are stated in Canadian dollars unless otherwise indicated.

Certain statements contained in this MD&A and in certain documents incorporated by reference into this MD&A, constitute forward-looking statements, within the meaning of applicable securities laws ("forward-looking statements"). Such statements relate to future events or the Company's future performance. All statements other than statements of historical fact may be forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "potential", "intend", "could", "should", "believe", "future", "possible", "can" and similar expressions.

Forward-looking information and statements included throughout this MD&A include, but are not limited to, statements pertaining to the following:

- the Company's future exploration and drilling activities, anticipated metal production and estimates, potential mineralization and resources, projected capital expenditures, and events or developments that the Company expects;
- the completion of the Reactivation (as defined herein);
- the satisfaction and/or waiver of the Escrow Release Conditions (as defined herein);
- the anticipated use of proceeds from funds raised in the Offering (as defined herein);
- the anticipated use of proceeds from funds received in the Partial Exchange (as defined herein);
- the maintenance of the Storie Property (as defined herein);
- the Company's expectations that it will continue to fund its mineral operation activities primarily through the issuance of securities until it develops a positive cash flow from its mining operations;
- that material changes in the Company's liquidity will be substantially determined by the success or failure of its exploration programs on the Storie Property, as well as its continued ability to raise capital;
- that the Company has sufficient funding to meet its administrative overhead expenses for the next twelve months; and
- that management believes that it will be able to raise capital in the future.

Forward-looking information and statements included throughout this MD&A are based on a number of factors and assumptions which have been used to develop such statements and information, but which may prove to be incorrect, including, but not limited to, assumptions about:

- market prices, exploitation and exploration results, continued availability of capital and financing, general economic, and market or business conditions;
- the Company completing the Reactivation;
- the satisfaction and/or waiver of the Escrow Release Conditions;
- the Company maintaining the Storie Property;
- the Company's continuing to fund its mineral operation activities primarily through the issuance of securities until it develops a positive cash flow from its mining operations;
- that material changes in the Company's liquidity will be substantially determined by the success or failure of its exploration programs on the Storie Property, as well as its continued ability to raise capital;
- the Company using funds received from the Partial Exchange for mining expenditures, up-listing to the TSX Venture Exchange ("TSXV") and general corporate purposes;
- that the Company has sufficient funds to meet its administrative overhead expenses for the next twelve months; and
- that management will raise capital in the future.

Although the Company believes that the expectations reflected in those forward-looking statements are reasonable, no assurance can be given that these expectations will prove to be correct. As such, forward-looking statements included in this MD&A and in the documents incorporated by reference into this MD&A should not be unduly relied upon.

Further, readers are cautioned that forward-looking statements involve known and unknown risks, uncertainties and other factor (many of which are beyond the Company's ability to predict or control) that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. In particular, the Company's actual results could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth below and elsewhere in this MD&A, which should not be considered to be exhaustive:

- decrease in the prices of metals, ores and/or mineralization that are being explored for by the Company,
- unanticipated increases in the costs and expenditures of future exploration drilling and activities, metal production, and projected capital expenditures;
- the Company's inability to complete the Reactivation;
- the Company's inability to satisfy and/or obtain waiver of the Escrow Release Conditions;
- the Company's inability to maintain the Storie Property;
- the Company's inability to continue to fund its mineral operation activities through the issuance securities until it develops a positive cash flow from its mining operations;
- material adverse changes in the Company's liquidity or ability to raise capital;
- the Company will not have sufficient funds to meet its administrative overhead expenses for the next twelve months;
- that management will be unable to raise capital in the future;
- the Company's inability to use funds raised in the Offering for exploration and working capital expenses; and
- the Company's inability to use funds received from the Partial Exchange for mining expenditures, up-listing to the TSXV and general corporate purposes.

Forward-looking statements contained in this MD&A and the documents incorporated by reference into this MD&A speak only as of the date of this MD&A, or as of the date specified in the documents incorporated by reference into this MD&A, as the case may be. The Company does not intend, and does not assume any obligation, to update or revise these forward-looking statements, except as required pursuant to applicable securities laws.

