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 year ended September 30, 2024 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 January 24, 2025

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.sedarplus.ca 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 9 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 ("Amalgamation"). The Company's registered office is located at 800-333 7th Avenue S.W., Calgary, AB T2P 2Z1.

Grant of stock options
On May 24, 2024, the Company granted 2,400,000 stock options to directors and officers entitling the holder to purchase one common share for $0.10 with the following terms:

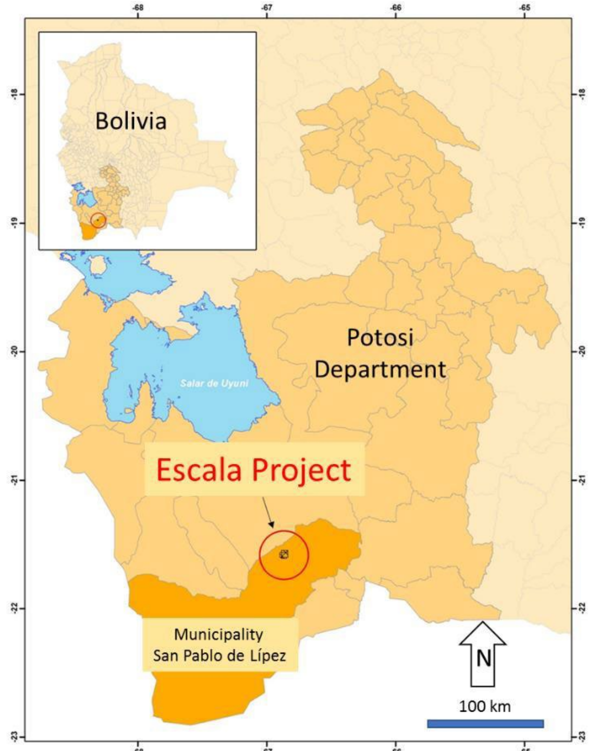
Expiry date	Vesting date	Number of stock options
May 24, 2029	May 24, 2024	700,000
June 30, 2029	June 30, 2024	850,000
September 30, 2029	September 30, 2024	425,000
December 31, 2029	December 31, 2024	425,000
		2,400,000

Annual meeting
The Company received an extension from the TSX Venture Exchange ("TSX-V") for the Company to hold its annual shareholder meeting by January 31, 2025. The Company has filed a Notice of Meeting for an Annual General and Special Meeting to be held on January 30, 2025.

Changes in key management personnel
On December 20, 2024, David Thompson resigned as a director and Saleem Sarwar was appointed as a director.

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 centre 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)	Earliest Expiration Date
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 Huiracocha and authorized and signed by COMIBOL on November 18, 2019, with a term of 15 years, computable from the next business day of its registration in the Mining Registry and is renewable for an additional 15 years thereafter. The MPC has not yet been registered in the Mining Registry. Once the MPC is registered, the MPC includes three stages of development: 1) 5 years for exploration, environmental studies and estimation of reserves, 2) mine preparation and plant installation, and 3) operation and marketing. In stage 1, the Company would be required to expend US$25,290,089. In stage 2, work to be completed will include carrying out a prefeasibility study, engineering study of the project design, construction of the concentration plant and construction of the tails ditch, to be carried out in parallel between the first and second year. In stage 3, once the commercial production level has been reached, the Company will be obligated to pay a royalty of 6.7% of the gross value of sales to COMIBOL.

Previously the Company reported the completion of an induced polarization (IP) geophysical survey on the Escala Project in south-west Bolivia. The historic IP surveys were limited in areal extent but did indicate the presence of extensive sulphide mineralization associated with an intrusive complex. The Company’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.

The Company also completed the following surface geological & geophysical work on the concession area and 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, was 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 the Company 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 was to provide a technical summary of the Escala project to support regulatory requirements for the public listing of the Company. 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 that have been completed are based on mapped and interpreted from the geophysical contractor.

The geological mapping of the concessions had 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 provided the following observations:

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. Based on the size and shape of the chargeability anomaly, the Company geologists have interpreted that this area is potentially host to a large, near surface, porphyry system that likely offers a sizeable bulk tonnage drill target.

