SRQ RESOURCES INC.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FOR THE QUARTER ENDED MARCH 31, 2024

INDEX

SCOPE OF MD&A AND NOTICE TO INVESTORS

This management's discussion and analysis of financial position and results of operations ("MD&A") complements the unaudited interim condensed financial statements of SRQ Resources Inc. (the "Corporation"), for the period ended March 31, 2024, which are compared to the period ended March 31, 2023. The unaudited interim condensed financial statements include SRQ Resources Inc. ("SRQ"). The unaudited interim condensed financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards"). Except as otherwise disclosed, all dollar figures included therein and in the following MD&A are quoted in Canadian dollars. The Corporation has prepared this MD&A following the requirements of National Instrument 51-102, *Continuous Disclosure Obligations*.

The interim condensed consolidated financial statements and related notes have been prepared in accordance with IAS 34, Interim Financial Reporting, as issued by the International Accounting Standards Board. They do not contain all the information required to be disclosed in annual financial statements. Certain information and notes usually provided in the annual financial statements have been omitted or condensed when not deemed essential to the understanding of the interim financial information of the Corporation. Therefore, this MD&A should be read in conjunction with the information contained in the annual audited consolidated financial statements of the Corporation and the notes thereto for the year ended December 31, 2023.

Management of the Corporation is responsible for the preparation and presentation of the unaudited interim condensed financial statements and notes thereto, MD&A and other information contained in this MD&A. Additionally, it is management's responsibility to ensure the Corporation complies with the laws and regulations applicable to its activities.

The unaudited interim condensed financial statements and the MD&A have been reviewed and approved by the audit committee on May 22, 2024, as delegated by the Board of directors.

FORWARD LOOKING STATEMENTS

Certain statements made in this MD&A are forward-looking statements or information. The Corporation is hereby providing cautionary statements identifying important factors that could cause the Corporation's actual results to differ materially from those projected in the forward-looking statements. Any statements that express, or involve discussions as to, expectations, beliefs, plans, objectives, assumptions or future events or performance (often, but not always, through the use of words or phrases such as "may", "is expected to", "anticipates", "estimates", "intends", "plans", "projection", "could", "vision", "goals", "objective" and "outlook") are not historical facts and may be forward-looking and may involve estimates, assumptions and uncertainties which could cause actual results or outcomes to differ materially from those expressed in the forward-looking statements. In making these forward-looking statements, the Corporation has assumed that the current market will continue and grow and that the risks listed below will not adversely impact the business of the Corporation. By their nature, forward-looking statements involve numerous assumptions, inherent risks and uncertainties, both general and specific, which contribute to the possibility that the predicted outcomes may not occur or may be delayed. The risks, uncertainties and other factors, many of which are beyond the control of the Corporation that could influence actual results are summarized below under the heading "Risks and Uncertainties".

Further, unless otherwise noted, any forward-looking statement speaks only as of the date of this MD&A, and, except as required by applicable law, the Corporation does not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time, and it is not possible for management to predict all such factors and to assess in advance the impact of each such factor on the business of the Corporation, or the extent to which any factor or combination of factors may cause actual results to differ materially from those contained in any forward-looking statement.

CORPORATION OVERVIEW

SRQ Resources Inc. is a Canadian base metals corporation exploring for nickel, copper, and platinum group elements ("PGEs") in the province of Québec. The Corporation was incorporated on June 2, 2021, under the Canada Business Corporations Act. The Corporation's head office is located at #132 – 1320 Graham Blvd., Mont-Royal, Quebec, Canada, H3P 3C8. The Corporation's common shares are listed on the TSX Venture Exchange (the "TSX-V") under the trading symbol "SRQ.V".

SRQ owns 1028 exploration claims in the Canadian province of Québec, with Lac Brulé being the most advanced exploration project (Figure 1). The Lac Brulé property consists of 507 contiguous mining claims covering an area of approximately 29,183 ha, located approximately 148 km west-northwest of the town of Mont-Laurier, Québec. A near-surface, Ni-Cu project, Lac Brulé is located at a five-hour drive from Montréal. The project's prospectivity for base metals has been confirmed by geological mapping, the presence of a surface gossan, and geophysical surveys. The presence of the historic Renzy Ni-Cu mine located 50 kilometers to the south-east and at the heart of the large regional pattern further adds to the area's mineral exploration appeal.

The Corporation staked 61 claims in the Labrador Trough based on historical bases metals exploration.

The Corporation relinquished or is planning to relinquish a total of 85 claims.

HIGHLIGHTS

- On January 16, 2024, the Corporation announced results from the Phase 2 five-hole drill program for 1,246 meters on the Gossan Zone.

- On February 13, 2024, the Corporation announced additional characterisations for the nickel and copper mineralisation of Lac Brulé's recently discovered Ultramafic Magmatic Intrusive Complex using petrological and mineralogical studies of samples.

- On March 2024, the Corporation flew a 438 line-km airborne gravity survey as a follow-up on the test-survey of October 2023 at the Lac Brulé project and a 539 line-km at the lac Brennan project.

- On April 19, 2024, the Corporation started a 11 holes drill program for 3,015 m at the Lac Brulé target as follow-up on previous results. The program terminated on May 5, 2024. Results are pending.

FINANCING

There were no financing activities during the period.

MINERAL PROPERTY PORTFOLIO

PROVINCE OF QUEBEC, CANADA PROJECTS

SRQ is focused on the discovery and development of high-grade deposits of nickel, copper, and PGEs in Quebec, Canada.

SRQ holds exploration mining properties in Quebec with its flagship project being the Lac Brulé Nickel-Copper-PGEs project located at a five-hour drive from Montreal. SRQ is committed to responsible exploration and development practices, with a focus on environmental and social sustainability.

SRQ has recently taken claims in Labrador within Cree First Nation territory.

LAC BRULÉ NI-CU PROJECT

SRQ launched the Lac Brulé Ni-Cu and the Lac Brennan projects by acquiring exploration claims in the Nivernais and Esgriseilles Townships (Lac Brulé project) and claims in the Dauphine Township (Lac Brennan project) all in the Province of Quebec. The center of Lac Brulé is at UTM coordinates 314,700mE and 5,198,400mN (UTM-18, NAD 83) on topographic map NTS 31K13 and 31K14.

Dr. Audet (Ph.D. Geology) became aware of the potential of the entire area following a base metal compilation performed in late 80's while working for Falconbridge Ltd. Located on the eastern edge of the large deformation pattern outlined by the regional magnetism (Figure 1) is the Renzy Ni-Cu mine. The Renzy Ni-Cu mine operated from 1969 to 1972 selling Ni & Cu concentrate to Falconbridge in Sudbury, Ontario. The Lac Brulé area is part of the First Nation Anishinaabe historical land. SRQ, through M. Jerry Peltier, former Kanesatake Chief and SRQ's Strategic Advisor for First Nations, have maintained a continuous communication with the Kitigan Zibi First Nation band about the Lac Brulé Exploration Project. Parts of SRQ's owned claims are either within the Lac Barriere, Wolf Lake and Kipawa Anishinaabe First Nation.

PROPERTY DETAILS

The eastern part of the Lac Brulé overlaps with the Pavilion La Vérendrye Outfitter, an exclusive territory for fishing and hunting. The remaining is under Crown land (Figure 2). There is no legal limitation to accessing the Lac Brulé property.

SRQ commissioned Xcalibur Multiphysics (MPH) Canada Inc. to perform a HELITEM2® electromagnetic survey supplemented by a high-sensitivity cesium magnetometer. One block of claims (390 claims) was surveyed between December 5 and December 14, 2021. The survey coverage consisted of 1,374 km of traverse lines flown with a spacing of 200 and 100 m and 119 km of tie lines with a 2000 m spacing.