The forward-looking statements contained in this MD&A and the documents incorporated by reference herein are expressly qualified by this cautionary statement.

Additional information related to the Company is available for view on SEDAR at www.sedar.com.

Description of Business

The Company is engaged in the acquisition and exploration of mineral resource properties. In particular, the Company is focused on the exploration and development of its "Storie" Molybdenum Property (the "Storie Property"). The Storie Property is located approximately 6 km southwest of the historic mining camp of Cassiar, British Columbia, which is approximately 15 km west of Highway 37, which connects to Watson Lake, Yukon, to the north, and Dease Lake and Stewart, British Columbia, to the south. Costs directly related to the identification, exploration and development of mineral properties are capitalized and are either amortized over the life of the property's production or written off when the property is sold, abandoned or released.

The Company trades on the NEX board (the "NEX") of the TSXV under the symbol BM.H.

On January 24, 2022, the Company applied to the TSXV to reactivate from the NEX to the TSXV, pursuant to which the common shares of the Company (the "Common Shares") will be delisted from the facilities of the NEX and listed on the facilities of the TSXV, at which point the Company shall become a Tier 2 Mining Issuer (the "Reactivation").

EXPLORATION AND EVALUATION ASSETS

Title to mineral properties

The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing. However, such properties may be subject to prior agreements, or transfer and title may be affected by undetected defects.

The Company has entered into agreements to acquire, explore and develop certain mineral properties located in various regions of Canada. Several aboriginal groups are claiming inextinguishable aboriginal title to the lands and resources in various regions of Canada, which may include one or more of the mineral claims beneficially owned by the Company. The extent to which any successful aboriginal claim would materially affect the ability of the Company to exploit its mineral properties is not determinable at this time.

All costs related to the acquisition, exploration and development of mineral properties are capitalized by property. If economically recoverable ore reserves are developed, capitalized costs of the related property are reclassified as mining assets and amortized using the unit of production method. When a property is abandoned, all related costs are written off to operations. If, after management review, it is determined that the carrying amount of a mineral property is impaired, that property is written down to its estimated net realizable value. A mineral property is reviewed for impairment whenever events or changes in circumstances indicate that its carrying amount may not be recoverable.

The amounts shown for exploration and evaluation assets do not necessarily represent present or future values. Their recoverability is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development, and future profitable production or proceeds from the disposition thereof.

Environmental

The Company conducts its mineral exploration activities in compliance with applicable environmental protection legislation. The Company is not aware of any existing environmental problems related to any of its current or former properties that may result in material liability to the Company.

Exploration Programs

A summary of the Company's current exploration programs is set out below. However, for additional information and details regarding such matters, reference is made to the Company's news releases and related filings that can be viewed on www.sedar.com.

The carrying value of the mineral properties as at October 31, 2022 is $106,551 (October 31, 2021 - $1). During the six months ended October 31, 2022, the Company incurred exploration expenditures on the Storie Property of $102,900 (October 31, 2021 - $Nil) and claim staking costs of $3,650 (October 31, 2021 - $Nil).

Storie Property, British Columbia

The Company entered into an option agreement dated March 20, 2006, with Eveready Resources Corporation ("Eveready") to earn an 100% interest in the Storie Property located in the Liard Mining Division in British Columbia. Under the terms of the agreement, the Company was granted a right to earn an 100% interest by spending a total of $4,000,000 in exploration expenditures, issuing a total of 600,000 Common Shares and by paying Eveready $1,150,000 over five years. During the year ended April 30, 2008, the Company accelerated the exploration payments, option payments and share issuances under the agreement and issued the remaining 300,000 Common Shares at a value of $326,000 and paid the remaining $700,000. As a result, the Company has earned an 100% interest in its Storie Property. Eveready retained a 2.5% net smelter return ("NSR") royalty which may be purchased by the Company for a total purchase price of $4,000,000, or $800,000 for each 0.5% NSR royalty purchased.

