



SRQ RESOURCES INC.

**MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE QUARTER ENDED SEPTEMBER 30, 2024**

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Management's discussion and analysis for the period ended September 30, 2024

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 September 30, 2024, which are compared to the period ended September 30, 2023. 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 November 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,

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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 1,134 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 594 contiguous mining claims covering an area of approximately 33,772 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.

HIGHLIGHTS

- On September 27, 2024, the Company received their "Autorisation d'exploration à impact ("ATI")", (ATI-118), for an area of 13.6 km² at the Lac Brulé project. The ATI-118 is valid for one year (Figure 9).
- The Company is discussing with the MNRF for the authorisation to drill a highly prospective Cu-Ni target located 700m vertically below a small surface "Refuge Biologique". The "Refuge Biologique" is located in the middle of the ATI-118 surface area.
- The Company is still waiting for the ATI for the Lac Brennan project.

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.

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. The Lac Brulé area was never prospected prior to SRQ's involvement. There are no historical ground works. However, regional magnetometry and gravity maps covering the areas as part of the global Quebec province coverage as well as data from stream and lake sediments sampling program covering the entire province were available on government websites. The old Renzy nickel-copper mine is the closest mining activity with historical information available. The Renzy mine is located 48 km ESE of the Lac Brulé property. The Renzy Ni-Cu mine operated from 1969 to 1972 selling Ni & Cu concentrate to Falconbridge in Sudbury, Ontario. 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.: Voyagey Bay Ni-Cu-PGM deposit).

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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

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.

In July and August 2022, the Company commissioned TMC Geophysics of Val d'Or to carry out ground Induced Polarization ("IP") and Electromagnetic ("EM") surveys at the Lac Brulé Property. The campaign took place between July 26th and August 21st, 2022 and consisted of 32.45 km of IP and 17.70 km of EM.

In July 2022, SRQ mandated Mr. Francois Goulet, P.Geo, to act as the qualified person ("QP") for the current maiden geological report. He visited the property for personal inspection from July 18 to 22, 2022.

In October 2023, Xcalibur conducted a high-sensitivity aeromagnetic and FALCON® Airborne Gravity Gradiometer (AGG) survey over the Lac Brulé area for a total of 597 line-km.

In April 2024, Xcalibur conducted an additional high-sensitivity aeromagnetic and FALCON® Airborne Gravity Gradiometer survey as a follow-up at the Lac Brulé and also covering the entire Lac Brennan property for a combined total of 977 line-km (438 line-km at Lac Brulé and 539 line-km at the Lac Brennan).

In 2023 and in 2024, SRQ mandated Professor Christian Picard and Dr. Normand Goulet, P.Geo to assist the team during geological mapping, drilling programs and detailed geological characterizations of significant geological units, including members of the Magmatic Intrusive sequence

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 company launched a third phase of 11 holes for 3,015m in April 2024. The Phase 3 drill campaign included ten holes at the Gossan Zone and one hole (LB-24-29) testing a very strong gravity target, called Target 900 located 6 kilometers ("km") west of the Gossan Zone (Figure 2)

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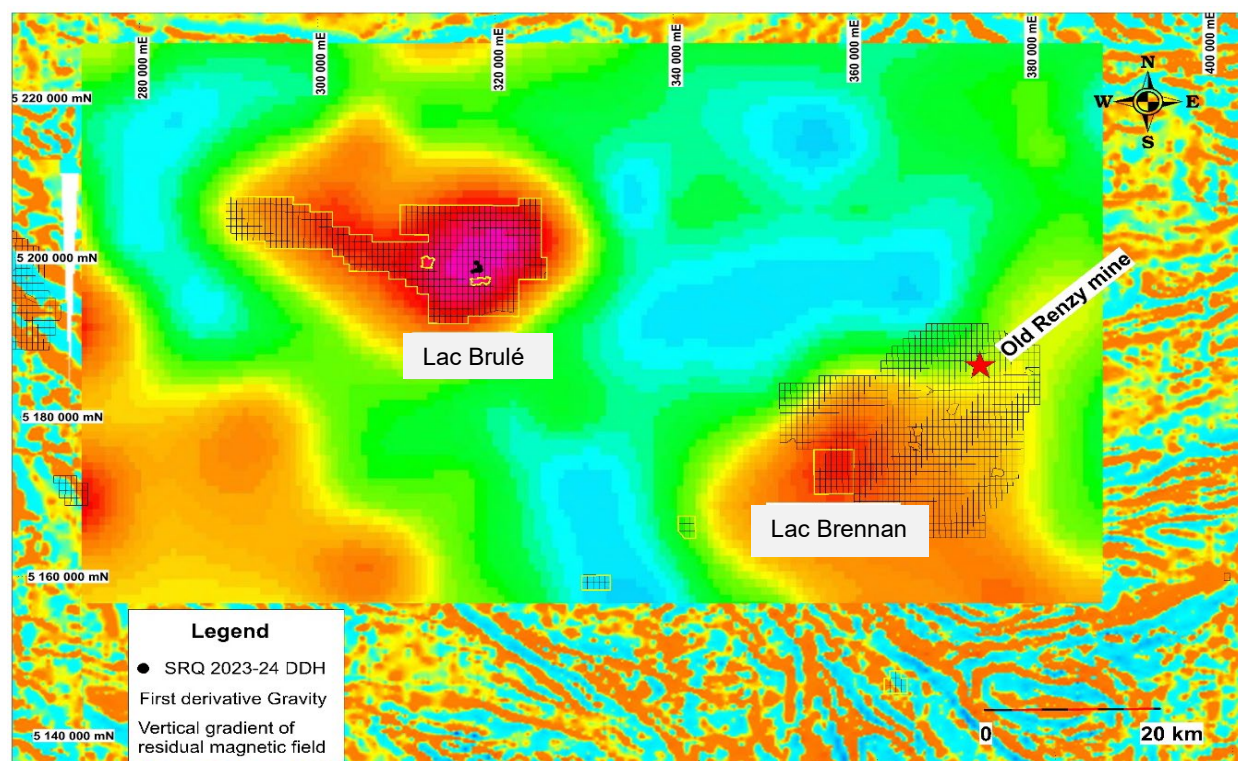


Figure 1: Lac Brulé Ni-Cu project. Exploration claims forming 1 large block and a smaller block of 42 claims called Lac Brennan south-west of the old Renzy Mine. The vertical gradient of gravity anomalies and the first derivative of the gradient magnetometer is shown in background.

2023-24 LAC BRULÉ EXPLORATION WORK

On October 26 and 27, 2023, the Corporation flew a 600 line-km test airborne gravimetric survey overlaying the main area of interest at the Lac Brulé project. In 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 (Figure 2).

From April 19 to May 07, 2024, the company proceed with the Phase III drill program for 3,015 m including ten holes at the Gossan Zone (Figures 3 & 4) and one hole (LB-24-29; Target 900) drilled 6 km west of the Gossan Zone testing a high gravity target. Table 1 shows assay results for the drilling to date at the Gossan zone.