On March 16, 2022, the Corporation announced the completion and interpretation of the Xcalibur's HELITEM2 electromagnetic and magnetic helicopter geophysical survey of 1,494 line-km (Figure 1).

The past-producing Renzy Ni-Cu mine is the closest mining activity with historical information available. The Renzy mine is located 48 km east-southeast of the Lac Brulé property. The Corporation is targeting possible accumulations of Ni and Cu mineralization at Lac Brulé that could be of similar nature to that at the Renzy mine and at other well-known Ni-Cu deposits in Québec and Labrador (i.e.: Voysey Bay Ni-Cu-PGM deposit).

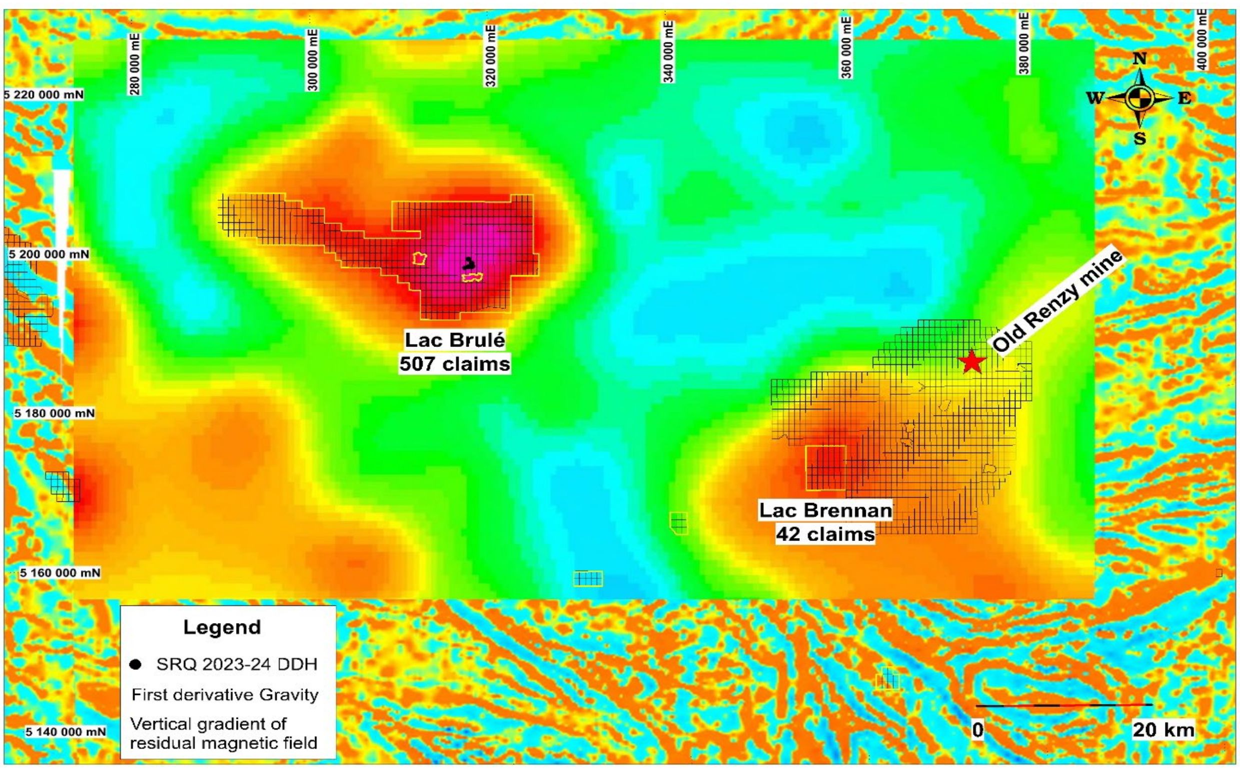

Figure 1: Lac Brulé Ni-Cu project. Exploration claims forming 1 large block and a smaller block of 42 claims called Lac Brennan south-west of the old Renzy Mine. The vertical gradient of gravity anomalies and the first derivative of the gradient magnetometer is shown in background.

2023 LAC BRULÉ EXPLORATION WORK

SRQ launched the first drilling program at the Lac Brulé project on July 3, 2023 with 13 holes totalizing 3,942 m, followed in October 2023 with 5 additional holes for 1,246 m. The corporation launched a third phase of 11 holes for 3,015m in April 2024. The drill program aimed at testing conductors at the Gossan Zone as shown in Figure 2 and also to test a gravity high target (figure 2).

On October 26 and 27, the Corporation flew a 600 line-km test airborne gravimetric survey overlaying the main area of interest at the Lac Brulé project. Data processing is ongoing.

On April 2024, the Corporation flew a 438 line-km airborne gravity survey as a follow-up on the test-survey of October 2023 at the Lac Brulé project and a 539 line km at the lac Brennan project (figures 1 & 2).

