NI 43-101 Technical Report for the Rupert Lithium Project

Prepared for

Li-FT Power Ltd.
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1.0 SUMMARY

This report evaluates the potential for lithium mineralization at the Rupert Lithium Project, which is owned by Li-FT Power Ltd (Li-FT), and details the results of a till sampling campaign performed in 2021 by the company.

The Rupert Property is located east of James Bay, Quebec, in a region that hosts several lithium deposits, including the world-class Whabouchi lithium pegmatite deposit. Like much of glaciated North America, bedrock is largely blanketed by till. No systematic geochemical exploration has been completed to search for buried lithium deposits beneath the till. As such, Li-FT considers that additional lithium resources may be present at Rupert and that till sampling provides a viable means to discover them.

Three separate claim blocks make up the Rupert Property: (1) the Whabouchi Trend, (2) the Moyenne Trend, and (3) the Pontax Trend. The former two can be accessed, in part, by the Billy Diamond highway, whereas the third, and the more distal parts of the first and second, are accessible by helicopter or boat.

Geologically, the Property is located in the Nemiscau and La Grade sub-provinces of the Archean Superior Province.

The Whabouchi Trend is located in the northeast-trending Lac des Montagnes greenstone belt, which itself is located between a granitoid-gneiss domain of the La Grande sub-province to the northwest and the Opatica sub-province to the southeast. The greenstone belt is dominated by clastic sedimentary rocks with mafic volcanic rock occurring primarily on the margins. Metamorphic grade ranges from greenschist to amphibolite facies. Granitic pegmatites are common throughout the greenstone belt, some of which have significant lithium and tantalum mineralization.

The Moyenne Trend covers an east-west trending magnetic and topographic lineament, interpreted to be a shear zone, which juxtaposes migmatitic clastic sedimentary rocks against granitoid-gneisses of the La Grande sub-province to the west of the Whabouchi Trend.

The Pontax Trend is located along the Pontax River within the Anatacau-Pivert greenstone belt, a thin band of supracrustal rocks that occur between the La Grande granitoid-gneiss terrane to the east and Nemiscau sub-province to the west.

Mineral exploration and government mapping on the property and its environs first started in the 1950s. The Whabouchi lithium deposit was discovered in 1962 by the Quebec Bureau of Mines. Following this, little work was conducted until the 2000s. In 2002, Inco revisited the area in search of tantalum and confirmed lithium mineralization at Whabouchi. In 2009, Nemaska Lithium acquired the Whabouchi Project, performed a feasibility study, then subsequently went into receivership. The Whabouchi Project is currently owned by New Nemaska Lithium.

A regional till geochemistry program was completed at the Whabouchi Trend by Li-FT in the summer of 2021. A total of 4,259 samples were collected at 150 meter intervals along sampling lines spaced 1,500 meters apart. One kilogram of till was collected at each sample point. Samples were sent to Bureau Veritas

in Timmins, Ontario, where they were dried and sieved. Two types of analyses were performed. (1) Half a gram of the <63 micron fraction from each sample was analysed with a 4-acid digestion and ICP-MS finish for multi-element geochemistry. (2) A 30 gram aliquot of the <63 micron fraction was digested in aqua regia and analysed with ICP-MS for gold. Results from this program show a number of areas with Li anomalism, some of which are also anomalous for pathfinder elements typically associated with lithium pegmatite deposits.

A follow-up exploration budget of $1,402,200 is recommended in two phases with a non contingent Phase I of follow-up till sampling followed by a contingent Phase II of trenching and sampling in areas with strong, spatially coherent geochemical anomalism.

2.0 INTRODUCTION

2.1 Issuer

The purpose of this Report is to provide a technical summary of the Project in accordance with the requirements of the Canadian Stock Exchange (CSE) in connection with listing of the issuer, Li-FT Power Ltd ("Li-FT" or the "Company"). Li-FT is a private company existing under the laws of the Province of British Columbia and having its head office at 2080 – 777 Hornby Street, Vancouver, British Columbia, V6Z 1S4.

2.2 Terms of Reference

I, Don Cummings (OGQ #2183), have been commissioned by Li-FT to produce an independent Technical Report for the Rupert Property.

2.3 Sources of Information

I prepared the report based on public documents, technical reports and data provided to me by Li-FT. These sources of information are cited where appropriate in the text. A complete bibliography is provided in Section 27.0 "References".

Information on the location and ownership of the claims was acquired on April 20, 2022, from the GESTIM public web page, which is maintained by the Ministère de l'Énergie et des Ressources Naturelles (MERN).

I did not verify the legality of any underlying agreements that may exist concerning agreements between third parties.

Some of the historical information used in this report was taken from reports produced before the implementation of National Instrument 43-101 (the "NI 43-101") for the Standards of Disclosure for Mineral Projects within Canada. The source of the historical data cannot be personally verified and validated, the sample preparation, analytical or security procedures are often missing in these documents.

2.4 Involved Staff

In addition to writing the report, I performed a short field visit to the Property in 2021 (see below) to, among other things, vet issues that might arise during till sampling.

The till geochemistry survey was conducted by SL Exploration Inc. and supervised by Alex Gallardo Valade MSc. P.Geo. (OGQ #2013), Steven Lauzier, P.Geo. (OGQ #1430), by Pierre-Alexandre Pelletier MSc. P.Geo. (OGQ #1324) and by David Fafard MSc. P.Geo. (OGQ #1814).

2.5 Qualified Person

I am a qualified person under Canadian Securities Administrators' NI 43-101 and am responsible for every section of the present report. My credentials are listed at the end of the report.

2.6 Site Visit

I conducted a field visit at the Property between August 23-25, 2021 (2 days truck and traverse work, 0.5 days helicopter work) to inspect the property, evaluate its geology, assess the terrain, review prior sample locations, and vet anything else that might impede or prevent effective till sampling.

3.0 RELIANCE ON OTHER EXPERTS

I did not rely on other experts for information concerning legal, political, environmental, or tax matters.

4.0 PROPERTY DESCRIPTION AND LOCATION

The Rupert Property is centered at latitude 51.693° and longitude -76.546°, and is within NTS map sheets 32N07, 32N08, 32N09, 32N10, 32N11, 32N12, 32N13, 32N14, 32N15, 32O12, and 32O13. It consists of three separate claim blocks referred to as (1) the Whabouchi Trend, (2) the Moyenne Trend, and (3) the Pontax Trend for a total of 3,062 mining claims and a total area of 162,611 hectares, or 1,626 km^2.

The Whabouchi Trend is located approximately 220 kilometres north-northeast of Matagami, Québec and approximately 25 kilometers southwest of the Whabouchi lithium deposit. It is approximately centered at 399,053 m E and 5,705,430 m N (WGS 1984, UTM system, Zone 18U).

The Pontax Trend is located approximately 220 kilometers north of Matagami, Québec. It is centered at 337,614 m E and 5,740,056 m N (WGS 1984, UTM system, grid zone 18U).

The Moyenne Trend is located in between the Whabouchi and Pontax Trends, approximately 28 kilometers and 10 kilometers from the respective claim boundaries. The center is located at 374,313 m E and 5,740,886 m N (WGS 1984, UTM grid zone 18U.

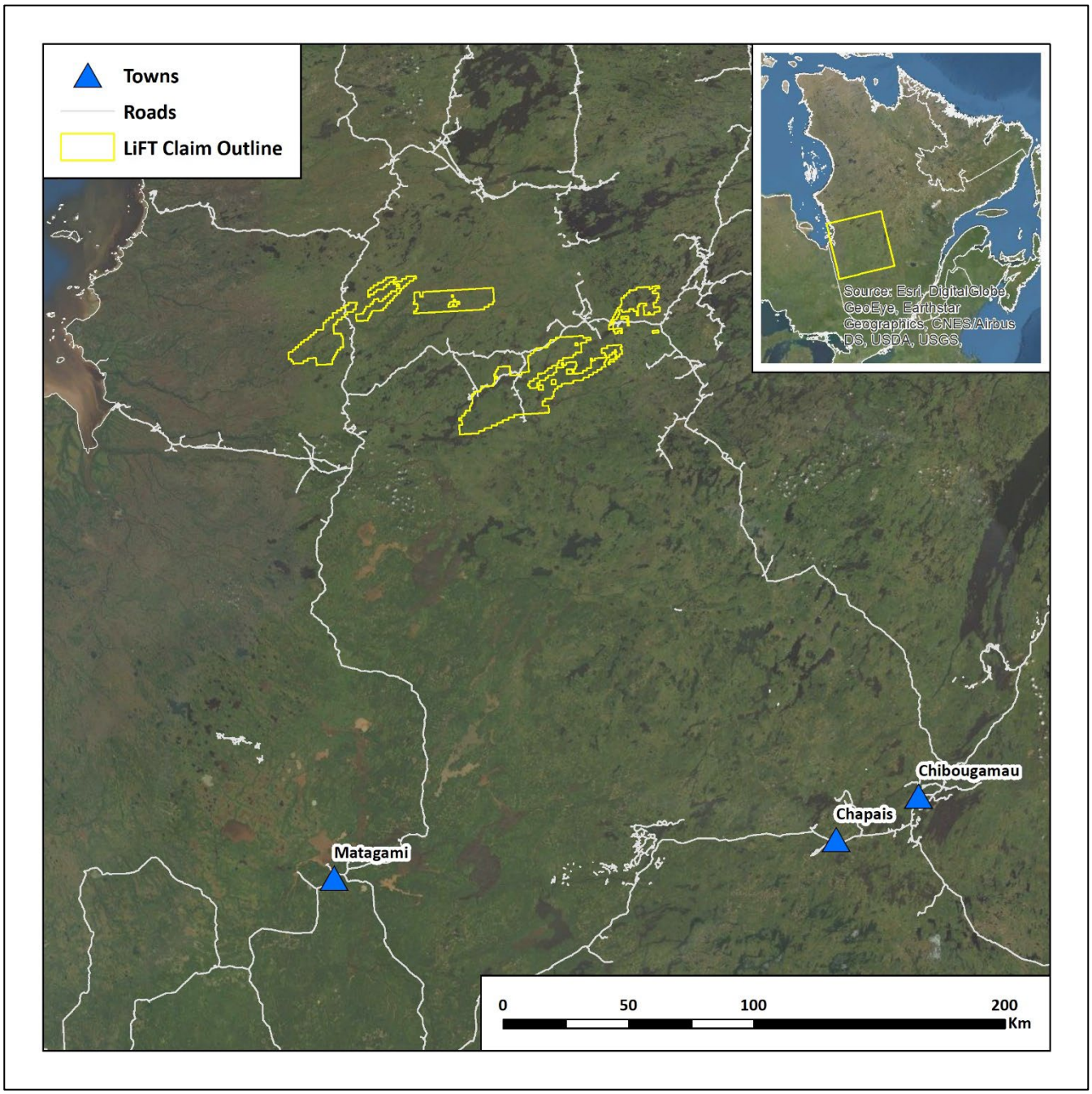


Figure 4-1: Location of the Rupert Property, Quebec.

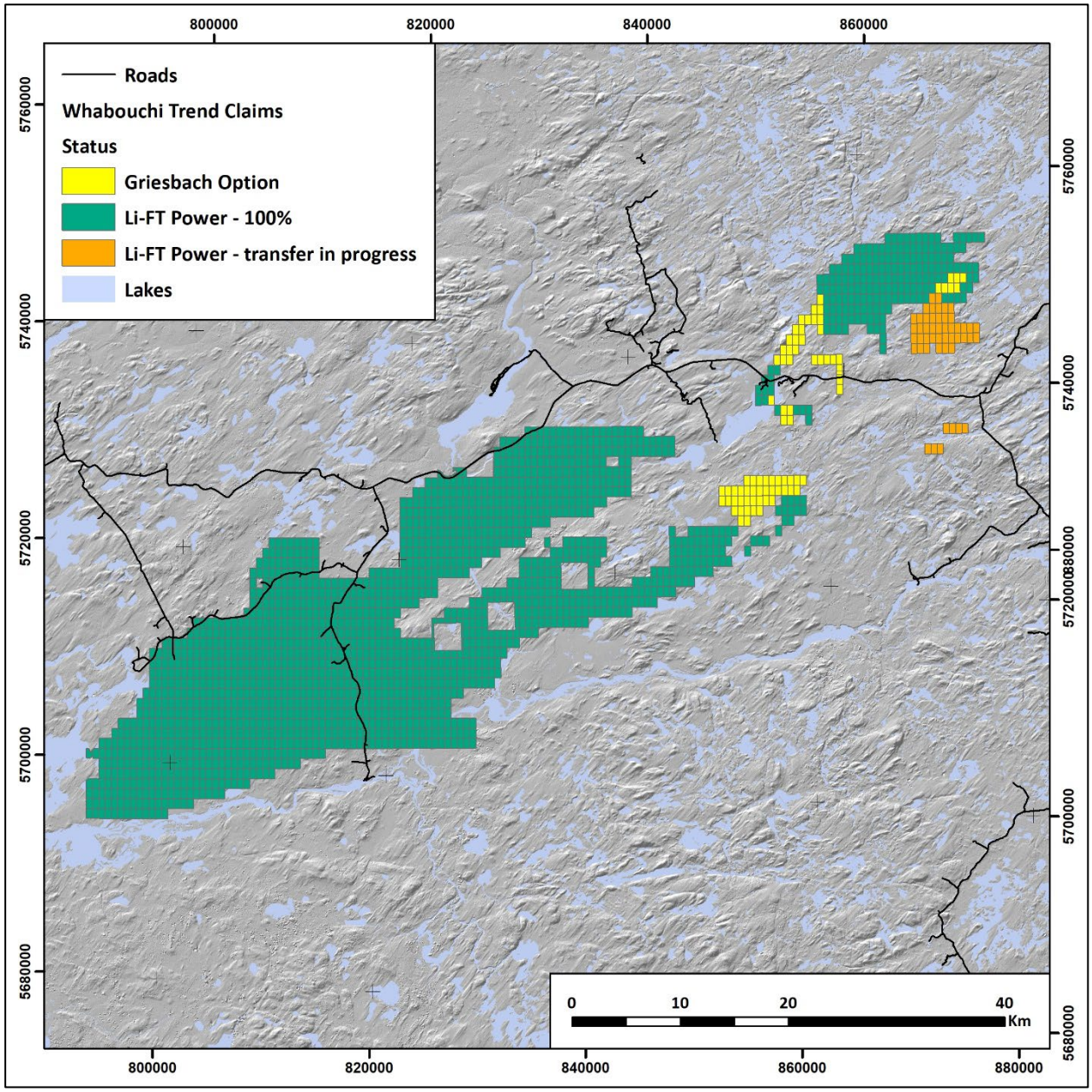


Figure 4-2: Mining title map the Whabouchi Trend within the Rupert Property. NAD83 UTM Zone 18N

4.1 Claim Tenure

Mining title rights for the Rupert Project are administered by the Ministère de l'Énergie et des Ressources Naturelles ("MERN"). All mining titles of the Rupert Project require biennial exploration expenditures and renewal fees. With the ongoing COVID-19 pandemic, MERN has granted amnesty from time to time for expenditure requirements on mineral claims in Quebec.

The 3,062 mining titles that comprise the Rupert Project are all located south of the 52nd degree of latitude and are all within the title size between 25-100 hectares. The mining titles have good standing dates that range from May 23, 2023 to November 27, 2024, with a required work expenditure of $1,200 per title (3,059

mining titles) and $1,800 per title (3 mining titles). All mining titles will be subject to a $68.75 claim renewal fee if the work expenditures are submitted prior to the 60th day preceding the expiry date, or twice that ($137.50) if submitted after the 60th day preceding the expiry date. A complete claim list is presented in Appendix A that summarizes the details of the mining titles, and a claim map is provided in Figure 4-2, Figure 4-3, and Figure 4-4.

Seventy eight of the 3,062 claims are subject to an option agreement and are currently owned by Glenn Griesbach (73 claims) and Junita Tedy Asihto (5 claims).

