MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2025

300 – 1055 West Hastings Street, Vancouver,
British Columbia, V6E 2E9

April 30, 2026

OVERVIEW

The following is management's discussion and analysis ("MD&A") of Heritage Mining Ltd. ("Heritage" or the "Company"), prepared as of April 30, 2026. This MD&A should be read together with the audited financial statements for the years ended December 31, 2025 and 2024 and related notes. Financial amounts are expressed in Canadian dollars unless otherwise specified.

Certain information included in this MD&A may constitute forward-looking statements. Statements in this report that are not historical facts are forward-looking statements involving known and unknown risks and uncertainties, which could cause actual results to vary considerably from these statements. Readers are cautioned not to put undue reliance on forward-looking statements.

The Company's audited financial statements for the years ended December 31, 2025 and 2024 have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Additional information related to Heritage is available on SEDAR+ at www.sedarplus.ca.

DESCRIPTION OF COMPANY'S BUSINESS

The Company was incorporated on October 18, 2019, under the Business Corporations Act (British Columbia). The Company is engaged in the business of exploration of gold and other metals across Canada. The Company's registered office is at 2300 – 550 Burrard Street, Vancouver, British Columbia, V6C 0B3.

The Company's continuation as a going concern is dependent upon the successful results from its mineral property exploration activities and its ability to attain profitable operations and generate funds there from and/or raise equity capital or borrowings sufficient to meet current and future obligations. These financial statements have been prepared with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business rather than through a process of forced liquidation. The operations of the Company were primarily funded by the issuance of share capital. The issuance of additional equity securities by the Company may result in significant dilution to the equity interests of current shareholders. The Company's future capital requirements will depend on many factors, including operating costs, the current capital market environment and global market conditions. The Company has multiple projects within its portfolio that may be sold or optioned given favourable market conditions as an alternative to issued equity securities. The Company also during the year successfully performed diamond drilling services to a third party providing another possible alternative to fund the company's capital requirements when compares to issuing equity securities. The Company has also leased to own key drilling equipment and exercised its option to own the equipment outright. This equipment can be rented out recover costs of drilling on its projects.

OVERALL PERFORMANCE

EXPLORATION PROJECTS

Overall, the industry is experiencing high demand on specialized labor such as geologists, drilling contractors etc., supporting a risk of higher than anticipated costs. Above average inflationary pressures further increase this risk of higher than expected costs. Furthermore, to the Company's benefit, the decision to bring drilling operations "in house" provides a cost and operational advantage within an environment where the price of gold and other precious and base metals remains strong, supporting the ability to raise sufficient capital to maintain and execute on operations. In order to mitigate this risk to an acceptably low level, the Company has taken proactive measures in its initial planning, budgeting and cost management to ensure the long-term success of the Company and its ability to generate value to current and future stakeholders. Furthermore, the Company can recover costs from drilling through drilling equipment rental supporting lower operating cost within a high-cost environment.

Melba Project

On September 22, 2025 the Company executed an asset purchase agreement with Advanced Gold Exploration Inc. ("Vendor") to acquire a 75% interest in the Melba Project.

Melba, located ~22km northeast from Kirkland Lake and 90km southeast of Timmins in Northeastern Ontario, Canada. The claim package includes single cell mining claims spanning 1,522.70 hectares and one mining lease. Melba lies along the Ross Fault, which is a splay off of the Porcupine-Destor Fault Zone and is associated with development stage and historic producing gold mines: McEwen Mine (Grey Fox Mine, +1Moz Au) ~22km away, and the Ross Mine (+1Moz Au) ~16km away.

Project Stage:
The project is at the brown field exploration stage project and along trend of significant, past producers (Ross Mine). We believe this is supportive to a trend continuation and will work systematically to develop what we believe to be an extension of the trend.

Commodity:
The project hosts gold, silver and base metal indicators, supporting our decision to enter into the agreements.

Region:
The project is located in a below geo-political risk jurisdiction (Ontario, Canada). Ontario is a mature mining district and globally recognized.

Exploration Upside:
We believe there is significant prospective geologic terrane translating to strong expansion upside that could result in economic discovery.

Technical Simplicity:
In our opinion, the project has never been systematically developed since 1937 on a consolidated bases with all of the available current data.

Established Historic Mining Jurisdiction:
The project is located close to infrastructure and skilled labour supporting the likelihood of future economic production.

Purchase Price:

The consideration payable by Heritage to the Vendor for the 75% ownership interest in the Melba Mine shall be $50,000 payable in cash to the Vendor for technical services over a 12 month period payable in equal $4,166.67 monthly instalments, with the first instalment payable on the Closing Date (the "Cash Consideration"). Heritage also agrees to pay the Vendor the Consideration Shares (as defined below) (the Cash Consideration and the Consideration Shares collectively being the "Purchase Price").

Heritage shall issue the Vendor $350,000 worth of common shares ("Consideration Shares"), issuable as follows:

a) $87,500 in Common Shares issuable on the Signing Date at a deemed price equal to the Market Price (2,916,667 shares issued);

b) $87,500 in Common Shares issuable on December 21, 2025 (3,854,625 shares issued subsequently);

c) $87,500 in Common Shares issuable on March 21, 2026; and

d) $87,500 in Common Shares issuable on June 19, 2026.

Drayton - Black Lake Project

The Drayton-Black Lake project is the consolidation of the Drayton Black Lake option agreement and Zarn Lake option agreement and Split Lake Property. On November 25, 2021, the Company entered into an option agreement to acquire a 90% interest in the Drayton – Black Lake Property. On January 6, 2022, the Company entered into an option agreement to acquire a 100% interest in the Zarn Lake property contiguous with the Drayton - Black Lake Project. On August 25, 2022, the Company entered into a definitive agreement for 100% of the Split Lake property from Bounty Gold Corp. The Property is located in the Kenora District in Northwestern Ontario approximately 25 km east of the town of Sioux Lookout, Ontario and approximately 350 km northwest of the city of Thunder Bay, Ontario. The property is approximately 15,257 ha. The property adjoins NexGold Mining Corp's ("NexGold") Goliath Gold Complex (Goliath, Goldlund and Miller Projects) and is along the Eagle-Wabigoon-Manitou Greenstone Belt with over 176 holes drilled on the property.