By agreements dated June 7, 2010, the Company acquired certain properties from Velocity Minerals Ltd. ("Velocity") and S. Gerald Diakow in the vicinity of the Storie Property as a potential alternative tailings site for the future development of the Company's molybdenum project. Under the agreement with Velocity, the Company agreed to pay $25,000 (paid) and issue 200,000 Common Shares (issued and valued at $0.15 per Common Share for a total cost of $30,000) and under the agreement with S. Gerald Diakow, the Company agreed to pay $5,000 (paid).

On February 22, 2011, the Company acquired twelve mineral claims (the "Additional Property"), comprising 2,329 hectares adjacent to the Storie Property. The Additional Property has been acquired by the Company as a potential alternate tailings and mill site for the future development of the Company's molybdenum project. The Additional Property is being acquired from Eveready. The Company previously acquired its original Storie Property claims from Eveready under an agreement dated March 20, 2006. In consideration for the Additional Property, the Company issued 650,000 Common Shares to Eveready (valued at $110,500), and as well, Eveready retained a 5% NSR royalty on the Additional Property. Additionally, as part of the agreement for the acquisition of the Additional Property, the buyout of Eveready's 2.5% NSR royalty on the original Storie Property claims was increased by $1,200,000 from $4,062,000 to $5,262,000.

The Company will maintain the Storie Property until such time when metal prices become more favorable.

SELECTED ANNUAL INFORMATION

	April 30, 2022	April 30, 2021	April 30, 2020
	$	$	$
Revenues	Nil	Nil	Nil
Operating loss	(266,865)	(217,305)	(231,225)
Net loss	(266,801)	(217,124)	(185,426)
Basic and diluted loss per share	(0.01)	(0.02)	(0.02)
Total assets	1,111,250	61,429	67,586

Results of Operations

The following discussion addresses the operating results and financial condition of the Company for the three and six months ended October 31, 2022, compared with the three and six months ended October 31, 2021. This MD&A should be read in conjunction with the Financial Statements.

For the three-month period ended October 31, 2022:

Net loss for the period

The Company had a net loss for the three-month period ended October 31, 2022 of $56,890 (October 31, 2021 - $59,181). The administrative expenses include professional services, listing and filing fees and other office maintenance costs. The net decrease of $2,291 in the net loss for the three-month period ended October 31, 2022, compared to the three-month period ended October 31, 2021, was primarily due to the decrease in interest expense.

Other income (loss)

During the three-month period ended October 31, 2022, and year-to-date, the Company reported income of $Nil compared to the income of $12 in the three-month period ended October 31, 2021, from other sources of income.

Operating Expenses

Operating expenses for the three-month period ended October, 2022 of $56,890 (October 31, 2021 - $59,193) are primarily comprised of professional fees, transfer agent fees, listing fees, filing fees and general office expenses. The net decrease of $2,303 compared to the three-month period ended October 31, 2021, was primarily due to the decrease in interest expense.

For the six-month period ended October 31, 2022:

Net loss for the period

The Company had a net loss for the six-month period ended October 31, 2022 of $78,441 (October 31, 2021 - $113,575). The administrative expenses include professional services, listing and filing fees and other office maintenance costs. The net decrease of $35,134 in the net loss for the six-month period ended October 31, 2022, compared to the six-month period ended October 31, 2021, was primarily due to the decrease in interest expense.

Other income (loss)

During the six-month period ended October 31, 2022, and year-to-date, the Company reported an income of $72 compared to the income of $41 in the six-month period ended October 31, 2021, from other sources of income.

Operating Expenses

Operating expenses for the six-month period ended October, 2022 of $78,513 (October 31, 2021 - $113,616) are primarily comprised of professional fees, transfer agent fees, listing fees, filing fees and general office expenses. The net decrease of $35,103 compared to the six-month period ended October 31, 2021, was primarily due to the decrease in interest expense.

Use of Proceeds and Milestones

On April 13, 2022, the Company closed a non-brokered private placement of Subscription Receipts (as defined herein) for aggregate gross proceeds of $1,000,000 at a price of $0.165 per subscription receipt (the "Offering").

