



DIOS
EXPLORATION

DIOS EXPLORATION INC.
Management's Discussion and Analysis
Quarterly highlights
For the three-month period ended
March 31, 2022

The following quarterly highlights management discussion and analysis of the financial condition and results of the operation of Dios Exploration Inc. ((the "Company" or "Dios") constitutes management's review of the factors that affected the Company's financial operating performance for the three-month period ended March 31, 2022 ("2022-Q1").

This discussion and analysis should be read in conjunction with:

- The unaudited interim financial statements for 2022-Q1;
- The 2021 Annual Management report; and
- The Company's audited financial statements for the year ended December 31, 2021 and December 31, 2020.

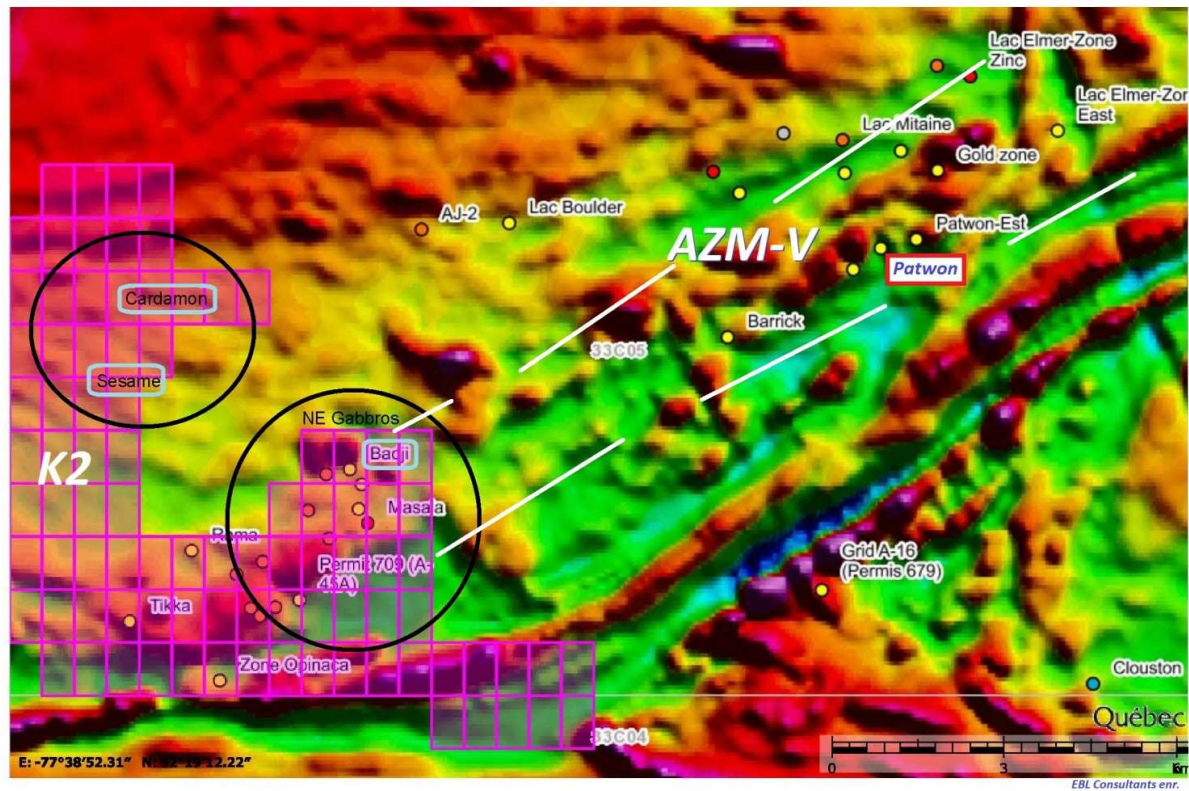
These documents and additional information may be available through www.sedar.com web site, under the Company's section "Sedar filing" or at www.diosexplo.com. Dios' shares are traded on TSX Venture Exchange under DOS symbol and 114,707,066 shares were issued and outstanding as at March 31, 2022.