The property hosts multiple precious and base metal mineralized structural zones. The Company entered into the option agreements regarding Drayton Black Lake as the project characteristics align with the Company project evaluation criteria: project stage, commodity, region, exploration upside, technical simplicity, established historic mining jurisdiction.

Below is a description of the mentioned categories and how the project supported further work justification going forward.

Project Stage:
The project is at the exploration stage and along trend of significant, recent development projects (NexGold). We believe this is supportive to a trend continuation and will work systematically to develop what we believe to be an extension of the trend.

Commodity:
The project hosts gold, silver and base metal indicators, supporting our decision to enter into the agreements.

Region:
The project is located in a below geo-political risk jurisdiction (Ontario, Canada). Ontario is a mature mining district and globally recognized.

Exploration Upside:
We believe there is prospective geologic terrane translating to strong expansion upside that could result in economic discovery.

Technical Simplicity:
In our opinion, the project has never been systematically developed on a consolidated bases with all of the available current data.

Established Historic Mining Jurisdiction:
The project is located close to infrastructure and skilled labour supporting the likelihood of future economic production.

On November 25, 2021, the Company entered into an option agreement, amended on November 21, 2023, December 29, 2023, and October 23, 2024, to acquire a 90% interest in the Drayton - Black Lake Property. The Company paid $20,000 upon signing the letter of intent and is required to make staged option payments, common share issuances and minimum spend requirements over a four year period. To earn a 51% interest in the property, the Company must:

- Issue 2,800,000 shares within 10 business days upon a go public transaction (issued);
- Pay $150,000 cash (paid), issue 1,100,000 common shares (issued) and incur $500,000 in project expenditures on or before November 25, 2022 (incurred);
- Issue 1,350,000 common shares (issued) and incur $1,000,000 in project expenditures on or before November 25, 2023 (incurred);
- Issue 6,000,000 units on or before January 12, 2024, with each unit consisting of one common share and one warrant to purchase a common share in the capital of the Company at a price of $0.075 for a period of 24 months from the date of issue (issued); and
- Issue 1,100,000 common shares (issued), issue 3,000,000 units (issued), with each unit consisting of one common share and one warrant to purchase a common share in the capital of the Company

at a price of $0.10 for a period of 36 months from the date of issue, and incur $1,000,000 in project expenditures (incurred) on or before January 25, 2025 to earn 51% interest in the property.

To earn an additional 39% interest (for an aggregate 90% interest in the Property), the Company must:

- Issue 1,100,000 common shares and incur $2,500,000 in project expenditures on or before November 25, 2026 to earn 90% interest in the property.

The optionor is also entitled to a cash payment upon the establishment of any mineral resources in the Drayton - Black Lake Project equal to $1.00 per ounce of gold equivalent capped at $10M.

The optionor has the option to maintain a 10% interest in the project through a joint venture agreement or take back a royalty described below upon the presentation of a feasibility study:

- 2% NSR on unincumbered land – Buyback 1% for $2M
- 1% NSR on Drayton - Black Lake Claims – Buyback 0.5% for $1M

The Company must spend a minimum of $500,000 per year through to the presentation of a feasibility study.

Split Lake Property

The Company entered into a definitive asset purchase agreement with Bounty Gold Corp. ("Bounty") dated August 25, 2022 (the "Agreement") whereby it will acquire fifty (50) mining claims in the Split Lake zone (the "Split Lake Property") adjacent to Heritage's flagship Drayton-Black Lake Project. Pursuant to the terms of the Agreement, Heritage will acquire a 100% interest in the Split Lake Property in exchange for issuing Bounty 100,000 Common Shares (issued September 1, 2022), paying Bounty $5,000 in cash (paid) and granting Bounty a 1% net smelter return royalty (the "NSR") on the Split Lake Property at closing, one-half (0.5%) of such NSR may be purchased for $500,000 by Heritage.

The Company is currently compliant with all option agreements.

On July 17, 2024, on www.sedarplus.ca, the Company announced that it received a report entitled Orientation Survey for Spatiotemporal Geochemical Hydrocarbon Interpretation ("SGH"). The results of the report show a very positive correlation to existing gold mineralization on the property (Alcona Area). Based on these positive results the Company will proceed in using SGH surveys to identify new targets as well as focus in on existing permitted drill target areas.

The Company is also pleased to announce SGH soil results are pending from Zone 3 and Zone 10.

Highlights:

- The overall precision of the SGH analysis for the samples at the Alcona Area Soil Survey was excellent. Mineralization exists at these locations as a vertical projection beneath these anomalies (Figure 3).
- The SGH confidence rating for the Alcona survey assigned to the anomalies averages 5.0 on a scale of 6.0. The rating for the Alcona Orientation Survey results indicates that there is a high probability that gold mineralization is present, thereby supporting a property wide survey.
- Predicted Gold Mineralization complemented by Halo anomaly illustrating possible presence of Redox Zone an environment associated with gold mineralization.
- Zone 3 SGH Soils results are expected within the next week.

For additional details, please see the July 17, 2024 news release on www.sedarplus.ca

On August 28, 2024, on www.sedarplus.ca, the Company provide an update on the completion of its 2024 drilling program at the Zone 3 prospect (additional detail can be seen on the news release). Highlights on the news release included:

- Visible Gold ("VG") observed in hole one (HML24-001).
- The Company has intersected multiple zones of pyrite mineralization with local patchy galena and chalcopyrite. This style of mineralization is known to be associated with gold at the DBL project.