The Company intends to use the gross proceeds from the Offering, contingent upon the satisfaction and/or waiver of certain escrow release conditions, including the Reactivation (the "Escrow Release Conditions") for Canadian Exploration Expenses that constitute "flow-through mining expenditures" (as such terms are defined in the *Income Tax Act* (Canada)) and for general working capital expenses, as further outlined below:

	Use of Proceeds
Canadian Exploration Expenses	$354,750
General Working Capital Expenses	$645,250
	$1,000,000

On September 2, 2022 Company completed the Partial Exchange of 3,028,788 Subscription Receipts for gross proceeds of $499,750. For more information on the Partial Exchange, please refer to page 9 of this MD&A under the heading "*The Offering"*.

In light of the current uncertainty as to the duration, and the immediate and eventual impact, of COVID-19 on the Company's business and operations, as well as general market and competitive conditions, the Company continues to maintain its fiscally responsible approach to its mineral exploration activities. In particular, the Company continues to evaluate market conditions on an ongoing basis, with the goal of, among other things: (i) identifying the appropriate time to initiate certain business objectives, as outlined in this MD&A, and (ii) exploring potential alternative, viable opportunities to further develop and expand the Company's business. As such, the Company notes that there may be circumstances where, for sound business reasons, the Company may be required to reallocate funds, including due to demands for shifting focus or investment in mining exploration and/or development activities, requirements for accelerating, increasing, reducing, or eliminating initiatives in response to changes in market, regulations and/or developments in the mining sector generally and in the price of Molybdenum, unexpected setbacks, and strategic opportunities, such as partnerships, strategic partners, joint ventures, mergers, acquisitions, and other opportunities.

LIQUIDITY AND CAPITAL RESOURCES

The Company's mineral exploration activities have been funded to date primarily through the issuance of Common Shares, and the Company expects that it will continue to be able to utilize this source of financing until it develops positive cash flow from its mining operations. Other than as discussed herein, the Company is not aware of any trends, demands, commitments, events or uncertainties that may result in its liquidity either materially increasing or decreasing at present or in the foreseeable future.

Material increases or decreases in the Company's liquidity will be substantially determined by the success or failure of its exploration programs the Storie Property, as well as its continued ability to raise capital.

The Company assesses its financing requirements and its ability to access equity or debt markets on an ongoing basis. The assessment considers: (i) the stage and success of the Company's evaluation activities to date; (ii) the continued participation of the Company's larger investors; and (iii) financial market conditions. It is possible that future economic events and global conditions may result in further volatility in the financial markets, which could negatively impact the Company's ability to access equity or debt markets in the future.

As at October 31, 2022, the Company had working capital surplus of $196,729 compared to a working capital deficiency of $1,351,870 as at October 31, 2021. As at October 31, 2022, the Company had cash of $298,370 compared to cash of $8,493 as at October 31, 2021.

Net cash used in operating activities for the six months ended October 31, 2022 was $95,158 (October 31, 2021 – $17,787), consisting primarily of the operating loss for the period and the change in non-cash items. Net cash used in investing activities for the six months ended October 31, 2022 was $42,950 (October 31, 2021 – $Nil), consisting primarily of expenditures relating to the exploration program. Net cash provided from financing activities for the six months ended October 31, 2022 was $436,150 (October 31, 2021 – $15,000) consisting primarily of shares issued relating to the Partial Exchange.

At present, the Company's operations generate little cash flow, and its financial success is dependent on management's ability to discover economically viable mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control. The Company currently has sufficient funding to meet its administrative overhead expenses for the next twelve months. However, the Company will require additional financial resources to undertake its planned exploration activities.

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales. As at October 31, 2022 the Company has loans from related parties in the amount of $Nil (October 31, 2021 - $999,625). Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes that it will be able to raise equity capital as required in the long term but recognizes there will be risks involved that may be beyond their control.

On April 13, 2022, the Company completed the Offering. Pursuant to the terms of the Offering, upon the Company's satisfaction and/or waiver of the Escrow Release Conditions the gross proceeds of the Offering will be released to the Company. The Company intends to use the gross proceeds received by it in the manner specified under the heading "Use of Proceeds and Milestones" on page 6 of this MD&A. Should the Company be unable to satisfy and/or obtain waiver of the Escrow Release Conditions, such proceeds will be returned to the subscribers in the Offering. This will materially impact the Company's ability to continue as a going concern.