Hole LB-24-29 (951m) targeted the center of a 3.5 km x 1.7 km strong gravity anomaly (Figures 2, 5 & 6). The hole intersected 951 m of a continuous magmatic sequence composed of anorthosite/leucogabbro and pyroxenite with Po, minor CPy and Pn in the last 70m of the hole. For technical reasons, the hole terminated in pyroxenite at a vertical depth of 750m from surface and 250m east of the Target 900 center. Despite missing the core by such a distance, the hole intersected several mineralised zones.

Ongoing surface regional geological mapping outlined a very large magmatic intrusive complex which seems to be deeply rooted (Figure 5)

Detailed petrological and mineralogical analysis shows that Lac Brulé Ni-Cu mineralisation has strong similarities to mineralisation from the former Renzy Ni-Cu mine.

Table 1: Drill hole intercepts defined using a cut-off-grade of 0.3% Ni (core lengths).

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HOLE-ID	Combined Length m	Ni %	CU %	CO %	S %	Fe %	MgO %
COG: 0.30% Ni							
Phase 1: July 2023							
LB-23-01	3.35	0.34	0.25	0.05	6.87	16.66	16.92
LB-23-02	3.10	0.36	0.52	0.05	7.94	18.45	17.59
LB-23-03	6.75	0.37	0.36	0.05	6.96	17.26	18.49
LB-23-04	10.65	0.42	0.33	0.05	8.19	18.05	15.57
LB-23-05	10.80	0.36	0.29	0.05	6.79	16.56	16.41
LB-23-06	1.85	0.49	0.33	0.13	19.35	34.32	14.29
LB-23-12	15.10	0.51	0.35	0.07	9.62	20.26	18.69
Phase 2: October 2023							
LB-23-14	3.55	0.56	0.41	0.07	10.52	21.14	18.04
LB-23-15	22.50	0.44	0.34	0.06	8.19	18.44	17.50
LB-23-16	2.40	0.45	0.25	0.10	14.67	27.69	17.14
LB-23-17	5.30	0.42	0.27	0.05	8.06	18.03	16.91
LB-23-18	7.25	0.36	0.48	0.05	7.08	17.23	17.42
Phase 3: April 2024							
LB-24-21	11.46	0.38	0.26	0.05	7.48	18.48	20.02
LB-24-22	2.52	0.39	0.41	0.05	8.00	18.05	17.05
LB-24-23	13.94	0.38	0.43	0.05	7.65	17.61	16.76
LB-24-24	2.13	0.39	0.28	0.05	7.38	18.02	22.46
LB-24-25	4.42	0.34	0.32	0.05	7.49	16.68	15.32
LB-24-26	10.23	0.37	0.33	0.05	7.36	17.69	17.37
LB-24-27	2.98	0.38	0.28	0.05	7.70	16.96	17.21
LB-24-28	5.00	0.54	0.54	0.07	10.67	21.67	15.87

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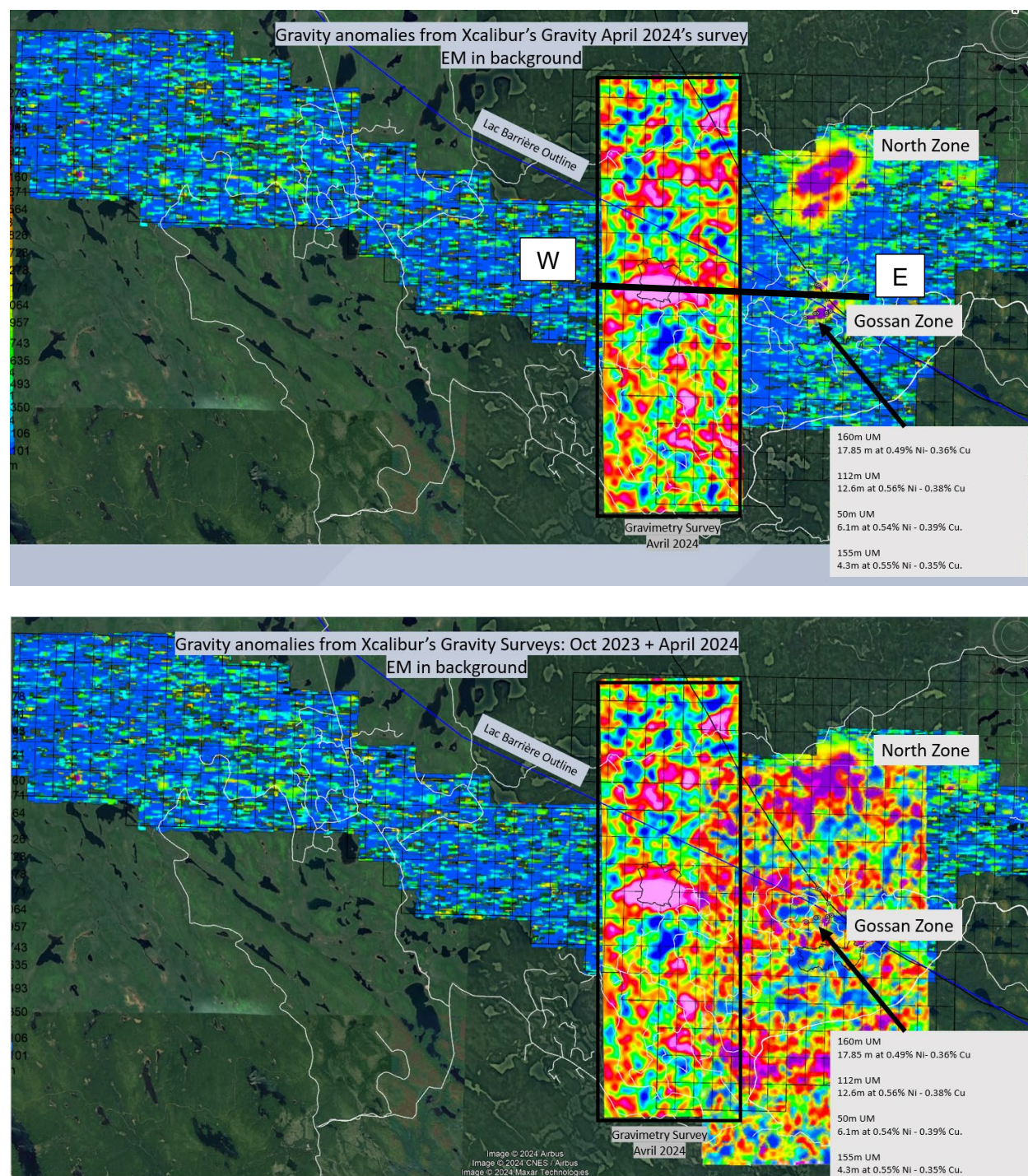


Figure 2: Compilation map of 2021 EM conductive zones together with; the April 2024 Gravity survey (top) and together with the combined 2023-24 airborne Gravimetry surveys (bottom). The large North Zone EM target has not been drilled tested. A new target was generated from the April 2024's gravimetry 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).