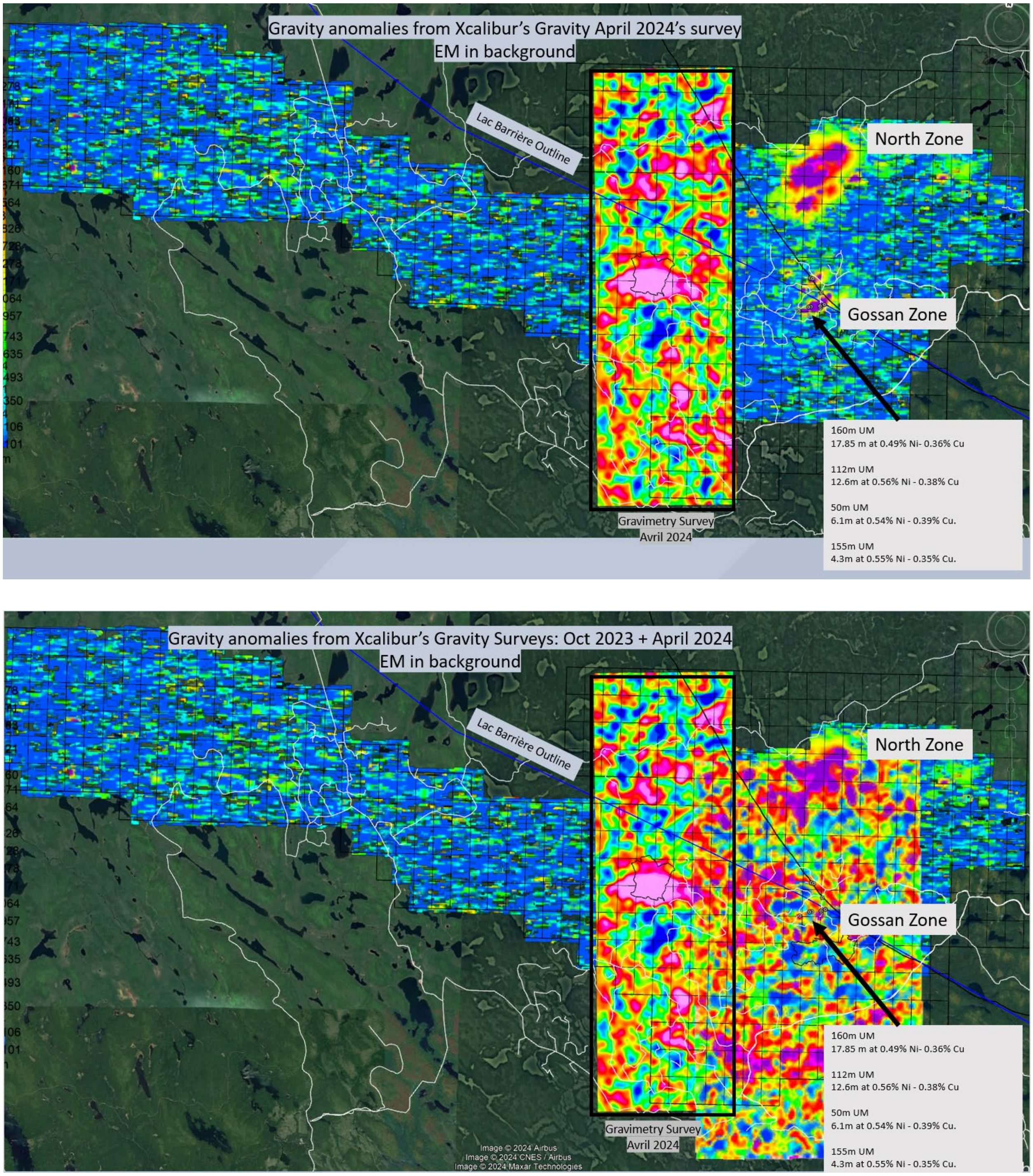

Figure 2: Compilation map of 2021 EM conductive zones together with; the April 2024 Gravity survey (top) and together with the combined 2023-24 airborne Gravimetry surveys (bottom). The large North Zone EM target has not been drilled tested. A new target was generated from the April 2024's gravimetry survey. This new target corresponds to a very large and strong gravity response of presumably dense geological material at depth (starting at 600m from surface).

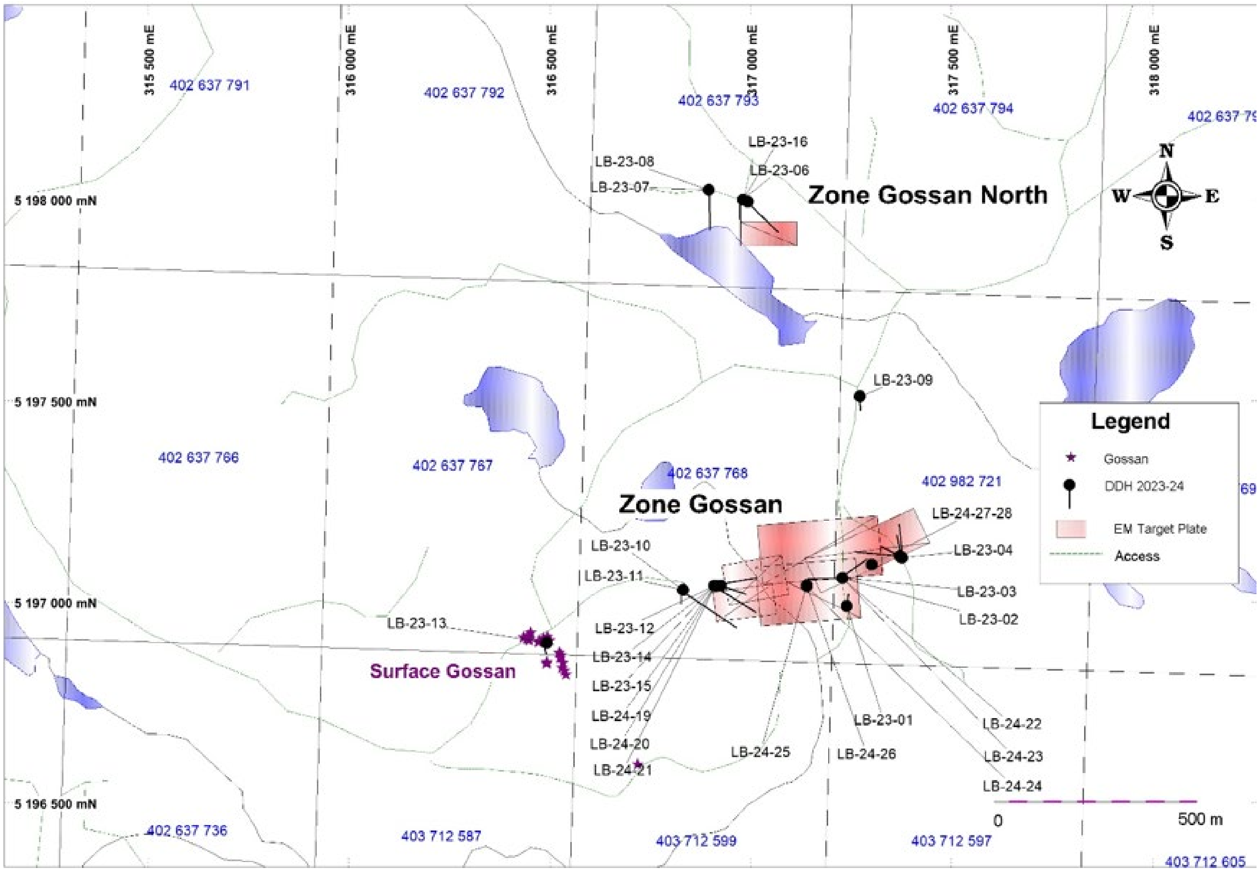

Figure 3: Surface map showing location for the 28 drill holes of 2023-24 drilling.

The base metal mineralization encountered is characterized by cumulate and aggregates of iron, copper and nickel sulfides: pyrrhotite, chalcopyrite and pentlandite, respectively.

Pyrrhotite is the dominant sulfide with visible chalcopyrite. Pentlandite can be seen mixed with pyrrhotite. The textures of the sulfide mineralization vary from disseminated to semi-massive to massive (> 80% of sulfide material) showing net-texture or brecciated sulfides between pyroxene and amphiboles. Thin massive sulfides horizons are intercalated and sometimes associated with garnet-rich xenoliths.

Mineralization textures vary from disseminated to semi-massive to massive (> 80% of sulfide material) showing net-texture or brecciated sulfides between pyroxene and amphiboles (Figure 4).

Thin massive sulfide horizons are intercalated and sometimes associated with garnet-rich xenoliths.

Figure 4: Mineralization textures at holes LB-23-01, LB-23-04 and LB-23-06.

HIGHLIGHTS OF MINERALIZATION CHARACTERISTICS AT LAC BRULÉ'S UM COMPLEX:

UM complex is composed of meta-pyroxenite and meta-peridotite, both of which intrude the highly metamorphic host rock sequence:

- The meta-pyroxenite includes locally porphyritic assemblages of diopside, magnesio-hornblende and olivine (Fo80-84) with a lesser proportion of enstatite, intercalated with mineralized horizons containing up to 30% sulphides.
- Sulphides present are mainly pyrrhotite (iron + minor nickel), chalcopyrite (copper); cobalt-rich pentlandite (nickel and cobalt)
- Lower than expected nickel was observed in the olivine in the meta-peridotite, suggesting their transfer to the sulphide's liquids during immiscibility.

PETROLOGICAL AND MINERALOGICAL STUDIES IDENTIFY PRESENCE OF MINERALIZED PYROXENITE AT LAC BRULÉ

A total of 50 samples were carefully collected during the 2023 Phase 1 & 2 drilling programs at the Lac Brulé UM complex for detailed petrological and mineralogical studies using an optical microscope and a scanning electronic microscope ("SEM"). These studies were carried out at the ISTerre of the University of Grenoble Alpes by Professor Christian Picard, university professor (retired) of earth sciences (with special authorization from Ordre des Géologues du Québec (OGQ)).

The discovered UM complex is composed of meta-pyroxenite and meta-peridotite, both intruding the highly metamorphic host rock sequence. The meta-pyroxenite includes locally porphyritic assemblages of diopside, magnesio-hornblende and olivine (Fo80-84) with a lesser proportion of enstatite, intercalated with specific mineralized horizons containing up to 30% sulfides mostly as net texture within the silicate gangue.