On September 2, 2022, the Company completed the Partial Exchange of 3,028,788 Subscription Receipts for gross proceeds of $499,750. For more information on the Partial Exchange, please refer to page 9 of this MD&A under the heading "*The Offering*".

SUMMARY OF QUARTERLY RESULTS

Comparative information for the quarter ended October 31, 2022, presented in accordance with IFRS, is as follow:

	October 31, 2022	July 31, 2022	April 30, 2022	January 31, 2022
Working surplus/(deficit)	196,729	(189,723)	(181,802)	(2,624)
Operating expenses	56,890	21,623	115,710	37,539
Net loss	56,890	21,551	115,687	37,539
Basic and diluted loss per share	0.01	0.01	0.01	0.01

	October 31, 2021	July 31, 2021	April 30, 2021	January 31, 2021
Working surplus/(deficit)	(1,351,870)	(1,292,895)	(1,238,612)	(1,183,973)
Operating expenses	59,193	54,422	54,862	45,313
Net loss	59,181	54,393	54,780	45,314
Basic and diluted loss per share	0.01	0.01	0.01	0.01

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet transactions.

PROPOSED TRANSACTIONS

The Company does not have any current proposed asset or business acquisition or dispositions. However, the Company continues to seek new business opportunities to raise capital.

RELATED PARTY TRANSACTIONS

Key management personnel compensation

Key management includes directors and other key personnel, including the Chief Executive Officer and Chief Financial Officer, who have authority and responsibility for planning, directing, and controlling the activities of the Company. The compensation paid to these key management personnel for the six months ended October 31, 2022 and 2021 is outlined below:

	Six months ended October 31, 2022	**Six months ended October 31, 2021**
Consulting fees	$Nil	$30,000

The following is a list of related party transactions:

a) As at October 31, 2022, accounts payable and accrued liabilities included $97 (October 31, 2021 - $350,000) owing to a director and officer of the Company.

b) As at April 30, 2022, included in loans payable is exploration advances of $63,600 (October 31, 2021 - $Nil) owing to companies with certain common directors and/or companies controlled by directors. The loans are unsecured, interest free and have not stated terms of repayment. During the six months ended October 31, 2022 $63,600 of the loans were repaid, and as at October 31, 2022, the Company has $Nil in loans payable.

In connection with the Partial Exchange, two "related parties", an officer and director and an insider of the Company, were issued an aggregate of 900,000 Common Shares and 900,000 Underlying Warrants (as defined herein). For more information on the Partial Exchange, please refer to page 9 of this MD&A under the heading "*The Offering*".

The Offering

In connection with the Offering, certain "related parties" subscribed for an aggregate of 1,000,000 Subscription Receipts. The Company relied on exemptions from the formal valuation and minority shareholder approval requirements available under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The Offering was exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 (pursuant to subsection 5.5(b) and 5.7(1)(b) as the Company is not listed on the markets specified in MI 61-101 and neither the fair market value of the Subscription Receipts distributed to, nor the consideration received from interested parties exceeded $2,500,000.

On September 2, 2022, certain holders of Subscription Receipts exchanged (the "Partial Exchange") an aggregate of 3,028,788 Subscription Receipts, purchased under the terms of the Offering, in advance of the satisfaction by the Company of the Escrow Release Conditions. The Partial Exchange resulted in the release from escrow of an aggregate of $499,750 (plus interest, if any, earned thereon) to the Company.

The Company intends to use the funds received pursuant to the Partial Exchange for "Canadian exploration expenses" that are "flow-through mining expenditures" (as such terms are defined in the *Income Tax Act* (Canada)), fees associated with the Company's planned up-listing to the TSXV, and general corporate purposes. Following the completion of the Partial Exchange, an aggregate of $500,250 remains in escrow. All terms and conditions of all outstanding Subscription Receipts under the Offering remain unchanged.

In connection with the Partial Exchange, two "related parties", an officer and director and an insider of the Company, were issued an aggregate of 900,000 Common Shares and 900,000 Underlying Warrants. The Company relied on exemptions from the formal valuation and minority shareholder approval requirements available under MI 61-101.