Cerro Blanco area shows a chargeability anomaly over 1,600 m with a north-westerly trend and with 100-200 m width. In this area the mineralization may be more structurally controlled by sub vertical structures. The Company geologists see a strong structural influence on mineralization in this area and have interpreted vertical to subvertical structures that were not properly targeted during previous drill programs, which were mainly drilled vertically. This area has the potential to host a higher-grade mineralization.

Further to the south and east, 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 coincides with outcrops of base metal veins and indicates very good potential for the continuation of the vein system to depth. The recently completed induced polarization geophysical survey located areas of high chargeability and resistivity anomalies, indicating an area of silicification/quartz veining with high sulphide content that has not been previously drill tested.

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 diamond drill sites were identified for further exploration.

Geological Mapping Results:
The geological mapping that was completed in spring 2022 showed 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 of the 43-101 Technical Report for the Escala Project 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
As a result of this analysis, the Company completed the suggested work program as set out in the Technical Report:

Phase 1
Phase 1 was a US$650,000 first-year work program, which consisted of the following:

- Geophysical fieldwork has been completed. The raw geophysical data has been compiled, mapped and interpreted by the geophysical contractor and subsequently provided to the Company geologist. After further evaluation and identification by the Company geologist, nine optimal drill site targets have been identified and are being located on the property site in preparation for the upcoming proposed diamond drilling program.

- An initial diamond drilling program was contracted and completed with Leduc Drilling SRL, of La Paz Bolivia, for the first round of drilling. The drilling program commenced at the end of September 2023 with nine proposed drill site locations and a minimum of 2,000m total. Each of the locations were drilled to a measured length of (+/-) 250m but upon completion the geological team recommended and completed just seven holes accounting for the 2,001.8 metres drilled. Field geologists were 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 were inclined between 45-65 degrees as most mineralized structures identified to date are subvertical.

- The Cerro Galapago area was the primary target – where the Company geologists have interpreted a large porphyry system that likely offers a large bulk tonnage drill target. Five of the nine proposed drill targets were allocated to this effort (1,250 metres) and the first four of the seven drill holes were completed here.

- The Cerro Blanco area was the secondary target – the Company geologists saw 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. Two of the nine drill targets were allocated to Cerro Blanco area (500 metres) and identified as HRC2305 and HRC 2306 were drilled.

- The known historical precious/base metal veins are a tertiary drill target and hole HRC 2307 was drilled in this area. Raw geophysics shows a strong chargeability anomaly providing several drilling targets for the future.

Phase 2
Phase 2 would cost approximately US$1,500,000 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).

2023 Diamond Drilling Program:
The Company signed a diamond drilling contracted with Leduc Drilling S.R.L., of La Paz, Bolivia, ("LeDuc") in early 2023 for the first phase ("Phase I") of the diamond drilling campaign. The Company representatives visited the site again and identified the initial nine drill hole locations that were proposed. The Company announced in mid-September that it had commenced the 2,000-metre diamond drilling campaign, with Leduc, on the Escala area concession.

On October 31, 2023, the Company announced the inaugural drilling campaign on the Escala area concession, was completed with a total of seven diamond drill holes totaling 2,001.8 metres in depth. The drilling tested both the Cerro Galapagos and Cerro Blancos areas as well as the Laura Zone.

On November 16, 2023, the Company completed the delivery of its select core samples for assay analysis. Of the six cores that were sampled, a total of 1,236.35 metres, or 75.12%, were submitted to ALS Bolivia Ltda for assay analysis.

Holes HRC2301-HRC2304 were completed for a total of 1,314.70 metres on the Cerro Galapagos, testing the large, induced polarization, chargeability anomaly that the geological mapping indicated.

HRC2301 ended at 295.5 metres with 202.60 metres, or 68.5% of it, submitted for analysis.

HRC2302 was drilled to a depth of 253.7 metres with 239.7 metres, or 94.5% of it, was submitted for analysis.

HRC2303 drilled to a total depth of 452.1 metres with 430.1 metres, or 95% of it, being submitted for analysis.