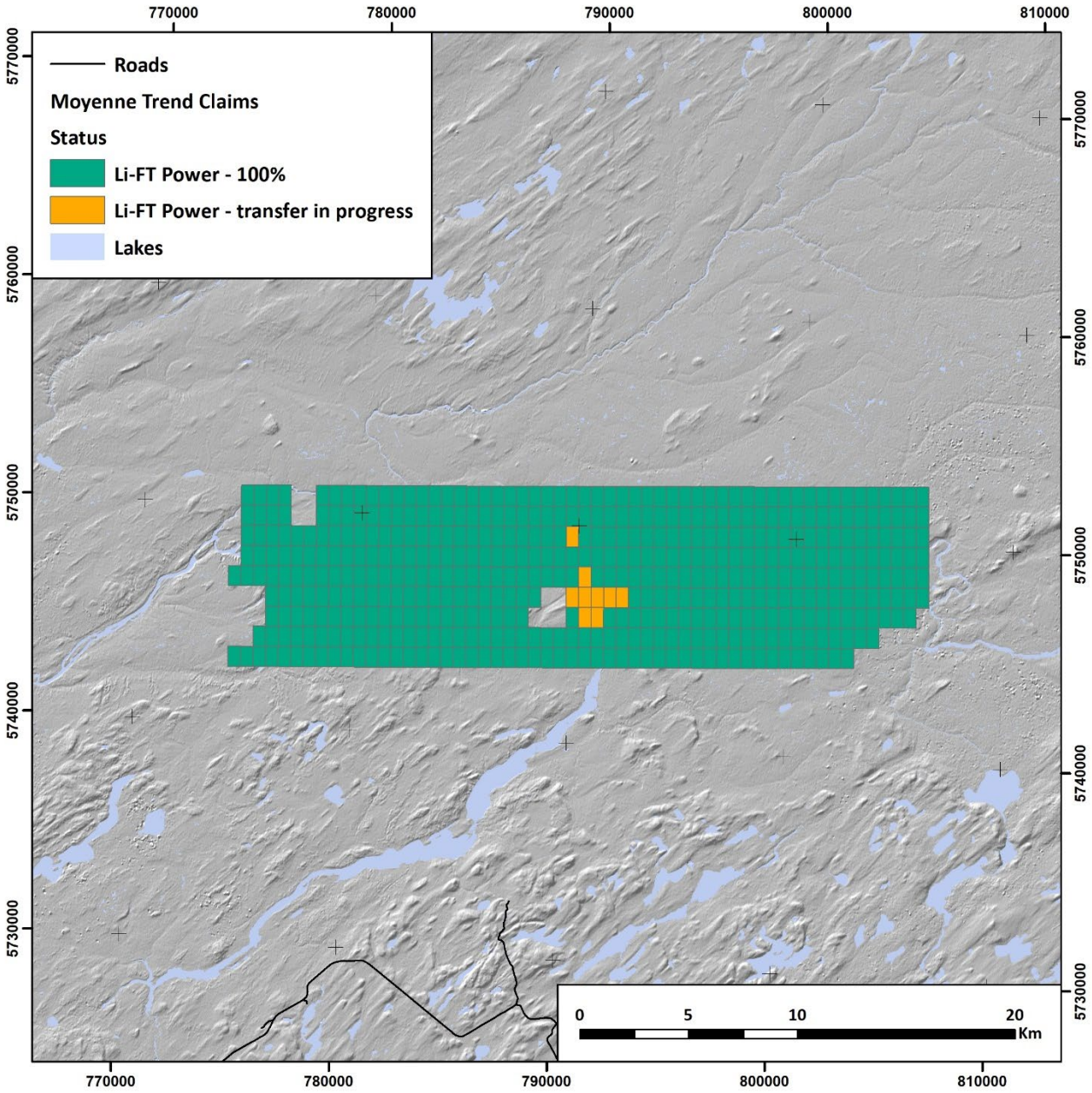


Figure 4-3: Mining title map the Moyenne Trend within the Rupert Property. NAD83 UTM Zone 18N

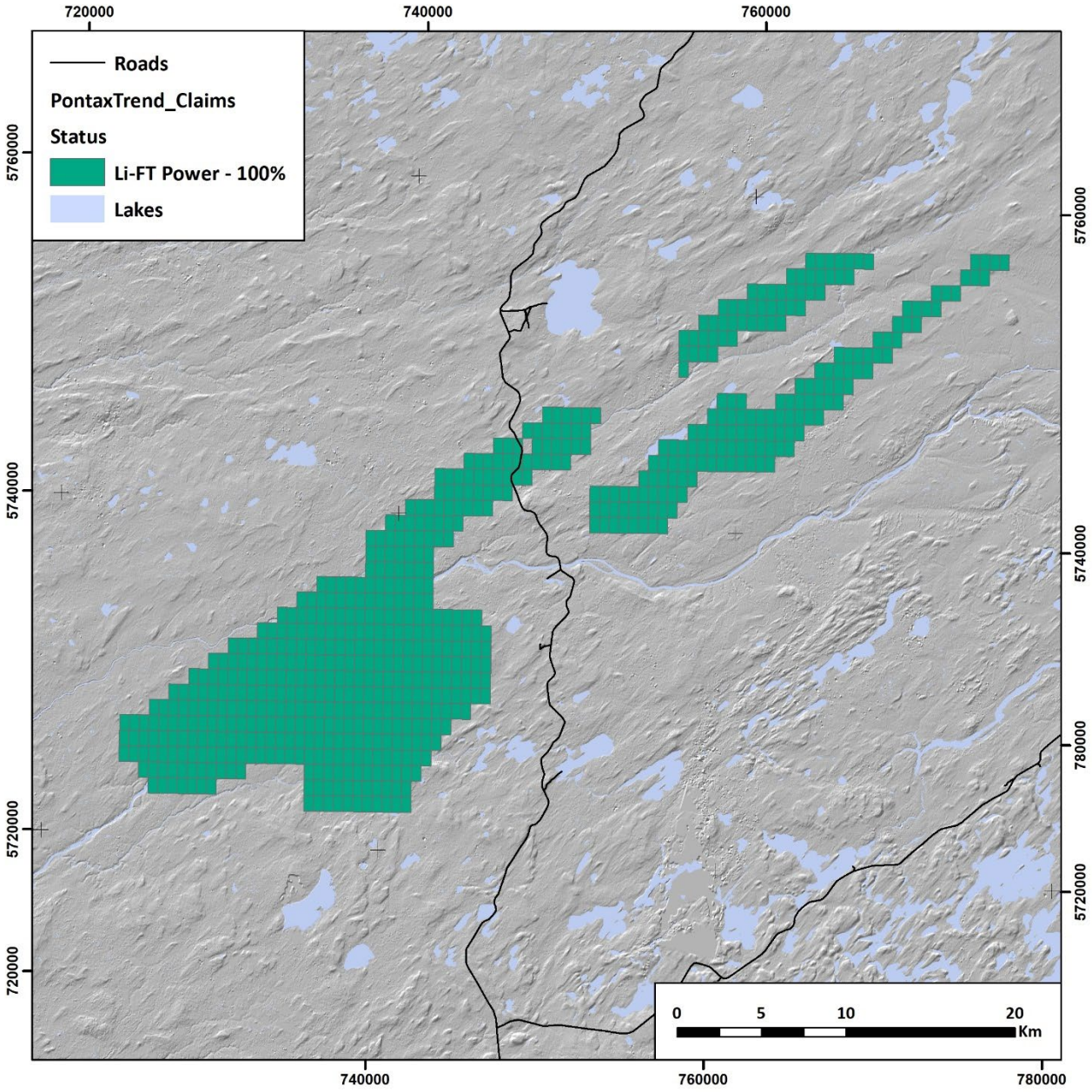


Figure 4-4: Mining title map the Pontax Trend within the Rupert Property. NAD83 UTM Zone 18N

4.2 Option Agreements

2,984 claims within the Rupert Property were acquired from Kenorland Minerals Ltd. under an option agreement made public in a press release dated by July 28, 2021. The terms of the option agreement are

- cash payment of $200,000 on signing;
- issuance of 10% of the issued and outstanding shares of Li-FT at the time of closing and from time to time until the shares of Li-FT are directly or indirectly listed on a recognized stock exchange in North America, Australia or the United Kingdom;
- 2% Net Smelter Return (NSR) royalty; and

- operatorship by Kenorland for the first 2 years.

An additional 78 claims were acquired from Glenn Griesbach and Junita Tedy Asihto according to an option agreement dated August 11, 2021 in consideration of

- a total cash payment of $100,000 over 3 years, and
- a 2% Net Smelter Return (NSR) royalty of which a 1.5% can be repurchase for $1,500,000.

4.3 Environmental Liability and Restrictions

Regional constraints to exploration are depicted in Figure 4-5. To the author's knowledge, there are no environmental liabilities pending on the Property. Claims ownership gives the company the rights to explore and identify resources in bedrock but does not include surface rights, although there are no formally registered surface owners on the claims and no current commercial logging. The Québec Government requires that the owner of the claims consult the Ministère des Forêts, de la Faune et des Parcs (MFFP) as soon as exploration work requires cutting down any size or type of tree or the construction of permanent structures on the claims. For example, line-cutting and diamond drilling would require the acquisition of a permit (Permis d'intervention). The claim owner should communicate with the Cree Government to inform of exploration activity, as well as any Indigenous land owners (i.e. Tallymen). Part of the Whabouchi Trend falls on Category II Lands, which are areas where Native people have the exclusive right to hunt and fish (Figure 4-5; JBNQA - 24.3.32). Mining exploration and geoscientific works in such areas "shall be carried out in such a manner as to avoid unreasonable conflict with the rights of the Native people under the Hunting, Fishing and Trapping Regime". The property includes several "Hydroelectric Installations" where exploration is allowed under specific conditions.

There are no known significant factors or risks other than those noted in the Report that could affect access, title, or the right or ability to perform the recommended exploration programs.

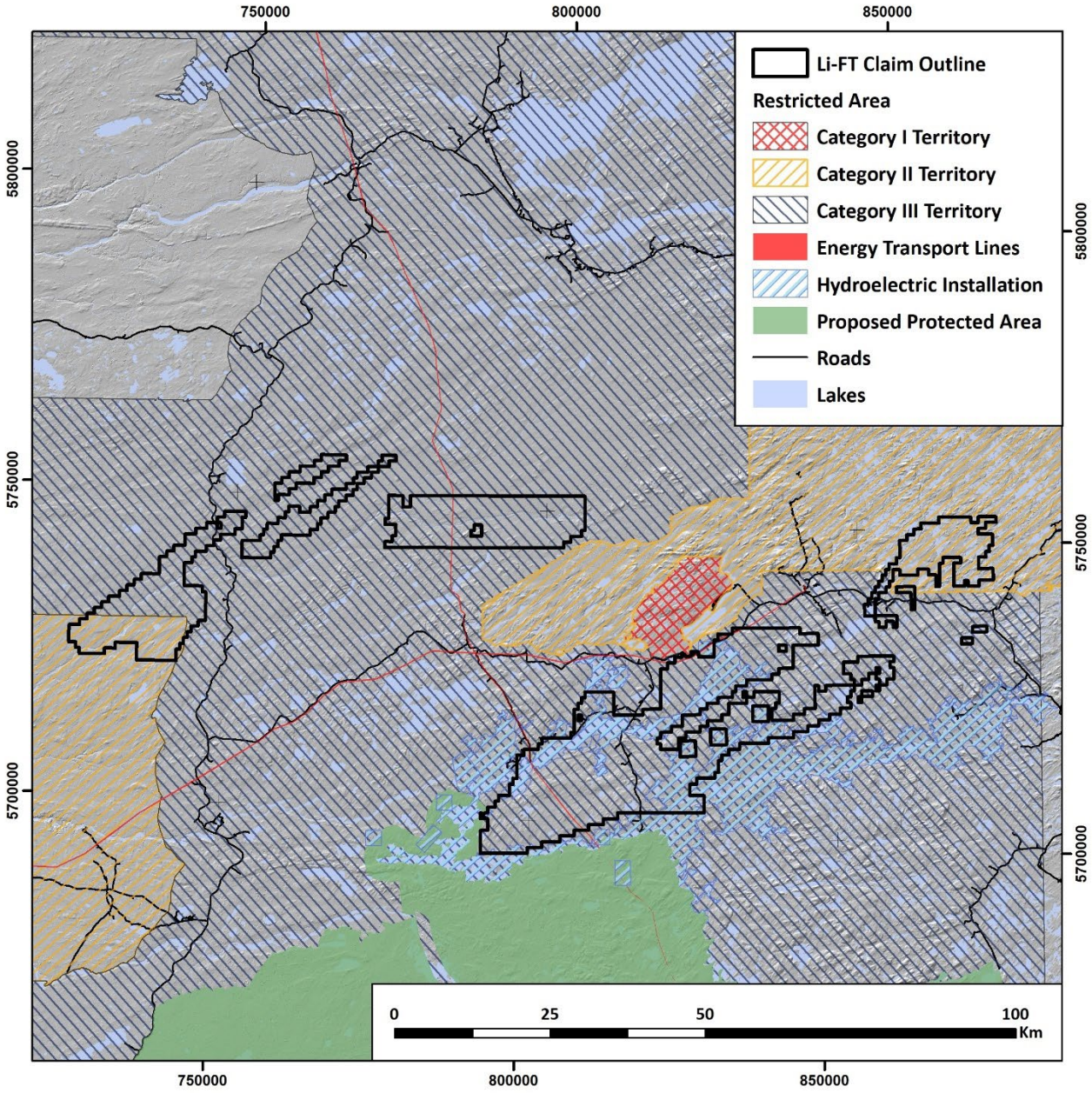


Figure 4-5: Land use restrictions in the Rupert Property area. All restrictions that cover the property are within the class of "Exploration allowed under certain circumstances", where circumstances are all related to consultation.

5.0 ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

5.1 Topography

The Property is relatively flat and poorly drained, with rare low hills and common lakes. Several small rivers provide connection between lakes and drain westward toward James Bay. Elevation ranges from 175 to 400 meters above sea level. The flora is typical of a taiga environment and is dominated by black spruce forest.

Organic wetlands are abundant. The surficial sediment cover over bedrock ranges from zero to 25 m in thickness (Laferriere, 2010).

5.2 Access

The three claim blocks that make up the Rupert Property—the Whabouchi, Pontax and Moyenne trends—each have different levels of accessibility.

Current access to the Whabouchi Trend is via the Billy Diamond Highway or the Route Du Nord, with some of the claim block only accessible by boat or by helicopter. A transmission line runs through the Whabouchi Trend that connects to the provincial power grid. A secondary gravel road that accesses a hydropower installation on the Rupert River transects the southern portion of the property.

The Pontax Trend can also be accessed using the Billy Diamond Highway, which passes along the edge of the claim block. Once accessed by highway, more remote portions of the Pontax Trend are accessible by boat and helicopter.

The Moyenne Trend is located in between the Whabouchi and Pontax Trends, approximately 28 kilometers and 10 kilometers from the respective claim boundaries. The Moyenne Trend is only accessible by helicopter.

5.3 Climate

The region is characterized by a sub-artic climate with weather conditions and temperature commonly changing abruptly. Summers are short and cool, winters long and cold. Between June and October, the ground is free of snow. Longer-term climate data are available from 1981 to 2010 from a meteorological station at La Grande Riviere A (Government of Canada historical climate database, accessed October 2021). During this time, average daily temperatures were -23.2°C in January and 14.2°C in July, and the average annual temperature was -2.9°C. Peak rainfall occurred in September with an average of 110.6 mm and average annual rainfall was 453.8 mm. Snowfall typically peaked in November with an average of 60.3 cm and average total annual snowfall was 261.3 cm. Average total annual precipitation was 697.2 mm.

5.4 Local Resources and Infrastructure

The Property is 35 kilometers east of the village of Nemaska (population 936), 220 kilometers north-northeast of the town of Matagami (population 1,396) and 240 kilometers northwest of Chibougamau (population 7,054). These towns can provide labour, supplies, and medical services for field work. Transport by plane to and from Nemiscau airport is available with regular Air Creebec flights and charters flights. Lodging and food are available in Nemaska, at the Relais Routier 381 (kilometer 381 Rest area) along the Billy Diamond Highway, and at the Nemiscau Camp, which is located 6 km from the claim boundary and can serve as a base for field operations.

Hydro-Quebec operates several facilities in the area including Poste Albanel and Poste Nemiscau electrical stations. Electrical (735 kV) transmission lines connecting both station run alongside the Route du Nord Road and cut across the Moyenne and Whabouchi trends.

6.0 HISTORY

Exploration for base metals, precious metals, and diamonds has been performed previously on parts of the Rupert Property (Tables 6-1 to 6-4).

6.1 Regional Government Surveys

Numerous geological, geochemical, and geophysical surveys have been conducted by government (Valiquette, 1964, 1965, 1975; Dubé, 1978; Beaumier et al., 1996; Moukhsil et al., 2001, D'Amours, 2011; Lamarche, 2018; Bandyarera et al., 2018, 2019; Pedreira Pérez et al., 2019, 2020). At the time of writing this report four additional reports from MERN are pending publication in April 2022.

6.2 Exploration Overview

None of the three claim blocks have been subject to extensive regional exploration programs. Previous exploration has focused on known showings, which are all located outside of the claims.

Between 2000 to 2010, De Beers explored for kimberlites using geophysical methods but did not disclose any relevant data from the work. They also completed ground geochemical surveys, reverse circulation (RC) drill holes and diamond drill holes within the Mirabelli Project; all drill holes are located outside of the Rupert Property.

6.3 Geophysics

A total of 34 geophysical surveys were conducted in areas within the Rupert Property claims between the years of 1974 to 2018 (Figure 6-1). These surveys are mostly airborne magnetics and/or electromagnetics surveys.

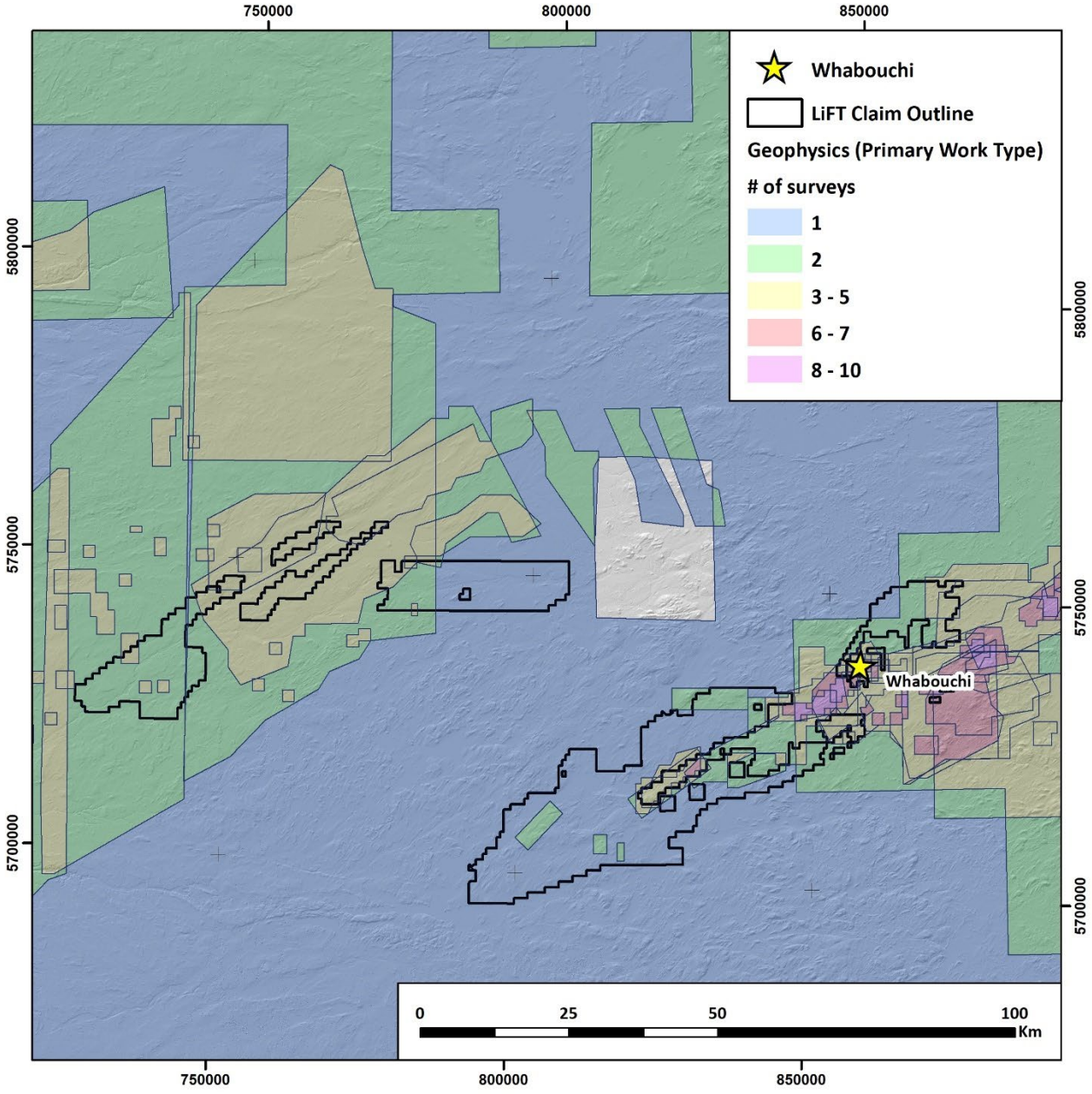


Figure 6-1: Map of historic geophysical surveys that overlap Rupert Property claims. Data from SIGEOM-EXAMINE database.