The Partial Exchange was approved by the requisite majority of the holders of the Subscription Receipts.

KEY MANAGEMENT CHANGES

The Company did not make any key management changes during the six months ended October 31, 2022.

COMMITMENTS

In July 2008, the Company adopted a bonus program for the 2009 fiscal year and for future years (the "Bonus Program"), which does not limit the Company's discretion to grant bonuses generally as an incentive and in recognition of the services provided to it by its directors, officers, employees and consultants. The Bonus Program is summarized as follows:

- As of July 2, 2008, the Company's market capitalization was approximately $21 million and for any increase in the Company's market capitalization up to and including $50 million, 2% of such increase shall, if such funds are available to the Company, be allocated to the Bonus Program for distribution by the Company in its sole discretion to directors, officers, employees and/or consultants; and

- For any increases in market capitalization in excess of $50 million, then 1% of any such additional increase in the Company's market capitalization shall, if such funds are available, be allocated to the Bonus Program for distribution by the Company in its sole discretion to directors, officers, employees and/or consultants.

For the six months ended October 31, 2022, the Company's market capitalization was below the $21 million threshold. Therefore, no bonuses have been accrued or paid under the Bonus Program (October 31, 2021 - $Nil).

CAPITAL MANAGEMENT

The Company's shareholders' equity comprises its capital under management. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure that optimizes the costs of capital at an acceptable risk level.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. 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.

To fund future operations and exploration activities, the Company will need to raise funds through future share issuances, issue new debt or dispose of assets.

There have been no changes to the Company's approach to capital management during the six months ended October 31, 2022. The Company is not subject to externally imposed capital requirements.

FINANCIAL INSTRUMENTS (MANAGEMENT OF FINANCIAL RISKS)

Fair value

The Company classifies its cash, funds held in trust and marketable securities as fair value through profit or loss and accounts payable and accrued liabilities, subscription receipts and loan payable, as other financial liabilities.

The carrying values of deposits, accounts payable and accrued liabilities, and loan payable approximate their fair values due to the short-term maturity of these financial instruments.

The Company's measurement of fair value of financial instruments in accordance with the fair value hierarchy is as follows:

	Total	Level 1	Level 2	Level 3
October 31, 2022				
Cash	$ 298,370	$ 298,370	$ -	$ -
Marketable securities	$ 83	$ 83	$ -	$ -
Funds held in trust	$ 500,250	$ 500,250	$ -	$ -
Accounts payable and accrued liabilities	$ (129,999)	$ (129,999)	$ -	$ -
Subscription receipts	$ (500,250)	$ (500,250)	$ -	$ -
Loans payable	$ -	$ -	$ -	$ -
October 31, 2021				
Cash	$ 8,493	$ 8,493	$ -	$ -
Marketable securities	$ 83	$ 83	$ -	$ -
Funds held in trust	$ -	$ -	$ -	$ -
Accounts payable and accrued liabilities	$ (362,359)	$ (362,359)	$ -	$ -
Subscription receipts	$ -	$ -	$ -	$ -
Loans payable	$ (999,625)	$ (999,625)	$ -	$ -

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

Credit risk

Credit risk is the risk of potential loss to the Company if a counter party to a financial instrument fails to meet its payment obligations. The Company is exposed to credit risk with respect to its cash. Management believes that the credit risk concentration with respect to cash is remote as it maintains accounts with highly-rated financial institutions.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they become due. The Company manages its liquidity risk by forecasting cash flows from operations and anticipated investing and financing activities. As October 31, 2022, the Company had accounts payable and accrued liabilities of $129,999 (October 31, 2021 - $362,359) and loans payable in the amount of $Nil (October 31, 2021 - $999,625). Accounts payable and accrued liabilities are due within the current operating period. Based on the current funds held, the Company will need to rely upon financings from shareholders and/or debtholders to obtain sufficient working capital. There is no assurance that such financing will be available on terms and conditions acceptable to the Company.