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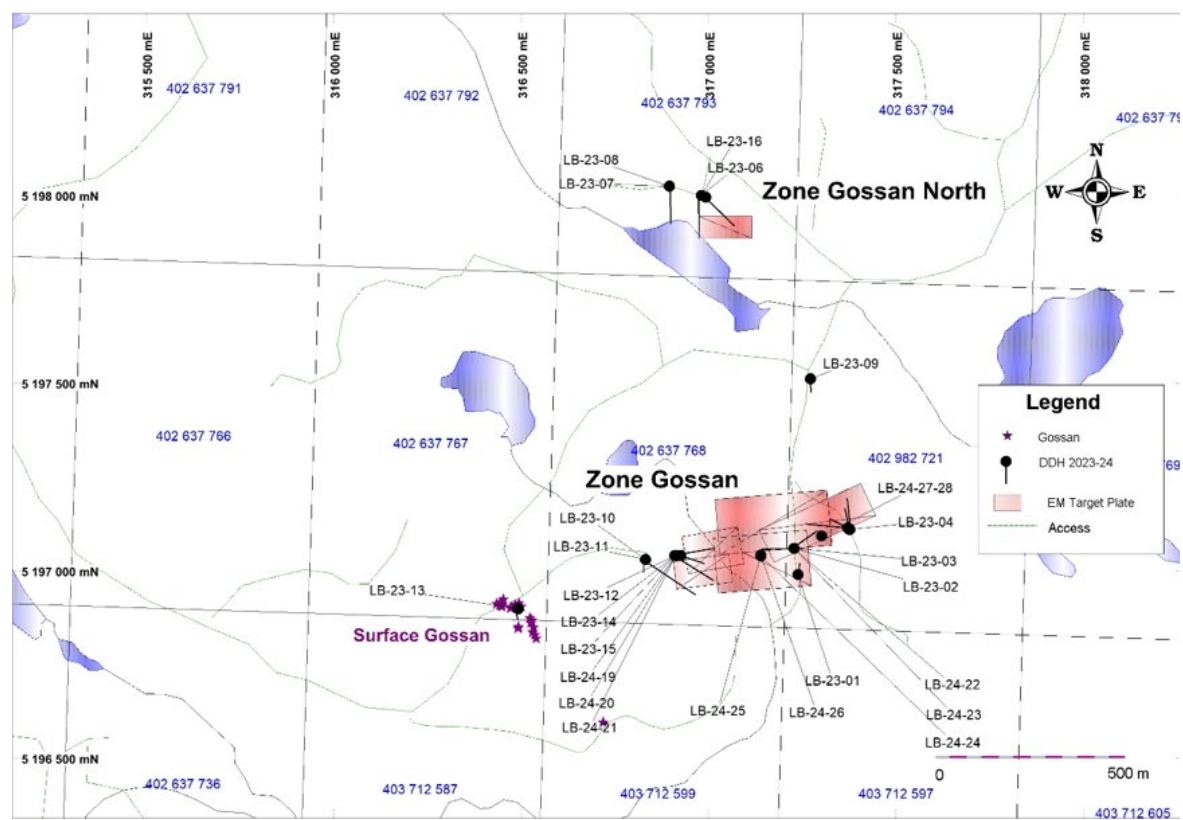


Figure 3: Surface map showing location for the 28 drill holes of 2023-24 drilling.

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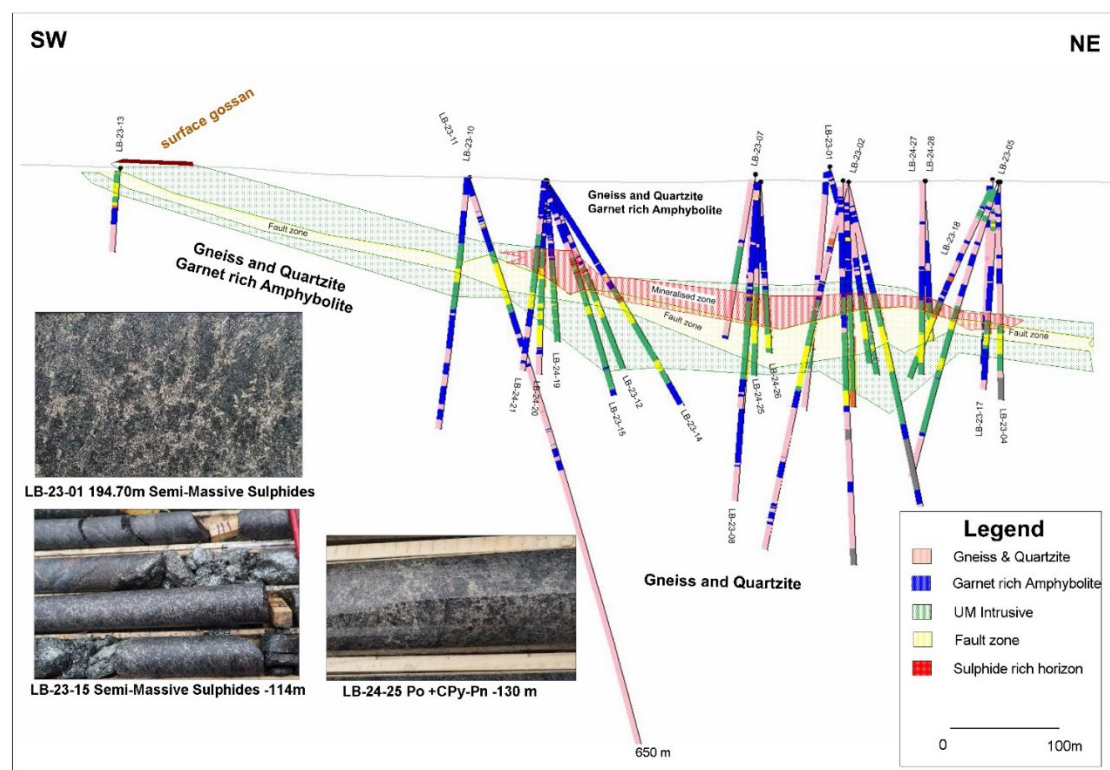


Figure 4: SW-NE longitudinal cross-section showing the UM intrusive and the Ni-Cu mineralized horizon.

Target 900 and regional potential at the Lac Brulé property.

Ongoing surface regional geological mapping has outlined a very large Intrusive Complex that appears to be deeply rooted (**Figure 5**). The size of the Intrusive Complex is visible at surface due to the extent of a magmatic-originated anorthosite/leucogabbro unit overlaying intrusive pyroxenite members, specifically outlined by the 735m of undeformed and unmetamorphosed magmatic pyroxenite of hole LB-24-29 (**Figure 6**). The shape of the Intrusive Complex was defined using the combination of magnetic surveys together with detailed geological mapping of more than 160 and 25 surface outcrops of magmatic anorthosite/leucogabbro and pyroxenite.