Within the intrusive meta-peridotite, low nickel contents were measured in the olivine crystals (800 to 1,600 parts per million ("ppm")) versus an expected nickel range in olivine of 3,000 to 4,000 ppm. This could reflect a strong transfer of nickel from the olivine to the sulfide liquids produced during immiscibility mechanisms.

<u>Distribution and Composition of Sulphides</u>

Sulphides present in the pyroxenite sequences (Table 1) are pyrrhotite (Ni: 0.17 to 0.66 wt%). chalcopyrite (Cu: 34.56 to 36.27%) and cobalt-rich pentlandite (Ni: 34.56 to 36.73 wt%; Co: 4.15 to 7.33 wt%) present as isolated phases and/or as exsolutions in pyrrhotite (Figures 5 & 8). A few rare pyrite crystals are present.

Hole LB-23-12 returned the sulphide assemblages below (pyrrhotite ("Po"), chalcopyrite ("Cp") and pentlandite ("Pn"))

- 106.15 to 107.8 m (Ni: 0.63 to 0.79%; Cu: 0.36%) 30 to 37% sulphides including 27 to 33% Po / 1% Cp / 2 to 2.5% Pn
- 110.65 to 111.5 m (Ni: 0.6%; Cu: 0.47%) 30% sulphides including 27% Po / 1% Cp / 2% Pn
- 112 to 113 m (Ni: 0.54%; Cu: 0.37%) 26% sulphides including 23% Po / 1% Cp / 1.7% Pn
- 114.8 to 115.1 m (Ni: 0.53%; Cu: 0.36%) 27% sulphides including 24% Po / 1% Cp / 1.7% Pn
- 119 to 120.95 m (Ni: 0.52 %; Cu: 0.27 to 0.59%) 25 to 28% sulphides including 24% Po / 1% Cp / 1.7% Pn
- 122.45 to 124.7 m (Ni: 0.51 to 0.53%; Cu: 0.19 to 0.49%) 26 to 27% sulphides including 23-24% Po / 0.8 to 1.7% Cp / 1.7% Pn
- 128.15 to130.85 m (Ni: 0.49 to 0.66%; Cu: 0.35 to 0.44%) 25 to 32% sulphides including 23-24% Po / 1 to 1.4% Cp / 1.7% Pn
- 133.3 to -134.8 m (Ni: 0.53 to 0.58%; Cu: 0.37 to 0.64%) 26 to 30% sulphides including 22-28% Po / 1 to 1.3% Cp / 1.6 to 2.1% Pn

Microcrystals of silver tellurium (hessite - Ag_2Te), as well as silver and palladium tellurium, were observed in hole LB-23-10 at 207.3m.

Figure 8 shows massive sulfide composed of chalcopyrite, pentlandite and pyrrhotite as late remobilization of massive sulfides filling fractures.

Table 1: Chemical composition for sulfide species

	Sample LB-23-01 -194.7 m									Sample LB-23-01 --207.335 m									
	Pyrrhotite (-194,07 m - n=9)			Chalcopyrite (-194,07 m - n=13)			Pentlandite (-194,07 m - n=10)			Pyrrhotite (-207,35 m - n=4)			Chalcopyrite (-207,35 m - n=4)			Pentlandite (-207,35 m - n=8)			Pyrite n=2
Elt wt%	Mean	Min.	Max.	Mean	Min.	Max.	Mean	Min.	Max.	Mean	Min.	Max.	Mean	Min.	Max.	mean	Min.	Max.	
S	38.44	38.08	38.87	33.76	33.51	34.25	31.37	31.14	31.6	38.9	38.72	39.06	33.96	33.85	34.06	31.61	31.42	31.91	52.69
Fe	60.89	60.43	61.19	30.04	29.81	30.33	27.56	26.8	29.07	60.56	60.44	60.71	30	29.66	30.25	26.83	26.3	27.97	45.46
Co	0.15	0	0.36	0.15	0	0.28	5.06	4.15	5.69	0.12	0	0.39	0.15	0	0.23	5.82	4.26	7.33	1.69
Ni	0.43	0.2	0.66	0.08	0.04	0.12	35.85	34.75	36.73	0.3	0.17	0.64	0.1	0.06	0.15	35.59	34.56	36.15	0.04
Cu	0.1	0.06	0.14	35.97	35.68	36.27	0.18	0.07	0.3	0.1	0.07	0.13	35.79	35.51	36.08	0.15	0.1	0.25	0.11
Total	100	100	100.01	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
Elt At%																			
S	52.11	51.74	52.57	48.72	48.45	49.27	45.07	45.07	45.04	52.6	52.41	52.76	48.72	48.45	49.27	45.36	45.35	45.35	66.04
Fe	47.39	46.92	47.67	24.89	24.7	25.14	22.73	22.79	22.86	47.01	46.93	47.1	24.89	24.7	25.14	22.1	22.13	22.1	32.71
Co	0.11	0	0.27	0.11	0	0.22	3.95	3.92	3.87	0.09	0	0.29	0.11	0	0.22	4.54	4.55	4.56	1.15
Ni	0.32	0.15	0.49	0.07	0.03	0.1	28.13	28.09	28.1	0.22	0.12	0.48	0.07	0.03	0.1	27.89	27.87	27.88	0.02
Cu	0.06	0.04	0.1	26.2	25.9	26.46	0.13	0.13	0.13	0.07	0.05	0.09	26.2	25.9	26.46	0.11	0.1	0.1	0.07
Total	100	99.99	100.01	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100

