Targa Exploration Corp.

Management's Discussion and Analysis

For the years ended March 31, 2026 and 2025

(Expressed in Canadian dollars)

MANAGEMENT'S DISCUSSION AND ANALYSIS

This Management's Discussion and Analysis ("MD&A") of the financial position and results of Targa Exploration Corp. ("Targa" or the "Company") and its subsidiaries should be read in conjunction with the Company's audited consolidated financial statements and the accompanying notes thereto as at and for the years ended March 31, 2026 and 2025 (the "Financial Statements"), which are prepared in accordance with International Financial Reporting Standards ("IFRS Accounting Standards") as issued by the International Accounting Standards Board and interpretations of the International Financial Reporting Interpretations Committee.

All amounts are expressed in Canadian dollars, the presentation and functional currencies of the Company and its subsidiaries, unless otherwise stated. Other information contained in this document has been prepared by management and is consistent with the data contained in the Financial Statements.

In this MD&A, "Targa", the "Company", or the words "we", "us", or "our", collectively refer to Targa Exploration Corp. The first, second, third and fourth quarters of the Company's fiscal years are referred to as "Q1", "Q2", "Q3" and "Q4", respectively. The year ended March 31, 2026 and 2025 are referred to as "Fiscal 2026" and "Fiscal 2025", respectively.

This MD&A provides management's comments on the Company's operations for the years ended March 31, 2026 and 2025, and the Company's financial condition as at March 31, 2026, as compared with the prior fiscal year-end.

The Company's Audit Committee and the Board of Directors provide an oversight role with respect to all public financial disclosures by the Company. The Board of Directors approve the Financial Statements and MD&A after the completion of its review and recommendation for approval by the Audit Committee, which meets periodically to review all financial reports, prior to filing.

All technical disclosure covering the Company's mineral properties was prepared under the supervision of Ryan Weston. P.Geo., for the Company and a "Qualified Person" within the meaning of National Instrument 43-101 *Standards of Disclosure for Mineral Projects*.

The effective date of this MD&A is July 22, 2026 (the "MD&A Date").

FORWARD-LOOKING STATEMENTS

Certain statements contained in this document constitute "forward-looking statements". All statements other than statements of historical fact contained in this MD&A, including, without limitation, those regarding the Company's future financial position and results of operations, strategy, proposed acquisitions, plans, objectives, goals and targets, and any statements preceded by, followed by or that include the words "believe", "expect", "aim", "intend", "plan", "continue", "will", "may", "would", "anticipate", "estimate", "forecast", "predict", "project", "seek", "should" or similar expressions or the negative thereof, are forward-looking statements. These statements are not historical facts but instead represent only the Company's expectations, estimates and projections regarding future events. These statements are not guarantees of future performance and involve assumptions, risks and uncertainties that are difficult to predict. Therefore, actual results may differ materially from what is expressed, implied or forecasted in such forward-looking statements.

Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to risks associated with: geological risks; limited operating history; inability to generate earnings or pay dividends for the foreseeable future; no current assets other than cash, amounts receivable, and prepaid expenses; uncertain ability to raise additional funds when required; reliance on a small number of key managers lacking backup; potential conflicts of interest among directors and officers of the Company; lack of liquidity for shareholders of the Company; ability to secure needed permits, ability to physically access and work the Company's property assets due to poor weather, a potential lack of key contract personnel and services providers needed to execute elements of the Company's exploration plans, and market risk consisting of fluctuations in the Company's share price, metal prices, credit market conditions and investor appetite for early stage exploration companies. See "Risks and Uncertainties" section.