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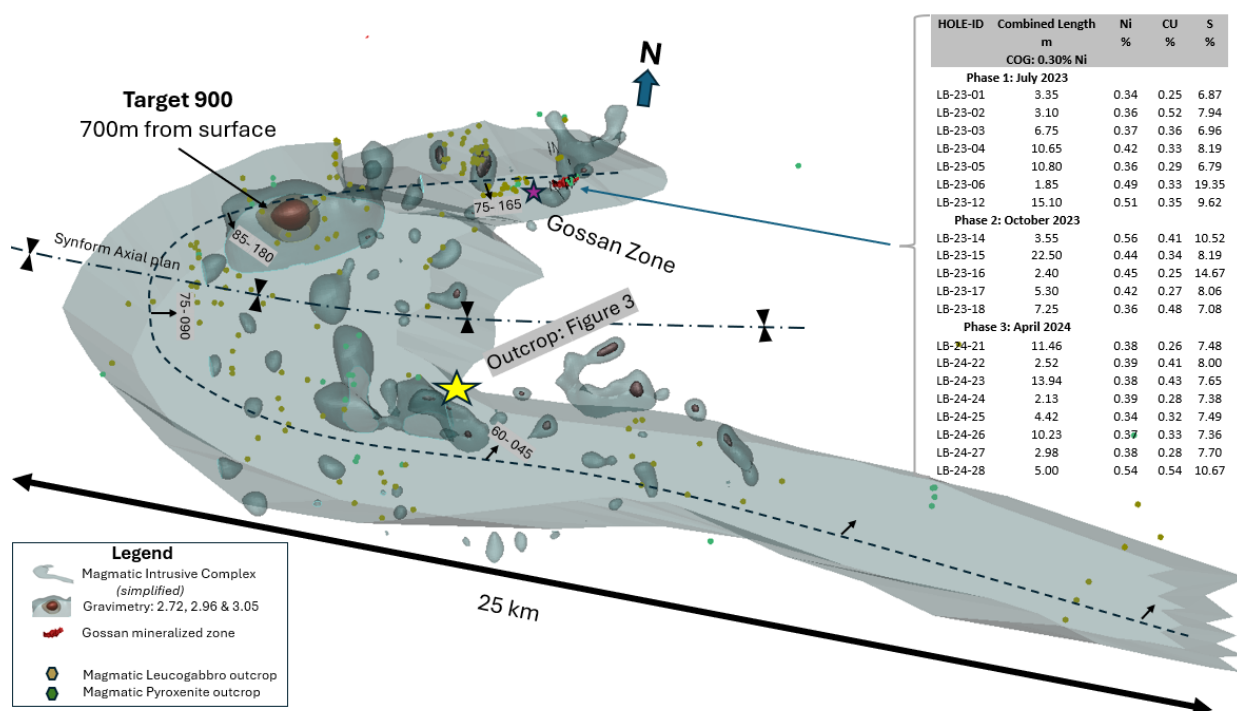


Figure 5: 3D Cartoon representation of the Intrusive Complex at the Lac Brulé. The Target 900 is located on the northern flank and at the hinge of a large synform fold.

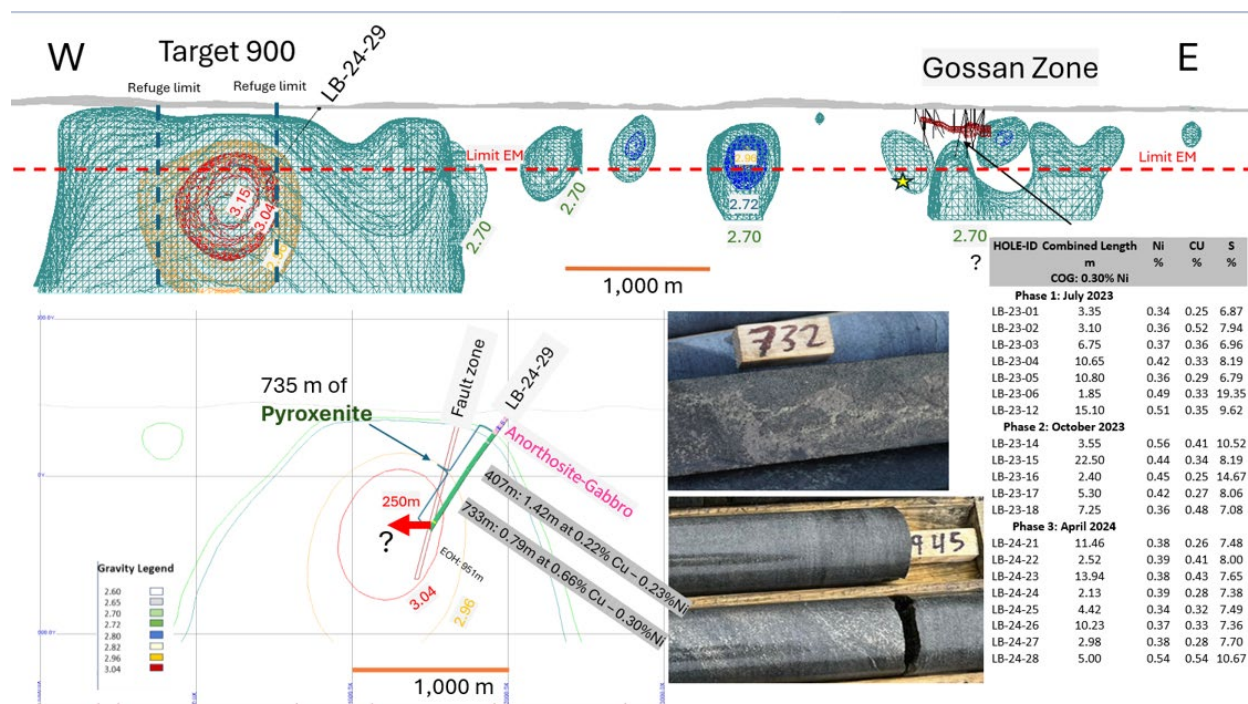


Figure 6: E-W Cross-Section (Figure 2) at the Target 900 newly discovered Intrusive Complex showing the LB-24-29 with Po-CPy-Pn mineralisation. The hole misses the core of the anomaly by approximately 250m and was terminated due to technical reasons. Despite missing the core, the hole intersected several mineralised zones indicative of the mineralised potential of the entire system.

