Bocana Resources Corp.
Management's Discussion and Analysis

This Management's Discussion and Analysis ("MD&A") provides discussion and analysis of the financial condition and results of operations of Bocana Resources Corp. (the "Company") for the 3 months ended December 31, 2022 and should be read in conjunction with the condensed interim consolidated financial statements and the accompanying notes.

The MD&A is the responsibility of management and is dated as of March 1, 2023.

All dollar amounts in the MD&A are stated in Canadian dollars unless otherwise indicated.

Additional information relating to the Company is available on SEDAR at www.sedar.com and the Company's website at. www.bocanaresources.com.

Forward-Looking Statements
This MD&A may contain, without limitation, statements concerning possible or assumed future operations, performance or results preceded by, followed by or that include words such as "believes", "expects", "potential", "anticipates", "estimates", "intends", "plans" and words of similar connotation, which would constitute forward-looking statements. Forward-looking statements are not guarantees. The reader should not place undue reliance on forward-looking statements and information because they involve risks and uncertainties that may cause actual operations, performance or results to be materially different from those indicated in these forward-looking statements. The Company is under no obligation to update any forward-looking statements contained herein should material facts change due to new information, future events or other factors. These cautionary statements expressly qualify all forward-looking statements in this MD&A.

See page 7 for *Material assumptions and risk factors for forward-looking statements*.

The Company
The Company is a public company engaged in the acquisition, exploration and development of mineral resources in South America. The Company is the result of an amalgamation filed on December 29, 2022 under the *Business Corporation Act* in Alberta. The Company's registered office is located at 800 - 333 7th Avenue S.W., Calgary, AB T2P 2Z1.

Amalgamation
On December 29, 2022, Bocana Resources Ltd. ("Bocana") completed a reverse takeover transaction pursuant to the terms of an amalgamation agreement dated March 26, 2021, as amended, between Bocana and United Hunter Oil & Gas Corp. ("United") (the "Agreement").

The reverse takeover was completed by way of an amalgamation between Bocana and United and the resulting issuer was renamed Bocana Resources Corp. Pursuant to the terms of the Agreement, the outstanding shares, stock options and warrants of United were exchanged for replacement shares, stock options and warrants of the Company on the basis of one of the Company's security for every 1.6877 securities of United. Additionally, each holder of a security of Bocana was issued one security of the Company.

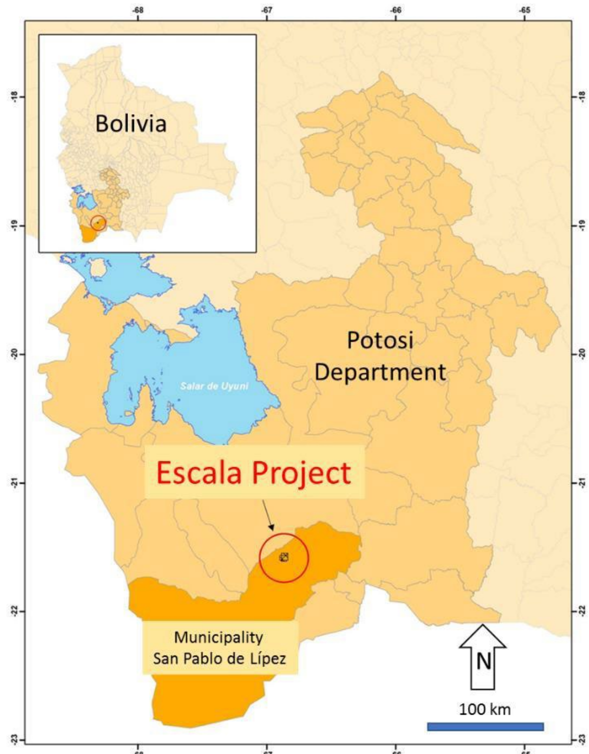
In completing the Amalgamation, the following conditions were satisfied:

a) Bocana completed a private placement of up to 20,000,000 subscription receipts at $0.10 for gross proceeds of up to $2,000,000, with each subscription receipt exchangeable into one unit consisting of one common share and one warrant entitling the holder to purchase one common share for $0.10 for 36 months following the closing date of the Amalgamation.
b) Bocana converted outstanding debts of $78,919 into 789,190 common shares.
c) United converted outstanding debts of $307,886 into 5,131,433 common shares.
d) approval by the directors of Bocana and United.
e) approval of the shareholders of Bocana and United.
f) approval of the TSX Venture Exchange.

Upon completion of the Amalgamation, cash in trust of $1,985,975 representing proceeds of the subscription receipts of $1,946,500) plus accrued interest of $39,225 was released from escrow to the Company.