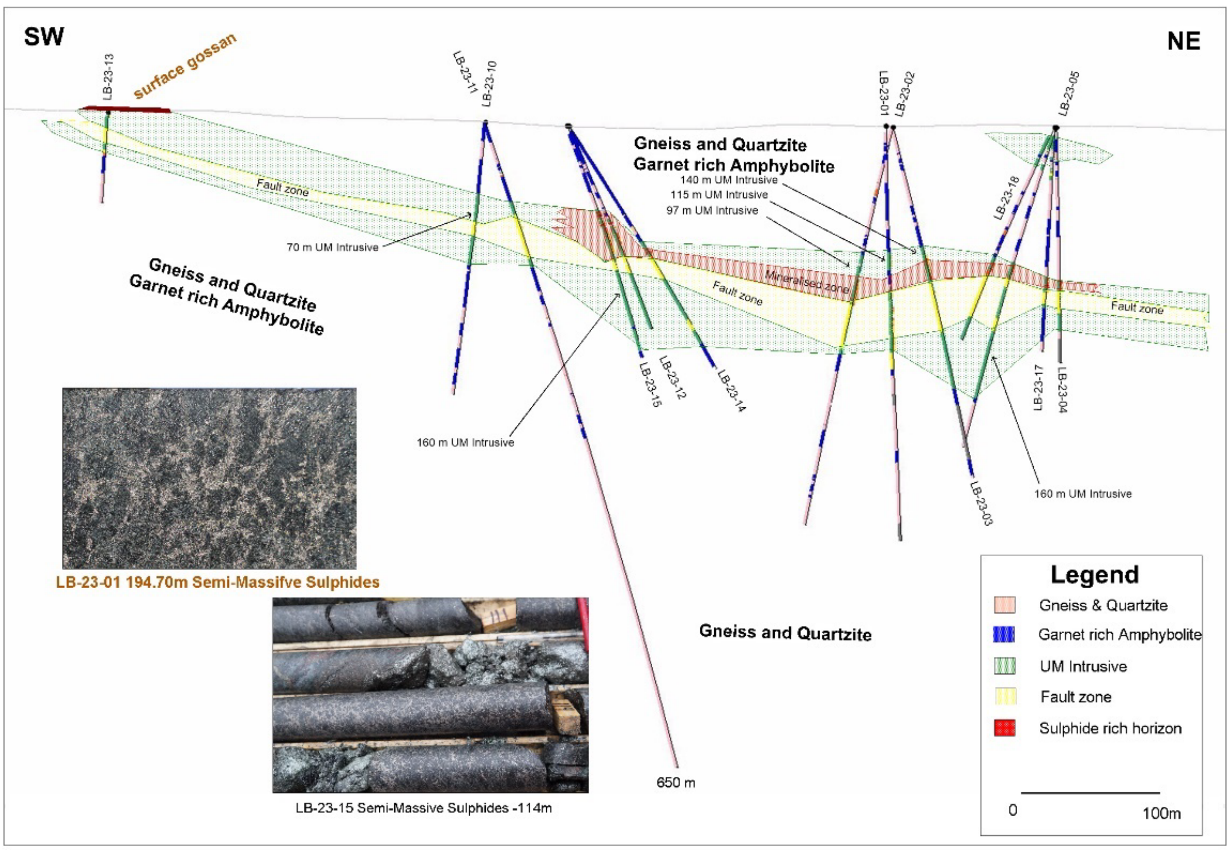

Figure 5: SW-NE longitudinal cross-section showing the UM intrusive and the Ni-Cu mineralized horizon.

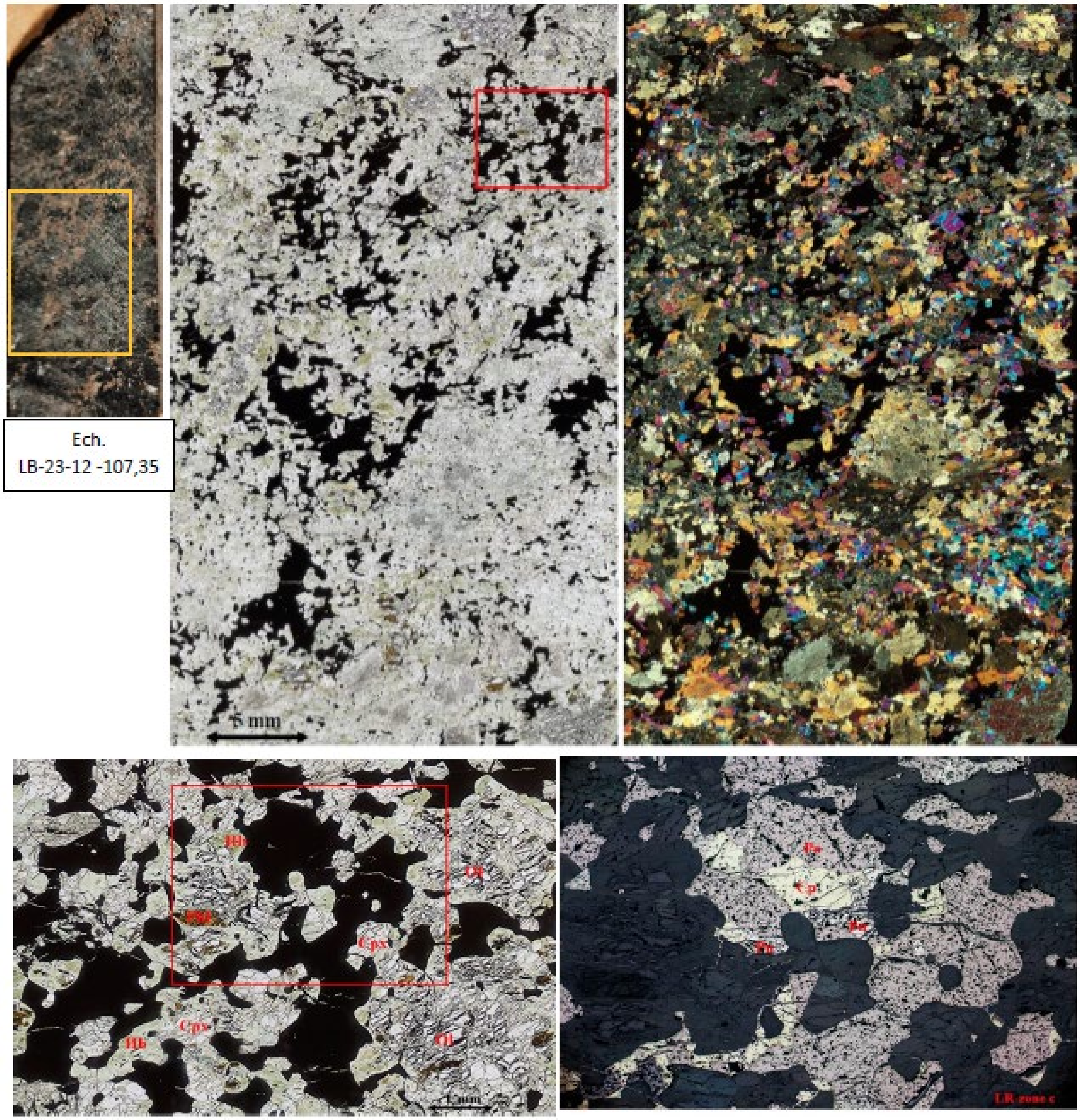

Figure 6: LB-23-12 – 107.3 m: Pyroxenite: Hb: magnesio-hornblende; Ol: olivine, Cpx: pyroxene (diopside), Po: pyrrhotite, Pn: cobalt-rich pentlandite, Cp: chalcopyrite, Mt: magnetite, Il: ilmenomagnetite