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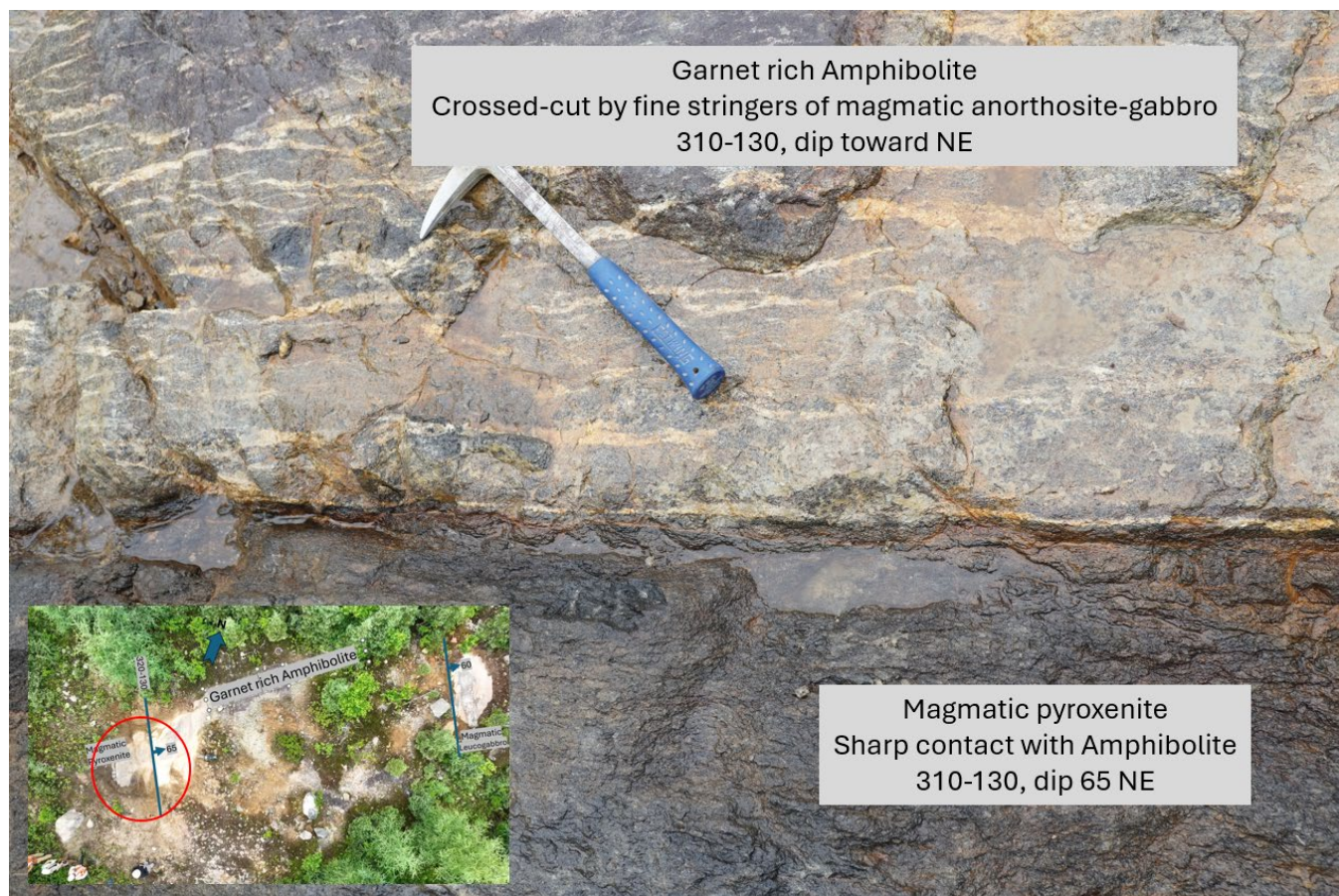


Figure 7: Outcrop showing evidence for the Intrusive Complex showing older garnet rich amphibolite unit injected with stringers of anorthosite followed by a magmatic pyroxenite unit. The anorthosite and pyroxenite are both part of the Intrusive Complex.

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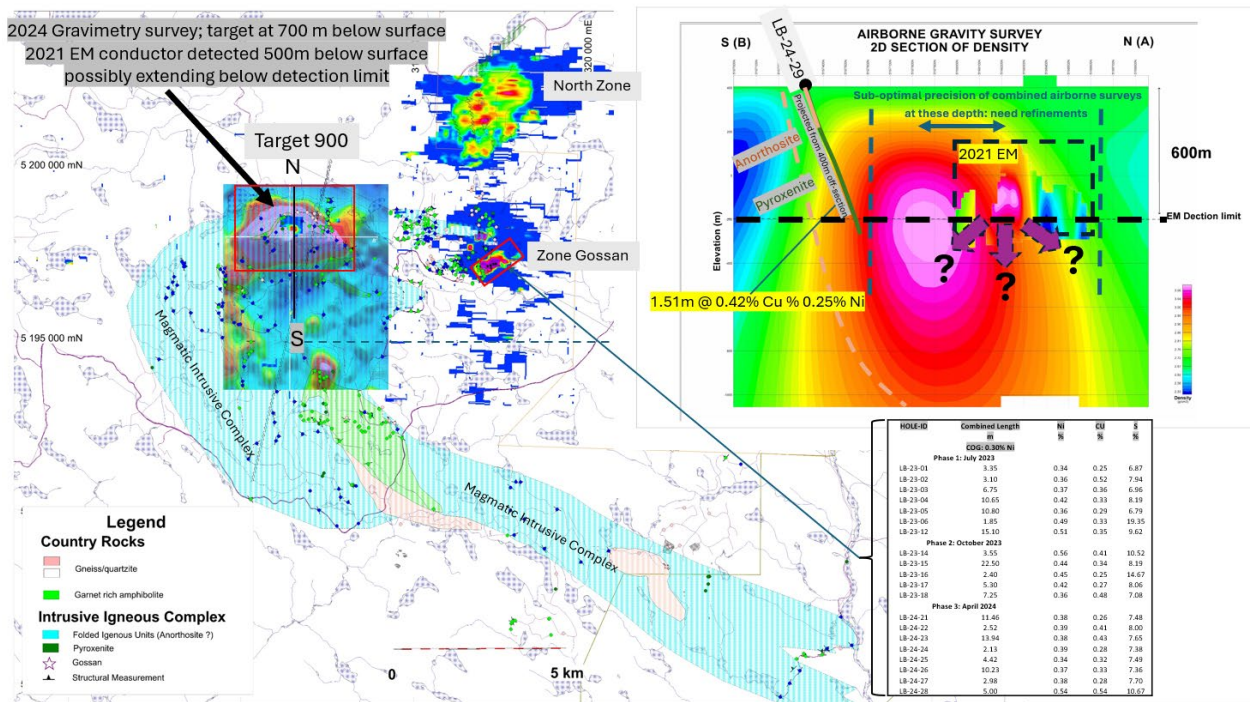


Figure 8: Geophysical and geological compilation near the Target 900 zone. A N-S cross-section is shown on the top right with the trace of LB-24-29. An EM target (Xcalibur survey 2021) start at 500 m below surface and appear to extend below detection limit and coincide with the very strong gravity target.