Escala Project
The Escala project is located in southwestern Bolivia in the northern part of the San Antonio de Lípez mining district. It is situated in the Municipality San Pablo de Lípez, Sud Lípez Province, Potosí Department, Bolivia. The center of the property is within UTM WGS-84, zone 19, at coordinates 721,000E and 7,611,250S respectively (66.865º W, 21.588º S).

The Company maintains a Bolivian holding company, Inversiones Bocana S.A. ("Bocana S.A.") where the Company directly controls 99.94% of the issued shares of Bocana S.A. and with the remaining 0.06% interest owned by two existing employees of the Company. This minimum three shareholder ownership structure is in accordance with Bolivian Commercial Code Section 220. Bocana S.A. is a holding company and Huiracocha International Service SRL ("Huiracocha") is a 100% wholly owned subsidiary of Bocana S.A. and has been granted the multiple concessions in the Escala Project in Bolivia.



The Escala Project consists of the Escala, Escala I, Escala II, and Escala III concessions that cover a total of 4,000 hectares.

Name	COMIBOL Number	Area (hectares)	Expiration
Escala	1694	2,000	2034
Escala I	29761	1,000	2034
Escala II	29763	600	2034
Escala III	29762	400	2034

Each of the four Escala leased concessions are under one "Mining Production Contract" ("MPC") entered into by Subco and authorized and signed by COMIBOL on November 18, 2019. The contract term is for 15 years, expiring on November 17, 2034. The contract is renewable for an additional 15 years.

Bocana has recently completed an induced polarization (IP) geophysical survey on the Escala Project in south-west Bolivia. Historic IP surveys were limited in areal extent but did indicate the presence of extensive sulphide mineralization associated with an intrusive complex. Bocana's IP survey entailed approximately 90-line kilometres and covered all known areas of mineralization to further determine the extent of the sulphide mineralization and spatial relationship of the various known zones to each other.

Bocana also completed the following surface geological & geophysical work on the concession area and has provided the following developments to the project:

a) Detailed geological mapping of the Escala, Escala II and Escala III concessions;
b) Established a 100m survey grid for an induced polarization (IP) geophysical survey on the Escala, Escala II and Escala III concessions;
c) Existing drill hole collars have been surveyed during the survey for the geophysical grid (spring 2022);
d) Collection of Induced polarization (IP) chargeability/resistivity data;

e) A detailed topographic map at 2m contour interval has been completed from satellite imagery and orthophotos of the property have been compiled (spring 2022).

A technical report entitled "Technical Report entitled "Technical Report for the Escala Project" dated August 23, 2022, has been prepared in accordance with National Instrument NI 43-101, *Standards of Disclosure for Mineral Projects* (“NI 43-101”) by Greg Bronson, P.Geo., President & Senior Geologist of Rae-co Consulting Ltd., and an independent "Qualified Person", (as defined in NI 43-101).

Rae-co Consulting Ltd. was commissioned by Bocana to complete a Canadian National Instrument 43-101 (NI 43-101) Technical Report on the Escala project, located in the Potosi Department of the San Lipez Province of Bolivia. The purpose of this report is to provide a technical summary of the Escala gold – silver project to support regulatory requirements for the public listing of Bocana. The following interpretations are made based on the recently completed geophysical survey and detailed geological mapping that was completed in Spring 2022. The interpretations of the geophysical data are based on raw data that has not been compiled.

The recent geological mapping of the concessions has shown that Miocene intrusives appear to have exploited a pre-existing NW trending structural fabric of the older basement rocks. The induced polarization survey, raw data interpretation and conclusions are as follows:

Chargeability Survey Results:
Cerro Galapago area shows a roughly circular induced polarization, chargeability anomaly is approximately 1,600 m by 1,700 m in area. The size and shape of the chargeability anomaly suggests a large area of disseminated sulphide mineralized related to a porphyry system.

Cerro Blanco area shows a chargeability anomaly over 1,600 m with a north-westerly trend and with a 100-200 m width. In this area the mineralization may be more structurally controlled by sub vertical structures. Previous drilling programs did not properly evaluate these targets with mainly vertical drill holes.

In the historical area of known silver base metal veins, a chargeability anomaly of 1600 m trending north-west with a 400 m width was identified. This subsurface anomaly is coincident with outcrops of base metal veins and indicates very good potential for the continuation of the vein system to depth.

Resistivity Survey Results:
Cerro Galapago area shows low resistivity values around a central core surrounded by moderate to high resistivities bordering around the low resistivity central core.