HRC2304 was drilled to a depth of 313.4 metres with 312.75 metres, or 99.8% of it, was submitted for analysis.
The Cerro Blanco area was a secondary target and had two cores drilled in this area. Bocana geologists saw a strong structural influence on mineralization in this area and have interpreted subvertical structures that were not properly targeted during previous drill programs. This area has the potential to host a higher-grade mineralization.

HRC2305 was drilled at a depth of 206.2 metres and submitted 22.65 metres for analysis.

HRC2306 was drilled to a depth of 125 metres and submitted 28.55 metres for analysis.

HRC2307 was drilled to a total depth of 355.9 metres and the Company will submit selected samples for analysis at a later time.

On January 12, 2024, the Company announced the assay results from holes HRC2301 and HRC2302 have been received, compiled, and reviewed. Both holes evaluated the southern flank of the Cerro Galapagos, induced polarization-chargeability anomaly. The purpose of these holes was to test the porphyry potential of a large dacitic intrusive. Extensive hydrothermal alteration and mineralization in the form of pyrite with trace amounts of arsenopyrite and chalcopyrite were encountered, however no potentially economic base-precious metal concentrations were encountered over significant core lengths.

On January 31, 2024, the Company announced the assay results from holes HRC2303 – HRC2305 that tested both the Cerro Galapagos and Cerro Blancos areas as well the Laura Zone.

The Cerro Galapagos target area hosts a large, multi-phased, felsic intrusive complex with extensive alteration and up to 4 phases of sulphide mineralization observed. Cerro Galapagos contains a large approximately, 2.0 X 2.0-kilometre, circular, induced polarization (IP) chargeability high and moderate to high resistivity anomalies. Diamond drill holes (HRC2303-HRC2304) were completed at Cerro Galapagos where a large, felsic porphyry complex containing multiple phases and extensive argillic and phyllic alteration zones occur.

HRC2303 is located approximately 200 metres north of the central core of the IP chargeability anomaly. The core depth was extended by more than 200 metres due to the extent of and the increasing concentrations of sulfides being observed with depth. Several intrusive phases were encountered, most of which were mineralized again by pyrite and minor arsenopyrite-pyrite phases. Starting at 277.0 metres for 1.8 metres of core length hydrothermal breccia with observed chalcopyrite was noted.

HRC2304 was added to the program after the visual sulfides concentration in HRC2303 and is located 100 metres southwest from the HRC2303 collar location. The hole contains several intrusive phases including intrusive and intrusion breccia and a significant increase in hydrothermal breccias. HRC2304 hosted at least 4 phases of mineralization with base metal mineralization occurring in the apparently youngest, hydrothermal breccias. Again, most of the rock types encountered were mineralized with pyrite and minor arsenopyrite mineralization as disseminations and fracture fillings. Three significant intervals of hydrothermal breccia were noted in Table # 1 and contained visible chalcopyrite, galena and sphalerite mineralization.

The Cerro Blanco target area hosted HRC2305 and HRC2306 holes. HRC2305-HRC2306 were completed for a total of 331.2 metres testing IP, chargeability, and resistivity highs. Both holes encountered approximately 5-10 metres of sediments before encountering a single phase of a quartz eye porphyry. Minor pyrite and chalcopyrite mineralization occurs at the sediment/intrusive contact in both holes and approximately 30 metres of crackle fractured intrusive in hole HRC2306 healed by finer grained pyrite with traces of chalcopyrite. As indicated in Table # 1, Hole HRC2305 encountered high grade copper and associated gold mineralization over a 0.18 metre interval.

Highlights of assay results for holes HRC2303-HRC2305 are as follows in Table # 1:

Table # 1 – Selected Assay Results

Hole Number	From	To	Core Length*	Gold	Silver	Copper	Lead	Zinc
	(m)	(m)	(m)	(g/tonne)	(g/tonne)	(ppm)	(ppm)	(ppm)
HRC2303	277	278.8	1.8	0.89	23.3	13600	75.7	188
HRC2304	208.84	210.27	1.43	3.12	78.9	8910	685	1564
	257.93	258.43	0.55	1.85	**>100**	**>10000**	**>10000**	**>10000**
	279.57	282	1.47	1.97	**>100**	**>10000**	**>10000**	**>10000**
HRC2305	42.82	43	0.18	4.11	97.5	>10000	219	492

*Core length is not true width. True width is unknown.