On September 20, 2024, on www.sedarplus.ca, the Company announced the following highlights (additional detail can be seen on the news release).

- Drilling at Zone 3 has identified intrusion-related gold mineralization; a new style of gold mineralization not historically recognized at Drayton-Black Lake Project.
- Quartz – sulphide veins are associated with the gold mineralization at Zone 3, locally multi-meter wide veins cutting both the granitoid and metavolcanic rock types.
- Intrusion-related gold mineralization provides potential for large-tonnage, bulk mineable gold deposits at Drayton-Black Lake.

On November 19, 2024, on www.sedarplus.ca, the Company announced that it has leased an ODR 100 Drill and engaged Minotaur Drilling Inc. as drill operators with over 35 years of experience. Past drilling experience includes contracts at Hudson Bay Mining and Smelting in Flin Flon and Snow Lake, Rio Tinto, Nutrien, Mosaic, Placer Dome, Cogema, Cameco, as well as numerous smaller public and privately funded companies. The majority of the experience (+20 years) has been primarily in the greenstone regions of Northern Manitoba, Northern Ontario and Northern Saskatchewan. The Company looks forward to creating material efficiencies on a go forward basis under this arrangement towards and not limited to its Ontario Project Portfolio. The drill comes complete with all weather equipment set up.

Zone 3: New Areas of Interest Identified for Intrusion-Related Gold Mineralization based on industry experts Brett David and Dr. Gregg Morison Recent Reports from the 2024 site visit and analysis of drill results from September to November 2024, have resulted in an expanded land package totalling 18,907 Ha.

Below is the revised 2024 exploration program pertaining to Zone 3 and surrounding area:

- UAV magnetic survey completed November 2024 along the Lake of Bays Batholith Contact Zone – results pending o Prospecting program – 90% complete along the Lake of Bays Batholith Contact
- IP and Drill permit submitted on newly acquired claims – (Permit Pending)
- Planned Drilling to recommence in short order on permitted areas of Zone 3, Q4 2024

New Millennium area: Recommence Drilling targeting the intersection of two mineralized quartz vein systems in the immediate vicinity of the highest-grade sample on the project to date ~2330 g/t Au.

Zarn Lake Project

On January 6, 2022, the Company entered into an option agreement to acquire a 100% interest in the Zarn Lake property contiguous with the Drayton - Black Lake Project. To earn its 100% interest in the property, the Company paid $20,000 upon signing the option agreement and is required to make staged option payments, common share issuances and minimum spend requirements over a three-year period as follows:

- Issue $50,000 worth of common shares upon completion of a go public transaction (200,000 shares issued);
- Pay $10,000 cash (paid), issue $25,000 worth of common shares (333,333 shares issued) and incur $50,000 in project expenditures on or before January 6, 2023 (incurred);
- Pay $20,000 cash (paid), issue $25,000 worth of common shares (500,000 shares issued) and incur $100,000 in project expenditures on or before January 6, 2024 (incurred); and
- Pay $70,000 cash (paid), issue $50,000 worth of common shares (833,333 shares issued) and incur $250,000 in project expenditures on or before January 6, 2025 (incurred).

The optionor retains a 2% NSR on the property with a buy back of 1% for $1,000,000 and an advance royalty payment of $1,000 per year for each year following the commencement of commercial production after the Company earns 100% of the option agreement.

Contact Bay Project

During Q4 2021 the Company entered into multiple agreements consolidating the ~4,700 hectare property. The property is located approximately 14.5 km south for Dryden Ontario and borders KG Exploration (a wholly owned subsidiary of Kinross). The property is largely underexplored with limited data. However the property hosts multiple precious and base metal occurrences and was acquired at a favorable price.

The project was acquired as its characteristics align with the Company project evaluation criteria outlined below:

Project Stage:
Early exploration stage with little data provide significant project development upside.

Commodity:
Gold, Copper, Nickle, Platinum and Palladium occurrences align with high valued commodities.

Region:
The project is a low geo-political risk jurisdiction. Ontario is a mature mining district and globally recognized.

Exploration upside:
We believe there is prospective geologic terrane translating to strong expansion upside that could result in an economic discovery.

Technical Simplicity:
Significant early stage development work must be completed systematically to development this project.

Established historic mining jurisdiction:
The project is located close to infrastructure and skilled labour, supporting the likelihood of future economic production.

On October 15, 2021, the Company entered into an asset purchase agreement to acquire a 100% interest in the Contact Bay claims from Bounty Gold Corp. To earn its 100% interest in the property, the Company paid $2,000 upon signing the purchase agreement and is required to issue $8,000 worth of common shares upon the go public transaction (32,000 shares issued).

On October 22, 2021, the Company entered into an asset purchase agreement to acquire a 100% interest in the Contact Bay claims from Scott Woolhead. To earn a 100% interest in the property, the Company paid $2,500 upon signing the purchase agreement.

On December 6, 2021, the Company entered into an asset purchase agreement (the "EMX Agreement") to acquire a 100% interest in the Contact Bay claims from EMX Royalties. To earn a 100% interest in the property, the Company paid $15,000 upon signing the asset purchase agreement. EMX Royalties retains a 3% NSR with a 1% buyback provision for $1,500,000. Annual advance royalties are due to EMX Royalties beginning on the third anniversary of the EMX Agreement in the amount of $10,000 per year (common shares of the Company or cash at the Company's discretion) until a maiden resource is issued, after that time an annual advance royalty of $25,000 (common shares of the Company or cash at the Company's discretion) is payable by the Company until production occurs. EMX Royalties is entitled to milestone bonus payments in cash or shares at the Company's discretion following the announcements listed below:

- $100,000 on announcement of maiden resource
- $250,000 on announcement of preliminary economic assessment
- $350,000 on announcement pre-feasibility study
- $500,000 announcement on feasibility study

During the year ended December 31, 2025, the Company accrued $10,000 (2024 - $10,000) for the annual advance royalty payment to EMX. The Company has completed its obligations for the property to date and is in compliance with all agreements.