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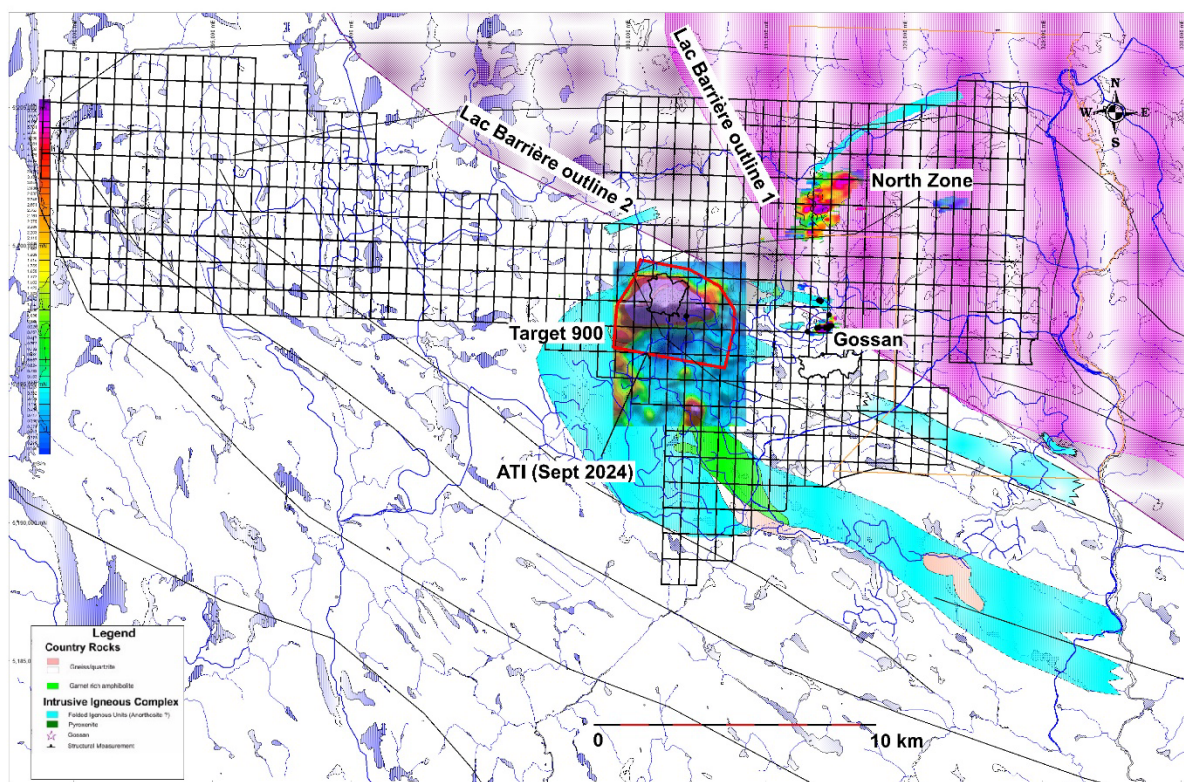


Figure 9 Surface map showing main geology, claims layout and the surface area for the ATI-118 including the "Refuge Biologique".

GEOLOGICAL HIGHLIGHTS FOR THE LAC BRULÉ'S INTRUSIVE COMPLEX:

The regional geology can be summarized by the following sequence of facies.

- 1- Gneiss and Quartzite
- 2- Garnet rich Amphibolite
- 3- Magmatic Intrusive Sequence
 - Folded and foliated diorite (leucogabbro-diorite-norite occasionally grouped under a field name "Anorthosite")
 - Peridotite-Pyroxenite
 - Mineralised Pyroxenite – Gossan Zone

At the gossan outcrop the magmatic mafic horizon is remarkable and easily identifiable by the wide gossan presents on the surface (more than 400 m long and 60 m wide). The gossan consists mainly of massive pyroxenite with large poecilitic crystals of pyroxene (and / or amphibole) with inclusions of serpentine olivine. It also has puddles of interstitial sulfides (up to 5%). The latter are mainly formed of chalcopyrite, pyrrhotite, pentlandite and rare pyrite.

The country rocks are affected by high grade metamorphism, varying from amphibolite facies to granulite facies. The regional structure has significant deformations, but it is notable that the regional foliation is characterized by a very low dip of 15 to 20 °.

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

Up to 75 samples were carefully collected during the 2023-24 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 pyroxenite and peridotite, both intruding the highly metamorphic host rock sequence. The 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.

The summer 2024 geological mapping further outlined the magnitude of late intrusive complexes. Figures 5, 7 and 8 are showing the extend of the meta-foliated and strongly deformed diorite-leucogabbro units (often called with field name of anorthosite). The foliated diorite-leucogabbro appear to be instrumental as a host for a serie of younger mafic and ultramafic intrusive caring Cu-Ni mineralisation.

In contrast to the visible deformation of the folded and foliated diorite sequence, the younger mafic to ultramafic magmatic units present, overall, a very low level of deformation and or metamorphism. It can be observed on surface outcrops and on boreholes, including LB-24-29, that the peridotite and pyroxenite sequences show unmetamorphosed coarse-grained textures.

LAC BRULÉ NI-CU MINERALISATION: STRONG SIMILARITIES WITH THE FORMER RENZY NI-CU MINE

SRQ has compared the geological sequence and the associated mineralisation at both the Lac Brulé and the historic Renzy Ni-Cu mine. Detailed petrological and mineralogical investigations by Professor Christian Picard have confirmed the presence, at both sites, of several pyroxenite and peridotite sequences impregnated with disseminated to semi-massive mineralisation of pyrrhotite, chalcopyrite and pentlandite, all obviously intrusive in an Archean or Proterozoic sequence of paragneiss and garnet-rich amphibolite.

As at the Lac Brulé site, the Renzy sequence is made up of alternating bands of werhlites and olivine pyroxenites which present olivine paragenesis type Fo84, enstatite, diopside in a poecilitic matrix of magnesio-hornblende with traces of phlogopite. Werhlites and pyroxenites also present a magmatic bedding with subvertical free contacts, oriented NE-SW, which contrasts with the slightly sloping foliation of the paragneiss. All of these data unambiguously suggest that the Renzy complex is intrusive in the paragneiss.

At Renzy, the pyroxenites and werhlites in its mineralisation present scattered puddles (2-3%) arranged interstitially between the silicates, and consisting in order of abundance of pyrrhotite, chalcopyrite and cobalt-bearing pentlandite (**Figure 10**), again in all respects comparable to Lac Brulé.

A few mineralised blocks of olivine pyroxenite and werhlite, remnants of past work, were collected at the Renzy site. These blocks have the same paragenesis at: olivine type Fo84, enstatite, diopside, poecilitic magnesio-hornblende and phlogopite. Depending on the sample, they contain 15% to 70% semi-massive to massive sulphides with a net texture (net-textured type). They comprise the same proportions of pyrrhotite, chalcopyrite, and pentlandite with traces of pyrite and ilmenite. They also contain some platinum group minerals (merenskyite, hessite, etc.). It should be noted that as at Lac Brulé, the pentlandite is cobalt-rich with Co contents of 2% to 4%.

To date, such semi-massive and massive sulphides have not been found in abundance at the Lac Brulé site. However, the many petrographic and structural similarities between the two sites, coupled with the results from very preliminary exploration on Lac Brulé, demonstrate that they are very similar magmatic systems, increasing the probability of a significant discovery.

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More detailed works are ongoing.