Table 6-1: Table of historic geophysics surveys which intersect with the Rupert Property claims.

Report ID	Title	Year	Work Type 1	Work Type 2	Work Type 3
GM 34022	HELICOPTER GEOPHYSICAL SURVEY, JAMES BAY NICKEL VENTURE	1974	Geophysics	-	-
GM 34023	REPORT ON GROUND GEOPHYSICAL & GEOLOGICAL FOLLOW-UP, JAMES BAY JOINT VENTURE	1974	Geophysics	General geology	-
GM 34073	REPORT ON AIRBORNE GEOPHYSICAL SURVEY, PONTAX PROJECT	1975	Geophysics	-	-
GM 34175	PROJET VERIFICATION D'ANOMALIES GEOCHIMIQUES, PERMIS SDBJ-3	1978	Geophysics	General geology	Miscellaneous
GM 38138	CAMPAGNE ETE 1978, SECTEUR EASTMAIN, PROJET UQUAT	1979	Geophysics	General geology	Geochemistry
GM 38445	RAPPORT FINAL, LEVE GEOPHYSIQUE AEROPORTE, REGIONS DE ELMER EASTMAIN, LAC DES MONTAGNES, LAC DU GLAS, PROJET S80-5117	1981	Geophysics	-	-
GM 38446	RELEVES GEOPHYSIQUES ELECTROMAGNETIQUES ET MAGNETOMETRIQUES AU SOL, SECTEUR DE LA BANDE SEDIMENTAIRE DE NEMISCAU	1981	Geophysics	General geology	-
GM 38447	CAMPAGNE D'EXPLORATION 1981, PROJET UQUAT 702-1381-31	1982	Geophysics	General geology	Geochemistry
GM 39991	RELEVES GEOPHYSIQUES, ELECTROMAGNETIQUES ET MAGNETOMETRIQUES AU SOL, SECTEUR DE LA BANDE SEDIMENTAIRE DE NEMISCAU, COMTE UNGAVA	1982	Geophysics	General geology	-
GM 44340	DIGHEM III SURVEY OF THE NEMISCAU AREA	1987	Geophysics	-	-
GM 44641	REPORT ON GEOPHYSICAL SURVEYS, LAC DES MONTAGNES PROPERTY	1987	Geophysics	-	-
GM 44642	REPORT ON A GRADIOMETER SURVEY OVER THE MOUNTAIN LAKE CLAIMS GROUP	1987	Geophysics	-	-
GM 45242	DIGHEM III SURVEY, NEMISCAU PROJECT	1987	Geophysics	-	-
GM 45765	REPORT ON A COMBINED VLF-EM AND TOTAL FIELD MAGNETOMETER SURVEY AVER THE MONTAIN LAKE CLAIM GROUP	1987	Geophysics	-	-
GM 45890	RAPPORT DE TRAVAUX D'EXPLORATION, PROJET NEMISCAU, PROPRIETE "LAC CAUMONT"	1987	Geophysics	General geology	-
GM 46065	REPORT ON VLF-EM SURVEY, OVER THE LAC DES MONTAGNES CLAIM GROUP	1987	Geophysics	-	-
GM 48499	A REPORT ON INDUCED POLARIZATION SURVEY, MOUNTAIN PROJECT	1988	Geophysics	-	-
GM 49771	TRAITEMENT ET ANALYSE DE DONNEES LANDSAT TM ET GEOPHYSIQUES, REGION DE LA BAIE JAMES	1990	Geophysics	Miscellaneous	-
GM 61567	Rapport sur la campagne d'exploration, projet Aucumo	2003	Geophysics	Miscellaneous	-
GM 62680	REPORT ON A HELICOPTER-BORNE AEROTEM II ELECTROMAGNETIC AND MAGNETIC SURVEY, NEMISCAU SURVEY AREA	2006	Geophysics	-	-
GM 62785	HELICOPTER MAGNETIC, SPECTROMETRY AND VLF SURVEY	2007	Geophysics	-	-
GM 62938	MIDAS MAGNETIC SURVEY, MIRABELLI PROJECT	2007	Geophysics	-	-

GM 63030	SPECTREM SURVEY OF LAC MIRABELLI	2005	Geophysics	-	-
GM 63031	HIGH SENSITIVITY AEROMAGNETIC SURVEY, PROCESSING AND LOGISTIC REPORT, LAC MIRABELLI 2 PROJECT, BLOCKS MIR2A, MIR2B AND MIR3A	2005	Geophysics	-	-
GM 63032	MAGNETIC GEOPHYSICAL SURVEY, MISKIMATAO RIVER SURVEY	2005	Geophysics	-	-
GM 63034	LEVE HELIPORTE DE MAGNETOMETRIE ET D'ELECTROMAGNETISME AEROTEM-II, RAPPORT D'INTERPRETATION, PROPRIETE PONTAX	2007	Geophysics	-	-
GM 64502	RAPPORT D'INTERPRETATION D'UN LEVE GEOPHYSIQUE HELIPORTE MAGNETIQUE ET ELECTROMAGNETIQUE, PROPRIETE LAC ARQUES	2008	Geophysics	-	-
GM 64503	REPORT ON A HELICOPTER-BORNE AEROTEM SYSTEM ELECTROMAGNETIC AND MAGNETIC SURVEY, BLOCK A	2008	Geophysics	-	-
GM 64761	DATA ACQUISITION REPORT, HELICOPTER-BORNE MAGNETIC AND GAMMA-RAY SPECTROMETRY GEOPHYSICAL SURVEY, LAC ARQUES PROJECT	2009	Geophysics	-	-
GM 65145	HELICOPTER-BORNE MAGNETIC GRADIOMETER SURVEY, WABOUCHI PROJECT	2010	Geophysics	-	-
GM 65177	DATA ACQUISITION REPORT, HELICOPTER-BORNE TDEM AND MAGNETIC SURVEY, LAC DES MONTAGNES PROJECT	2010	Geophysics	-	-
GM 66892	Heliborne magnetic and TDEM survey, technical report, Nemaska project	2011	Geophysics	-	-
GM 69169	TECHNICAL REPORT, HELIBORNE MAGNETIC AND SPECTROMETRIC SURVEY, MONTAGNE B PROJECT	2014	Geophysics	-	-

6.4 Geochemistry

A total of 14 geochemical surveys were conducted in areas within the Rupert Property claims between 1982 to 2017. In addition to surveys completed by mineral exploration companies, La Société de développement de la Baie James and MERN completed large-scale regional geochemical surveys in the James Bay region in the 1970s which cover the Rupert Property (Figure 6-2).

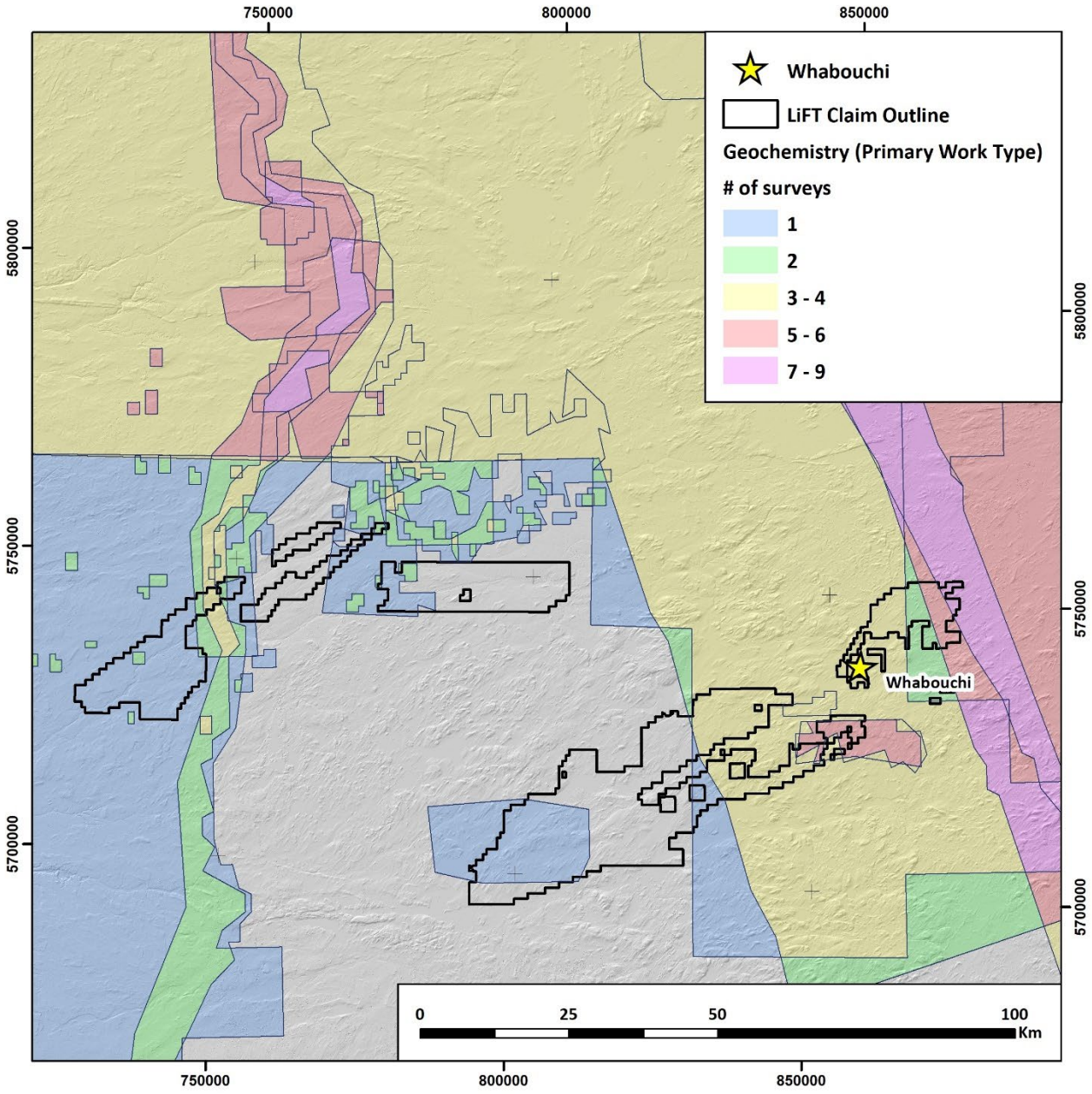


Figure 6-2: Map of historic geochemical surveys that overlap Rupert Property claims. Data from SIGEOM-EXAMINE database.

Table 6-2: Table of historic geochemistry surveys which intersect with the Rupert Property claims.

Report ID	Title	Year	Work Type 1	Work Type 2	Work Type 3
GM 01636	WATER QUALITY IN THE EASTERN HUDSON BAY AND EASTERN JAMES BAY DRAINAGE BASINS IN NORTHERN QUEBEC	1961	Geochemistry	-	-
GM 34003	RAPPORT SOMMAIRE, ETUDE GEOCHIMIQUE D'ECHANTILLONS DE DEPOTS D'ORIGINE GLACIAIRE PROVENANT DE L'AXE MATAGAMI-FORT GEORGE	1974	Geochemistry	-	-
GM 34035	PROJET DE GEOCHIMIE DE LAC, LAC VILLAGE, 350-3610-008	1975	Geochemistry	-	-
GM 34036	GEOCHIMIE DE LACS, ETE 1975	1975	Geochemistry	-	-
GM 34037	JAMES BAY LAKE GEOCHEMISTRY, 1975 DATA, NUMERICAL TREATMENT AND REPORT	1976	Geochemistry	-	-
GM 34038	REPORT ON LAKE SEDIMENT GEOCHEMICAL SURVEY, AREAS A AND B, JAMES BAY TERRITORY	1976	Geochemistry	-	-
GM 34039	PROJET GEOCHIMIE DE LAC	1986	Geochemistry	-	-
GM 34044	LAKE SEDIMENT GEOCHEMISTRY	1974	Geochemistry	-	-
GM 34046	GEOCHEMICAL REPORT ON A LAKE SEDIMENT SURVEY, BEREZIUK LAKE, EASTMAIN RIVER AND RUPERT RIVER AREAS	1975	Geochemistry	-	-
GM 34047	126 PLANS D'UN LEVE GEOCHIMIQUE (SEDIMENTS DE LAC), REGION DU LAC BEREZIUK, RIVIERE EASTMAIN ET RIVIERE RUPERT	1976	Geochemistry	-	-
GM 34167	GEOCHIMIE DES MINERAUX LOURDS DES TILLS GLACIAIRES, PARTIE OUEST ET SUD-OUEST DU TERRITOIRE	1977	Geochemistry	-	-
GM 38133	SECTEURS MATAGAMI, EASTMAIN, LA GRANDE, PROJET MINERAUX LOURDS 103-1378-11, 101-1378-31 ET 104-1378-41	1979	Geochemistry	-	-
GM 46904	SUMMARY REPORT, GEOCHEMICAL SOIL SAMPLING SURVEY, MONTAIN LAKE PROJECT	1988	Geochemistry	-	-
GM 62837	2EME CAMPAGNE D'ECHANTILLONNAGE REGIONALE DU TILL, PROJET PONTAX	2007	Geochemistry	Misc.	Surficial Geology
GM 62937	GLACIAL SEDIMENT SAMPLING CAMPAIGN, FALL OF 2006, MIRABELLI PROPERTY	2007	Geochemistry	Surficial Geology	Misc.
GM 62966	CAMPAGNE D'ECHANTILLONNAGE REGIONAL DU TILL, PROJET PONTAX	2007	Geochemistry	-	-
GM 63288	CAMPAGNE REGIONALE D'ECHANTILLONNAGE DE TILL 2006, PROPRIETE LAC DES CANARDS	2007	Geochemistry	Misc.	Surficial Geology
GM 63289	CAMPAGNE D'ECHANTILLONNAGE DE SEDIMENTS LACUSTRES DANS LE SECTEUR DE NEMISCAU, BAIE JAMES, PROJET LAC DES CANARDS	2007	Geochemistry	-	-
GM 63475	CAMPAGNE D'ECHANTILLONNAGE DE SEDIMENTS LACUSTRES DANS LA REGION DES BASSES TERRES DE LA BAIE DE JAMES, PROPRIETE PONTAX	2008	Geochemistry	-	-

6.5 General Geology

A total of 31 geological surveys were conducted in areas within the Rupert Property claims between 1975 to 2018. Most of the Rupert Property area has only been subjected to one or two regional mapping programs (Figure 6-3).

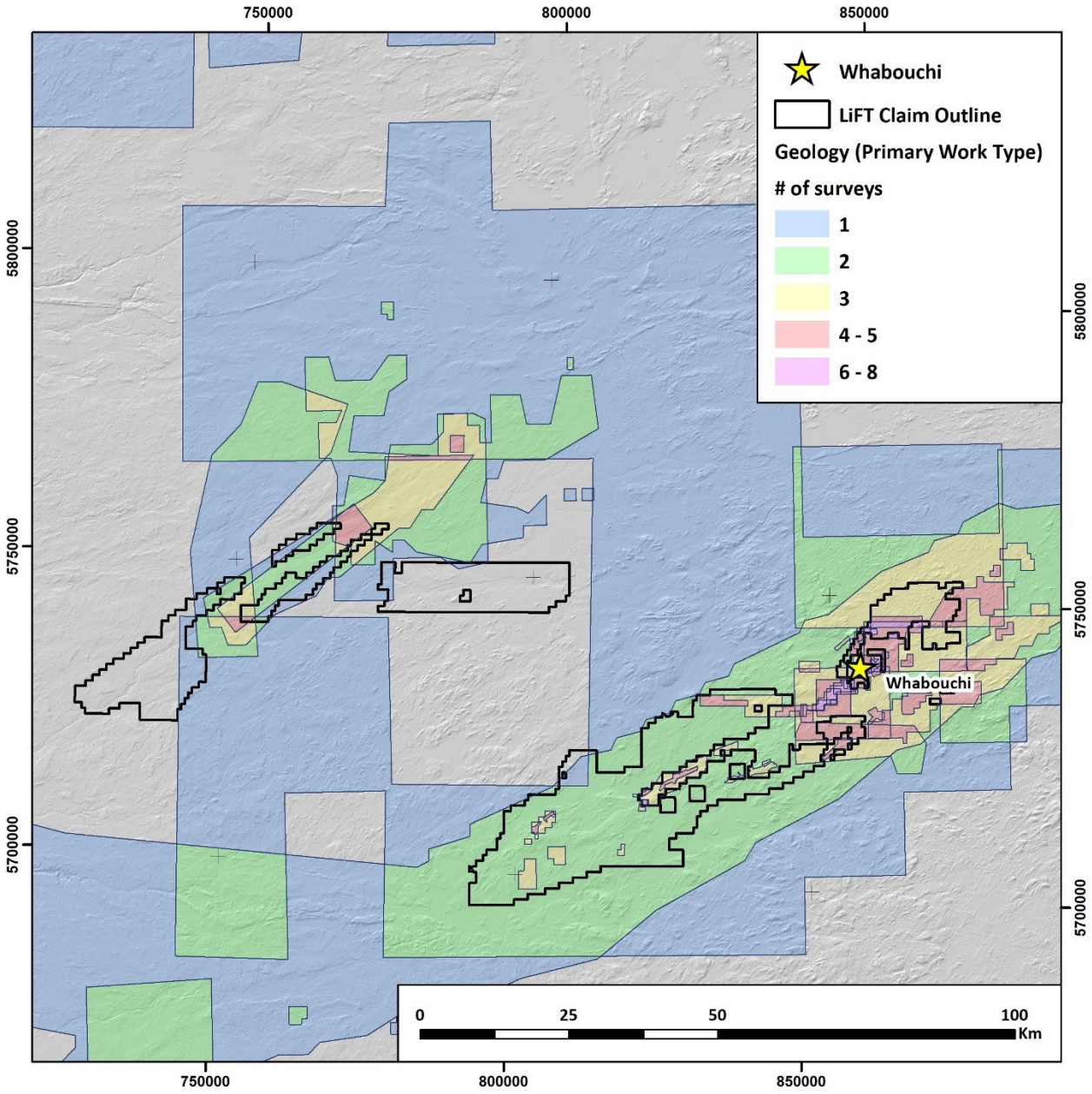


Figure 6-3: Map of historic geology survey outline which intersect with the Rupert Property claims. Data from SIGEOM-EXAMINE database.

Table 6-3: Table of historic geology surveys which intersect with the Rupert Property claims.