On November 19, 2024, the Company put out a news release on www.sedarplus.ca announcing:

Rognan Mine

- UAV magnetic survey completed October 2024 – interpretation report pending
- Multiple magnetic anomalies identified near past producing Rognan Mine (see news release)
- IP and Drilling permit approval for Rognan Mine Area anticipated by end of November 2024

Scattergood Project

On May 31, 2024 (the "Signing Date"), the Company entered into an asset purchase agreement to acquire a 100% interest in certain unpatented claims from Shear Gold Exploration Corp. ("Vendor"). To earn its 100% interest in the property, the Company is required to issue $100,000 worth of common shares together with the Royalty grant of 1.5% NSR (0.5% buyback for $500,000) for 4,508.28 Ha. The Common Shares shall be issuable to the Vendor as follows:

- $15,000 Common Shares issuable on the Signing Date at a deemed price equal to the Market Price (300,000 shares issued);
- $35,000 in Common Shares issuable on or within ten (10) Business Days of the six-month anniversary of the Signing Date (the "Anniversary Date") at a deemed price equal to the Market Price (583,333 shares issued); and
- $50,000 in Common Shares issuable on or within ten (10) Business Days of the Closing Date, which is either the 18 month anniversary of the Signing Date at a deemed price equal to the Market Price (issued in 2025).

The Company has an option to accelerate its payments by providing written notice to the vendor no less than ten (10) Business Days prior to the proposed accelerated payment date without incurring any penalty or additional fee.

Highly prospective, significant land position along strike of Dynasty Gold's Thundercloud – Pelham Deposit totaling (260,000 oz Au NI 43-101 Resource) totaling ~ 6,397Ha:

- Numerous intrusives with mineralized contacts in mineralized volcanic host rock effected by complex structural features
- Discovery potential for Au, Cu, Ni, Zn, PGE
- Excellent Access by paved highway and logging roads

SUMMARY OF PROJECT EXPENDITURES

The exploration and evaluation expenses for the Company for the years ended December 31, 2025 and 2024 are summarized as follows:

Year ended December 31, 2025	Drayton – Black Lake	Contact Bay	Zarn Lake	Scattergood	Melba	Other	Total
Acquisition cost	$ 249,720	$ 10,000	$ 70,000	$ 4,480	$ 422,813	$ -	$ 757,013
Assay and drilling	820,463	87,801	-	2,000	54,416	-	964,680
Field work and supplies	461,010	2,590	10,275	-	233,834	-	707,709
Geological and geophysical	438,742	80,707	-	45,921	14,510	7,371	544,096
Travel	94,440	-	-	-	1,106	293	95,839
Cost recoveries – Government grant	(200,000)	-	-	-	-	-	(200,000)
Exploration expenditures	$ 1,864,375	$ 137,943	$ 80,275	$ 52,401	$ 726,679	$ 7,664	$ 2,869,337

Year ended December 31, 2024	Drayton – Black Lake	Contact Bay	Zarn Lake	Scattergood	Other	Total
Acquisition cost	$ 300,750	$ 10,000	$ 95,000	$ 200,000	$ -	$ 605,750
Assay	99,337	-	-	-	-	99,337
Drilling	128,423	-	319	-	-	128,742
Field work and supplies	269,102	1,980	9,768	-	-	280,850
Geological and geophysical	341,069	42,318	1,164	10,707	48,444	443,702
Travel	32,473	3,033	-	-	-	35,506
Cost recoveries – Government grant	(340,000)	-	-	-	-	(340,000)
Exploration expenditures	$ 831,154	$ 57,331	$ 106,251	$ 210,707	$ 48,444	$ 1,253,887

SELECTED ANNUAL INFORMATION

	31-Dec-25	31-Dec-24	31-Dec-23
Revenue	$ -	$ -	$ -
Net loss	(4,156,365)	(3,014,428)	(2,694,714)
Loss per share	(0.03)	(0.04)	(0.07)
Working capital (deficiency)	(624,964)	404,474	113,516
Total assets	899,081	1,104,597	535,641
Total non-current liabilities	56,117	-	13,818
Cost recoveries	(200,000)	(340,000)	(260,000)

SUMMARY OF QUARTERLY RESULTS

The Company's operating results from the last eight quarters are summarized as follows:

	Three months ended			
	31-Dec-25	30-Sep-25	30-June-25	31-Mar-25
Revenue	$ -	$ -	$ -	$ -
Net and comprehensive loss	(1,371,974)	(726,630)	(978,574)	(1,053,187)
Loss per share	(0.01)	(0.01)	(0.01)	(0.01)
	Three months ended			
	31-Dec-24	30-Sep-24	30-June-24	31-Mar-24
Revenue	$ -	$ -	$ -	$ -
Net and comprehensive loss	(1,283,155)	(722,484)	(509,160)	(499,629)
Loss per share	(0.01)	(0.01)	(0.01)	(0.01)

During the three months ended December 31, 2025, net and comprehensive loss increased to $1,371,974 (September 30, 2025 - $726,630) primarily due to higher exploration expenditures of $897,777 (September 30, 2025 – $372,922).

Over the past eight quarters comprehensive losses ranged from a high of $1,371,974 in the fourth quarter of 2025 to a low of $499,629 in the first quarter of 2024. Expenses increased significantly in the fourth quarter of 2025 due to property acquisition payments in both cash and shares incurred as well as an increased exploration program. Variance between quarters is based on the timing of project advancement, due diligence on potential projects, share capital structure changes, and professional/management services. These costs are expected to stabilize during the next few quarters as the Company realized the full protentional of its in house drilling program.