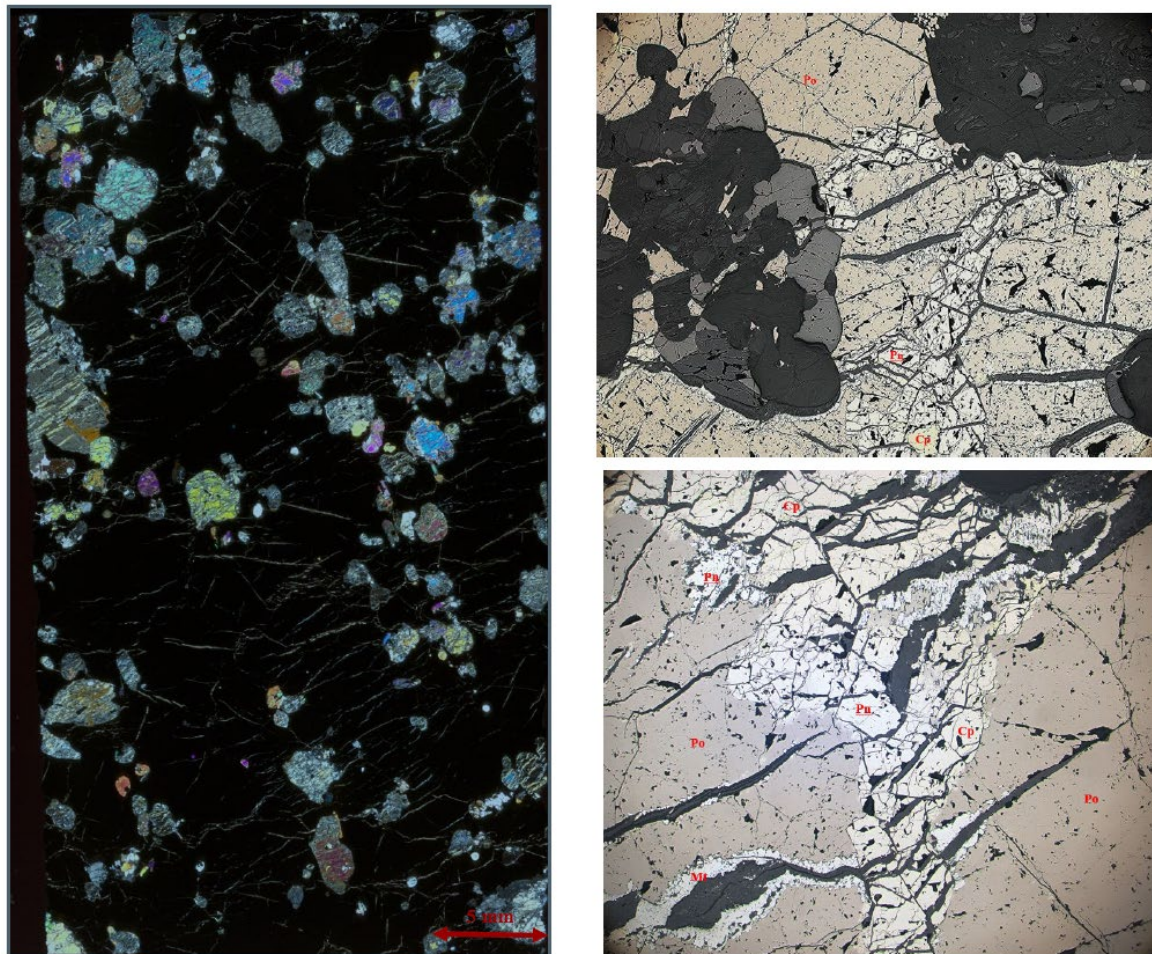


Figure 10 Massive Sulphide Sample from Renzy Containing Pyroxene and Olivine Inclusions The sulphides are composed of pyrrhotite (Po), chalcopryite (Cp,) and cobalt-rich pentlandite (Ni = 35.5 to 36.4 wt%; Co = 2.5 to 4 wt%). Magnetite and ilmenite crystals complete the parageneses.

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OTHER EXPLORATION AREAS

SRQ also owns an additional 603 claims on several groups of claims in good standing (Table 2 & Figure 11).

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

Projet	100% Owned	SNRC	# Claims	Ha
East Pontiac				
Lac Brulé	SRQ Resources Inc	SNRC 31K13-14	594	34,117
Lac Brennan	SRQ Resources Inc	SNRC 31K10	42	2,480
Lac Nigault	SRQ Resources Inc	SNRC 31K11	10	591
Lac Nigault 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	25	1,482
Duncan	SRC Resources Inc	SNRC 31K12, 31L09	18	1,064
Fosse du Labrador				
Redcliff	SRQ Resources Inc	SNRC 24C15-16, 24F02	79	3,714
Nord Chibougamou				
Lac Mont Mord	SRQ Resources Inc	SNRC 32O02	19	1,025
Total			1,134	64,603

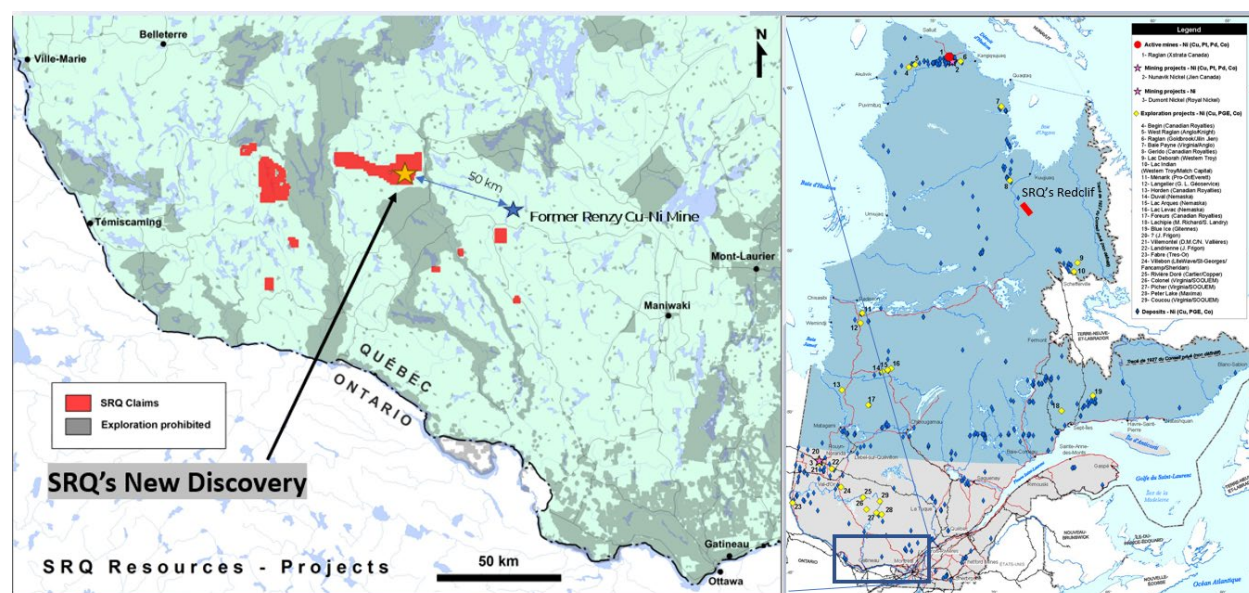


Figure 11: SRQ group of exploration claims in the province of Quebec.

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").