Report ID	Title	Year	Work Type 1	Work Type 2	Work Type 3
GM 34004	RAPPORT FINAL, ETUDE GEOCHIMIQUE D'ECHANTILLONS DE DEPOTS D'ORIGINE GLACIAIRE PROVENANT DE L'AXE MATAGAMI-FORT GEORGE	1975	General geology	Geochemistry	-
GM 34021	SUMMARY REPORT, GEOLOGICAL RECONNAISSANCE JULY-AUGUST 1973, JAMES BAY NICKEL VENTURE	1973	General geology	Geochemistry	-
GM 34075	REPORT OF A GEOLOGICAL RECONNAISSANCE, PONTAX PROJECT	1975	General geology	Miscellaneous	-
GM 37998	PROJET LIEN	1980	General geology	Geochemistry	-
GM 38184	RECHERCHE DE NICKEL ET D'AMIANTE SUR LE TERRITOIRE DE LA BAIE JAMES, RAPPORT PROJET NIAMI	1979	General geology	-	-
GM 59815	ROCK SAMPLING AND ASSAYING ASSESSMENT REPORT, SPODUMENE LAKE PROJECT	2002	General geology	Miscellaneous	-
GM 60504	RAPPORT SUR LA CAMPAGNE D'EXPLORATION, PROJET EM-BAIE (1320)	2002	General geology	Geophysics	Geochemistry
GM 63046	CAMPAGNE D'EXPLORATION ET DE CARTOGRAPHIE DANS LE SECTEUR DE LA RIVIERE PONTAX, PROJET PONTAX	2007	General geology	Miscellaneous	-
GM 63290	RAPPORT DES TRAVAUX D'EXPLORATION, PROJET LAC DES CANARDS (#265)	2007	General geology	Quaternary geology	Geochemistry
GM 63467	CAMPAGNE D'EXPLORATION ET DE CARTOGRAPHIE REGIONALE 2007 DANS LE SECTEUR DE LA RIVIERE PONTAX, PROJET PONTAX REGIONAL 2007	2008	General geology	Geophysics	Miscellaneous
GM 63939	EXAMEN DE PROPRIETE ET ECHANTILLONNAGE, VISITE DE TERRAIN, PROPRIETE DU LAC LEVAC	2008	General geology	-	-
GM 64573	EXAMEN DE PROPRIETE ET ECHANTILLONNAGE, VISITE DE TERRAIN DU 16 AOUT 2009, PROPRIETE DU LAC DES MONTAGNES	2009	General geology	-	-
GM 65439	CARTOGRAPHIE ET PROSPECTION 2010, TRANCHEES ET RAINURAGES 2010, PROPRIETE LAC DES MONTAGNES	2011	General geology	Miscellaneous	-
GM 66304	RAPPORT TECHNIQUE, TRAVAUX ETE 2011, PROPRIETE ABIGAIL	2011	General geology	-	-
GM 66305	NI 43-101 TECHNICAL REPORT PERTAINING TO THE ABIGAIL PROPERTY	2011	General geology	-	-
GM 66464	TRAVAUX DE PROSPECTION 2010, PROPRIETE DUVAL (BLOC STATION NEMISCAU ET SECTEUR POINT DE VUE), PROPRIETE VALIQUETTE (SECTEUR KACHICA)	2012	General geology	-	-
GM 66517	TRAVAUX DE PROSPECTION 2010-2011, PROPRIETE CAUMONT	2012	General geology	Miscellaneous	-
GM 66755	VISITE GEOLOGIQUE DU 31 MAI 2012, PROPRIETE CAUMONT	2012	General geology	-	-
GM 67373	TRAVAUX ETE 2012, PROPRIETE CAUMONT	2012	General geology	-	-
GM 67522	Campagne d'exploration été 2012, propriété Valiquette	2013	General geology	-	-

GM 67629	CAMPAGNE D'EXPLORATION ETE 2012, PROPRIETE DUMULON	2013	General geology	-	-
GM 69773	PROSPECTING, GEOLOGICAL MAPPING AND SAMPLING, NMX PROPERTY	2016	General geology	Miscellaneous	-
GM 70235	EXPLORATION WORKS, SUMMER 2016, WHABOUCHI SOUTH PROPERTY	2017	General geology	-	-
GM 70308	SIMPLIFIED EXPLORATION WORK REPORT, SPODUMENE LAKE PROJECT	2017	General geology	Miscellaneous	-
GM 70309	SIMPLIFIED EXPLORATION WORK REPORT, DUMONT PROJECT	2017	General geology	-	-
GM 70333	WORK REPORT FOR DUVAL PROPERTY	2017	General geology	Geochemistry	-
GM 70442	WORK DECLARATION ON GEOCHEMICAL CAMPAIGNS, LITHIUM LAKES PROPERTY	2017	General geology	Geochemistry	-
GM 70469	Work declaration on geochemical campaigns, Toro property	2017	General geology	Geochemistry	-
GM 70739	2016, 2017, and 2018 Q1 exploration of the Terre des montagnes (southeast) property	2018	General geology	Geophysics	-
GM 70740	2016, 2017, and 2018 Q1 exploration of the Terre des montagnes (main) property	2018	General geology	Geophysics	-
GM 70743	2016, 2017, and 2018 exploration of the Pontax property	2018	General geology	Geophysics	-

6.6 Historical drilling

Three drill holes have been completed on the claims. They are located within the Whabouchi Trend and were drilled by Canadian Nickel Co. Ltd. in 1963. Two of them were drilled in the southwest part of the claim block and the third was drilled in the central part of the claim block. No significant mineralisation was intersected.

Table 6-4: Table of historic drilling surveys which intersect with the Rupert Property claims.

Report ID	Title	Year	Work Type 1	Work Type 2	Work Type 3
GM 16448-D	SAMPLING RECORD, NEMISCAU PROPERTY	1963	Drillings	-	-
GM 16448-E	SAMPLING RECORD, NEMISCAU PROPERTY	1963	Drillings	-	-
GM 47429	DIAMOND DRILL RECORD, LAC DES MONTAGNES PROPERTY	1988	Drillings	-	-
GM 54627	REPORT ON 1995 DIAMOND DRILLING, LAC HUDSON PROJECT	1996	Drillings	-	-
GM 61565	RAPPORT SUR LA CAMPAGNE D'EXPLORATION, PROJET EM-BAIE (1320)	2003	Drillings	Geophysics	General geology
GM 63029	A REPORT ON THE SEDIMENT SAMPLING, GEOPHYSICS AND DRILL PROGRAMS ON THE MIRABELLI PROPERTY, RUPERT RIVER AREA	2007	Drillings	Geochemistry	Geophysics

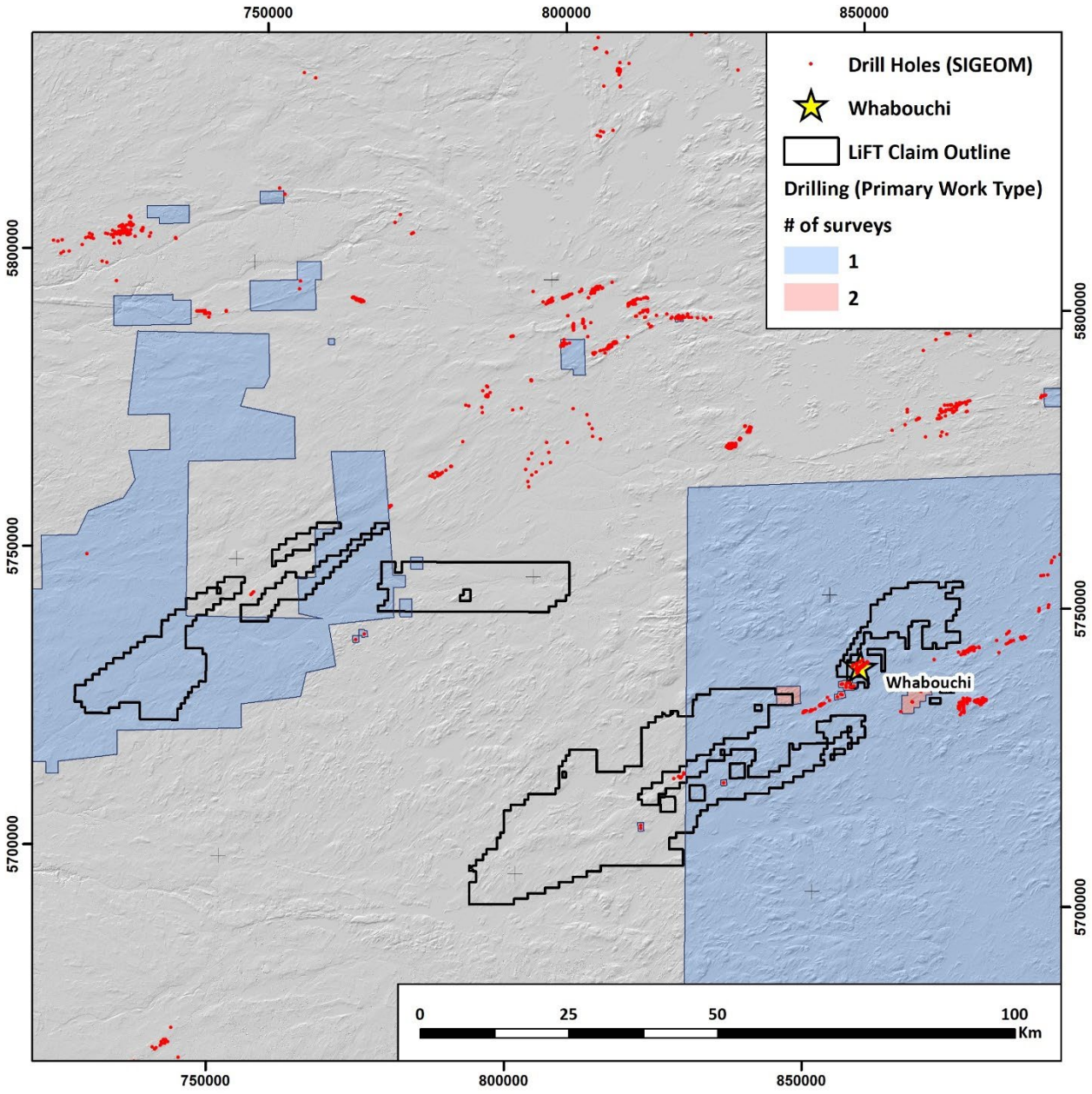


Figure 6-4: Map of historic drilling survey outlines that overlap Rupert Property claims. Data from SIGEOM-EXAMINE database. Drill hole locations (red dots) are for the province of Quebec and are not constrained to the Rupert Property claims.

7.0 GEOLOGICAL SETTING AND MINERALIZATION

7.1 Regional Geology

The claim blocks that make up the Rupert Project straddle several greenstone belts in the La Grande sub-province of the Archean Superior Province, close to the margins of the Opatica and Nemiscau sub-provinces (Figure 7-1). The La Grande and Opatica sub-provinces are composed of an ensemble of Mesoarchean to Neoarchean volcano-plutonic and gneissic rocks, whereas the Nemiscau sub-province is composed primarily of metasedimentary rock (Benn et al., 1992; Sawyer and Benn, 1993; Davis et al., 1995; Benn and Middle, 2008; Percival et al., 2012). It should be noted that sub-province boundaries in the James Bay region of Quebec are not well defined, with different authors attributing the geology of the Rupert Property to different geologic domains (see Percival et al, 2012, and Bandyayera & Caron- Côté, 2019); regardless, the geology of the Rupert Property is either attributed to greenstone belts of the La Grande or Nemiscau sub-provinces.

7.2 Property Geology

The Whabouchi Trend (Figure 7-2) is located in the northeast-trending Lac des Montagnes greenstone belt, which itself is located between a granitoid-gneiss domain of the La Grande sub-province to the northwest (the Champion Complex) and granitic-gneissic Theodat Complex of the Opatica sub-province to the southeast (Bandyayera & Caron- Côté, 2019). The belt is dominated by clastic sedimentary rocks with mafic volcanic rock on the margins. Metamorphic grade ranges from greenschist to amphibolite. Granitic pegmatite dykes are common.

The Moyenne Trend covers an east-west trending magnetic and topographic lineament, interpreted to be a shear zone. Migmatitic clastic sedimentary rocks are juxtaposed against granitoid-gneisses of the Champion Complex across this feature. The latter form part of the La Grande sub-province to the west of the Whabouchi Trend.

The Pontax Trend is located along the Pontax River within the Anatacau-Pivert greenstone belt, a thin band of supracrustal rocks that occurs between the La Grande granitoid-gneiss terrane to the east and the Nemiscau sub-province to the west (Moukhsil et al., 2003). These supracrustal rocks may be attributed to the base of the Nemiscau sub-province or possibly to the La Grande sub-province (see stratigraphic section from Bandyayera & Caron- Côté, 2019 in Figure 7-3).

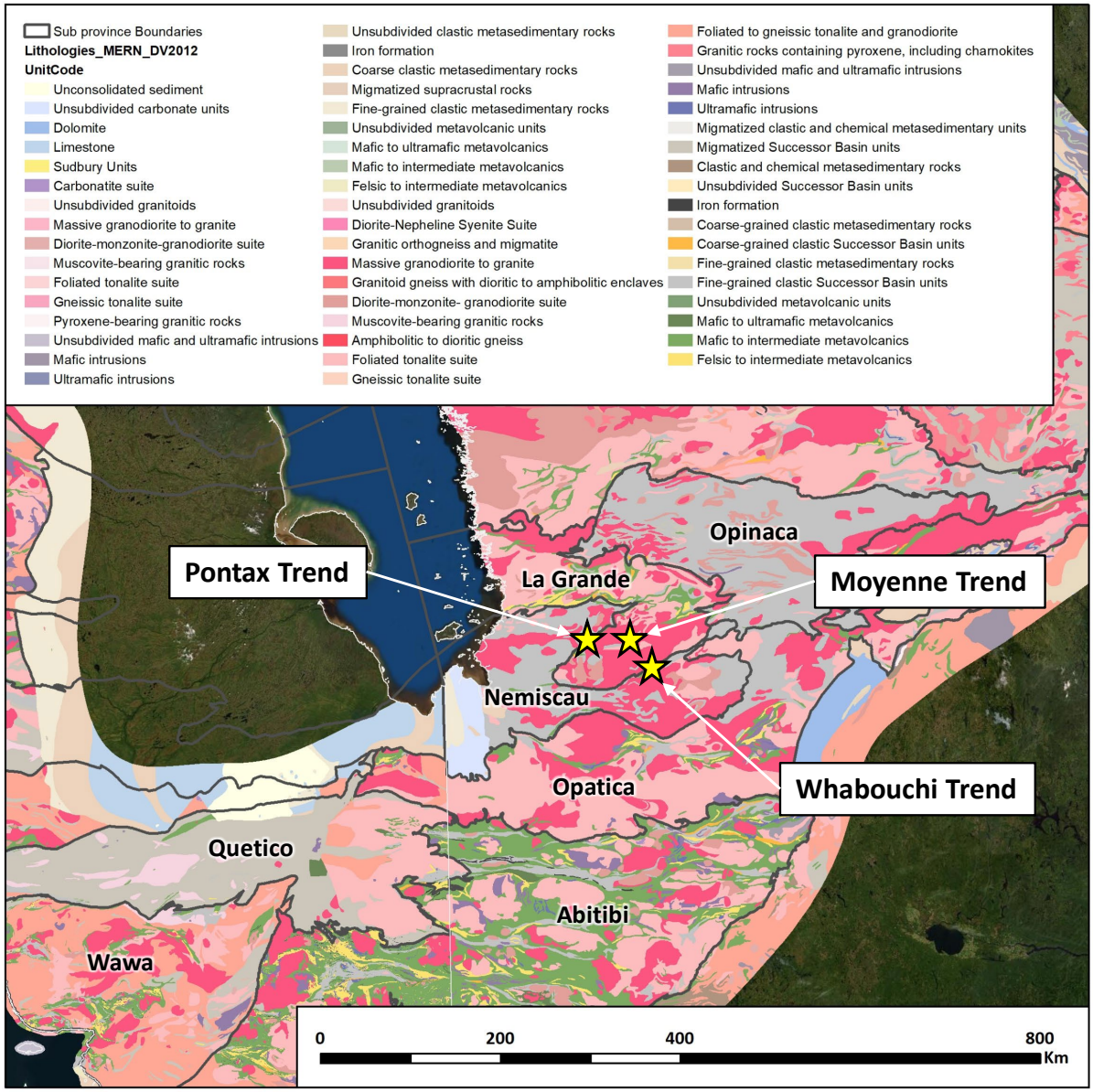


Figure 7-1: Geology of the Superior Province and its sub-provinces and the locations of the three claim blocks of the Rupert Property. The Whabouchi and Pontax Trends are located on the margins of the La Grande sub-province whereas the Moyenne Trend is located within the Champion Block.