On April 13, 2022, the Company completed the Offering. Pursuant to the terms of the Offering, upon the Company's satisfaction and/or waiver of the Escrow Release Conditions the gross proceeds of the Offering will be released to the Company. The Company intends to use the gross proceeds received by it in the manner specified under the heading "*Use of Proceeds and Milestones*" on page 6 of this MD&A. Should the Company be unable to satisfy and/or obtain waiver of the Escrow Release Conditions, such proceeds will be returned to the subscribers in the Offering. This will materially impact the Company's ability to continue as a going concern.

On September 2, 2022, the Company completed the Partial Exchange of 3,028,788 Subscription Receipts for gross proceeds of $499,750. For more information on the Partial Exchange, please refer to page 9 of this MD&A under the heading "*The Offering*".

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. The Company currently has no significant interest rate risk, foreign currency risk and other price risk.

Management's Responsibly for Financial Statements

The information provided in this MD&A, including the Financial Statements, is the responsibility of management. In the preparation of the Financial Statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the Financial Statements.

OUTSTANDING SHARE DATA

As at December 30, 2022:

a) Authorized Capital:

- Unlimited number of common shares without par value
- Unlimited number of preferred shares without par value

b) Issued Share Capital: 31,586,249

c) Outstanding stock options: Nil

d) Outstanding share purchase warrants: 3,028,788

e) Shares held in escrow or pooling agreements:

Included in capital stock are 1,128 Common Shares held in escrow, which may not be transferred, assigned or otherwise dealt with without regulatory approval.

On April 13, 2022, the Company closed the Offering for aggregate gross proceeds of $1,000,000 at a price of $0.165 per Subscription Receipt. Pursuant to the terms of the Offering, the Company issued 3,910,606 conventional unit subscription receipts of the Company (each, a "Conventional Unit Subscription Receipt") and 2,150,000 flow-through unit subscription receipts of the Company (each, a "Flow-Through Unit Subscription Receipt" and together with the Conventional Unit Subscription Receipts, the "Subscription Receipts"). In connection with the Offering, related parties, including directors, officers and an insider of the Company, subscribed for an aggregate of 1,000,000 Subscription Receipts.

The gross proceeds from the Offering are held by Garfinkle Biderman LLP in its capacity as subscription receipt agent pursuant to the terms of a subscription receipt agreement. Upon the satisfaction and/or waiver of the Escrow Release Conditions each: (i) Conventional Unit Subscription Receipt will automatically be converted into one unit (each, a "Conventional Unit"), comprised of one Common Share and one Common Share purchase warrant (each, a "Underlying Warrant"), with each Underlying Warrant exercisable for the purchase of one Common Share at a price of $0.22 per Common Share for a period of five years; and (ii) Flow-Through Unit Subscription Receipt will automatically be converted into one unit (each, a "Flow-Through Unit"), comprised of one Common Share, which qualifies as a "flow-through share" within the meaning of the *Income Tax Act* (Canada) (each, a "Flow-Through Share") and one Underlying Warrant. The Subscription Receipts and any underlying securities issued pursuant to the Offering are subject to a statutory hold period of four months and one day from April 14, 2022.

The net proceeds raised from the sale of Flow-Through Unit Subscription Receipts will be used to incur "Canadian exploration expenses" that are "flow-through mining expenditures" (as such terms are defined in the *Income Tax Act* (Canada)) and the net proceeds raised from the sale of the Conventional Unit Subscription Receipts will be used for general working capital expenses.

On September 2, 2022 the Company completed the Partial Exchange of 3,028,788 Subscription Receipts for gross proceeds of $499,750. For more information on the Partial Exchange, please refer to page 9 of this MD&A under the heading "*The Offering*".

RISKS AND UNCERTAINTIES

The Company is subject to the normal risks entailed in mineral exploration and development. These can involve a number of known and unknown risks, uncertainties, and other factors that may cause the actual results, performance, or achievements to be materially different from any expected future results, performance, or achievements. The discovery, development and acquisition of mineral properties are in many instances unpredictable events. Future commodity prices, the success of exploration programs, and other property transactions can have a significant impact on capital requirements. In addition, risk factors that could affect the Company's future results, include, but are not limited to, foreign exchange, competition, risk inherent in mineral exploration and development, and policies including mineral tenure, trade laws and policies, receipt of permits and approvals from government authorities, and other operating and development risks.