Management provides forward-looking statements because they believe such statements deliver useful guidance and information to readers when considering their investment objectives. Though management believes such statements to be as accurate as possible in the context of the information available to management at the time in which they are made, management cautions readers that the guidance and information contained in such statements may rapidly be superseded by subsequent events. Consequently, all the forward-looking statements made in this MD&A are qualified by these cautionary statements and other cautionary statements or factors contained herein, and there can be no assurance that the actual results or developments suggested by such forward-looking statement will be realized or, even if substantially realized, that they will have the expected results, or effects upon, the Company. These forward-looking statements are made as of the date of this MD&A and the Company assumes no obligation to update or revise them to reflect subsequent information, events or circumstances or otherwise, except as required by securities law.

The forward-looking statements in this MD&A are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which the Company will operate in the future, including assumptions regarding business and operating strategies.

DESCRIPTION OF THE BUSINESS

The Company was incorporated under the *Business Corporations Act* of British Columbia on September 26, 2017, and changed its name from RCM Minerals Ltd. to Targa Exploration Corp. on July 20, 2021. The Company's registered office located at #1723-595 Burrard Street, Vancouver, BC, V7X 1J1. The Company's common shares are publicly traded on the Canadian Securities Exchange under the symbol "TEX", the Frankfurt Stock Exchange under the symbol "V6Y", and the OTCQB Venture Market under the symbol "TRGEF".

The Company is in the business of acquisition, exploration and development of mineral properties.

The business of exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The recoverability of exploration and evaluation expenditures is dependent upon several factors. These include the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of these properties, and future profitable production or proceeds from disposition of mineral properties.

The Company's mineral property interests are comprised of mineral properties owned by the Company and rights to ownership of mineral properties, which the Company can earn through cash or share payments, incurring exploration expenditures or combinations thereof. The Company accounts for its mineral property interests by charging all acquisition and exploration costs to profit or loss as incurred and crediting all property sales and option proceeds to profit or loss. When the existence of a mineral reserve on a property has been established, future acquisition, exploration and development costs will be capitalized for that property, then amortized using the unit-of-production method following commencement of production.

The Company has not yet generated any revenue and operating cash flows. The ability of the Company to fulfil its obligations and pay for the ongoing operating as well as mineral properties expenditures depends on its success in raising external funds from debt and equity. Therefore, it is difficult to identify any meaningful trends or develop an analysis of cash flows.

COMPANY STRATEGY AND OBJECTIVES

The Company's strategy for building shareholder value is focused on the acquisition and advancement of early-stage precious metal projects. The Company plans to target undrilled assets in prime jurisdictions backed by encouraging technical data that demonstrate the potential for Tier 1 deposit discovery. With the recent additional of two gold projects in Argentina, Targa is developing a gold discovery pipeline of high impact exploration assets. The Company's remaining legacy early-stage lithium mineral exploration concessions were allowed to lapse during FY2026. It was decided, based on a review of work completed to date on those properties, that the concessions did not represent valuable discovery opportunities. Allowing the concessions to lapse ensures Management's focus and spending priorities remain on making value-add precious metal discoveries and eliminates the cost burden of maintaining the legacy projects.

Looking Ahead

The Company anticipates receiving the remaining assays from the El Zanjon maiden drill program in July and August. A total of 10 drill holes were completed during the program.

A Phase 2 drill program at Opinaca is in the final planning stages and is tentatively scheduled to begin in August, following up on the successful gold discovery made at Opinaca in 2025.

Recent Achievements

On March 2, 2026, the Company announced plans for its El Zanjon and Venidero gold-silver projects in Santa Cruz, Argentina.

Work at Venidero included a geological mapping program over the north half of the property and a 2,000-2,500m drill program was planned for the El Zanjon Project.

On March 3, 2026 Targa announced the appointment of Bryce Roxburgh to its Board of Directors and the issuance of 1,400,000 incentive stock options with an exercise price of $0.47. Mr. Roxburgh is a seasoned professional geologist with five decades of exploration and discovery experience.

On April 30, 2026, the Company announced it had received the necessary water permit for the El Zanjon drill program and mobilized a drill rig to the project.