Nature of activities

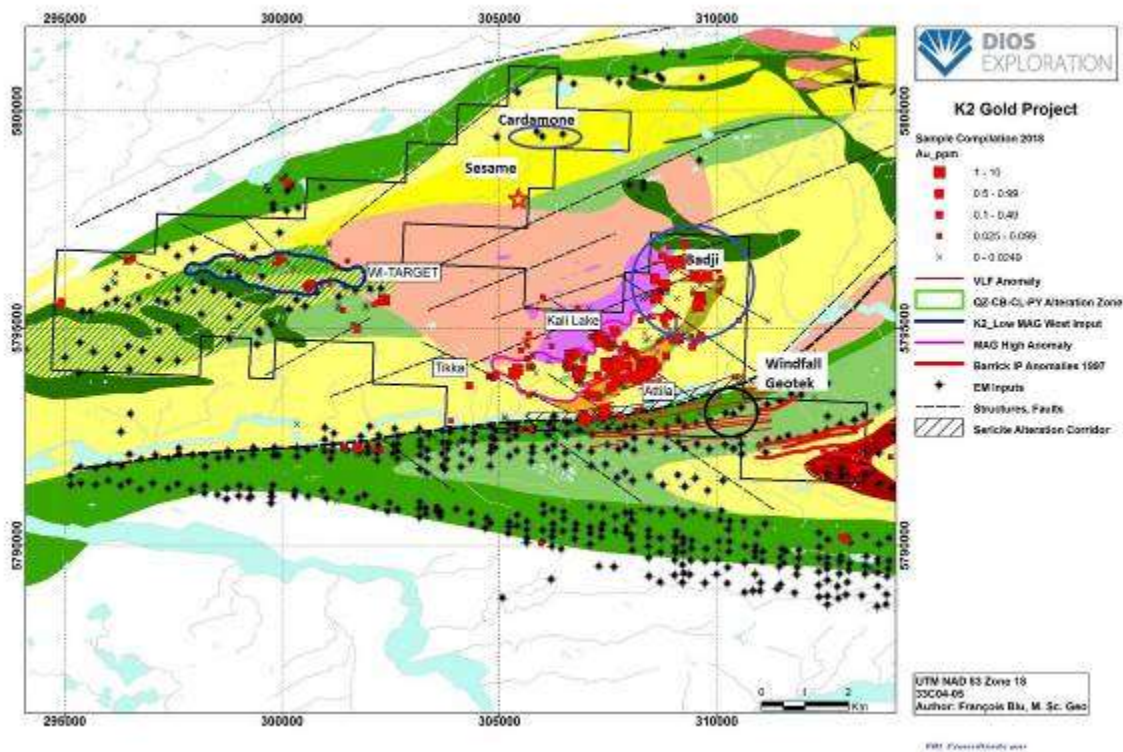
Dios focuses on Gold-Copper Exploration in James Bay Eeyou Istchee, Quebec. Wholly-owned **K2** gold-copper-silver property without any royalties is located directly SW in structural strike of Azimut's Elmer gold discovery at Patwon. Very significant results were obtained on **K2** project with Kali eastern targets and WI gold targets, west of Kali intrusive.

Dios is involved in mineral exploration along a major James Bay deformation zone with proprietary till defined gold and diamond glacial dispersal trains. Successful drilling of large **AU33** gold property led to **HEBERTO GOLD** discovery on **AU33**, then 4 km NNE, to successful drilling of **CLN** area and a further 4-5 km east to **WTS** gold drilling discovery

Dios discovered 8.9 & 6.8 g/t g gold in sandstones on **Clarkie** and 37 g/t Au & 4.5 m @ 2.1 g/t Au in **LeCaron** volcanics, along Newmont Eleonore gold mine - Cheechoo corridor.



AZM gold corridor: in white structural borders....pointing directly at Dios' Badji showing- NE gabbros underexplored



Hundreds of km eastward are 14K and 33Carats in Upper Eastmain Greenstone Belt

Gold in outcrop & by drilling was discovered by Dios 6 km NW of Eastmain gold mine (Benz Mining) on **33 Carats**, optioned to Northern Lights Minerals whose assets were partly sold to Mont Royal Resources (75%). Ground Induced Polarization (IP) survey is planned by partners in Q2-Q3 2022 to define drilling targets.

Investing activities

In 2022-Q1, Dios paid \$2,080 for mining rights (claim renewal and acquisitions) compared to \$13,908 for same period last year.