Cerro Blanco area hosts an 800 m trend of moderate to high resistivities coincident with the 1600 m chargeability anomaly described above.

The center of the historical base metal/silver area shows a 1600 m diameter moderate to high resistivity anomaly.

Ground Magnetic Survey Results:
A ground magnetic survey was also conducted as part of the geophysical survey. A large scale magnetic high has a trend through the survey area at approximately 330 degrees in azimuth. With the geophysical data in hand, project mapping has been completed and possible diamond drill sites are being identified for further exploration.

Geological Mapping Results:
Recent geological mapping completed in spring 2022 shows similar lithologies as previously reported on the property. These latest mapping efforts show a radial fracture pattern surrounding the potential Cerro Galapago porphyry system.

Conclusions:
In the Cerro Galapago area, the IP/resistivity geophysical survey suggests the presence of a disseminated sulfide related to porphyry system. This interpretation is corroborated by a large circular chargeability anomaly centered on the Cerro Galapago area, and a coincident low resistivity anomaly surrounded by radial fractures points to a porphyry system. Previous drilling only focused on the central core of the Cerro Galapago area. Only 3 holes were completed all within resistivity low of the central core area. None of the areas with moderate to high resistivity & chargeability have been drill tested.

The Cerro Blanco area displays a linear expression of a moderate to high IP chargeability anomaly. Coincident to the IP chargeability anomaly, there is an overlapping linear manifestation of high resistivity indicating a strong structural influence on mineralization.

There are currently 20 historical drill holes in the Cerro Blanco area. 75% of these drill holes were vertical holes. Considering that the recent geological mapping and geophysical survey shows that the mineralization in the Cerro Blanco area appears to be sub vertical to vertical, the probability of a vertical drill hole encountering mineralization is greatly reduced and may partially explain past drill results in this area.

In the historical silver/base metal vein area, the geophysical survey shows moderate to high chargeability anomalies that are strongly focused along the dominant property scale NW structural trend. This agrees with the surface mapping of vein exposures and supports the author's opinion that the mapped veins extend to depth in the subsurface.

The author believes that the Escala project is a project of merit and warrants further exploration and the proposed 2-phase work program as outlined below.

Future exploration

The Company intends to complete the work program set out in the Technical Report:

Phase 1

Phase 1 is a US$650,000 first-year work program consisting of:

- Geophysical field work has been completed. The raw geophysical data has been compiled, mapped and interpreted by the geophysical contractor and subsequently provided to the Company geologist for further evaluation and identification of optimal drill site targets. (US$150,000)

- A 5,000m reverse circulation drilling program (US$500,000) is recommended for the first round of drilling. This drilling method is fast and has low water requirements. Field geologists will be directed to make special effort to log rock texture as part of the rock lithological descriptions collected during drilling. Rock texture will likely be key in delineating mineralized zones.

- All drill holes should be inclined 45-50 degrees as most mineralized structures identified to date are subvertical.

- The Cerro Galapago area is the primary target – Bocana geologists interpret here exists a large porphyry system that likely offers a large bulk tonnage drill target. 70% of the drill budget should be allocated to this effort (3,500m).

- The Cerro Blanco area is the secondary target – Bocana geologists here see a strong structural influence on mineralization and have interpreted subvertical structures that were not properly targeted during previous drill programs. This area has potential to host higher grade mineralization. 20% of the drill budget should be allocated to Cerro Blanco (1,000m).

- The known historical precious/base metal veins are a tertiary drill target. Raw geophysics shows a strong chargeability anomaly drilling target. 10% drill budget allocation for this area – this amount could change once the raw geophysics have been compiled (500m).

If Phase 1 is successful and drill targets are defined a decision would have to be made whether to proceed with Phase 2.

Phase 2

Phase 2 would cost approximately $1,500,000US and consist of:

- Drilling prospective targets developed during Phase 1. An initial 6,000-meter core drill program is expected with US$1,250,000 all in costs, including sampling and assaying; and

- Additional geophysics and property-wide geochemical sampling to identify potential additional areas of altered and mineralized rocks (US$250,000).

Risks and Uncertainties

Going concern

The Company is in the exploration stage and does not generate revenue. For the 3 months ended December 31, 2022, the Company incurred a loss of $1,501,239 (2021 - $32,225) and a cashflow deficit from operations of $194,036 (2021 - $25,593). The continuing losses and cashflow deficits limit the Company's ability to fund its operations and the acquisition, exploration and development of mineral properties. The Company will periodically have to raise funds to continue operations, and, although it has been successful thus far in doing so, there is no assurance it will be able to do so in the future. The Company estimates it will need additional capital to operate for the upcoming year.