With the completion of the initial drilling program, an additional drilling program may be proposed as a follow up to this effort, as there are still several target areas identified as not having been properly drilled and analyzed previously.

As a result of the Phase 1 drilling program, additional drill targets have been identified, and a decision would have to be made whether to proceed with a Phase 2 drilling program in the near future.

Conclusions
The 2023 drilling program did locate an extensive, highly altered felsic porphyry system, with the continuity of gold throughout the potential bulk tonnage system remained generally low, under >0.10 g/t gold. However, significant concentrations of silver and gold also occurred in select areas. Several phases of mineralization occurred within the porphyry system, the apparent last phase was hydrothermal breccias with observed chalcopyrite, galena and sphalerite mineralization. The hydrothermal breccias encountered are probably associated with structures and might be in the form of “pipes”.

It was recommended to the Company that additional surveys be completed to determine the orientation and extent of these hydrothermal “pipes”. Additionally, detailed geological mapping within the Cerro Galapagos porphyry system, adding these core results with the historical diamond drilling results, is recommended prior to any additional drill testing, as part of the Phase 1 diamond drilling program recommendations found in the 43-101 Technical Report.

Risks and Uncertainties

Going concern
The Company is in the exploration stage and does not generate revenue. At September 30, 2024, the Company had a working capital deficit of $266,362 (2023 - working capital surplus of $539,389) and for the year ended September 30, 2024, the Company incurred a net loss of $806,199 (2023 - $2,175,444) and a cashflow deficit from operations of $715,072 (2023 - $933,699). The working capital deficit, net losses and cashflow deficits limit the Company’s ability to fund its operations, 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.

Although the Company has taken steps to verify title to the mineral properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, illegal artisanal or small-scale miners, aboriginal claims, and non-compliance with regulatory and environmental requirements. If the Company does not have title to its mineral properties, there will be adverse consequences to the Company and its business prospects.

Mining by illegal, artisanal, and small-scale miners occurs on and near some of the Company's mineral concessions in Bolivia. These activities could cause disruptions and damages to the Company's operations, including road blockages, pollution, environmental damage, or personal injury, for which the Company could potentially be held responsible. The presence of illegal, artisanal, and small-scale miners can lead to delays and disputes regarding the development of the Company's projects.

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.

Selected Annual Information

		Years ended September 30,	
	2024	**2023**	**2022**
	$	**$**	**$**
Total revenues	–	–	–
Net loss	806,199	2,175,444	316,483
Net loss per share - basic and diluted	0.01	0.02	0.01
Total assets	104,260	907,187	1,994,898
Total long-term liabilities	–	–	–
Cash dividends declared per common share	–	–	–

Results of Operations

	3 months ended September 30,		**Years ended September 30,**	
	2024	**2023**	**2024**	**2023**
	$	**$**	**$**	**$**
Expenses				
Professional fees	4,602	31,256	42,536	114,059
Consulting	52,199	51,628	208,665	172,685
Stock-based compensation	3,453	–	9,750	57,650
General and administrative	8,381	10,566	32,604	28,596
Public company costs	9,760	2,620	26,199	53,161
Investor relations	–	7,500	7,500	25,120
Exploration and evaluation	4,271	168,048	486,712	348,230
Travel	(5,736)	–	809	12,419
Listing costs	–	–	–	1,381,475
Interest	–	–	–	5,037
Foreign exchange loss	249	1,136	(3,340)	8,149
Interest income	31	(4,330)	(5,236)	(31,137)
	77,210	268,424	806,199	2,175,444
Net loss	(77,210)	(268,424)	(806,199)	(2,175,444)

Years ended September 30
The Company recorded a net loss of $806,199 compared to a net loss of $2,175,444 in the comparative year. The decrease in net loss reflects the following:

a) an increase in exploration and evaluation to $486,712 (2023 - $348,230).
b) no listing costs incurred compared to the previous year when the Company incurred listing costs of $1,381,475 including one-time legal fees, public company costs and listing fees, arising from the Amalgamation.