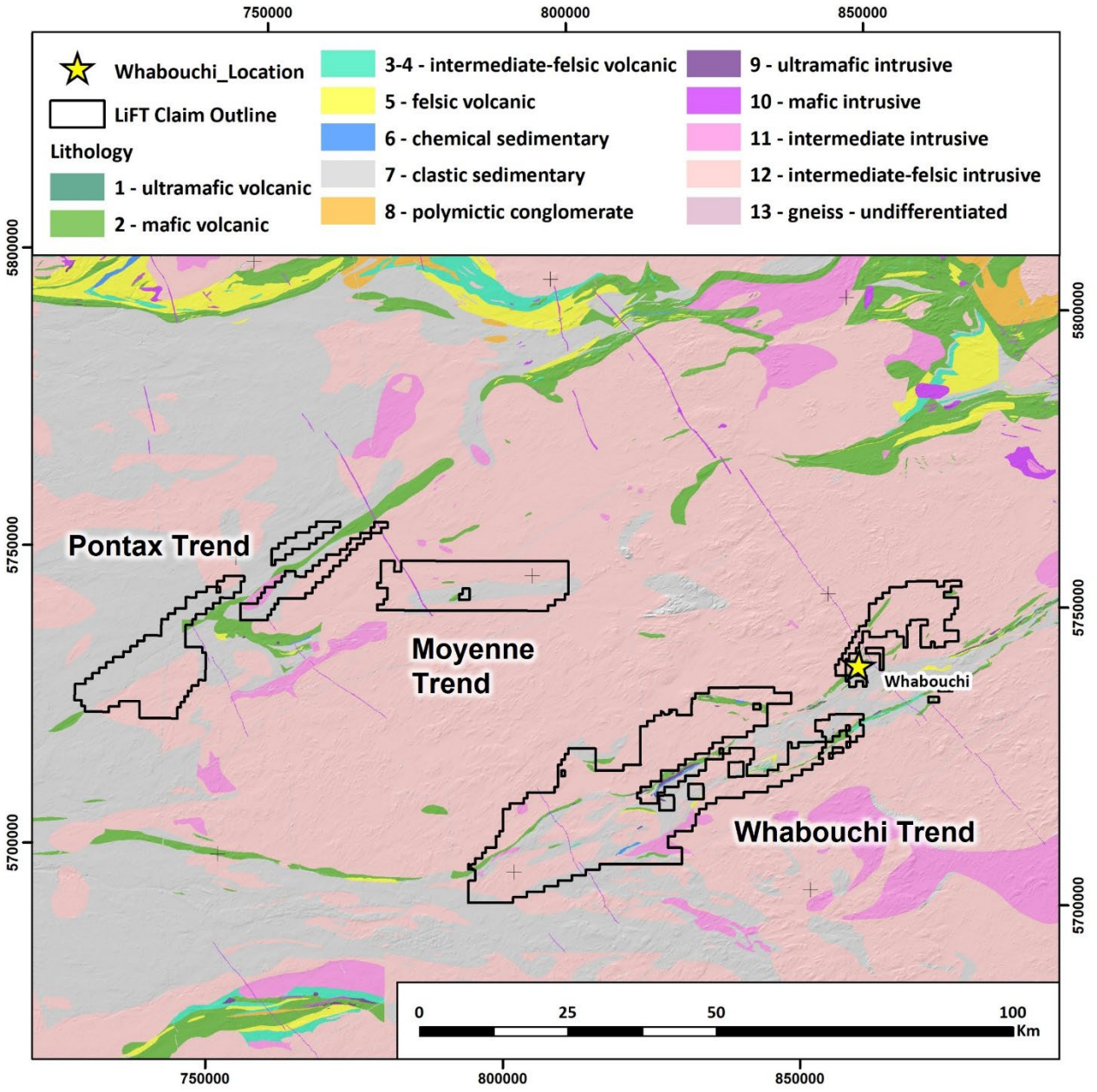


Figure 7-2: Geology of the Rupert Property. The Whabouchi Trend is located along strike of the Whabouchi lithium deposit in the Lac des Montagnes greenstone belt. The Moyenne Trend is located along an east-west trending shear zone that juxtaposes a sliver of migmatized sedimentary rocks against granitoid-gneisses. The Pontax Trend is located in the Anatacau-Pivert greenstone belt—a thin band of volcanic rocks on the edge of a largely sedimentary rock domain (Nemiscau sub-province).

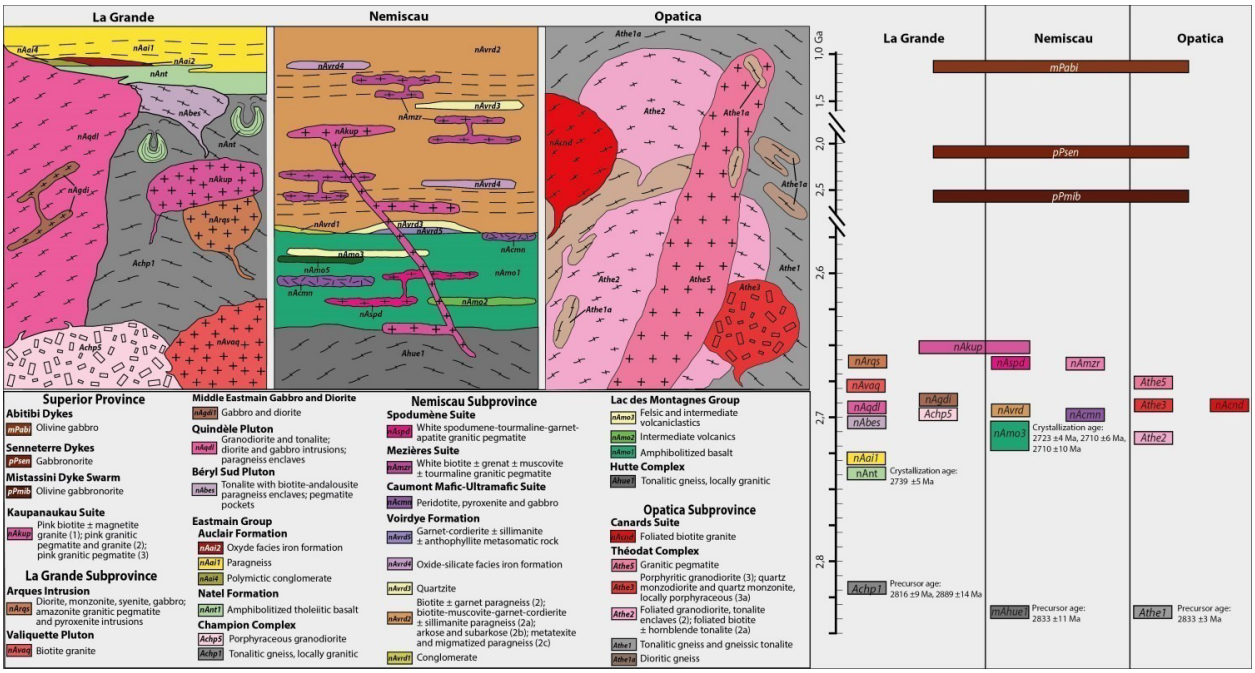


Figure 7-3: Stratigraphic section for the La Grande, Nemiscau, and Opatica geologic sub-provinces. Geology of the Rupert Property is attributed to either the La Grande or Nemiscau sub-provinces (from Bandyayera & Caron- Côté, 2019)

7.3 Mineralization

There are no known mineral occurrences on the Rupert Property. The regional geological context suggests there is favorable potential for lithium-tantalum, gold, silver, and base metal mineralization.

7.4 Glacial Geology

The surficial sediment cover in the project area consists of till overlain locally by Lake Ojibway and Tyrrell Sea mud (Hardy, 1976; Lamarche et al., 2018). Thick organic wetland deposits cap the succession locally. The till has a silty sand matrix, contains abundant locally sourced igneous and metamorphic clasts, and is ornamented by various types of streamlined landforms that trend SW-NE, including drumlins, crag-and-tails, and tongue-shaped landforms. Classic eskers are rare. Ice-contact and ice-distal glaciofluvial gravel and sand occurs locally. The dominant striations, like the streamlined landforms, trend southwestward (235°); rare older northwestward-trending (290°) striations are preserved in sheltered locations on the bedrock surface (Prest et al. 1976, Veillette 1995, Parent et al. 1995, Paradis and Boisvert 1995). The Sakami Moraine crosses the northeast corner of the project area (Figure 7-4).

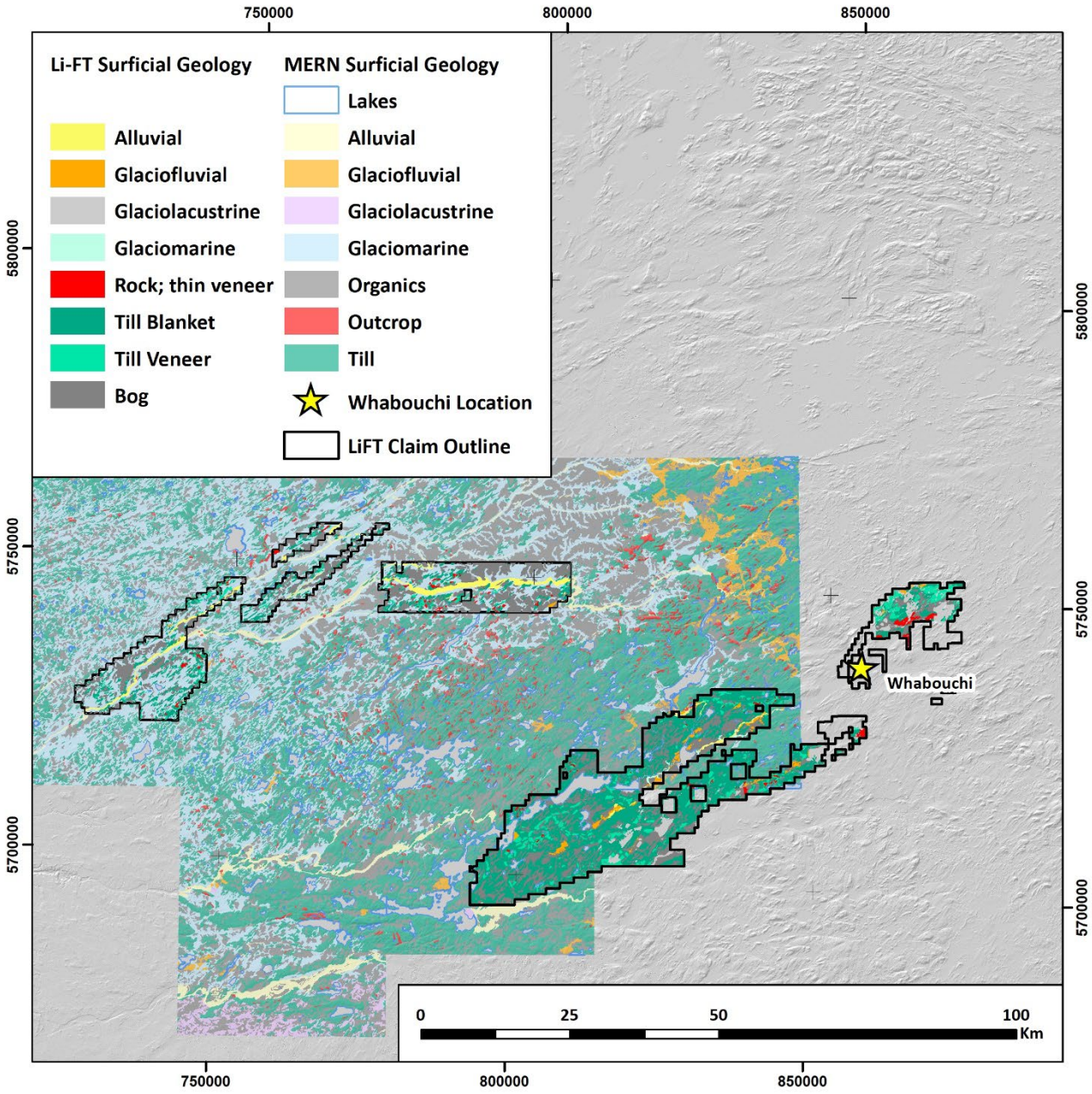


Figure 7-4: Surficial geology of the Rupert Property. The eastern portions of the property are dominated by till deposited by the last southwest-flowing ice sheet. The western portions of the property are dominated by glaciomarine sediments of the Tyrell Sea and by organic deposits in lowlands and by streamlined till in highlands.

8.0 DEPOSIT TYPES

A variety of mineral exploration target types exist on the Rupert Property, including Li-bearing rare-element pegmatites, VMS deposits, diamondiferous kimberlite, magmatic Ni-Cu sulphide deposits, and chromite deposits. The issuer is focusing its initial exploration on Li-bearing rare element pegmatites.

8.1 Lithium-bearing rare element pegmatites

Lithium-bearing rare-element pegmatites (Czerny, 1991a,b; Sinclair, 1995; Selway et al., 2005; Pelletier, 2017) are the main exploration target on the Property. These deposits are usually found in medium to high grade metamorphic domains, often in groups proximal to aluminous to subalkaline granitic intrusions that are thought to have functioned as their fertile parental sources (Figure 8-1). The aureole of pegmatite bodies around such intrusions is commonly compositionally zoned: beryllium-rich pegmatites are common proximal to the intrusion, with Nb-Ta rich pegmatite next, and Li-Cs rich pegmatite in the most distal, highly fractionated regions (Figure 8-1). A common hypothesis is that, as the parental melt cooled and started to precipitate the granite's crystals, it changed in chemistry, becoming progressively enriched with lithophile elements that were not easily incorporated into the crystals. This melt then migrated into the host rock, generating groups of pegmatite bodies enriched in these incompatible (i.e., rare) elements, with the degree of fractionation increasing outward in the aureole.

Individual bodies within pegmatite groups are generally small, varying in size from a few meters to a few hundred meters in diameter. Internally, they are commonly heterogeneous with respect to mineralogy and texture, and they can exhibit a concentric zonation that conforms roughly to the shape of the pegmatite. They are typically localized along deeply penetrating fault systems, which in many areas coincide with major metamorphic and tectonic boundaries (Sinclair, 1995). For example, Maguran et al (2019) suggest that rare element pegmatites are commonly emplaced in concordant stacked sills in compressed, near-vertical, syntectonic mobile zones where the host lithology is most commonly mafic volcanic rock. Many of these criteria are met on the Rupert Property.

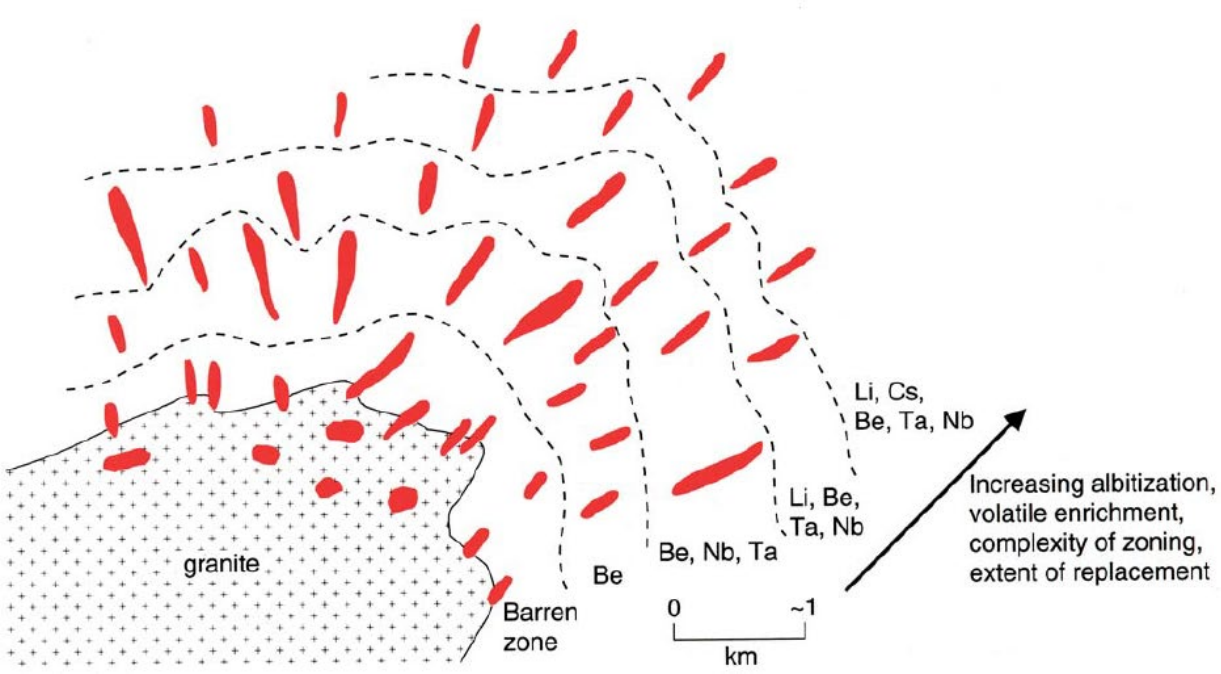


Figure 8-1: Deposit type. Zonation in fertile pegmatite field associated with a granitic pluton (from Sinclair 1995).

Rare elements pegmatites are commonly zoned from the margin inward (Figure 8-2). These zones consist of a border zone, a wall zone, an intermediate zone and a core zone. The border generally has a fine-grained, aplitic texture (Laferrière, 2011). The intermediate zone is coarser with quartz-feldspaths-muscovite assemblages and composes the main body of the pegmatite. The core is often simple in composition, mainly quartz and feldspar assemblages (London, 2014). Economic minerals can include spodumene (Li), petalite (Li), pollucite (Cs, Rb), beryl (Be), lepidolite (Li, Rb), colombo-tantalite (Nb, Ta) and/or cassiterite (Sn) (Sinclair, 1995).

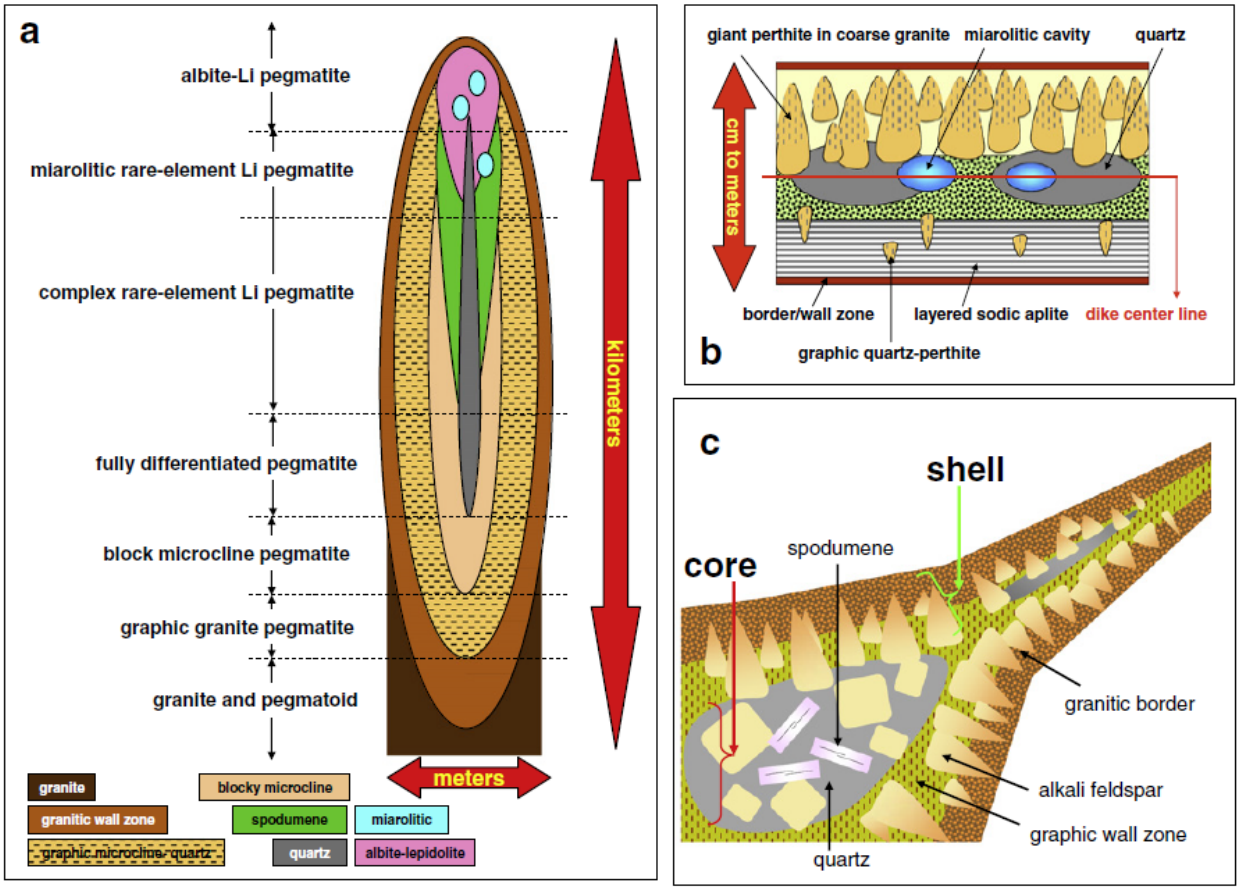


Figure 8-2: Internal zonation of lithium pegmatites (London, 2014)

9.0 EXPLORATION

An extensive till sampling program was performed on the Whabouchi Trend during the summer of 2021. In June 2021, prior to the sampling, a property-wide LIDAR survey was flown to help map the surficial sediment cover and glacial landforms and to plan sample point locations. Sampling lines were oriented perpendicular to the trend of streamlined landforms (drumlins, etc.) and the dominant striations, interpreted to reflect the probable direction of glacial transport. A line spacing of 1500 meters was used, and sample points were spaced 150 m apart along lines. Sample points were planned in areas interpreted as till based on the new LIDAR data and the previous mapping (i.e., Lamarche et al., 2018). Sampling lines were plotted to circumvent lakes, bogs, and swamps.