Exploration and Mining Risks

The business of exploration for and mining minerals involves a high degree of risk. Fires, power outages, labour disruptions, flooding, cave-ins, landslides, and the inability to obtain suitable adequate machinery, equipment or labour are other risks involved in the operation of mines and the conduct of exploration programs.

The Company has relied on, and may continue to rely upon, consultants and others for exploration and development expertise. Substantial expenditures are required to establish ore reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineral deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis. The economics of developing gold and other mineral properties is affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in metal markets, costs of processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection.

Government Regulation

The Company operates in an industry which is governed by numerous regulations, including but not limited to, environmental regulations as well as occupational health and safety regulations. It is possible that regulations or tenure requirements could be changed by the respective governments resulting in additional costs or barriers to development of the properties. This would adversely affect the value of properties and the Company's ability to hold onto them without incurring significant additional costs. It is also possible that the Company could be in violation of, or non-compliant with, regulations it is not aware of.

Financing

While the Company has been successful in the past, there is no assurance that funding will be available under the terms that are satisfactory to management. Funds available for operations may vary significantly from management's estimates due to changes that are outside the control of management. Differences between actual exploration costs and management's estimates will occur, and these differences may be material. There is no assurance that future financial market conditions will result in sufficient funds being available to the Company to continue in the normal course of business.

Uninsured or Uninsurable Risks

The Company may become subject to liability for pollution or hazards against which it cannot insure or against which it may elect not to insure where premium costs are disproportionate to the Company's evaluation of the relevant risks. The payment of such insurance premiums and of such liabilities would reduce the funds available for exploration and operating activities.

Commodity Price

The price of metals can fluctuate widely and can be affected by many external factors beyond the control of the Company. Some of these factors include, demand, inflation, fluctuations in various currencies, interest rates, forward gold sales, political or economic events in producing regions, and fluctuations in the cost of production.

Competition

Competition exists for mineral deposits where Company conducts its operations. As a result, some of which may be with large established mining companies with substantially greater financial and technical resources, The Company may be unable to acquire additional attractive mining claims or financing on terms it considers acceptable. The Company also competes with other companies in the recruitment and retention of qualified employees.

Dependence on Key Management and Employees

The Company's development depends on the efforts of key members of management and employees. Loss of any of these people could have a material adverse effect on the Company. The Company does not have key man insurance with respect to any of its key employees.

Conflicts

Certain directors of the Company also serve as directors of other companies involved in mineral resource exploration and development and, to the extent that such other companies may participate in areas in which the Company may be active, the possibility exists for such directors to be in a position of conflict. In accordance with the corporate laws, the directors are required to act honestly, in good faith, and in the best interests of the Company. In addition, such directors will declare and abstain from voting on any matter in which such directors may have a conflict of interest. At present, there are no such conflicts and the likelihood of any is unlikely given the companies and areas of interest that could potentially be involved.

COVID-19

Since March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and physical distancing, have caused material disruption to business globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods. To date, the Company's exploration program on its mineral properties has been executed as planned and the Company's exploration activities continue as planned.

Environmental Liability

All phases of the Company's operations are subject to environmental regulation in the jurisdictions in which it operates. Environmental legislation is evolving in a manner which requires stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed properties and a heightened degree of responsibility for companies and their officers, directors and employees.

Although the Company is committed to compliance with all environmental regulations currently applicable, environmental hazards may exist on the Company's mineral properties, which are not known to the Company at present, that have been caused by previous or existing owners or operators.

Also, environmental regulations may change in the future which could adversely affect the Company's activities including the potential to curtail or cease exploration programs or to preclude entirely the economic development of a mineral property. The extent of any future changes to environmental regulations cannot be predicted or quantified, but it should be assumed that such regulations will become more stringent in the future. Generally, new regulations will result in increased compliance costs, including costs for obtaining permits, delays or fines resulting from loss of permits or failure to comply with the new regulations.

Dilution

The Company has limited financial resources and has financed its operations primarily through the sale of its Common Shares. The Company will need to continue its reliance on the sale of its securities for future financing, resulting in potential dilution to the Company's existing shareholders.