During the three-month period ended March 31, 2022, the Company incurred \$101,495 in exploration expenses compared to \$127,083 for same period in 2021.

Exploration Expense Analysis for Quarter ended March 31, 2022

Description	K2	14 Karats	Au33	Total
	\$	\$	\$	\$
Geology	49,460	4,692	4,220	58,372
Assays	39,287	-	-	39,287
Office and other	3,836	-	-	3,836
	92,583	4,692	4,220	101,495

Exploration performed during the quarter

A **K2** amount of \$39,287 during quarter was for core assays on 7 holes (2,019 m) drilled this Fall. The targets for this program were Sesame AIIP (2 DDH), Solo IP (P-07+11) conductors (3 DDH) and A-48 VLF conductors (2 DDH-Windfall Geotek).

K2 geology is favourable for VMS and Windfall-type gold mineralization. **K2** hosts an Archean volcanic sequence intruded by porphyry plugs and dykes around Kali pluton.

K2 was first time drilled in late 2020 (10 holes for 2,509 m) with assays made in 2021.

WI-Target returned good ground IP anomalies on a 3 km long EM conductor with no outcrop and good gold-in-soil anomalies (up to 283 ppb Au) with sericite-silica altered dacite floats (up to 6.72 g/t gold).

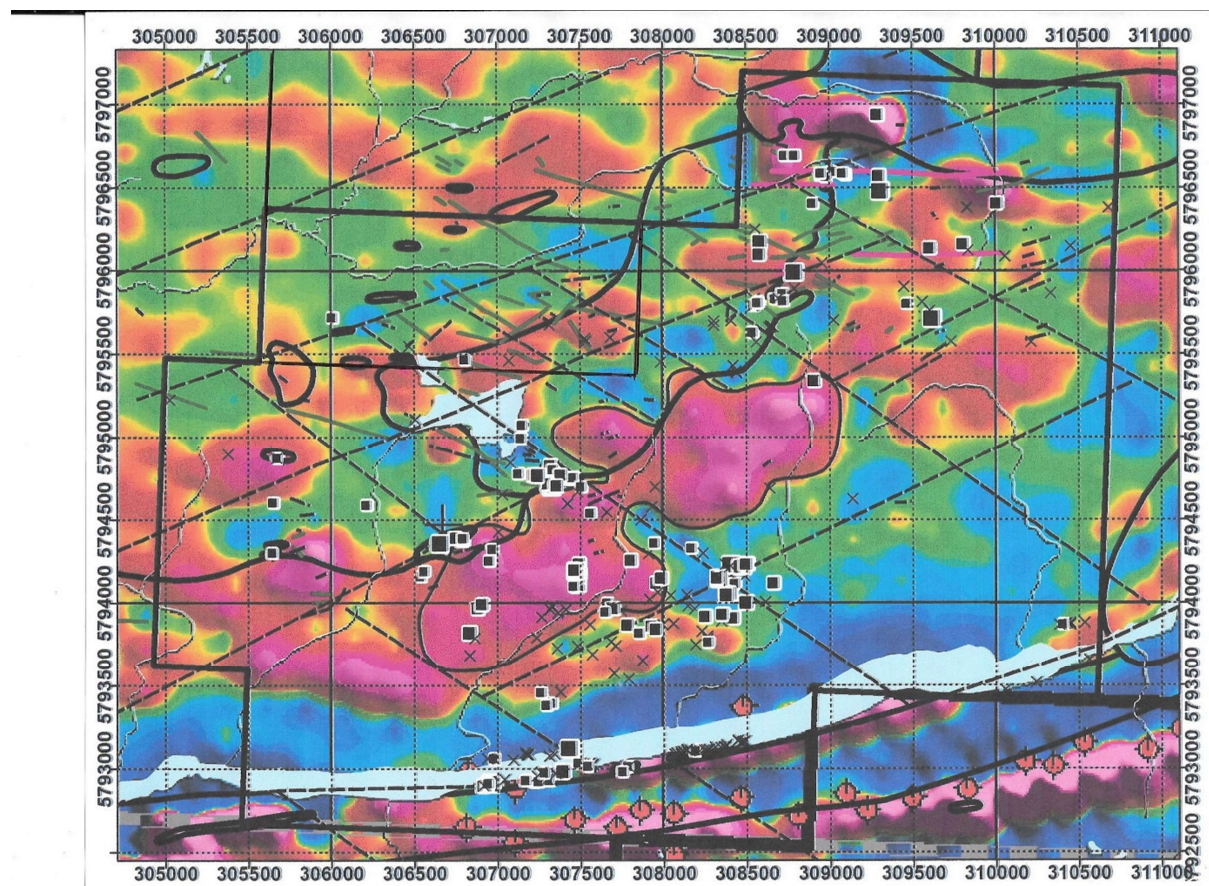
Some 200 m SE, **cinnamon** showing within Kali Tonalite returned **10 g/t gold**, 1.81, g/t Au in a shear striking as WI-Target, confirming strong potential of adjacent underexplored western intrusion-volcanic contact.