Ryan Weston was appointed to the position of Vice President of Exploration on May 25, 2026. Ryan has 25 years of exploration experience throughout the Americas and was recently the VP of Exploration for Labrador Gold and at Noront Resources before that.

The Company provided an update on June 2, 2026 announcing that the Board of Directors had approved an increase to the size of the El Zanjon drilling program by up to 1,000 additional metres and that drilling pace had improved, with three drill holes already completed by that time.

On July 6, 2026, Targa provided the first batch of assay results at El Zanjon and announced that a total of 2,125 metres had been completed. Drilling is currently progressing on the 10th and final hole of the program, expected to be complete in the next few days.

PROJECTS

A summary of the Company's exploration and evaluation expenses for the year ended March 31, 2026, is as follows:

	Acquisition Cost	Analysis	Claim Fees	Field Work	Geological consulting	Total
	$	$	$	$	$	$
Exploration expenses	-	1,884	-	6,148	-	8,032
El Zanjon Project	137,500	33,429	14,935	10,148	15,157	211,169
North Lithium Pegmatite Project	-	2,107	-	41,674	-	43,781
Opinaca Lithium Project	-	169,890	104,588	1,611,041	410,196	2,295,715
Superior Lithium Project	-	683	8,802	-	6,862	16,347
Venidero Project	137,500	-	7,463	32,328	-	177,291
Other Ontario Lithium Projects	-	-	-	1,989	11,671	13,660
	275,000	**207,993**	**135,788**	**1,703,328**	**443,886**	**2,765,995**

A summary of the Company's exploration and evaluation expenses for the year ended March 31, 2025, is as follows:

	Acquisition Cost	Analysis	Claim Fees	Field Work	Geological consulting	Total
	$	$	$	$	$	$
Exploration expenses	-	-	-	2,327	13,494	15,821
Opinaca Lithium Projects	90,148	307,121	7,355	257,339	1,141,848	1,803,811
Superior Lithium Project	-	473	1,496	2,137	32,247	36,353
Sky-Jim Lithium Projects	-	-	-	-	17,854	17,854
MUL Projects	-	719	-	3,325	20,498	24,542
Prince Albert Lake Lithium Project	-	9,682	-	24,226	81,108	115,016
White Metal Lithium Project	-	-	-	66,170	-	66,170
Harricana Lithium Project	-	-	-	-	1,060	1,060
Other Ontario Lithium Projects	-	2,976	-	14,943	83,344	101,263
	90,148	**320,971**	**8,851**	**370,467**	**1,391,453**	**2,181,890**

Opinaca Lithium Projects and Superior Lithium Projects

On January 25, 2023, Targa entered into a purchase and sale agreement with Kenorland and acquired a 100% undivided interest in two lithium exploration projects in exchange for 875,475 common shares of the Company with a fair value of $1,926,045, a cash payment of $100,000, and a 3% Net Smelter Returns royalty ("NSR").

The project located in the James Bay region of northern Quebec is generally known and described as the "Opinaca Lithium Project", and the project located in eastern Manitoba is generally known and described as the "Superior Project".

Pursuant to the purchase and sale agreement with Kenorland, the Company was required to issue 9.9% of any future common share issuances up to an aggregate fair value of $5,000,000. This anti-dilution commitment was fulfilled through periodic share issuances, with the final required shares issued on July 22, 2024. As of March 31, 2025, this commitment has been fully satisfied and no further obligations remain outstanding under the agreement.

On November 27, 2025, the Company notified Kenorland Minerals that it did not intend to maintain the Superior Lithium mineral exploration licenses beyond the payment deadline of February 27, 2026. As a result, the Company subsequently allowed the licenses to expire and the claims were dropped. Under the terms of the January 2023 purchase and sale agreement, Kenorland had the right to receive the mineral exploration licenses back if the Company elected not to keep them in good standing.