Sampling was contracted to SL Exploration of Acton Vale, Québec who used the Fulcrum system on Android mobile phones to record sample locations and descriptions in the field. The campaign ran from July 26-30, 2021, and from August 13-30, 2021. A total of 4,259 samples were collected (Figure 9-1). An additional 510 sites visited were judged impossible to sample due to the lack of till at the sample location. The survey includes 362 till samples that were collected on the Glen Griesbach and Junita Tedy Asihto claims.

Approximately 1 kilogram of bulk sediment was collected at each sample point. The sediment was placed into pre-numbered cotton sample bags then sealed. GPS coordinates and a brief description were also recorded on mobile phones. The soil samples were mostly collected in the C-horizon at depth of 0.15 m to 1.25 m depth with the use of Dutch auger. A B-horizon sample was collected when the C-horizon could not be reached. The samples were placed into bags with a sample tag inserted into the bag and the corresponding number written in black permanent marker on the outside of the bag. All samples collected during the exploration program were stored in an enclosed garage at camp, inventoried, and then put into bigger rice bags for shipping on pallets. Sample preparation and analysis procedures are described in Section 11 below.

Results from the till sampling program (Figures 9-2 to 9-6) yielded 16 areas for follow-up (Figure 9-7). Areas were deemed worthy for follow-up if they contained strong geochemical anomalism in lithium, or pathfinder elements typically associated with lithium pegmatite deposits. Another factor for ranking anomalies was how spatially consistent geochemical anomalism is; areas with anomalism across three contiguous lines and multiple anomalous samples along each line are considered the highest ranked targets.

Statistical thresholds were calculated for each element of interest and plotted spatially (see Table 9-1 for statistics for geochemical values).

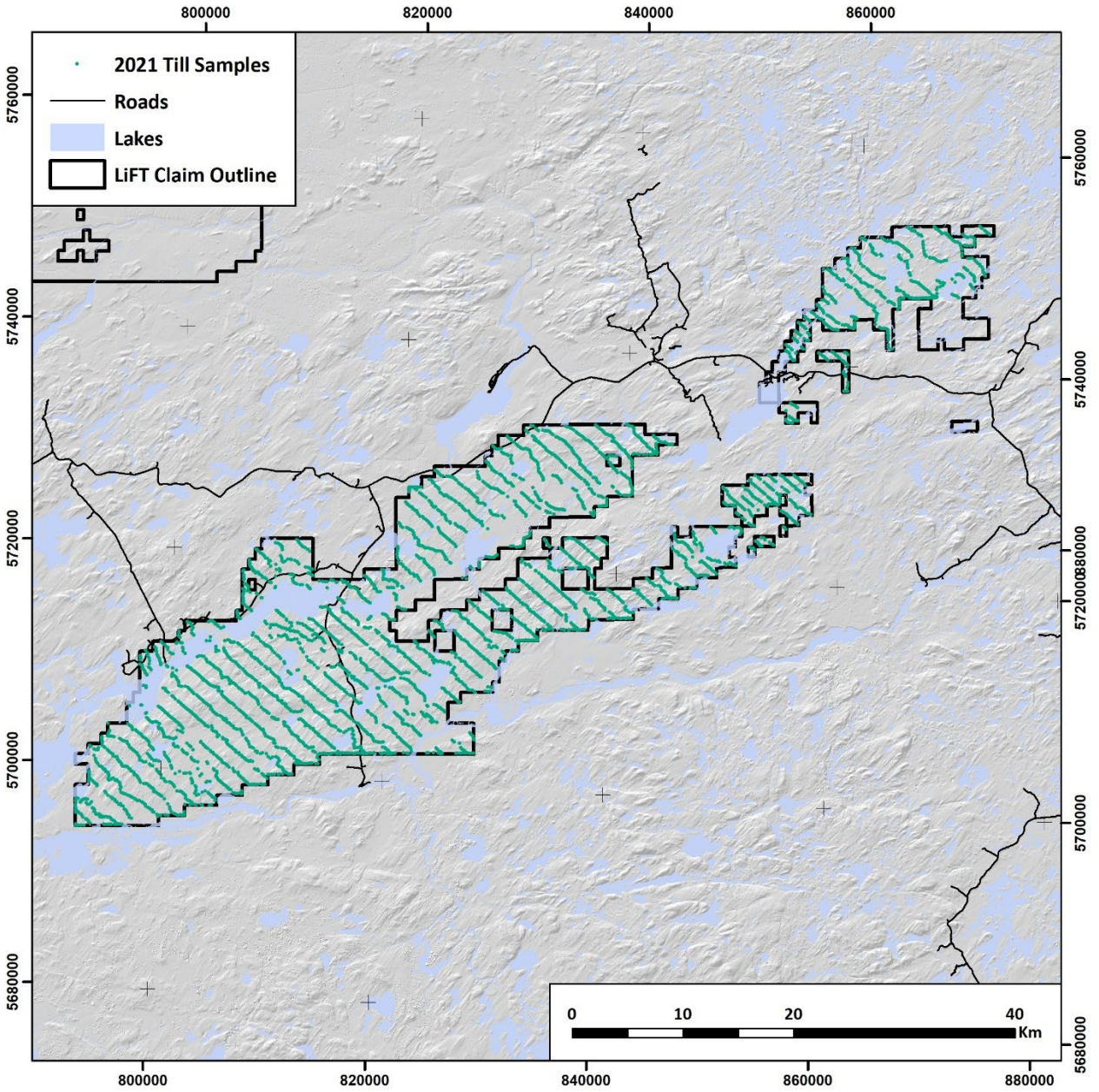


Figure 9-1: 2021 till sampling survey points. Samples were planned on roughly 1,500 m-spaced lined with samples being collected 150 m apart along the lines. A total of 4,259 samples were collected and sent for assay. An additional 510 sites were visited and deemed impossible to sample based on the surficial materials present.

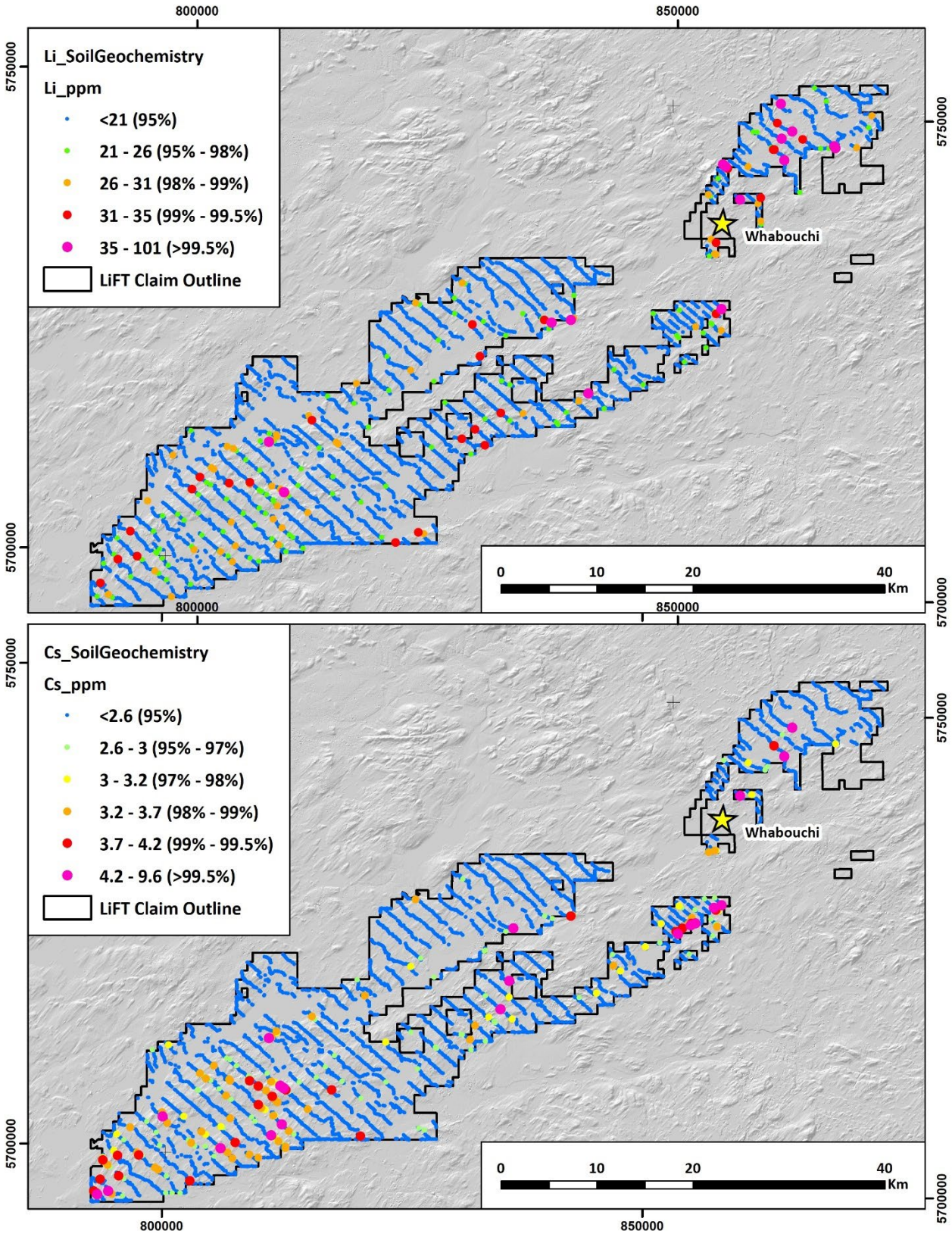


Figure 9-2: Lithium (Li) and Cesium (Cs) till sampling results.