3 months ended September 30
The Company recorded a net loss of $77,210 compared to a net loss of $268,424 in the comparative year. The decrease in net loss reflects the following:

a) a decrease in exploration and evaluation to $4,271 (2023 - $168,048).

Summary of Quarterly Results

	Q1 2023 $	Q2 2023 $	Q3 2023 $	Q4 2023 $	Q1 2024 $	Q2 2024 $	Q3 2024 $	Q4 2024 $
Revenue	–	–	–	–	–	–	–	–
Net loss								
- Total	1,501,239	242,781	163,000	268,424	442,571	198,284	88,134	77,210
- Per share	0.03	–	–	–	–	–	–	–

Net loss for Q1 2023 includes aggregate one-time legal fees, public company costs and listing costs of $1,467,911 arising from the Amalgamation.

Liquidity and Capital Resources
The Company is in the exploration stage and does not generate revenue. At September 30, 2024, the Company had a working capital deficit of $266,362 (2023 - working capital surplus of $539,389) and for the year ended September 30, 2024, the Company incurred a net loss of $806,199 (2023 - $2,175,444) and a cashflow deficit from operations of $715,072 (2023 - $911,699). The working capital deficit, net losses and cashflow deficits limit the Company's ability to fund its operations, 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, 2025, the Company estimates its corporate and general costs at approximately $325,000. For the year ended September 30, 2024, the Company incurred corporate and general costs of $322,000.

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

Transactions with Related Parties

	Consulting fees $	Stock-based compensation $	Total $	Outstanding at September 30, 2024 $
Tim Turner and Associates LLC, a company controlled by Timothy J. Turner, for his consulting services as Director and Chief Executive Officer	163,065	2,842	165,907	216,064
Christian Shomber, for his services as Director	–	813	813	–
David Thompson, for his services as Director	–	813	813	–
Rodney Stevens, for his services as Director	–	813	813	–
Marlborough Management Limited, a company controlled by Miles Nagamatsu, for his consulting services as Director and Chief Financial Officer	45,600	2,031	47,631	90,174
Dale Burstall, for legal fees for his law firm DS Lawyers Canada LLP and his services as Corporate Secretary	7,955	1,219	9,174	–
Juan Carlos Quiroga, for his exploration and evaluation services as manager of Huiracocha	48,596	1,219	49,815	–

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 and accounts payable and accrued liabilities
The fair values of cash and accounts payable and accrued liabilities at September 30, 2024 and September 30, 2023 approximated their respective carrying values 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 number 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 and the completion of the Transaction. Accounts payable and accrued liabilities are subject to normal trade terms.

Current liabilities of $370,622 (2023 - $367,798) have contractual maturities less than 30 days and are subject to normal trade terms.

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$4,758 (2023 - US$11,776) and accounts payable of US$169,026 (2023 - US$174,236). 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 $22,174 (2023 - $21,965).

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. 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
8	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

	Years ended September 30, 2024 $	2023 $
Bank charges	3,346	2,989
Insurance	28,804	24,246
Office	454	1,361
	32,604	28,596

Expensed exploration and evaluation

	Years ended September 30, 2024 $	2023 $
Property		
Escala Project	486,712	348,230

Shares Outstanding as January 24, 2025

Shares

Authorized:
An unlimited number of common shares.
An unlimited number of preferred shares issuable in series.

Outstanding:
101,227,661 common shares

Warrants
Outstanding:

Exercise price	Expiry date	Number of warrants
$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
		25,073,200

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 outstanding	Number of stock options exercisable
$0.10	March 27, 2028	1,600,000	1,600,000
$0.10	May 26, 2028	700,000	700,000
$0.10	May 24, 2029	700,000	700,000
$0.10	June 30, 2029	850,000	850,000
$0.10	September 30, 2029	425,000	425,000
$0.10	December 31, 2029	425,000	425,000
		4,700,000	4,700,000