As an exploration stage company, with wholly owned drilling equipment the Company has generated other income totaling $131,238 and may consider this as a possible source of capital in the future to fund its exploration efforts.

The Company is currently in the process of exploring and evaluating its Ontario Project Portfolio provided the Company meets all its cash and minimum spend requirements on the Drayton Black Lake project. The Company notes this is subject to change pending future exploration results.

LIQUIDITY AND CAPITAL RESOURCES

As the Company is junior mineral exploration activities are at its early stage, the Company has to depend on its ability to procure sufficient funding through share offerings to support current and future expenditures. The Company notes that additional capital will be required to significantly advance exploration initiative, however the Company remains well capitalized for current budgeted expenditures for the foreseeable future. The Company anticipates additional capital requirements driven from cash payment and minimum spend requirements under recent options agreements.

As at December 31, 2025, the Company had net working capital deficit of $624,964 (2024 – working capital of $404,474) and accumulative deficit of $13,497,034 (2024 – $9,340,669). The cash component of working capital as at December 31, 2025, was $209,669 (2024 – $558,277). As the Company will not generate funds from operations for the foreseeable future, the Company is primarily reliant upon the sale of equity securities and debt in order to fund operations.

Since inception, the Company has funded limited operations through the issuance of equity securities on a private placement basis. This has permitted the Company to carry out limited exploration and ongoing expenses. The Common Shares started trading on the Exchange on August 26, 2022, under the symbol "HML".

Share transactions for the year ended December 31, 2025:

On January 17, 2025, the Company issued 1,100,000 common shares at a value of $66,000 and 3,000,000 units at a value of $180,000 as part of the exercise of its option to acquire a 51% ownership interest in the Drayton - Black Lake Project. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.10 until January 17, 2028.

On January 17, 2025, the Company issued 879,375 common shares valued at $52,763 for debt settlements.

On April 4, 2025, the Company completed the first tranche of a non-brokered private placement by issuing 1,870,000 units at a price of $0.05 per unit for gross proceeds of $93,500. Proceeds were allocated $65,450 to share capital and $28,050 to reserves using the residual method. The Company also issued 14,050,000 flow-through units at a price of $0.05 per flow-through unit for gross proceeds of $702,500. Proceeds were allocated $491,750 to share capital and $210,750 to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.10 until April 4, 2030.

The Company paid $46,475 in finders' fees and issued 729,500 compensation options entitling the holder to purchase one additional common share at an exercise price of $0.05 until April 4, 2028. The compensation options have an estimated fair value of $20,300, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 3 years, volatility 154.95%, risk-free rate 2.39%, dividend yield 0%.

On April 4, 2025, the Company issued 200,000 common shares at a value of $7,000 pursuant to debt settlements.

On April 17, 2025, the Company completed the second tranche of a non-brokered private placement by issuing 3,650,000 units at a price of $0.05 per unit for gross proceeds of $182,500. Proceeds were allocated $146,000 to share capital and $36,500 to reserves using the residual method. The Company also issued 1,000,000 flow-through units at a price of $0.05 per flow-through unit for gross proceeds of $50,000. Proceeds were allocated $40,000 to share capital and $10,000 to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.10 until April 17, 2030.

The Company paid $15,808 in finders' fees and issued 28,000 compensation options entitling the holder to purchase one additional common share at an exercise price of $0.05 until April 17, 2028. The compensation options have an estimated fair value of $900, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 3 years, volatility 154.85%, risk-free rate 2.54%, dividend yield 0%.

On April 17, 2025, the Company issued 1,500,000 common shares at a value of $60,000 pursuant to debt settlements.

On April 17, 2025, the Company issued 2,180,000 common shares at a value of $87,200 to officers and directors pursuant to bonuses.

On May 14, 2025, the Company completed a non-brokered private placement by issuing 3,000,000 flow-through units at a price of $0.05 per flow-through unit for gross proceeds of $150,000. The premium paid by investors was determined to be $0.015 per share. Accordingly, $45,000 was recorded as flow through premium and $Nil was allocated to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.10 until May 14, 2030.

The Company paid $12,000 in finders' fees and issued 240,000 compensation options entitling the holder to purchase one additional common share at an exercise price of $0.05 until May 14, 2028. The compensation options have an estimated fair value of $6,700, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 3 years, volatility 154.79%, risk-free rate 2.61%, dividend yield 0%.

On June 20, 2025, the Company issued 1,522,480 common shares at a value of $53,287 pursuant to debt settlements.

On August 1, 2025, the Company completed a non-brokered listed issuer financing exemption by issuing 17,687,713 units at a price of $0.035 per unit for gross proceeds of $619,070. Proceeds were allocated $530,630 to share capital and $88,440 to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until August 1, 2028.

The Company paid $44,716 in finders' fees and issued 1,238,140 compensation units entitling the holder to purchase one additional compensation unit at an exercise price of $0.035 until August 1, 2028. The compensation options have an estimated fair value of $58,900, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 3 years, volatility 154.01%, risk-free rate 2.70%, dividend yield 0%. Each compensation unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until August 1, 2028.

On August 14, 2025, the Company completed a non-brokered listed issuer financing exemption by issuing 500,000 units at a price of $0.035 per unit for gross proceeds of $17,500. Proceeds were allocated $14,000 to share capital and $3,500 to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until August 14, 2028.

The Company paid $998 in legal fees and issued 35,000 compensation units entitling the holder to purchase one additional compensation unit at an exercise price of $0.035 until August 14, 2028. The compensation units have an estimated fair value of $1,400, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 3 years, volatility 154.27%, risk-free rate 2.69%, dividend yield 0%. Each compensation unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until August 14, 2028.