In 2021, two parallel gold-bearing zones were drill discovered in this area:

- On PP-1, 1.5 km west of Kali pluton, drilling hit **8.92 g/t gold on 1 m** in coarse tonalite-diorite in contact with a strongly foliated mafic dike. It is open in all directions and associated with the hanging wall of a significant resistivity anomaly, at the contact between a high and low magnetic area.
- Hole 03, 200 m northeast, cut 0.50 g/t gold over 1m in another such IP horizon, but also **no volcanic rocks that could be source to soft & crumbly mineralized/sericitic dacite boulders up to 6.72 g/t gold in WI-target area.**
- And a second gold zone, 800 m SE of hole 01, was drill discovered in wider WI-target area. On **PP-2 anomaly**, hole 05 hit **3.78 g/t gold over 1 m** related to **feldspar diorite-gabbro contact**. PP-2 gold intercept is in same strike as cinnamon showing up to 10 g/T gold in outcropping shear.

About 6 km east of WI-target, **Attila gold-copper showing** is hosted in fractured rhyodacite dome overlying Kali quartz-diorite/tonalite porphyry to the south, 7 km east of WI-Target tonalite contact. It is a chalcopyrite-rich stringer/ stockwork over 75 m long by 5-15 m wide yielding up to **8.08 g/t gold, 96.7 g/t Ag, 2.43% Cu & 0.17% Zn.**

Attila averages 1.07 g/t Au, 38.8 g/t Ag, 1.25% Cu & 0.01% Bi from 13 grab samples & 100 m north, a 50 m long sub-parallel horizon (Attila-N) with narrow quartz-carbonate-pyrite veins returned 5 samples over 1.0 g/t Au (up to 3.64 g/t Au & 26.7 g/t Ag).

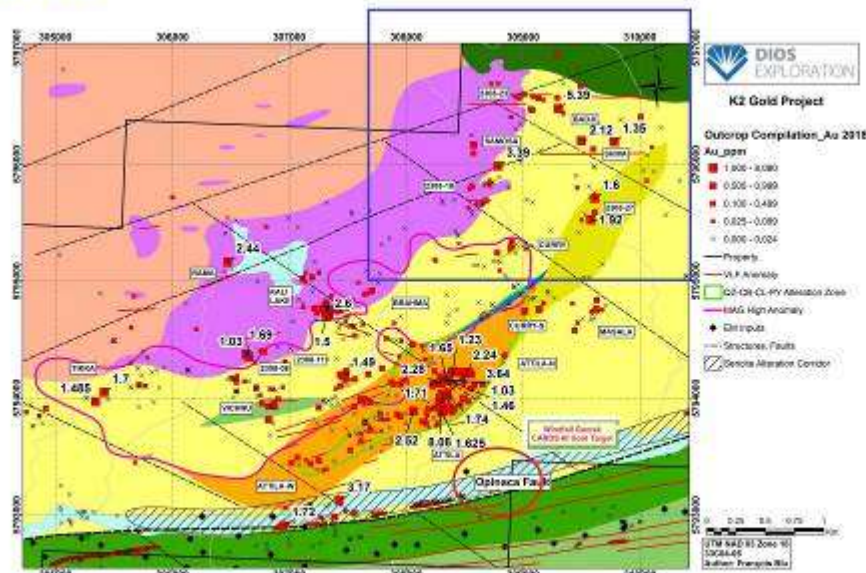


Whole view of Attila area and NE gabbros-Badji magnetics: High Mag in red.