As a result, there is material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Mineral exploration and development
The Company is exposed to the inherent risks associated with mineral exploration and development, including the uncertainty of mineral resources and their development into mineable reserves; the uncertainty as to potential project delays from circumstances beyond the Company's control; and the timing of production; as well as title risks, risks associated with joint venture agreements and the possible failure to obtain exploration permits and mining licenses.

Commodity price risk
The Company is exposed to commodity price risk. A significant decline in precious and base metal commodity prices may affect the Company's ability to obtain capital for the exploration and development of its mineral resource properties.

Results of Operations

	3 months ended December 31, 2022 $	3 months ended December 31, 2021 $
Expenses		
Professional fees	64,565	-
Consulting	17,344	3,707
General and administrative	71	951
Public company costs	35,871	–
Exploration and evaluation	35,622	27,567
Travel	928	–
Listing cost	1,366,475	–
Interest	2,890	–
Foreign exchange gain	33	–
Interest income	(22,560)	–
	1,501,239	32,225
Net loss	(1,501,239)	(32,225)

3 months ended December 31
The Company recorded a net loss of $1,501,239 compared to a net loss of $32,225 in the comparative period of the previous year. The increase in the loss was primarily due to aggregate one-time legal fees, public company costs and listing cost of $1,467,911 arising from the Amalgamation.

Summary of Quarterly Results

	Q2 2021 $	Q3 2021 $	Q4 2021 $	Q1 2022 $	Q2 2022 $	Q3 2022 $	Q4 2022 $	Q1 2023 $
Revenue	–	–	–	–	–	–	–	–
Net loss								
- Total	102,912	101,062	14,532	32,226	127,221	60,004	97,033	1,501,239
- Per share	–	–	–	–	0.01	–	–	0.03

Net loss for Q1 2021 includes a gain of $580,229 on settlement of advances payable.
Net loss for Q1 2023 includes aggregate one-time legal fees, public company costs and listing cost of $1,467,911 arising from the Amalgamation.

Liquidity and Capital Resources
The Company is in the exploration stage and does not generate revenue. As at December 31, 2022, the Company incurred a loss of $1,501,239 (2021 - $32,225) and a cashflow deficit from operations of $194,036 (2021 - $25,593). The continuing losses and cashflow deficits limit the Company's ability to fund its operations and the acquisition, exploration and development of its mineral properties. The Company will periodically have to raise funds to continue operations, and, although it has been successful thus far in doing so there is no assurance it will be able to do so in the future. The Company estimates it will need additional capital to operate for the upcoming year.

For the year ended September 30, 2023, the Company estimates its corporate and general costs at approximately $600,000.

Management is of the opinion that sufficient working capital will be obtained from equity financings and the exercise of warrants to meet the Company's liabilities and commitments as they become due.

Transactions with Related Parties

	Consulting fees $	**Outstanding at December 31, 2022 $**
Timothy J. Turner for his services as Chief Executive Officer	13,544	37,841
Miles Nagamatsu for his services as Chief Financial Officer	3,800	3,800

Advance payable
Subsequent to December 31, 2022, the Company repaid advances owing to Timothy J. Turner, a director and officer:
a) an advance of $63,000 which was unsecured, non-interest bearing and had no fixed terms of repayment.
b) an advance of US$30,000 which was unsecured, bearing interest at the rate of 6% per annum and due on demand or December 31, 2022 in the event there was no demand for payment.
c) $20,000 which was advanced on December 23, 2022 and was unsecured, non-interest bearing and had no fixed terms of repayment.

Loans payable
On December 30, 2022, the Company repaid loans payable of $125,544 to two directors and officers of the Company.

Financial instruments and risk management

Financial instruments
A number of the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

Cash, accounts payable and accrued liabilities and advances payable
The fair values of cash, accounts payable, accrued liabilities and advances payable at December 31, 2022 and December 31, 2021 approximated their respective carrying value due to their short term to maturity.

Classification of fair value of financial instruments
The Company classified the fair value of its financial instruments measured at fair value according to the following hierarchy based on the amount of observable inputs used to value the instrument:

Level 1: quoted prices in active markets for identical assets and liabilities;
Level 2: inputs, other than the quoted prices included in Level 1, that are observable for the asset or liability, either directly or indirectly;
Level 3: inputs for the asset or liability that are not based on observable market data

There are no financial instruments measured at fair value.

Financial risk management
The Company's activities expose it to a variety of financial risks that arise as a result of its exploration and financing activities, including credit risk, liquidity risk and market risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

The Board of Directors oversees management's establishment and execution of the Company's risk management framework. Management has implemented and monitors compliance with risk management policies. The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to market conditions and the Company's activities.