Argentina Projects

On November 7, 2025, the Company entered into option agreements with Aegis Resources Ltd. ("Aegis") and certain other parties to acquire up to an 80% interest in each of the El Zanjon and Venidero gold-silver projects located in Santa Cruz, Argentina. The option agreements were accepted by the Canadian Securities Exchange on January 6, 2026 (the "Acceptance Date").

El Zanjon Project

The El Zanjon gold-silver project covers 57,276 hectares in the Deseado Massif, Santa Cruz Province of Argentina. Pursuant to the option agreement for El Zanjon, Targa has the option to acquire an 80% interest in the El Zanjon Project (the "80% Zanjon Option") by completing a feasibility study (the "Zanjon FS") supported by a resource estimate of at least two million gold-equivalent ounces in the measured, indicated, and inferred categories and proven and probable mineral reserves, together with a mine plan that is economically viable within twelve years of the Acceptance Date, by drilling an aggregate of 23,000 metres and making the following cash and share payments (the "Zanjon Payments") as follows:

- $12,500 cash payment on the Acceptance date; (paid)
- $125,000 share payment on or before January 6, 2026 (issued);
- $187,500 share payment on or before January 6, 2027; and
- $187,500 share payment on or before January 6, 2028.

If the Zanjon FS is not completed by the 9th, 10th, 11th, or 12th anniversary of the agreement, Targa must make annual cash payments to Aegis on each of those anniversaries until the study is completed as follows:

- $250,000 on the 9th anniversary of the acceptance date;
- $500,000 on the 10th anniversary of the acceptance date;
- $750,000 on the 11th anniversary of the acceptance date; and
- $1,000,000 on the 12th anniversary of the acceptance date.

If the Zanjon FS is not completed by the 8th Anniversary, Targa will incur additional project expenditures in the amount of $5,000,000 on or before the earlier of (i) the tenth anniversary of the Acceptance Date; or (ii) the completion of the Zanjon FS. If the Zanjon FS is not completed by the 10th anniversary of the Acceptance Date, Targa will incur additional project expenditures in the amount of $5,000,000 on or before the earlier of the (i) 12th anniversary of the Acceptance Date; or (ii) the completion of the Zanjon FS.

Upon the exercise of the 80% Zanjon Option, Targa and Aegis, as optionor, will form an 80-20 joint venture, subject to a dilution clause whereby if a participant's interest is reduced to 10% or less, the other participant is deemed to acquire such interest in consideration for the grant of a 2% NSR (the "Dilution Clause").

Targa can acquire a 51% interest in the El Zanjon Project (the "51% Zanjon Option") if, prior to the exercise of the 80% Zanjon Option, Targa has drilled an aggregate of 50,000 metres at El Zanjon and made the Zanjon Payments. If Targa has completed the 51% Zanjon Option, but the 80% Zanjon Option is terminated, Targa's interest in the El Zanjon Project will be reduced to 50% and Targa and Aegis will form a 50-50 joint venture with Aegis retaining the casting vote, subject to the Dilution Clause.

The exercise of the 80% Zanjon Option and 51% Zanjon Option are subject to Aegis exercising its option to acquire a 100% interest in the El Zanjon Project under an underlying option agreement with Biz Latin Hub S.A., the owner of the El Zanjon project. There is an existing 2% NSR on the El Zanjon Project, of which half can be repurchased by Aegis for $1,000,000.

Pursuant to the option agreement for El Zanjon, on January 8, 2026, the Company issued the first tranche of option payment shares consisting of 625,000 common shares at a price of $0.20 per share to Aegis. For accounting purposes, the issued shares were recorded as exploration and evaluation assets in accordance with IFRS 6 Exploration for and Evaluation of Mineral Resources.