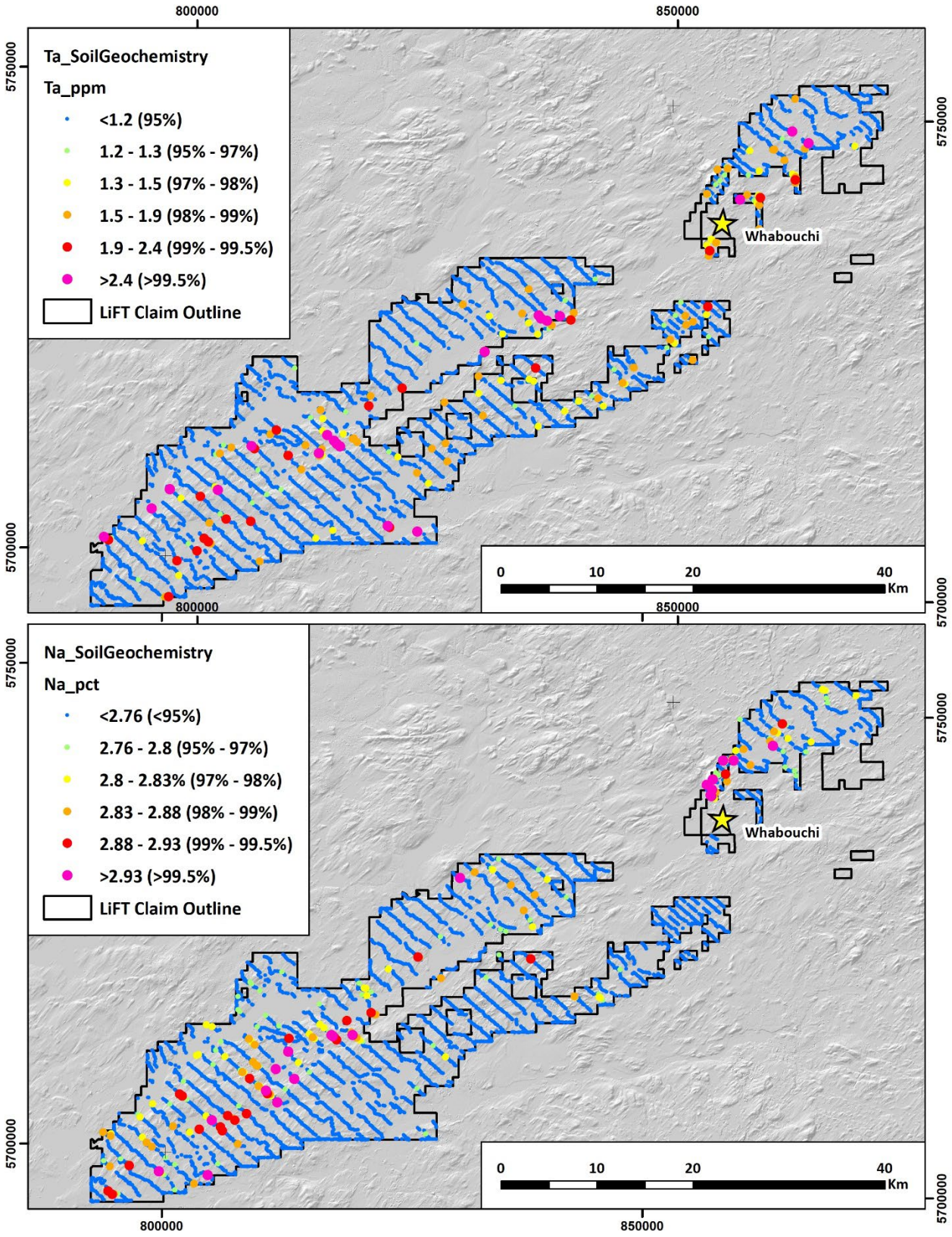


Figure 9-3: Tantalum (Ta) and Sodium (Na) till sampling results

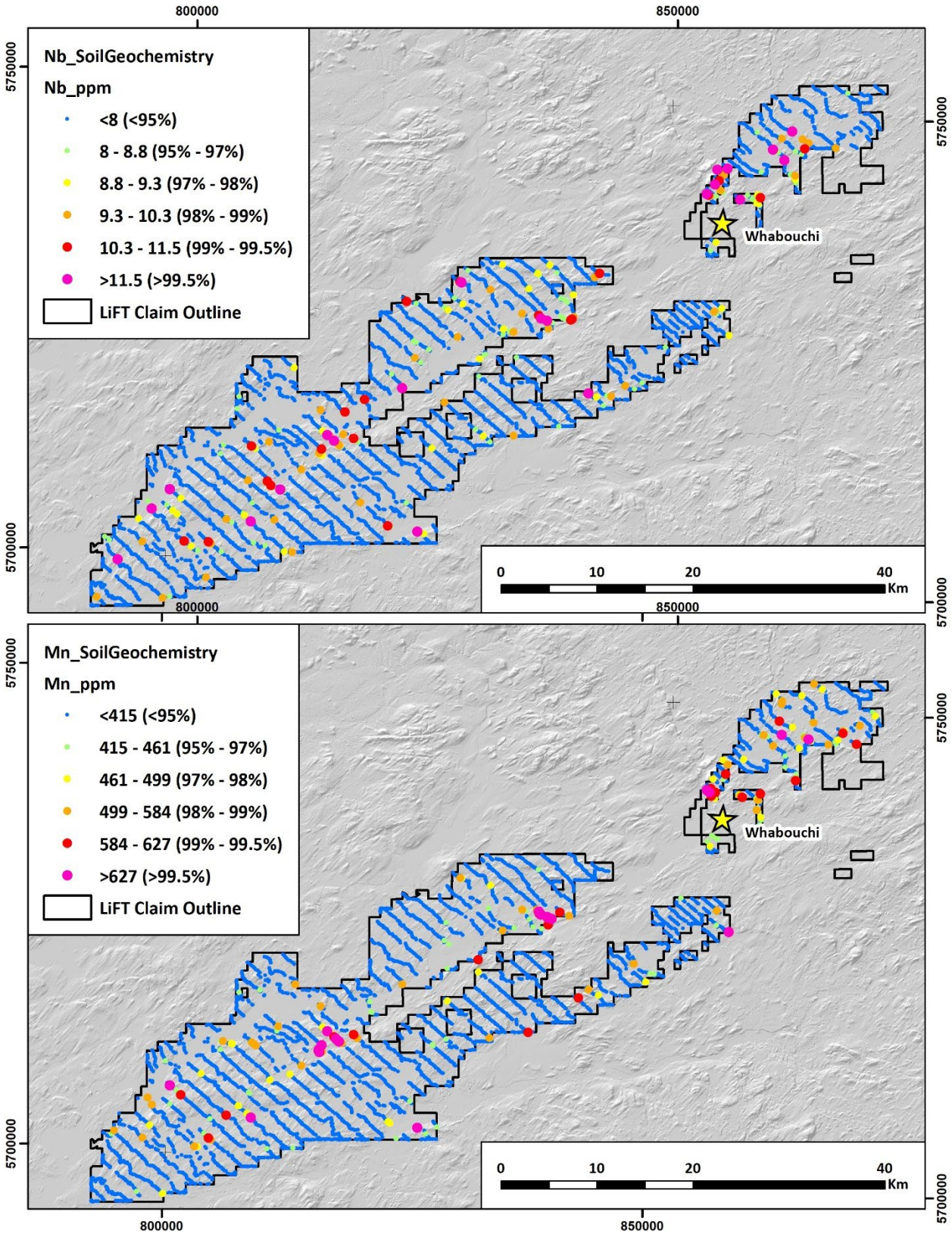


Figure 9-4: Niobium (Nb) and Manganese (Mn) till sampling results

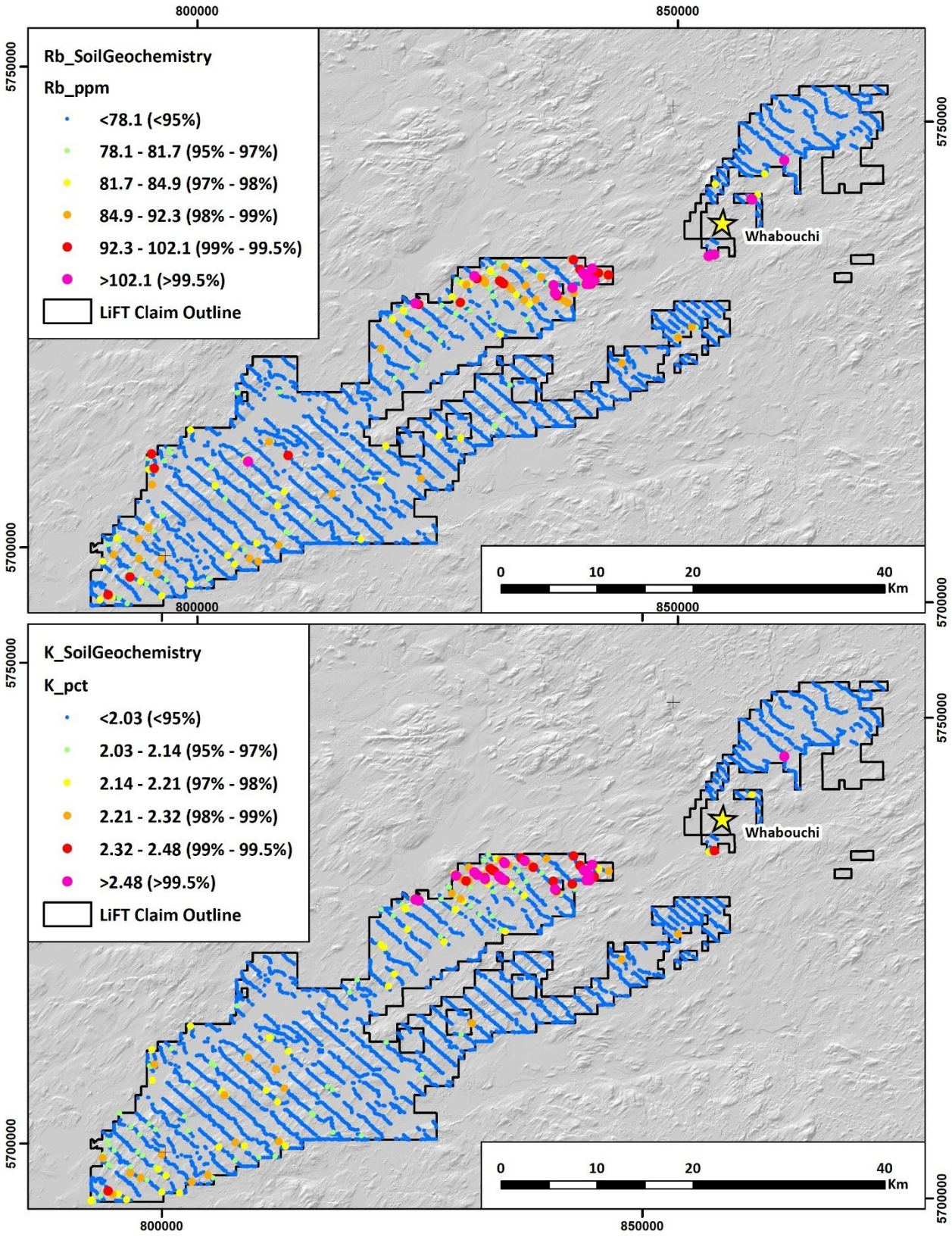


Figure 9-5: Rubidium (Rb) and Potassium (k) till sampling results

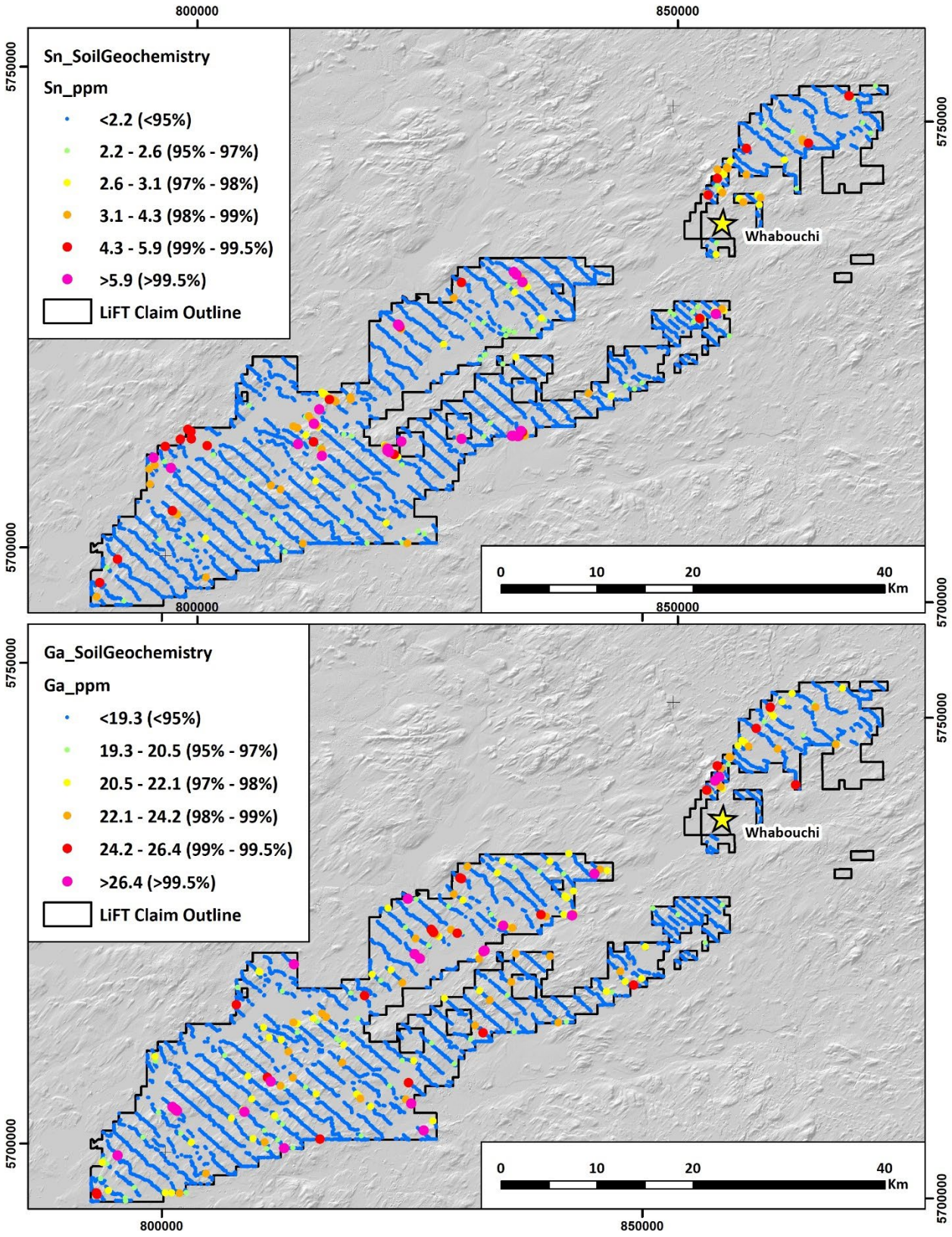


Figure 9-6: Tin (Sn) and Gallium (Ga) till sampling results

Table 9-1: Statistical percentile values from 2021 till sampling results for selected elements associated with lithium pegmatite mineralization

Element	Unit	95th percentile	97th percentile	98th percentile	99th percentile	99.5th percentile
Li	ppm	21	24	26	31	35
Cs	ppm	2.6	3	3.2	3.7	4.2
Ta	ppm	1.2	1.3	1.5	1.9	2.4
Na	pct	2.76	2.8	2.83	2.88	2.93
Sn	ppm	2.2	2.6	3.1	4.3	5.9
Ga	ppm	19.3	20.5	22.1	24.2	26.4
Nb	ppm	8	8.8	9.3	10.3	11.5
Mn	ppm	415	461	499	584	627
Rb	ppm	78.1	81.7	84.9	92.3	102.1
P	pct	0.085	0.098	0.109	0.127	0.146
W	ppm	1.9	2.3	2.7	3.6	4.6

Table 9-2 shows the target mineralogy of lithium pegmatite deposits and each element that is associated with each mineral. This is helpful to keep in mind when interpreting the till geochemistry results.

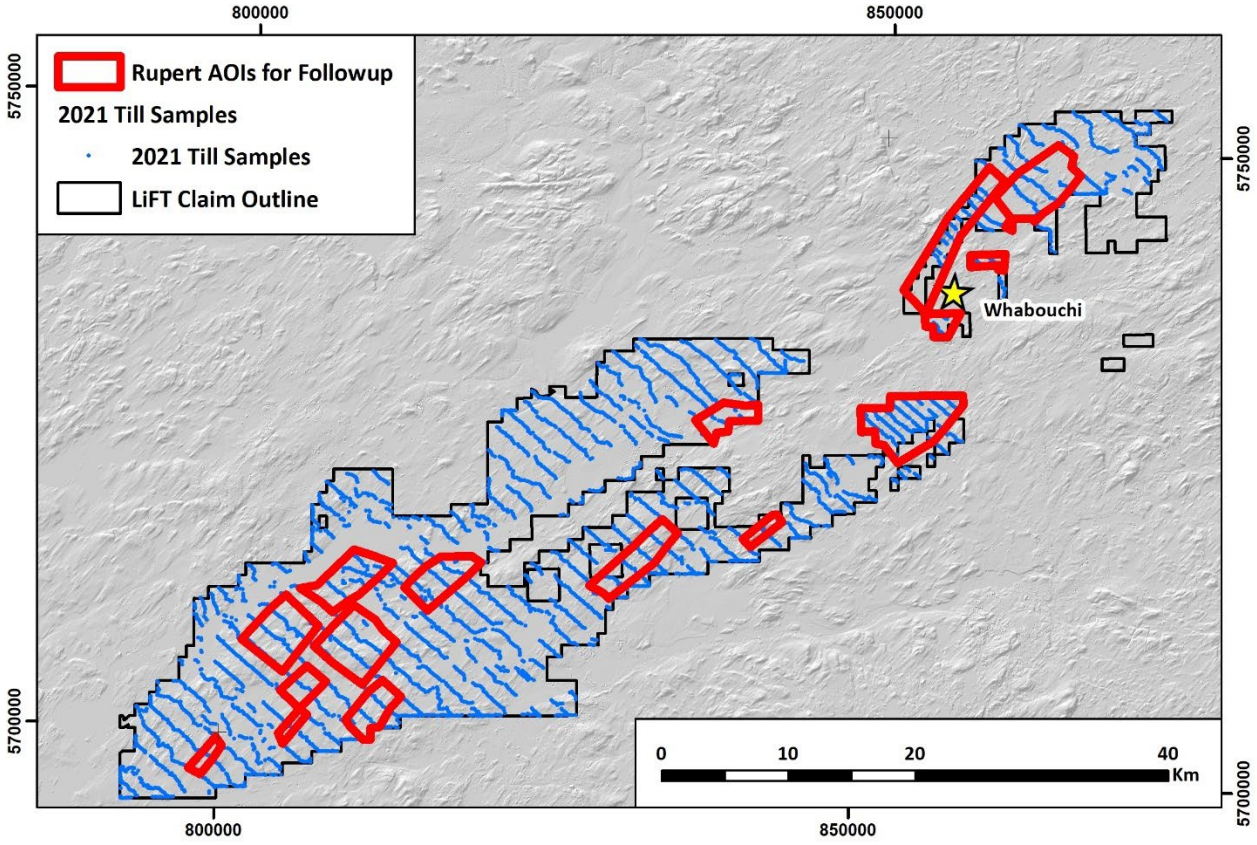


Figure 9-7: Areas recommended for follow-up exploration. Areas were selected based on the strength and spatial continuity of elements that are typically related to lithium pegmatite deposits.

Table 9-2: Table of minerals typically found in lithium pegmatite deposits with their associated chemical formulas and elements of interest for exploration surveys

Gangue Minerals	Chemical Formula	Elements of Interest
Quartz	Si_2O_4	-
Albite	$NaAlSi_3O_8$	Na
K-Feldspar	$KAlSi_3O_8$	K
Muscovite	$KAl_2(AlSi_3O_{10})(F,OH)_2$ (Rb, Cs, Li commonly substitute)	K, Rb, Li, Cs
Ore Minerals		
Spodumene (3.7 wt. % Li)	$LiAlSi_2O_6$	Li
Petalite (1.6 - 2.3 wt. % Li)	$LiAlSi_4O_{10}$	Li
Lepidolite (1.4 - 3.6 wt. % Li)	$(K, Rb)(Li,Al)_2(Al,Si)_4O_{10}(OH,F)_2$	K, Rb, Li
Pollucite	$(Cs,Na)(AlSi_2O_6).nH_2O$	Cs, Na
Columbite	$(Mn>Fe)(Ta>Nb)_2O_6$	Mn, Ta, Nb
Tantalite	$(Mn>Fe)(Nb>Ta)_2O_6$	Mn, Ta, Nb
Accessory Minerals		
Beryl	$Be_3Al_2Si_6O_{18}$	Be
Garnet (Spessartine)	$Mn_3Al_2(SiO_4)_3$	Mn
Tourmaline	$(Ca,K,Na)(Al,Fe,Li,Mg,Mn)_3(Al,Cr,Fe,V)_6(BO_3)_3(Si,Al,B)_6O_{18}(OH,F)_4$	K, Na, Li, Mn, Cr, V
Cassiterite	SnO_2	Sn
Apatite	$Ca_5(PO_4)_3(F,Cl,OH)$	P
Proximal Hydrothermal Vein Minerals		
Wolframite	$(Fe,Mn)WO_4$	Mn, W

10.0 DRILLING

The issuer has not performed any drilling on the Rupert Property at this time.

11.0 SAMPLE PREPARATION, ANALYSES, SECURITY

The till samples from the 2021 exploration program were shipped to Bureau Veritas Labs in Timmins, Ontario. There, samples were prepared using protocol SS230 and SS10 including complete drying at 60º C, sieving up to 100 grams to -10 mesh (<2 mm) and also up to 100 grams to -230 mesh (<63 microns).

11.1 Preparation and analyses

The fine fraction of tills (< 63 microns) was split for two distinct preparation and analytical packages.

1. A split of 0.25 grams was digested using a multi-acid treatment and analysed by ICP-MS for a suite of 59 elements including lithium (MA250).
2. Another split of 30 grams of fines was digested in aqua regia and analysed with ICP-MS (AQ130-IGN) for gold.

11.2 Quality Control

For the purpose of quality control, packets of certified reference material (OREAS 47) were introduced into the series sent to the laboratory. Standards were inserted at a frequency of approximately 1 per 50 samples, representing 2.0% of the samples analyzed, which is below the industry standard for QA/QC. No field duplicates were collected. It was deemed that blank samples were not necessary at this stage because the OREAS 47 standard contains very low quantities of precious metals, base metals and lithium, and would thus effectively function as a blank to detect contamination during assaying.

Bureau Veritas Minerals Laboratories are accredited laboratories meeting international standards ISO 9001:2000; the Canadian Association for Laboratory Accreditation Inc. Standard ISO/IEC 17025-2005 (General Requirements for the Competence of Testing and Calibration Laboratories), and standard RG-MINERAL (SCC Requirements and Guidance for the Accreditation of Mineral Analysis Testing Laboratories).

It is in my opinion that the sample treatment and quality control that were used at Rupert are adequate considering the early stage of exploration.

12.0 DATA VERIFICATION

I completed a review of the historic exploration programs on the Rupert Property. Relevant reports were downloaded from the Quebec government SIGEOM online database and examined for historic results from the exploration programs. I consider the historic work to be of limited value for the purposes of exploration for lithium-bearing pegmatites covered by glacial sediment.

For the Summer 2021 till sampling campaign, original assay certificates from Bureau Veritas, a well-recognized test, inspection and certification company, were provided to the company in PDF and Excel spreadsheet formats. From the Excel spreadsheets, data were imported into a database and joined with sample location information. I verified that the geochemical information from the original assay certificates is located at the correct sample locations. (Note that I did not check every sample individually for transcription or location errors but I did not detect any irregularities in the reviews completed; I believe that these types of errors are likely rare or possibly absent in the dataset because of the way the data were collected and processed (e.g., barcode scanning of sample booklets in Fulcrum).)The data verification I completed on the till sampling results suggests to me that the database outputs have integrity and will not mislead geological interpretations derived therefrom.

I completed a site visit during August 23-25, 2021 in order to inspect the surficial geology of the area, review sampling sites, and verify that till sampling is an effective exploration technique for the property. Till was observed to be the dominant surficial material in the vicinity of the 2021 till sampling grid. The till has a silty sand matrix typical of Canadian Shield tills and contains abundant locally derived clasts in the gravel fraction. It is deemed a suitable sampling medium given the objective, and the lab package used to digest and analyze the <63 µm fraction samples is deemed appropriate for detection of Li-rich pegmatites.

No other data verification measures were completed as the Property is at an early stage of exploration and the samples collected are not intended to be used for a mineral resource or mineral reserve estimate. There were no limitations placed on me in conducting the data verification or the site visit.

It is my opinion that the quality control procedures conducted by Li-FT on the Property are consistent with industry standards. They can be relied upon and are adequate and valid for the purposes of this technical report.

23.0 ADJACENT PROPERTIES

The information provided under this section is not included in the Rupert Property and cannot be directly verified by the Author. Also, it is not necessarily indicative of mineralization present within the Rupert Claims. Table 23-1 summarises significant work outside of the Property and Figure 23-1 displays the significant mining and mineral exploration properties adjacent to the Rupert Property.

The Whabouchi Trend is located along strike from the Whabouchi deposit, a lithium-bearing rare metal pegmatite (Maguran and al, 2019*)*. The deposit is owned by the Pallinghust Group and the Quebec Government. In 2021, Nemaska Lithium Inc. announced that the Corporation completed its previously announced sale to a group made up of Investissement Québec (“IQ”) and the Pallinghurst Group (“Pallinghurst”), acting through an entity named Quebec Lithium Partners, together with IQ and Orion Mine Finance, structured as a credit bid. Pursuant to the Transaction, the Purchasers acquired, on a 50-50 basis, all of the issued and outstanding shares of an entity resulting from the amalgamation of Nemaska Lithium Inc and its subsidiaries, and entities controlled by Orion, to form a new resulting entity that will operate the business as “New Nemaska Lithium” (December 1st, 2020 press release from Nemaska Lithium). Maguran et al (2019) estimate that a measured resource of 17,734,000 tons at a grade of 1.60% Li_2O, an indicated resource of 20,532,000 tons at 1.33% Li_2O, and inferred resource of 11,745,000 tons at 1.27% Li_2O occur within the designed open pit of the Whabouchi deposit, using a cut-off grade of 0.30% Li_2O.