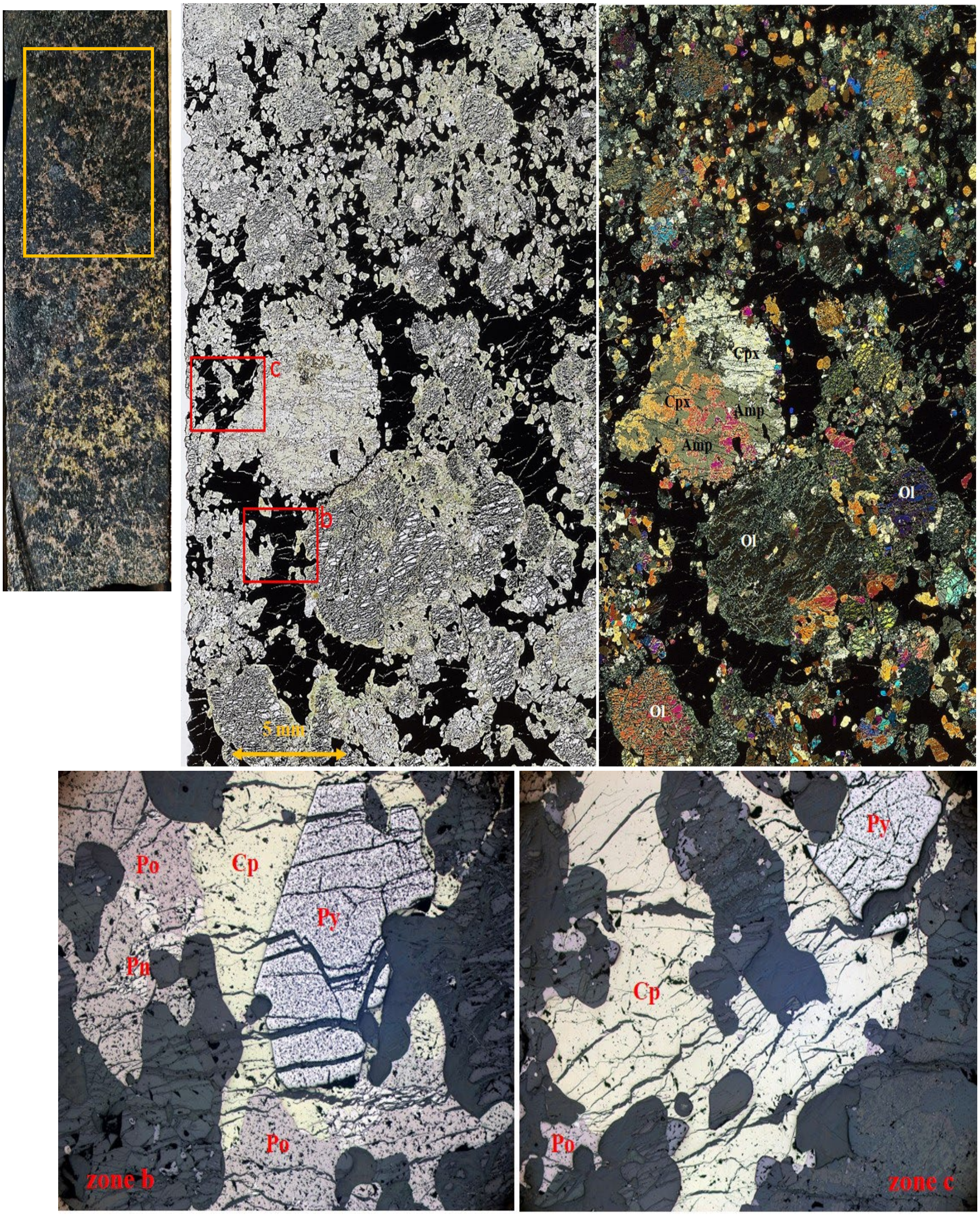

Figure 7: LB-23-12 – 123.60 m: Wehrlite with magnesio-hornblende and phlogopite.
Amp: magnesio-hornblende ; Ol: olivine, Cpx: pyroxene (diopside), Po: pyrrhotite, Pn: cobalt-rich pentlandite, Cp: chalcopyrite, Py: Pyrite, Mt: magnetite, Il: ilmenomagnetite

Figure 8: LB-23-18 - Vein of sulphide-rich material, mostly massive chalcopyrite, pyrrhotite and pentlandite, intersecting the early-stage mineralization and returning up to 6.49% Cu.

OTHER EXPLORATION AREAS

SRQ also owns an additional 521 claims on several groups of claims in good standing (Table 2 & Figure 5).

Table 2: SRQ's projects and claims in Quebec Province

Project	100% Owned	SNRC	Claims	Ha
Pontiac Est				
Lac Brûlé	SRQ Resources Inc.	SNRC 31K13-14	507	29,183
Lac Brennan	SRQ Resources Inc.	SNRC 31K10	42	2,480
Lac Nilgault	SRQ Resources Inc.	SNRC 31K11	10	591
Lac Nilgault NE	SRQ Resources Inc.	SNRC 31K11	9	497
Route Temis	SRQ Resources Inc.	SNRC 31K07	10	593
Pontiac Ouest				
Lac Dumoine	SRQ Resources Inc.	SNRC 31L16, 31M01	328	19,040
Lac Cabazie	SRQ Resources Inc.	SNRC 31L08, 31L09	24	1,482
Duncan	SRQ Resources Inc.	SNRC 31K12, 31L09	18	1,064
Fosse du Labrador				
Redcliff	SRQ Resources Inc.	SNRC 24C1516, 24F02	61	2,867
Laurentides				
Northfield	SRQ Resources Inc.	To be relinquished		
Lac Jim	SRQ Resources Inc.	To be relinquished		
Cabonga	SRQ Resources Inc.	To be relinquished		
Picanoc	SRQ Resources Inc.	To be relinquished		
Nord Chibougamou				
Lac Mont Mord	SRQ Resources Inc.	SNRC 32O02	19	1,028
Grand Total			**1,028**	**58,827**

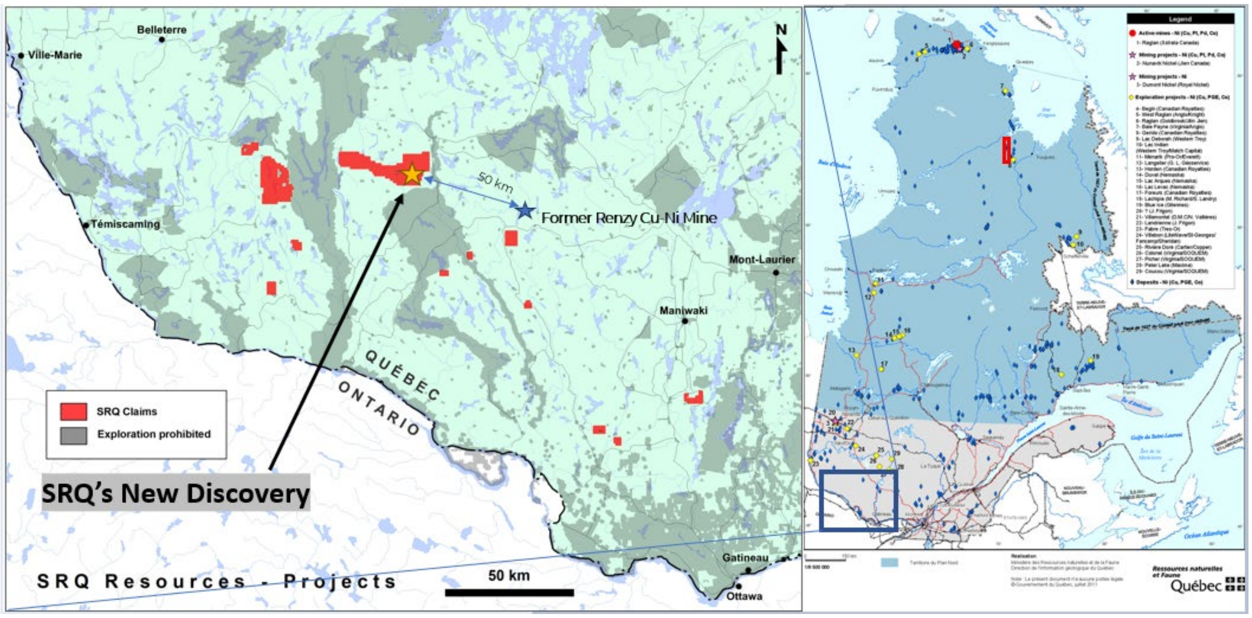

Figure 9: SRQ group of exploration claims in the province of Quebec.

The exploration programs and technical disclosure for the Corporation are designed, reviewed and approved by Marc-Antoine Audet, P. Geo, PhD, President and Chief Executive Officer of the Corporation who is a 'qualified person' ("QP"), as defined by National Instrument 43-101, Standards for Disclosure for Mineral Projects ("NI 43-101").

SELECTED FINANCIAL INFORMATION

GOING CONCERN ASSUMPTION AND LIQUIDITY RISK

Based on the information available to date, the Corporation has not yet determined whether its mineral properties contain economically recoverable reserves.

The accompanying financial statements have been prepared using IFRS applicable to a going concern, which presumes the Corporation will continue its operations for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the ordinary course of business for the foreseeable future. The use of these principles may not be appropriate. The Corporation is in its early stages, and as is common with similar corporations, it raises financing for its exploration and evaluation activities. As at March 31, 2024, the Corporation has an equity of $1,714,413 and a working capital of $1,641,083, including cash and cash equivalents of $1,514,739. To date, the Corporation has financed its cash requirements primarily equity financing. The Corporation's ability to continue as a going concern is subject to its ability to raise additional financing or reduce its expenditure levels. The Corporation's discretionary activities do have some scope for flexibility in terms of the amount and timing of expenditures, and to a certain extent, expenditures may be adjusted accordingly.