On October 17, 2025, the Company issued 2,916,667 common shares at a value of $87,500 as part of the acquisition payments for the Melba project.

On November 26, 2025, the Company completed the first tranche of a non-brokered private placement by issuing 2,000,000 units at a price of $0.025 per unit for gross proceeds of $50,000. Proceeds were allocated $40,000 to share capital and $10,000 to reserves using the residual method. The Company also issued 16,071,464 flow-through units at a price of $0.028 per flow-through unit for gross proceeds of $450,001. The premium paid by investors was determined to be $0.003 per share. Accordingly, $48,214 was recorded as flow through premium and 80,375 was allocated to reserves. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until November 26, 2030.

The Company paid $28,000 in finders' fees and issued 1,125,003 compensation units entitling the holder to purchase one additional compensation unit at an exercise price of $0.05 until November 26, 2030. The compensation units have an estimated fair value of $39,800, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 5 years, volatility 156.12%, risk-free rate 2.72%, dividend yield 0%. Each compensation option unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until November 26, 2030.

On December 12, 2025, the Company completed the second tranche of a non-brokered private placement by issuing 2,000,000 units at a price of $0.025 per unit for gross proceeds of $50,000. Proceeds were allocated $40,000 to share capital and $10,000 to reserves using the residual method. The Company also issued 1,992,855 flow-through units at a price of $0.028 per flow-through unit for gross proceeds of $55,800. The premium paid by investors was determined to be $0.003 per share. Accordingly, $5,978 was recorded as flow through premium and $9,964 was allocated to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until December 12, 2030.

The Company paid $3,906 in finders' fees and issued 139,500 compensation units entitling the holder to purchase one additional compensation unit at an exercise price of $0.05 until December 12, 2030. The compensation units have an estimated fair value of $5,600, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 5 years, volatility 157.02%, risk-free rate 3.01%, dividend yield 0%. Each compensation warrant unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until December 12, 2030.

On December 12, 2025, the Company issued 5,000,000 common shares at a value of $100,000 as part of the acquisition payments for the Scattergood project.

On December 30, 2025, the Company completed the final tranche of a non-brokered private placement by issuing 800,000 units at a price of $0.025 per unit for gross proceeds of $20,000. Proceeds were allocated $20,000 to share capital and $Nil to reserves using the residual method. The Company also issued 2,214,286 flow-through units at a price of $0.028 per flow-through unit for gross proceeds of $62,000 of which $2,500 was received subsequent to year end. The premium paid by investors was determined to be $0.003 per share. Accordingly, $6,643 was recorded as flow through premium and $Nil was allocated to reserves using the residual method. Each unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until December 30, 2030.

The Company paid $200 in finders' fees and issued 105,000 compensation units entitling the holder to purchase one additional compensation unit at an exercise price of $0.05 until December 30, 2030. The

compensation units have an estimated fair value of $4,800, which was estimated using the Black-Scholes option pricing model with the following assumptions: expected life 5 years, volatility 156.98%, risk-free rate 2.95%, dividend yield 0%. Each compensation warrant unit consists of one common share and one warrant entitling the holder to purchase an additional common share at an exercise price of $0.05 until December 30, 2030

On December 30, 2025, the Company issued 4,997,000 common shares at a value of $124,925 pursuant to debt settlements.

Certain stock options granted under the Company's share-based compensation plan include an accelerated expiry provision. Under the terms of these options, if the closing price of the Company's common shares on the Canadian Securities Exchange exceeds $1.00 for 10 consecutive trading days, the expiry date of the options is automatically accelerated to a date that is 30 days following the tenth consecutive trading day.

Share transactions subsequent to the year ended December 31, 2025:

Subsequent to year ended December 31, 2025, the Company:

i) issued 3,854,625 common shares at a value of $87,500 as part of the acquisition payments for the Melba project.

ii) entered into an asset purchase agreement to acquire 100% interest in certain unpatented claims from DH Exploration Inc. and issued 1,500,000 common shares as part of the acquisition payments.

iii) completed the following private placements:

- Issued 8,000,000 NFTU at $0.04 for gross proceeds of $320,000. Each unit comprises one share and one warrant exercisable at $0.05 per share for 60 months. The Company also issued 8,625,000 FT shares at $0.04 for gross proceeds of $345,000. The Company paid cash finders' fees of $21,600 and issued 525,000 compensation unit warrants.
- Issued 4,125,000 NFTU at $0.04 for gross proceeds of $165,000. Each unit comprises one share and one warrant exercisable at $0.05 per share for 60 months. The Company also issued 4,375,000 FT shares at $0.04 for gross proceeds of $175,000. The Company paid cash finders' fees of $18,900 and issued 472,500 compensation unit warrants.

Compensation unit warrants entitle the holder to acquire one share and one warrant at an exercise price of $0.04 for 60 months. The underlying warrants are exercisable at $0.05 per share for 60 months.

RESULTS OF OPERATIONS

For the years ended December 31, 2025 and 2024

The Company had net and a comprehensive loss of $4,156,365 for the year ended December 31, 2025 (2024 – $3,014,428). The change in loss is mainly due to:

- Advertising, promotion, and investor relations of $301,458 (2024 - $308,000) remained consistent with prior year.
- Consulting of $67,237 (2024 - $315,775) decreased due to decreased technical consultants in the current year.
- Share-based payments of $208,920 (2024 - $356,591) decreased due to variance in option grants from prior year.
- Flow-through premium recovery of $79,088 (2024 - $38,501) due to flow-through premium allocated from the flow-through financing in the current year.

For the three months ended December 31, 2025 and 2024

The company had net comprehensive loss of $1,371,974 for the three months ended December 31, 2025 (2024 – $1,283,155). The change in loss is mainly due to:

- Consulting of $1,535 (2024 - $171,952) decreased due to decreased technical consultants in the current period.