The James Bay lithium deposit is located 40 kilometers north of the Pontax Trend in the Eastmain greenstone belt, which consists predominantly of amphibolite-grade mafic to felsic metavolcanic rocks, metasedimentary rocks, and minor gabbroic intrusions. The property is underlain by the Auclair Formation, which consists mainly of paragneisses of probable sedimentary origin that surrounds the pegmatite dykes to the northwest and southeast. Volcanic rocks of the Komo Formation occur to the north of the pegmatite

dykes. The greenstone rocks are surrounded by mesozonal to catazonal migmatite and gneiss. All rock units are Archean in age. The pegmatites delineated on the property to date are generally oriented parallel to each other, and are separated by barren host rock of sedimentary origin (metamorphosed to amphibolite facies). They form irregular dykes up to 60 metres in width and over 200 metres in length. The pegmatites cross-cut the regional foliation at a high angle, striking to the south-southwest and dipping moderately to the west-northwest. Indicated resources at the James Bay Lithium Project are estimated to be 40,300,000 tons of lithium at a grade of 1.4% Li_2O, with spodumene being the principal ore mineral (Bernier, 2018).

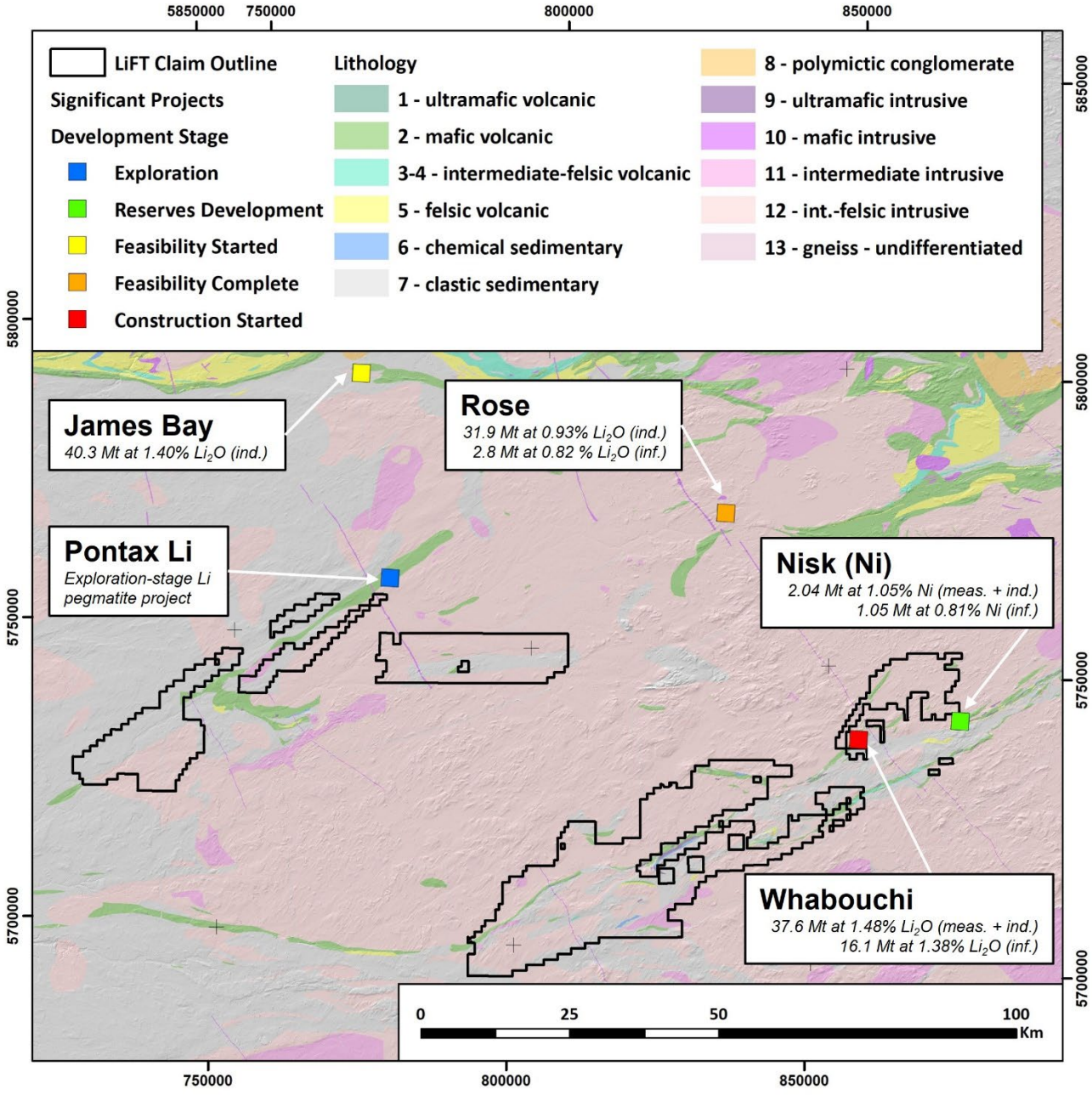
The Pontax Lithium property is a part of the former joint venture between Sirios Resources Inc. and Dios Exploration Inc. where a lithium-bearing pegmatite dike was discovered in 2007 during regional geological reconnaissance work. A block of claims deemed prospective for lithium-bearing pegmatite dikes was separated from the Pontax project in 2008 to form the Pontax Lithium property, and Sirios was designated as the operator of the lithium exploration program. In 2011, the property was acquired by Khalkos, through a spinoff of Sirios's non-gold assets and the subsequent acquisition of Dios's interest in the project. The Pontax lithium mineralization consists of idiomorphic crystals of spodumene up to 50 cm in length. Generally, these crystals are concentrated at the heart of pegmatite dykes and can compose 15-50% of the dyke. The spodumene is associated with muscovite (trace to 5%), tourmaline (schorl, trace to 5%), garnet (trace to 2%) and fluorapatite (blue apatite, trace to 1%). Holmquistite (bluish violet amphibole) was reported by IOS in nearby volcanic rocks that contain up to 20% sulphide minerals (Desbiens and al, 2011; Joly, 2017). In 2018 and 2019, a 21 tonnes bulk sample was taken from four sites on the property and sent to IOS Services Geoscientifiques laboratory in Saguenay, Quebec. Results are pending (Girard, 2021).

The Rose Project, owned by Critical Elements Corporation, is located approximately 30 kilometers north of Nemaska, or 50 kilometers south of the EM-1 Hydro-Québec hydroelectric power plant. The deposit consists of a spodumene pegmatite swarm about 1.1 kilometers in length (Richard and Pelletier, 2011). The dikes are described as sub-horizontal, open at a depth to 210 m. They are hosted in felsic intrusive rocks that are likely syntectonic within the Middle-Eastmain volcanic belt (Moukhsil et al., 2003). The Rose Lithium Tantalum deposit has an indicated resources estimate of 31,900,000 tons at 0.93% Li_2O and 148 ppm Ta_2O_5 (Richard et al., 2017). In May 2021, Critical Elements provided an update on their Rose Lithium-Tantalum Project regarding a pre-development agreement (PDA) with the Grand Council of the Crees (Eeyou Istchee), the Cree Nation Government (then the Cree Regional Authority) and the Cree Nation of Eastmain, which laid out the basis for the building of a cooperative and mutually respectful relationship between the parties. Critical Elements is also currently engaged in the impact assessment process regarding the Rose Lithium-Tantalum Project. The environmental impact statement for the Project was deemed complete by the Canadian Environmental Assessment Agency (now the Impact Assessment Agency of Canada) in March 2019. Consultation and assessment by governmental authorities including the COMEX are under way.

Table 23-1: Summary of historical exploration work outside the Rupert Property.

Year	Project	Company/Document #	Exploration type	Results
1973	Whabouchi	James Bay Nickel Venture / GM 34021	Geological reconnaissance on a large scale sector	Noticed that Inco had previously drilled in the sector but work never have been filled.
1975	Whabouchi	James Bay Nickel Venture / GM 34023	Ground geophysical survey and geological follow-up	They checked some geophysical anomaly by geological survey. Recommends to follow-up with a small drilling campagn.
1975	Pontax	Bergminex Associates, Serem Ltee. / GM 34075	Helicopter supported geological reconnaissance	Follow up on airborne EM anomalies. Study of each rock type by thin section. Recommend additional work in one sector.
1975	Duval	Canex Placer Ltd. / GM 34024	One diamond drill hole totalling 132.6m	Hole cut ultramafic rocks. Best value of 0,13% Ni over 9.1m in a peridotite.
1976	All	James Bay Joint Venture, Canex Placer Ltd/ GM 34023	Ground geophysical and geological survey	Large scale survey sector covered.
1978	Whabouchi	SDBJ / GM 38134	Report on a spodumene- bearing pegmatite	Examination of the pegmatite. Channel sampling recommended. Gold prospection along the south shore of Lac des Montagnes.
2007	Pontax	Exploration Dios Inc, Ressources Sirios Inc/ GM 62966 & GM 62837	Till sampling program	Exploration on Li and base metals mineralisations.
2007	Pontax	Exploration Dios Inc, Ressources Sirios Inc/ GM 630434	Heliported geophysical survey (Mag, EM)	483 anomalies interpreted regrouped in 22 anomalic conductor zones.
2007	Pontax	Exploration Dios Inc, Ressources Sirios Inc/ GM 63046	Exploration and cartography	393 sample taken, and 18,87m of channels sampling better defined the geology of the sector.
2008	Whabouchi	Ressources Golden Goose Inc. / GM 63939	Exploration and cartography	Exploration aroud and North of the Whabouchi deposit.
2009	Pontax & Moyenne (west sector)	Exploration Dios Inc, Ressources Sirios Inc. /GM 63475	Lake sediments sampling program	Anomalies confirmed by the presence of showing on their Property.
2009	Pontax/ Chambois	Ressources Sirios Inc./ GM 64267	Soil sampling program	1348 sample collected. No results submitted.
2010	Whabouchi	Exploration Nemaska Inc / GM 66007	43-101 report on resource Estimation	9,774,000 at 1,63% Li2O mesured and indicated resources.
2010	Duval-Valiquette (Whabouchi)	Exploration Nemaska Inc / GM 65439	Trenches and channels sampling Duval-Valiquette sector	Permitted the localisation of peridotes, anomalic corridor rich in Cr, study of the Duval showing. Help planning drilling campaign.
2011	Rose Tantalum-Litihum	Corporation Elements Critiques GM 66378	43-101 report on resource Estimation	Indicated mineral resources of 26,5 Mt grading 0,98 $L_{i2}O$, 163pp Ta_2O_5, 2,343ppm Rb.
2011	Pontax	Ressources Sirios Inc./ GM 65655	Assessement work report	Drilling and sampling confirm high potential of the Pontax lithium showing.
2011	Valiquette-Duval (Whabouchi)	Ressources Monarques Ltd. / GM 66013	Ground Mag survey	The survey shows several strong Mag anomalies associated with ultramafic intrusives.
2012	Valiquette (Whabouchi)	Ressources Monarques Ltd. / GM 66456	Drilling program 2011, Valiquette property	Objective was to test mag and EM anomalies to find NI-CU-PGE. Only a few anomalous values were found.
2014	Pontax	Explorations Khalkos Inc. / GM 67938	Prospection on their Pontax Property that lies over the Pontax showing	Trenching on the Pontax showing. Thick overburden prenvented them to completed the trenches.
2017	SW of Whabouchi - Duval	Corporation Elements Critiques / GM 70333	Exploration work on the Duval Property	Several possible lithologies have mineralization in base metals.
2017	Pontax	Stria Lithium Inc. / GM 70703	Heliported diamond drill campaign	7 holes for 495.57m. Best value is 1.16% Li2O over 30.55m in drill hole 975-17-014.

Figure 23-1: Significant mining and mineral exploration projects adjacent to the Rupert Property.



24.0 OTHER RELEVANT DATA AND INFORMATION

To the best of my knowledge there is no other relevant data and information to be added here relating to the Rupert Project.

25.0 INTERPRETATIONS AND CONCLUSIONS

My interpretations and conclusions are summarized as follows.

Geology

- Rocks that underlie the Rupert Property are geologically similar to the rocks that host the nearby Whabouchi lithium deposit, both in terms of age and lithology. In the case of the Whabouchi claim block, the rocks occur directly along strike of the deposit. It is therefore reasonable to suspect that additional lithium-rich pegmatite bodies are present on the claim blocks.

Mineralization

- No mineralization has been defined to date on the Rupert Project. However, as stated above, the fact that the Whabouchi deposit occurs within a similar geological setting suggests that the Rupert Project has prospectivity for lithium pegmatite deposits. It is of note that the exploration maturity of the Project area is very low, with only three diamond drill holes completed to date on the claims.

Exploration

- The till geochemistry survey that was carried out in 2021 was designed to screen a very large area with a low sample density. As such, geochemical anomalism is subtle. Spatially coherent geochemical anomalism for lithium, or pathfinder elements associated with lithium pegmatite deposits, should be followed up with additional work to vector towards a drill target.

QAQC

- It is my opinion that the QC employed during the exploration program in 2021 was adequate considering the early stage of exploration.

Potential Risks and Uncertainties

There are no known environmental issues, land ownership contestation issues, or special permitting issues at present.

Apart from risks inherent to all types of geochemical prospecting in glaciated terrain (e.g., possible lack of subcropping mineralization, possible lack of coherent dispersal trains, etc.), other important risks include

- a marked lowering in lithium or other metal price,
- replacement of lithium batteries by other metallic packages,
- introduction of new regulations.

Although inherent risks or new regulation or replacement of lithium by may be crucial regarding the future of the project, the price for lithium or other metals presents a cyclic character that may only delayed the advancement of the project.

26.0 RECOMMENDATIONS

It is recommended to carry out infill till sampling and prospecting programs in areas that returned anomalous geochemical results from the 2021 regional till geochemistry exploration program. The Phase I program, including detailed follow-up sampling and prospecting, should be undertaken to test the anomalous sector with a budget of $1,096,000 (26-1). If significant mineralisation is found in bedrock or as proximal boulders a contingent second phase of trenching is recommended with an operating budget of $306,200. The total exploration expenditure for both phases is of $1,402,200.

Table 26-1: Proposed exploration budget.

Phase I	**quant.**	**item**	**@**	**cost (C$)**
Supervision (P.Geo.)	20	days	$850.00	$17,000.00
Follow-up till sampling	2000	samples	$250.00	$500,000.00
Prospection and mapping	50	man-days	$750.00	$37,500.00
Lodging and food	50	man-days	$200.00	$10,000.00
Field supply				$9,000.00
Laboratory assay	3000	samples	$120.00	$360,000.00
Maps and report	30	days	$750.00	$22,500.00
Contingency (10%)				$140,000.00
Total for phase I				**$1,096,000.00**
Phase II	**quant.**	**item**	**@**	**cost (C$)**
Supervision (P.Geo.)	32	days	$850.00	$27,200.00
Trenching	300	hours	$250.00	$75,000.00
Technicians (2)	100	man-days	$600.00	$60,000.00
Lodging and food	100	man-days	$200.00	$20,000.00
Material and field supply				$7,000.00
Laboratory assay	600	samples	$120.00	$72,000.00
Maps and report	20	days	$750.00	$15,000.00
Contingency (approx 10%)				$30,000.00
Total for phase II				**$306,200.00**
Total for phase I & II				**$1,402,200.00**

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1.0 Certificate of the Qualified Person

I, Don Cummings, certify the following.

- I am a consulting geologist. My permanent residence is 31 chemin Rivermead, Gatineau, Quebec, Canada, J9J 1H3.

- This Certificate applies to the technical report entitled "NI 43-101 Technical Report for the Rupert Lithium Project", the effective date of which is March 1, 2022.

- Since 2009, I have consulted full time as a geologist in private practice, primarily in the fields of geochemical exploration and drift prospecting, and primarily in northern Canada. I am a registered professional geologist (PGeo) in good standing in Quebec (#2183) and Ontario (#3110). I hold degrees in geology from the University of Ottawa (BSc, 1997; PhD, 2004) and UQÀM (MSc, 2000); was a postdoctoral fellow and Adjunct Professor at Queen's University from 2004 to 2006; and was an NSERC Visiting Fellow at GSC-Ottawa from 2006 to 2008. I currently hold an Adjunct Research Professorship, teach courses sporadically, and supervise graduate students at Carleton University (2015–present).
- I have read the definition of "qualified person" set out in National Instrument 43-101 ("NI 43-101") and certify that by reason of my education, affiliation with a professional organization (as defined in NI 43-101) and past relevant work experience, I fulfill the requirements to be a qualified person for purposes of NI 43-101.

- I inspected the Rupert property on August 23 to 25, 2021 (2 days truck and traverse work, 0.5 days helicopter work) to inspect the property, evaluate its geology, assess the terrain and review prior sample locations.

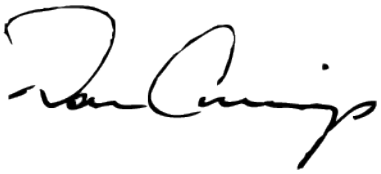
- I am responsible for all items in this technical report.

- I am independent of Li-FT Power Ltd. as defined by applying the tests in section 1.5 of NI 43-101. . I am not, nor have been, an officer, director, or employee of any corporate entity that is any part of the subject Rupert property. For greater clarity, I do not hold, nor do I expect to receive, any securities or any other interest in any corporate entity, private or public, with interests in the Rupert property or to receive any other consideration besides fair remuneration for the preparation of this report. I have not earned the majority of my income during the preceding three years from any corporate entity, private or public, with interests in the Rupert property. In addition, I do not hold, nor do I expect to receive, directly or indirectly, any ownership, royalty or other interest in the Rupert property or any property adjacent to the Rupert property.

- I have had no prior involvement with the Rupert property. My relationship with the issuer is solely professional work for fees based on rates set by commercial agreement, payment of which fees are not dependent on the results of this report.

- I have read NI 43-101 and Form 43-101F1, Form 43-101FI and confirm that the current technical report has been prepared in compliance with this Instrument.

- To the best of my knowledge, at the effective date the current technical report contains all scientific and technical information that is required to be disclosed to make the technical report not misleading.



Don Cummings, May 19, 2022