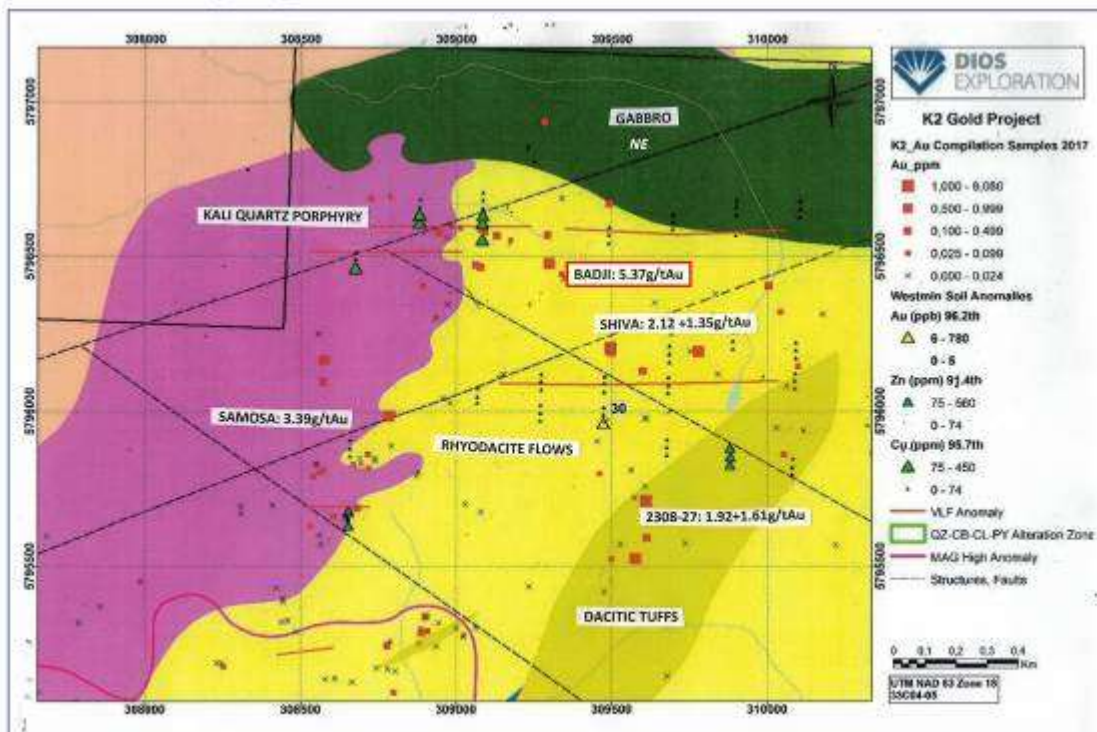
NE Gabbro/Badji Target:

The southern contact of magnetic NE Gabbros and felsic volcanics is a good structural target due to rheologic rock contrasts; it was also selected by Artificial Intelligence. This target-area is located in possible SW extent of gold-bearing Patwon and Barrick structures on neighbouring Azimut Exploration's Elmer project. It also hosts two EW VLF-EM conductors associated with sulfidic mineralization including SDBJ showing (1.08% Cu & 13.8 g/t Ag). Locally, it is well sericitized and silicified. About 100m further south, Dios had discovered the **Badji showing** consisting of centimetric pyrite-chalcopyrite stringers in foliated strongly sericitized dacite yielding **5.39 g/t Au, 111 g/t Ag, 5.05% Cu**. Several grabs had yielded anomalous gold (0.170-0.265 g/t Au)-silver (up to 19.7g/t Ag)-copper (0.2-0.6% Cu) within these southern felsic volcanics but few work was completed. A lone grab-sample within the gabbro about 400m north of the contact assayed 0.410g/t Au near NE magnetic lineaments. Systematic prospecting is planned along this favourable contact (at least 2 km strike) as well as fill-up soil-sampling and detailed magnetics. After 2022 field checks, drilling is planned on best targets/showings. This NE Gabbros-Badji target area is located a few km NE of Attila. See below.

Attila Area



NE Gabbros-Badji target



EBL Consultants enr.