- Exploration expenditures $897,777 (2024 - $550,309) increased due to increased exploration expenditures in the current period and acquisition payments on the Melba property.
- Management fees of $99,849 (2024 - $186,249) decreased due to a bonus paid to the CEO of the Company in prior year.
- Share-based payments of $108,700 (2024 - $156,451) decreased due to variance in option grants from prior year.

CAPITAL RESOURCES

The Company relies on its ability to procure capital via equity issuances as none of their projects generate revenue. The Company has no fixed expenditure commitments. The Company has entered into option agreements requiring share issuances, cash payments, and minimum spend requirements on its projects to maintain its exploration mining claims in good standing. The Company notes that pending exploration results, capital requirements and allocated expenditures are subject to change based on management judgement.

OFF-BALANCE SHEET ARRANGEMENTS

The Company had no off-balance sheet arrangements as at December 31, 2025, or as of the date of this report.

TRANSACTIONS BETWEEN RELATED PARTIES

Related party balances

As at December 31, 2025, there was a commitment to issue shares to a Company controlled by Peter Schloo, the CEO of the Company, in the amount of $29,168 (2024 – $Nil). As at December 31, 2025, there were prepaid amounts to a company controlled by Peter Schloo, the CEO of the Company, in the amount of $28,410 (2024 – $26,148) that will be used for future services. The amount due to/from related parties are unsecured, non-interest bearing and due on demand.

Related party transactions and key management compensation

During the years ended December 31, 2025 and 2024, the Company incurred the following amounts through transactions with the directors and officers of the Company:

	December 31, 2025	December 31, 2024
Management fees, director consulting fees, professional fees, and general and administrative	$ 454,200	$ 450,620
Share-based payments	182,130	137,905
	$ 636,330	$ 588,525

During the year ended December 31, 2025, the Company incurred $295,200 (2024 – $191,620) with Great White Capital Ltd. ("GWC"), a company controlled by the CEO for executive and administrative services and rent and $22,500 (2024 - $Nil) in exploration costs. The Company entered into a service agreement with GWC for an annual compensation of $126,000 effective February 1, 2021; effective August 1, 2023, the annual compensation was amended to $157,500; effective October 1, 2024, the annual compensation was amended to $225,500 ($175,500 in cash and $50,000 in common shares). The Company issued 880,000 common shares, fair valued at $35,200 (2024 - $130,000) as a bonus to GWC and issued 1,166,640 common shares, fair valued at $30,382 (2024 – $10,417) for partial settlement of the commitment to issue shares.

During the year ended December 31, 2025, the Company incurred $12,000 (2024 – $12,000) with Rachel Chae, CFO, for professional services rendered.

During the year ended December 31, 2025, the Company incurred $115,000 (2024 – $117,000) with directors of the Company, of which $115,000 was paid by issuing 4,000,000 (2024 - 1,800,000) common shares.

Detailed discussions related to the Company's cash flows

Cash balances decreased to $209,669 during the year ended December 31, 2025 (2024 – $558,277).

During the year ended December 31, 2025, cash used in the operating activities was $2,417,563 compared to cash used by operating activities of $1,516,101 during the year ended December 31, 2024. The cash used in operating activities in 2025 increased as there was a increase in the Company's operating expenses, namely, exploration and capital market advisory.

During the year ended December 31, 2025, cash provided by financing activities amounted to $2,068,955 (2024 - $1,902,165), relating to shares issued for cash, net of issue costs and lease payments made during the respective periods.

CHANGES IN ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES

For a detailed summary of the Company's significant accounting policies and critical accounting estimates, the readers are directed to Note 3 of the Notes to the financial statements for the years ended December 31, 2025 and 2024 that are available on SEDAR+ at www.sedarplus.ca.

RISKS AND UNCERTAINTIES

The Company believes that the following risks and uncertainties may materially affect its success.

Limited Operating History

The Company has no history of business or mining operations, revenue generation or production history. The Company is subject to all of the business risks and uncertainties associated with any new business enterprise, including the risk that it will not achieve its growth objective. The Company anticipates that it may take several years to achieve positive cash flow from operations.

Exploration, Development and Operating Risks

The exploration for and development of minerals involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. There can be no guarantee that the estimates of quantities and qualities of minerals disclosed will be economically recoverable. With all mining operations there is uncertainty and, therefore, risk associated with operating parameters and costs resulting from the scaling up of extraction methods tested in pilot conditions. Mineral exploration is speculative in nature and there can be no assurance that any minerals discovered would result in an increase in the Company's resource base.

The Company's operations are subject to all of the hazards and risks normally encountered in the exploration, development and production of minerals. These include unusual and unexpected geological formations, rock falls, seismic activity; flooding and other conditions involved in the extraction of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although precautions to minimize risk will be taken, operations are subject to hazards that may result in environmental pollution and consequent liability that could have a material adverse impact on the business, operations and financial performance of the Company.

Fluctuating Mineral Prices

The economics of mineral exploration is affected by many factors beyond the Company's control, including commodity prices, the cost of operations, variations in the grade of minerals explored and fluctuations in the market price of minerals. Depending on the price of minerals, it may be determined that it is impractical to continue the mineral exploration operation.

Mineral prices are prone to fluctuations and the marketability of minerals is affected by government regulation relating to price, royalties, allowable production and the importing and exporting of minerals, the effect of which cannot be accurately predicted. There is no assurance that a profitable market will exist for the sale of any minerals found on the Property.