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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 September 30, 2024, the Corporation has an equity of \$691,318 and a working capital of \$622,862, including cash and cash equivalents of \$403,528. 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

	September 30, 2024	December 31, 2023
	\$	\$
Total assets	917,180	2,343,968
Total liabilities	225,862	323,885
Total equity	691,318	2,020,083
Working capital*	622,862	1,951,821

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

ASSETS

Total assets as at September 30, 2024 were \$917,180 compared to \$2,343,968 at December 31, 2023, a decrease of \$1,426,788, mainly due to a decrease in cash and cash equivalents of \$1,332,767, in sales taxes receivable of \$56,969, in property and equipment of \$26,625 and in prepaid expenses of \$10,427.

LIABILITIES

Total liabilities as at September 30, 2024 were \$225,862 compared to \$323,885 at December 31, 2023, a decrease of \$98,023. The decrease is due to flow-through liability by \$148,685, in lease liabilities of \$36,565, offset by an increase in accounts payable and accrued liabilities by \$87,227.

EQUITY

At September 30, 2024, the Corporation had an equity balance of \$691,318 compared to \$2,020,083 at December 31, 2023, a decrease of \$1,328,765. The decrease is due change in accumulated net deficit of \$1,528,621, offset by the increase in stock-based compensation of \$199,856.

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OPERATING RESULTS ANALYSIS

	Three-month period ended September 30,		Nine-month period ended June 30,	
	2024	2023	2024	2023
	\$	\$	\$	\$
Revenues			-	-
Net loss (income)	334,586	810,864	1,528,621	1,053,843
Net loss per share	0.01	0.04	0.05	0.05

THREE-MONTH PERIOD ENDED SEPTEMBER 30, 2024 COMPARED TO THE THREE-MONTH PERIOD ENDED SEPTEMBER 30, 2023

For the three-month period ended September 30, 2024, the Corporation recorded a net loss of \$334,586 compared to \$810,864 for the same period in 2023, a decrease of \$476,278.

Exploration and evaluation expenses decreased by \$406,416 from the same period in 2023, mainly due to an decrease in exploration expenses attributed to the Lac Brulé property by \$585,506, related to timing of exploration campaigns, offset by an increase in amortization by \$9,327, in First Nations consultancy by \$4,763 and 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 decreased by \$83,349 from the same period in 2023, mainly due to a decrease in the non-cash item share based payments of \$89,174, and in salaries and benefits of \$13,212, offset by an increase in general and office expenses of \$33,653.

Increase in other income is comprised of flow through liability amortization of \$14,252, offset by a decrease in interest revenue by \$10,083.

NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2024 COMPARED TO THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2023

For the nine-month period ended September 30, 2024, the Corporation recorded a net loss of \$1,528,621 compared to \$1,053,843 for the same period in 2023, an increase of \$474,778.

Exploration and evaluation expenses increased by \$366,426 from the same period in 2023, mainly due to an increase in exploration expenses attributed to the Lac Brulé property by \$92,505, in amortization by \$29,709, in First Nations consultancy by \$14,212 and 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 \$264,075 from the same period in 2023, as the Corporation was pre-spin-out for the first half of 2023. Increases in expenses is mainly due to an increase in share based payments by \$64,221 from the September 2023 grant, in general and office expenses of \$128,769, in professional and consulting fees of \$51,338 and in salaries and benefits of \$13,329.

Increase in other income was mostly comprised of flow through liability amortization of \$148,685 and an interest revenue increase of \$6,998.

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CASH FLOWS ANALYSIS

	Three-month period ended September 30,		Nine-month period ended September 30,	
	2024	2023	2024	2023
	\$	\$	\$	\$
Cash required by operating activities	(296,100)	(649,285)	(1,286,355)	(838,214)
Cash required by investing activities	-	(3,735)	(7,429)	(25,459)
Cash (required) generated by financing activities	(9,745)	-	(38,983)	2,100,000

THREE-MONTH PERIOD ENDED SEPTEMBER 30, 2024 COMPARED TO THE THREE-MONTH PERIOD ENDED SEPTEMBER 30, 2023

Operating Activities

For the three-month period ended September 30, 2024, operating activities required cash flows of \$296,100 compared to \$649,285 for the same period in 2023, a decrease in cash consumption of \$383,529. The variation is due to the timing of exploration campaigns between 2023 and 2024, resulting in a decrease in net loss after adjustments of items not affecting cash, which went from requiring \$673,796 in Q3 2023 to \$290,267 in Q3 2024 and by the change in non-cash working capital items which went from generating \$24,511 in Q3 2023 to requiring \$5,833 in Q3 2024.

Investing Activities

For the three-month period ended September 30, 2024, there were not investing activities, compared to to \$3,735 for the same period in 2023, related to computers acquisition.

Financing Activities

For the three-month period ended September 30, 2024, lease liabilities required \$9,745..

NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2024 COMPARED TO THE NINE-MONTH PERIOD ENDED SEPTEMBER 30, 2023

Operating Activities

For the nine-month period ended September 30, 2024, operating activities required cash flows of \$1,286,355 compared to \$838,214 for the same period in 2023, an increase of cash consumption of \$448,141. The variation is due to an increase in net loss after adjustments of items not affecting cash, which went from requiring \$914,974 in 2023 to \$1,440,977 in 2024, offset by the change in non-cash working capital items which went from generating \$76,760 in 2023 to \$154,622 in 2024.

Investing Activities

For the nine-month period ended September 30, 2024, investment in exploration equipment required \$7,429, compared to an investment in exploration equipment of \$25,459 for the same period in 2023.

Financing Activities

For the nine-month period ended September 30, 2024, lease liabilities required \$38,983, compared to a cash injection of \$2,100,000 by the previous parent corporation in 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.

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	Sep 30, 2024	Jun 30, 2024	Mar 31, 2024	Dec 31, 2023	Sep 30, 2023	Jun 30, 2023	Mar 31, 2023	Dec 31, 2022
	\$	\$	\$	\$	\$	\$	\$	\$
Revenue	-	-	-	-	-	-	-	-
Net loss (income)	334,586	785,400	408,635	495,672	810,864	196,773	46,206	(88,732)
Net loss per share ⁽¹⁾	0.01	0.03	0.01	0.02	0.04	0.01	0.00	0.00

(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 and nine-month periods ended September 30, 2024 and 2023, and the year ended December 31, 2023, the following related party transactions occurred in the normal course of operations:

- Lease payments, exploration expenses and general and administrative expenses of \$12,746 and \$44,959 for the three and nine-month periods ended September 30, 2024, respectively (\$56,111 and \$90,819 for the three and nine-month period ended September 30, 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 September 30, 2024, \$nil 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 and nine-month periods ended September 30, 2024 and 2023, the remuneration awarded to key management personnel (including the amounts above) is as follows:

	Three-month periods ended September 30,		Nine-month periods ended September 30,	
	2024	2023	2024	2023
	\$	\$	\$	\$
Salaries and benefits	-	18,000	36,000	18,000
Consulting and professional fees	68,500	50,500	169,500	50,500
Share-based payments	40,609	118,550	174,681	118,550
	109,109	187,050	380,181	187,050

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.

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OUTSTANDING SHARE DATA

	Number of Shares Outstanding (Diluted)
SRQ outstanding shares as of November 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	1,458,750	0.27
	1,945,000	1,458,750	

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,

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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

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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 Corporation's 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.

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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.