Credit risk
Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The Company's maximum exposure to credit risk is equal to the Company's cash. The Company limits its exposure to credit risk on its cash by holding deposits with a Canadian chartered bank.

Liquidity risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial liabilities that are settled in cash or other financial assets. The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities as they come due, other than amounts owing to related parties. The continued operation of the Company is dependent upon the Company's ability to secure equity financing to meet its existing obligations and finance the acquisition, exploration and development of mineral properties. Accounts payable and accrued liabilities are subject to normal trade terms.

Current liabilities of $447,905 (September 30, 2022 - $2,537,536) have contractual maturities less than one year.

Market risk
Market risk is the risk that changes in market prices, such as equity prices, foreign exchange rates, and interest rates will affect the Company's income or the value of its financial instruments.

Foreign exchange risk
Foreign exchange risk is the risk of financial loss to the Company due to a change in foreign exchange rates. The majority of the Company's cash is held in Canadian dollars. Foreign exchange risk arises as the Company makes expenditures denominated in US dollars and has cash of US$4,931 (September 30, 2022 - US$6,432), accounts payable of US$ 22,925 (September 30, 2022 - US$33,346) and advances payable of US$79,447 (September 30, 2022 - US$79,447). If the foreign exchange related to the Company's US dollar balances increased or decreased by 10%, with all other variables held constant, the currency translation adjustment would have increased or decreased by $ (September 30, 2022 - $13,270).

The Company does not use derivative instruments to hedge exposure to foreign exchange rate risk. However, management of the Company believes there is no significant exposure to foreign currency fluctuations due to the limited number of transactions conducted in US dollars.

Capital management
Capital of the Company consists of share capital, common shares to be issued, contributed surplus, foreign currency reserve and deficit. The Company's objective when managing capital is to safeguard the Company's ability to continue as a going concern so that it can acquire, explore and develop mineral resource properties for the benefit of its shareholders. The Company manages its capital structure and makes adjustments based on the funds available to the Company in light of changes in economic conditions. The Board of Directors has not established quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain the future development of the Company. In order to facilitate the management of its capital requirements, the Company prepares annual expenditure budgets that consider various factors, including successful capital deployment and general industry conditions. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

As the Company is an exploration stage company and has no revenues, its principal source of capital is from the issuance of common shares or advances from related parties. In order to achieve its objectives, the Company intends to raise additional funds as required.

The Company is not subject to externally imposed capital requirements and there were no changes to the Company's approach to capital management during the year.

Material assumptions and risk factors for forward-looking statements.
The following table outlines certain forward-looking statements contained in this MD&A and provides material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

Page	Forward-looking statement	Assumption	Risk factor
6	Liquidity and Capital Resources "Management is of the opinion that sufficient working capital will be obtained from equity financings to meet the Company's liabilities and commitments as they become due."	Equity financings will be obtained.	The Company is unable to obtain future financing to meet liabilities and commitments as they become due.

Other Information

Additional Disclosure for Venture Corporations without Significant Revenue

The following table sets forth a breakdown of material components of the general and administration costs, capitalized or expensed exploration and development costs of the Company for the years indicated.

General and administrative expenses

	3 months ended December 31, 2022 $	2021 $
Office	71	951

Expensed exploration and evaluation

	3 months ended December 31, 2022 $	2021 $
Property		
Escala Project	35,622	27,567

Shares Outstanding as at March 1, 2023

Shares

Authorized:

An unlimited number of common shares.

An unlimited number of preferred shares issuable in series.

Outstanding:

101,227,687 common shares

Warrants

Outstanding:

Exercise price	Expiry date	Number of warrants
$0.10 (exercisable into a unit consisting of a common share and warrant)	April 1, 2024	400,782
$0.25	April 1, 2024	7,281,507
$0.10 (exercisable into a unit consisting of a common share and warrant)	January 3, 2026	132,800
$0.25	January 3, 2026	4,202,500
$0.10 (exercisable into a unit consisting of a common share and warrant)	January 3, 2026	1,270,400
$0.25	January 3, 2026	19,467,500
		32,755,490

Stock options

Authorized:

The Company may grant stock options to directors, officers, employees and consultants for up to 10% of the issued and outstanding common shares. The exercise price for stock options will not be less than the market price of the common shares on the date of the grant, less any discount permissible under the rules of the TSXV. The maximum term for stock options is 5 years and stock options granted vest immediately.

Outstanding:

Exercise price	Expiry date	Number of stock options
$0.42	August 20, 2023	711,027