Substantial Capital Requirements and Liquidity

Substantial additional funds for the establishment of the Company's current and planned mining operations will be required. No assurances can be given that the Company will be able to raise the additional funding that may be required for such activities, should such funding not be fully generated from operations. Mineral prices, environmental rehabilitation or restitution, revenues, taxes, transportation costs, capital expenditures, operating expenses and geological results are all factors which will have an impact on the amount of additional capital that may be required. To meet such funding requirements, the Company may

be required to undertake additional equity financing, which would be dilutive to shareholders. Debt financing, if available, may also involve restrictions on financing and operating activities. There is no assurance that additional financing will be available on terms acceptable to the Company or at all.

If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or anticipated expansion and pursue only those development plans that can be funded through cash flows generated from its existing operations.

Financing Risks and Dilution to Shareholders

The Company will have limited financial resources, no operations and no revenues. If the Company's exploration program on its properties is successful, additional funds will be required for the purposes of further exploration and development. There can be no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be available on favourable terms or at all. It is likely such additional capital will be raised through the issuance of additional equity, which will result in dilution to the Company's shareholders.

Title to Properties

Acquisition of title to mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. The Company cannot give an assurance that title to the Property will not be challenged or impugned. Mineral properties sometimes contain claims or transfer histories that examiners cannot verify. A successful claim that the Company, as the case may be, does not have title to the properties could cause the Company to lose any rights to explore, develop and mine any minerals on that property, without compensation for its prior expenditures relating to such property.

No Mineral Reserves or Mineral Resources

The properties in which the Company holds an interest are considered to be an early exploration stage property, however no mineral reserve or mineral resource estimates have been prepared in respect of the properties. Mineral reserves are, in the large part, estimates and no assurance can be given that the anticipated tonnages and grades will be achieved or that the indicated level of recovery will be realized. Reserve estimates for properties that have not yet commenced production may require revision based on actual production experience. Market price fluctuations of metals, as well as increased production costs or reduced recovery rates, may render mineral reserves containing relatively lower grades of mineralization uneconomic and may ultimately result in a restatement of reserves. Moreover, short-term operating factors relating to the mineral reserves, such as the need for orderly development of the ore bodies and the processing of new or different mineral grades may cause a mining operation to be unprofitable in any particular accounting period.

Environmental Risks

The Company's exploration and appraisal programs will, in general, be subject to approval by regulatory bodies. Additionally, all phases of the mining business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and federal, provincial and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with mining operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs.

FORWARD-LOOKING STATEMENTS

This MD&A may include certain "forward-looking statements" within the meaning of applicable securities legislation. All statements, other than statements of historical facts, included in this MD&A that address activities, events or developments that the Company expects or anticipates will or may occur in the future, including such things as future business strategy, competitive strengths, goals, expansion and growth of the Company's businesses, operations, plans and other such matters are forward-looking statements. When used in this MD&A, the words "estimate", "plan", "anticipate", "expect", ''intend'', "believe" and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, risks that actual results of current exploration activities will differ, changes in project parameters as plans continue to be refined, unavailability of financing, fluctuations in precious and/or base metals prices and other factors, as outlined in the Company's preliminary long form prospectus filed on SEDAR+. Although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

DIRECTORS

Certain directors of the Company are also directors, officers and/or shareholders of other companies that are similarly engaged in the business of acquiring, developing and exploring natural resource properties. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required to act in good faith with a view to the best interests of the Company and to disclose any interest they may have in any project opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his/her interest and abstain from voting in the matter(s). In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at the time.

Current Directors and Officers of the Company are as follows:

Peter Schloo, CEO, President and Director
Patrick Mohan, Chairman and Director
Wray Carvelas, Director
Thomas Reid, Director
Patrick Sullivan, Corporate Secretary
Rachel Chae, CFO

OUTLOOK

The Company's primary focus for the foreseeable future will be on continuing exploration and development activities on its mineral projects.

OUTSTANDING SHARE DATA

As of the date of this MD&A there were:

Shares

231,344,980 shares issued and outstanding.

Stock Options

Outstanding	Exercisable	Exercise Price $	Expiry Date
2,065,000	2,065,000	0.09	September 1, 2026
1,385,000	1,385,000	0.05	April 12, 2027
1,920,000	1,920,000	0.05	July 30, 2027
2,925,000	2,925,000	0.05	June 19. 2028
2,685,000	2,685,000	0.075	October 22, 2029
6,140,000	6,140,000	0.05	December 15, 2030
17,120,000	17,120,000		

Warrants

Outstanding and Exercisable	Exercise Price $	Expiry Date
4,552,777	0.15	June 19, 2026
5,204,441	0.15	August 18, 2026
11,090,066	0.075	June 20, 2027
2,973,334	0.075	June 28, 2027
9,720,000	0.100	October 18, 2027
940,000	0.100	November 8, 2027
3,000,000	0.10	January 17, 2028
15,920,000	0.10	April 4, 2030
4,650,000	0.10	April 17, 2030
3,000,000	0.10	May 14, 2030
17,687,713	0.05	August 1, 2028
500,000	0.05	August 14, 2028
18,071,464	0.05	November 26, 2030
3,992,855	0.05	December 12, 2030
3,014,286	0.05	December 30, 2030
8,000,000	0.05	March 13, 2031
4,125,000	0.05	April 17, 2031
116,441,936		

Agent Options/Warrants

Outstanding and Exercisable	Exercise Price $	Expiry Date
258,000	0.09	June 19, 2026
400,806	0.05	June 20, 2026
76,000	0.09	August 18, 2026
41,666	0.05	June 28, 2027
817,202	0.05	October 18, 2027
332,400	0.05	November 8, 2027
729,500	0.05	April 4, 2028
28,000	0.05	April 17, 2028
240,000	0.05	May 14, 2028
1,238,140	0.035	August 1, 2028
35,000	0.035	August 14, 2028
1,125,003	0.05	November 26, 2030
139,500	0.05	December 12, 2030
105,000	0.05	December 30, 2030
525,000	0.04	March 13, 2031
472,500	0.04	April 17, 2031
6,563,717		