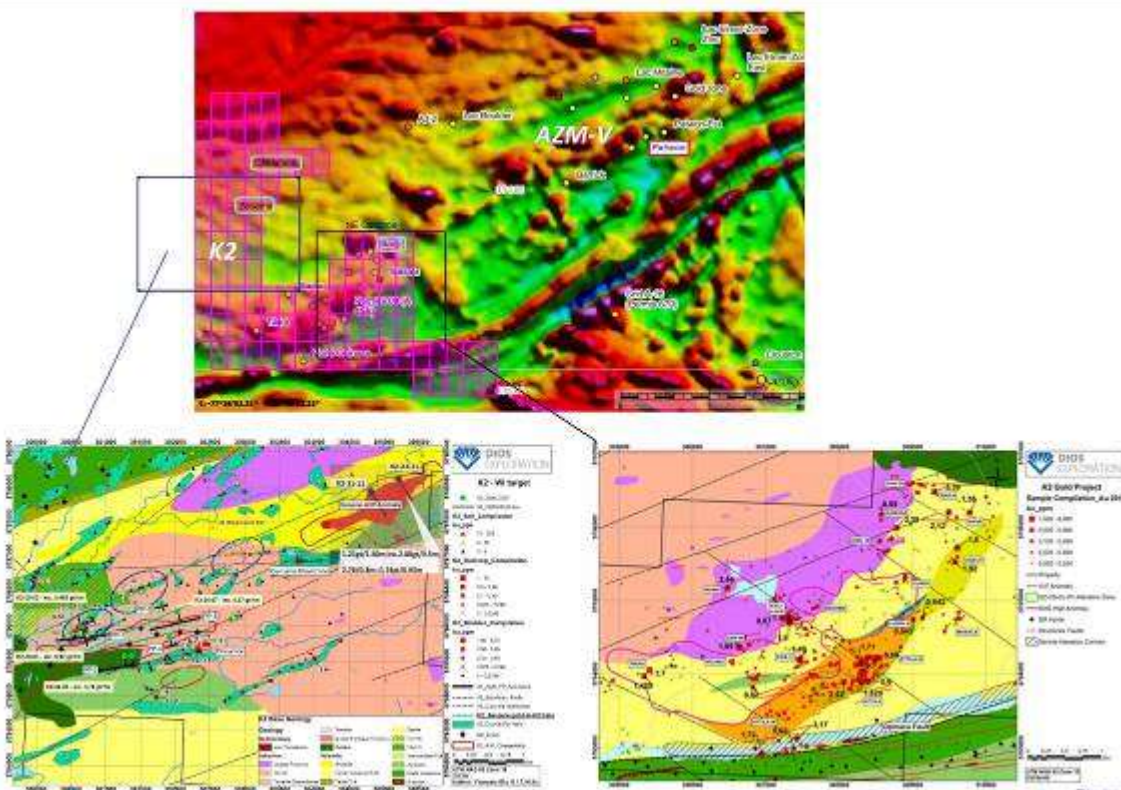
Dios discovered 2-3 gold zones by drilling **Sesame Airborne Interpreted IP** in NE **K2**, up to **2.88 g/t gold & 2.76 g/t gold in distinct zones 6 km north of Opinaca fault**.

Follow-up drilling is planned on **Cardamone** volcanic target 1.2 km NE of Sesame and on **Badji-NE Gabbro** more to the east, in contact with felsic volcanics (**Badji** showing).

Two exploratory holes for 664 m were drilled 400 meters apart on Sesame in Fall 2021, returning 2.88 g/t gold on 0.50 m (1.87 g/t gold on 1 m or 1.21 g/t Au on 1.6 m), then 2.76 g/t Au on 0.30 m (0.73 g/t Au on 1.15 m), also 0.74 g/t Au on 0.95 m and many anomalous metric intercepts over 100 ppb gold up to 0.31 g/t Au and 0.26 g/t Au on 3.7 m in granodiorite. Visible gold only returned 0.86 g/t Au on 0.50 m.

Cardamone (Airborne IP) Target:

The **Cardamone Target** lies within **altered volcanics** (silicified & pyritized) directly north of Sesame FP/QFP intrusion. **Three eastwest EM-input anomalies are coincidental with short Airborne IP chargeable zones over one km-strike**. Strongest chargeability centered on 2 bull's-eyes (about 350m diameter, 100-275m depth) seems to increase at depth. Another EM-input (Cardamom-W) is located 800m west. The Cardamone EM (Inputs & VTEM) and airborne IP conductors were visited by **Dios'** team but lie in a swampy area. **Interestingly, directly east of the target, a grab-sample from an eastwest felsic dyke had yielded 2.69 g/t Au**. Cardamone is also located about 5km up-ice (NE) of gold-bearing altered felsic volcanic floats (6.72 g/t Au) and associated to well-defined kilometeric gold-in-till (WI-target) anomaly. It is located within the low-magnetic region in Greenschists-grade domain.