While management has been successful in securing financing since its inception, there can be no assurance it will be able to do so in the future, that such sources of funding will be available to the Corporation or that they will be available on terms acceptable to the Corporation.

If management is unable to obtain new funding, the Corporation may have to rationalize or reprioritize its activities and ultimately be unable to continue its operations, and amounts realized for assets might be less than amounts reflected in the financial statements.

FINANCIAL POSITION ANALYSIS

	March 31, 2024	December 31, 2023
	$	$
Total assets	**2,048,816**	2,343,968
Total liabilities	**334,403**	323,885
Total equity	**1,714,413**	2,020,083
Working capital*	**1,641,083**	1,951,821

**Working capital is a measure of current assets less current liabilities.*

ASSETS

Total assets at March 31, 2024 were $2,048,816 compared to $2,343,968 at December 31, 2023, a decrease of $295,152, mainly due to a decrease in cash and cash equivalents of $221,556, in sales taxes receivable of $62,678 and in prepaid expenses of $22,332.

LIABILITIES

Total liabilities at March 31, 2024 were $334,403 compared to $323,885 at December 31, 2023, an increase of $10,518. The increase is due to accounts payable and accrued liabilities by $60,242, offset by a decrease in flow-through liability of $31,183 and in lease liabilities of $18,541.

EQUITY

At March 31, 2024, the Corporation had an equity balance of $1,714,413 compared to $2,020,083 at December 31, 2023, a decrease of $305,670. The decrease is due change in accumulated net deficit of $408,635, offset by the increase in stock-based compensation of $102,965.

OPERATING RESULTS ANALYSIS

	Three-month period ended March 31,	
	20234	2023
	$	$
Revenues	**-**	-
Net loss (income)	**408,635**	46,206
Net loss per share	**0.02**	0.00

THREE-MONTH PERIOD ENDED MARCH 31, 2024 COMPARED TO THE THREE-MONTH PERIOD ENDED MARCH 31, 2023

For the three-month period ended March 31, 2024, the Corporation recorded a net loss of $408,635 compared to $46,206 for the same period in 2023, an increase of $362,429.

Exploration and evaluation expenses increased by $163,454 from the same period in 2023, mainly due to an increase in exploration expenses by $128,187, in amortization by $10,390, in First Nations consultancy by $4,877, offset by tax credits receivable not being accrued in 2024 until exploration and evaluation expenses cover the flow through capital raise spending obligations.

General and administrative expenses increased by $246,419 from the same period in 2023, as the Corporation was pre-spin-out for the period in 2023. Main expenses for the current period were share based payments of $102,965, professional and consulting fees of $65,450, general and office expenses of $54,960 and salaries and benefits of $19,622.

Other income were comprised of flow through liability amortization of $31,183 and interest income of $16,263.

CASH FLOWS ANALYSIS

	Three-month period ended March 31, 2024	2023
	$	$
Cash required by operating activities	**(194,635)**	(45,686)
Cash required by investing activities	**(7,429)**	(21,724)
Cash (required) generated by financing activities	**(19,492)**	200,000

THREE-MONTH PERIOD ENDED MARCH 31, 2024 COMPARED TO THE THREE-MONTH PERIOD ENDED MARCH 31, 2023

Operating Activities

For the three-month period ended March 31, 2024, operating activities required cash flows of $194,635 compared to $45,686 for the same period in 2023, an increase of cash consumption of $148,949. The variation is due to an increase in net loss after adjustments of items not affecting cash, which went from $45,651 in Q1 2023 to $324,746 in Q1 2024, offset by the change in non-cash working capital items which went from requiring $35 in Q1 2023 to generating $130,111 in Q1 2024.

Investing Activities

For the three-month period ended March 31, 2024, investment in exploration equipment required $7,429, compared to an investment in exploration equipment of $21,724 for the same period in 2023.

Financing Activities

For the three-month period ended March 31, 2024, lease liabilities required $19,492, compared to a cash injection of $200,000 by the previous parent corporation in Q1 2023.

QUARTERLY RESULTS TRENDS

The operating results are presented in the following table. All periods have been adjusted following the accounting change described in Note 16 to the December 31, 2023 audited financial statements.

	Mar 31, 2024	Dec 31, 2023	Sep 30, 2023	Jun 30, 2023	Mar 31, 2023	Dec 31, 2022	Sep 30, 2022	Jun 30, 2022
	$	$	$	$	$	$	$	$
Revenue	-	-	-	-	-	-	-	-
Net loss (income)	408,635	495,672	810,864	196,773	46,206	(88,732)	38,142	206,733
Net loss per share(1)	0.02	0.02	0.04	0.01	0.00	0.00	0.00	0.01

(1) Net loss calculated on 21,976,841 shares outstanding for periods prior to the Arrangement.

RELATED PARTIES TRANSACTIONS

TRANSACTION WITH RELATED PARTIES

During the three-month period ended March 31, 2024 and 2023, and the year ended December 31, 2023, the following related party transactions occurred in the normal course of operations:

- Lease payments and general and administrative expenses of $14,204 for the three-month period ended March 31, 2024 ($nil for the three-month period ended March 31, 2023) to Sama Resources Inc, a corporation of which the Corporation's President and Chief Executive Officer is also the President and Chief Executive Officer. As at March 31, 2024, $2,208 was due to that corporation ($13,792 – December 31, 2023)

REMUNERATION OF KEY MANAGEMENT PERSONNEL

Key management personnel are the members of the Board of Directors, and executive officers of the Corporation. During the three-month periods ended March 31, 2024 and 2023, the remuneration awarded to key management personnel (including the amounts above) is as follows:

	Three-month periods ended March 31,	
	2024	2023
	$	$
Salaries and benefits	**18,000**	-
Consulting and professional fees	**50,500**	-
Share-based payments	**89,995**	-
	158,495	-

TERMINATION AND CHANGE OF CONTROL PROVISIONS

Certain agreements between the executive team and the Corporation contain termination without cause and change of control provisions. Assuming that these agreements would be terminated without cause during the year ending December 31, 2024, the total amounts payable in respect of severance would amount to $440,000. If a change of control would occur during the year ending December 31, 2024, the total amounts payable in respect of severance, if elected by the executive members, would amount to $440,000.

COMMITMENTS

The Corporation has no outstanding commitments.

OUTSTANDING SHARE DATA

	Number of Shares Outstanding (Diluted)
SRQ outstanding shares as of May 22, 2024	27,992,251
Shares reserved for issuance pursuant to stock options outstanding	1,945,000
Shares reserved for issuance pursuant to warrants outstanding	197,120
	30,134,371

As at the date of this MD&A, the Corporation had outstanding stock options enabling holders to acquire shares of the Corporation as follows:

	Number outstanding	Number exercisable	Exercise price $
September 18, 2033	1,945,000	972,500	0.27
	1,945,000	972,500	

As at the date of this MD&A, the Corporation had outstanding warrants enabling holders to acquire common shares of the Corporation as follows:

	Number	Exercise price $
December 22, 2025	197,120	0.16
	197,120	

OFF-BALANCE SHEET ARRANGEMENTS

The Corporation has no off-balance sheet arrangements.