AU 33 gold project

Dios Au33w project hosts numerous gold occurrences associated with a magmatic-hydrothermal system within the Mistumis tonalitic-dioritic intrusive complex of the Archean Lower Eastmain Greenstonebelt. Gold-bearing stockworks, quartz veins, shear zones, magmatic-hydrothermal breccias, and dioritic intrusions are mainly associated with sub-parallel northwest-southeast to northsouth striking brittle structures, interpreted as favorable pathways for hydrothermal fluids and magma ascent. Significant gold-in-till anomalies are located northeast (up-ice) of Heberto showing, so are the western magnetic tonalite sill (WTS) & NDP areas that have good clusters of gold-in-soil anomalies, especially the latter. Therefore, **Dios 2022 exploration work should focus on three main targets on Au33w:**

1-At Heberto, extending eastward the main stripping should be strongly considered to examine for possible eastwest structures/veins beside/or intersecting the north-northwest Heberto one. Heberto is composed of several plurimetric potassic-altered shears and fracture zones dipping 25-50° west that graded up to

2.13 g/t gold over 22.90m (inc. 4.79 g/t Au/8.65m);

2.00 g/t Au over 22.00m;

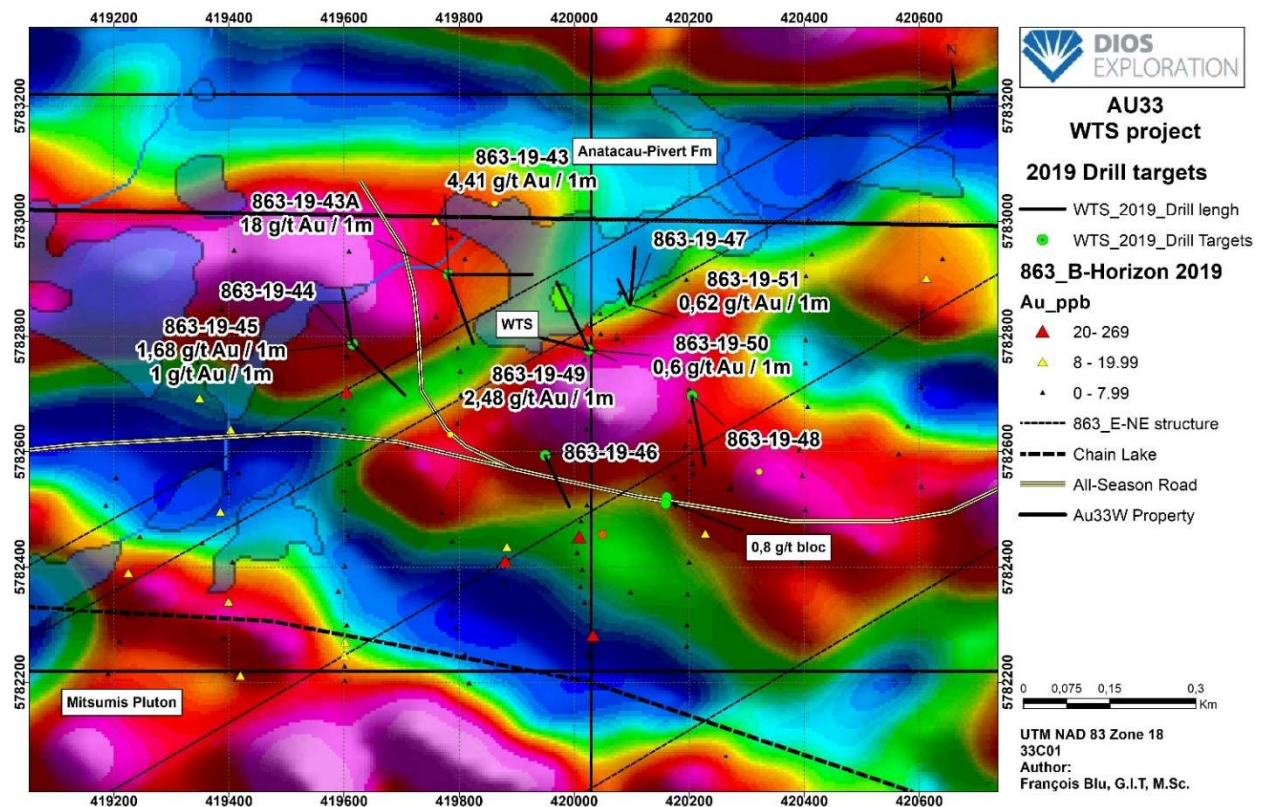
1.15 g/t Au over 64m incl. 3.65 g/t Au over 13 m.

Four diamond drill holes(ddhs) are also proposed to test this hypothesis.

2- WTS returned 18 g/t Au over 1 m & 4.41 g/t Au over 1 m. Anomalous magnetic **WTS** is cross-cut by two **northeast low-magnetic lineaments** that are excellent structures to fix gold-bearing fluids (ex: CLN, CLS, CLW, Robino, Heberto-N). Numerous narrow (1-3 meters) goldbearing (0.5-**18 g/t Au**) structures with centimetric quartz-(py-cpy) veinlets and/or disseminated (1-4%) pyrite were intersected by the late 2019 drilling in the vicinities of the WTS gold-in-soil anomalies. In 2022, additional soil/b-horizon sampling (& minor prospecting) is recommended over the north/north-east extensions of the favourable structures. **Three (3) holes** are proposed to better test extent.

3-The NDP strong gold-in-till (& soil) anomalies still remain unexplained. The 2018 drilling tested the east one of two north-south magnetic tonalite units within the basalts located in a hinge-fold. In 2022, **2-3 drill holes** are proposed to test the non-outcropping western magnetic tonalite.

-Several other good gold targets remain to be fully investigated on the Au33w project: Chain Lake-South, Chain Lake Fault, Banano, Heberto-North showings, Mistumis breccia & possible intersection of Robino breccia with the NNW Heberto structure.



Overall performance

Net loss for the quarter is \$19,963 (net loss of \$114,176 for first quarter 2021) whereas expenses for the quarter totalled \$52,196 (\$117,505 for first quarter 2021).

- Decrease of stock-based compensation expenses and increase in Deferred income taxes recovered. See table below.
- Decrease in Professional fees due to the timing of audit fees invoiced.
- From first quarter 2021 to first quarter 2022, considering the items that do not require an exit of cash flow, the expenses did not vary much.
- Analysis of the non-monetary operations that do not require an exit or an inflow of cash (positive: income and negative: expenditure):

	Quarter ended March 31, 2022 \$	Quarter ended March 31, 2021 \$
Stock-based payments	(19,114)	(68,610)
Deferred income taxes	30,448	-

Financial position

- Working capital decreased by \$104,353 as at March 31, 2022 going from \$1,587,357 as at December 31, 2021 to \$1,483,004 as at March 31, 2022, including liabilities of \$342,267 as at March 31, 2022 to be erased once flow-through funds are incurred. The decrease is mainly due to exploration costs, mining right payments and administrative expenses incurred during the period.
- Cash and term deposit amount to \$1,373,419 as at March 31, 2022 compared to \$1,459,354 as at December 31, 2021. The Company is considered to be in the exploration stage, thus it is dependent on obtaining regular financing in order to continue exploration. Despite previous success in acquiring sufficient financing, there is no guarantee of obtaining any future financing.

Exploration Budget for fiscal 2022: planned exploration work to be conducted by Dios in 2022 is disclosed in the 2021 Annual Management report. See above section "Exploration performed during the quarter".

Related party transactions

Key management personnel of the Company are members of the Board of Directors, as well as the president, the chief financial officer and the vice-president, exploration. Key management personnel remuneration includes salaries, consulting fees and share-based payments. For the 2022-Q1, the compensation is \$20,533 (\$70,469 for the same period last year). An amount of \$57,232 (\$70,888 for the same period last year) was capitalized in Exploration and Evaluation assets.

Forward-looking information

See forward-looking information in the 2021 Annual Management report.

Montreal, Quebec
May 6, 2022