CONFLICTS OF INTEREST

The Corporation's directors and officers may serve as directors and/or officers, or may be associated with, other reporting corporations, or have significant shareholdings in other public corporations. To the extent that such other corporations may participate in business or asset acquisitions, dispositions or ventures in which the Corporation may participate, the directors and officers of the Corporation may have a conflict of interest in negotiating and concluding terms respecting the transaction. If a conflict of interest arises, the Corporation will follow the provisions of the Canada Business Corporations Act (the Corporations Act) dealing with conflict of interest. These provisions state that where a director is in such a conflict, that director must, at a meeting of the Corporation's directors, disclose his or her interest and refrain from voting on the matter unless otherwise permitted by the Corporations Act. In accordance with the federal laws of Canada, the directors and officers of the Corporation are required to act honestly, in good faith, and in the best interests of the Corporation.

MATERIAL ACCOUNTING POLICIES

The preparation of financial statements in conformity with IFRS requires management to apply accounting policies and make estimates and assumptions that affect amounts reported in the financial statements and accompanying notes. There is full disclosure of the Corporation's material accounting policies in Note 2 and Note 3 of the audited financial statements for the year ended December 31, 2023.

ESTIMATES, JUDGMENTS AND ASSUMPTIONS

The preparation of the financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Significant changes in the underlying assumptions could result in significant changes to these estimates. Consequently, management reviews these estimates on a regular basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Information about these significant judgments, assumptions and estimates that have the most significant effect on the recognition and measurement of assets, liabilities, income and expenses are disclosed in Note 3 of the audited financial statements for the year ended December 31, 2023.

RISKS RELATED TO FINANCIAL INSTRUMENTS

Readers are invited to refer to Note 13 of the audited financial statements for the year ended December 31, 2023, for a full description of these risks.

RISKS AND UNCERTAINTIES

The Corporation is in the business of acquiring and exploring mineral properties. It is exposed to several risks and uncertainties that are common to other mineral exploration corporations in the same business. The industry is capital intensive at all stages and is subject to variations in commodity prices, market sentiment, exchange rates for currency, inflation and other risks. The Corporation will rely mainly on equity financing to fund exploration activities on its mineral properties.

The risks and uncertainties described in this section are not inclusive of all the risks and uncertainties to which the Corporation may be subject.

EARLY STAGE – NEED FOR ADDITIONAL FUNDS

The Corporation has no history of profitable operations and its present business is at an early stage. As such, the Corporation is subject to many risks common to other corporations in the same business, including under-capitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Corporation will be successful in achieving a return on shareholders' investment and the likelihood of success must be considered in light of its early stage of operations.

EXPLORATION AND EVALUATION

Mineral exploration and evaluation is a speculative business, characterized by several significant risks including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits, but also from finding mineral deposits that, though present, are of insufficient size and/or grade to return a profit from production.

All the mineral claims to which the Corporation has a right to acquire an interest are in the exploration stages only and are without a known body of commercial ore. Upon discovery of a mineralized occurrence, several stages of exploration and assessment are required before its economic viability can be determined. Development of the subject mineral properties would follow only if favorable results were determined at each stage of assessment. Few precious and base metal deposits are ultimately developed into producing mines.

SUPPLIES, HEALTH AND INFRASTRUCTURE

The Corporation's property interests are often located in remote, undeveloped areas and the availability of infrastructures such as surface access, skilled labour, healthy labour, fuel and power at an economic cost cannot be assured. These are integral requirements for exploration, production and development facilities on mineral properties.

IMPACT OF PANDEMICS

All SRQ's operations are subject to the risk of emerging infectious diseases or the threat of viruses or other contagions or epidemic diseases. Any outbreak or threat of an outbreak of a virus or other contagions or epidemic disease could have a material adverse effect on the Corporation's business, results of operations and financial condition.

The Corporation has implemented a pandemic response plan that includes several measures to safeguard against the spread of viruses at its offices and sites. The Corporation cannot provide assurance that there will not be disruptions to its operations in the future. If the Corporation's operations are impacted or expected to be impacted, the Corporation will seek additional measures to preserve cash, including suspension of discretionary spending and other legal means to reduce and minimize contractual spending.

TITLE RISKS

Although the Corporation has exercised the usual due diligence with respect to determining title to properties in which it has a material interest, there is no guarantee that title to such properties will not be challenged or impugned. The Corporation's mineral property interest may be subject to prior unregistered agreements, transfers, or native claims, and title may be affected by undetected defects.

ENVIRONMENTAL REGULATIONS, PERMITS AND LICENSES

The Corporation's operations are subject to various laws and regulations governing the protection of the environment, exploration, development, production, taxes, labour standards, occupational health, waste disposal, safety and other matters. Environmental legislation in most countries provides restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in the imposition of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact statements. Environmental legislation is evolving in a direction of stricter standards and enforcement, and higher fines and penalties for non-compliance. Environmental assessments of proposed projects carry a heightened degree of responsibility for corporations and their directors, officers and employees. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability of operations. The Corporation intends to fully comply with all environmental regulations.

The Corporation believes that it is in compliance with all material laws and regulations which currently apply to its activities. However, there can be no assurance that all permits which the Corporation may require for its operations and exploration activities will be obtainable on reasonable terms or on a timely basis, or that such laws and regulations would not have an adverse effect on any mining project which the Corporation might undertake.

CLIMATE CHANGE

The Corporation has properties in Quebec, where environmental laws are in constant evolution. The government introduced or are contemplating regulatory changes in response to the potential impact of climate change, such as regulation relating to emission levels. If the current regulatory trend continues, this may result in increased costs directly or indirectly affecting the Corporation. In addition, the physical effect of climate change, such as extreme weather conditions, forest fires, natural disasters, resource shortages, changing sea levels and changing temperatures, could have an adverse financial impact on operations where these conditions occur, directly or indirectly impacting the business of the Corporation.

COMPETITION AND AGREEMENTS WITH OTHER PARTIES

The mining industry is intensely competitive in all its phases and the Corporation competes with other corporations that have greater financial resources and technical capacity. Competition could adversely affect the Corporation's ability to acquire suitable properties or prospects in the future.

The Corporation may, in the future, be unable to meet its share of costs incurred under such agreements to which it is a party and it may have its interest in the properties subject to such agreements reduced as a result. Also, if other parties to such agreements do not meet their share of such costs, the Corporation may not be able to finance the expenditures required to complete recommended programs.

FIRST NATIONS RELATIONS

The Corporations claims are located on First Nations ancestral lands, and constant discussions with the First Nations are ongoing regarding their acceptance of exploration activities on these lands. The Corporation may not be able to continue exploration activities if common ground cannot be reached.

DEPENDENCE ON MANAGEMENT

The Corporation is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Corporation could result, and other persons would be required to manage and operate the Corporation.

INFORMATION SYSTEMS SECURITY THREATS

Although the Corporation has not experienced any material losses to date relating to cyber-attacks or other information security breaches, there can be no assurance that the Corporation will not incur such losses in the future. The Corporation's risk and exposure to these matters cannot be fully mitigated because of, among other things, the evolving nature of these threats. As a result, cyber security and the continued development and enhancement of controls, processes and practices designed to protect systems, computers, software, data and networks from attack, damage or unauthorized access is a priority. As cyber threats continue to evolve, the Corporation may be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

OPERATING HAZARDS AND RISKS

Mining operations involve many risks which even a combination of experience, knowledge and careful evaluation may not be able to overcome. During exploration, development and production of mineral properties, certain risks, and unexpected or unusual geological operating conditions, including rock bursts, cave-ins, fires, flooding and earthquakes, may occur. Operations in which the Corporation has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of mineral deposits, any of which could result in damage to or destruction of mines and other producing facilities, damage to life and property, environmental damage and possible legal liability for any or all damage.

Although the Corporation maintains liability insurance in an amount which it considers adequate, the nature of these risks is such that liabilities could exceed policy limits, in which event the Corporation could incur significant costs that could have a materially adverse effect upon its financial conditions.