Venidero Project

Venidero is an early-stage gold-silver project and covers 10,753 hectares in the Santa Cruz Province of Argentina. Targa has the option to acquire an 80% interest in the Venidero Project (the "80% Venidero Option") by completing a feasibility study (the "Venidero FS") supported by a resource estimate of at least two million gold-equivalent ounces in the measured, indicated, and inferred categories and proven and probable mineral reserves, together with a mine plan that is economically viable within twelve years of the Acceptance Date, by drilling an aggregate of 23,000 metres and making the following cash and share payments (the "Venidero Payments") as follows:

- $12,500 cash payment on the Acceptance date; (paid)
- $125,000 share payment on or before January 6, 2026 (issued);
- $187,500 share payment on or before January 6, 2027; and
- $187,500 share payment on or before January 6, 2028.

If the Venidero FS is not completed by the 9th, 10th, 11th, or 12th anniversary of the agreement, Targa must make annual cash payments to Aegis on each of those anniversaries until the study is completed as follows:

- $250,000 on the 9th anniversary of the acceptance date;
- $500,000 on the 10th anniversary of the acceptance date;
- $750,000 on the 11th anniversary of the acceptance date; and
- $1,000,000 on the 12th anniversary of the acceptance date.

If the Venidero FS is not completed by the 10th Anniversary, Targa will incur additional project expenditures in the amount of $5,000,000 on or before the earlier of (i) the 12th anniversary of the Acceptance Date; and (ii) the completion of the Venidero FS.

Upon the exercise of the 80% Venidero Option, Targa and Minera Proximo Resources Argentina S.A. ("Minera Proximo"), a wholly owned subsidiary of Aegis, as optionor, will form an 80-20 joint venture, subject to a dilution clause.

Targa can acquire a 51% interest in the Venidero Project (the "51% Venidero Option") if, prior to the exercise of the 80% Venidero Option, Targa has drilled an aggregate of 50,000 metres at the Venidero Project and made the Venidero Payments. If Targa has completed the 51% Venidero Option, but the 80% Venidero Option is terminated, Targa's interest in the Venidero Project will be reduced to 50% and Targa and Minera Proximo will form a 50-50 joint venture with Minera Proximo retaining the casting vote, subject to a dilution clause.

There is an existing 0.5% NSR on the Venidero Project, all of which can be completely repurchased by Minera Proximo for a cash payment of US$1,000,000.

Pursuant to the option agreement for Venidero, on January 8, 2026, the Company issued the first tranche of option payment shares consisting of 625,000 common shares at a price of $0.20 per share to Aegis. For accounting purposes, the issued shares were recorded as exploration and evaluation assets in accordance with IFRS 6 Exploration for and Evaluation of Mineral Resources.

MUL Projects

On May 11, 2023, the Company completed the acquisition of a 100% interest in the Leaf River Lithium Project, the Raglan South Lithium Project, and the Musquaro Lake Lithium Project (collectively the "MUL Projects") from a syndicate of sellers.

In accordance with the agreement, the Company acquired a 100% interest in the MUL Projects, in exchange for 1,500,000 common shares of the Company ("Consideration Shares") with a fair value of $2,400,000 (issued), a payment of $315,000 in cash to Wildwood (paid) and another payment of $315,000 in cash (paid in shares) upon closing of a financing of a minimum of $1,000,000 in net proceeds and a 1% NSR granted to the sellers. The sellers entered into a voluntary escrow arrangement whereby one-third of the Consideration Shares were released from escrow every four months after May 1, 2023 (completed).

During the year ended March 31, 2026, the MUL Projects' claims expired.

Sky-Jim, Prince Albert Lake and White Metal Lithium Projects

On May 19, 2023, the Company acquired a 100% interest in the Slim Jim and Sky Lake Projects (collectively the "Sky-Jim Lithium Projects"), White Metal Lithium Project and Prince Albert Lake Lithium Project with its acquisition of Pan Canadian Lithium.

During the year ended March 31, 2026, all the claims expired.

North Lithium - Pegmatite, Harricana and Other Ontario Lithium Projects

On January 10, 2024, the Company acquired a 100% interest in the Case Lake, Detour West and Lakeshore lithium projects (collectively the "Other Ontario Lithium Projects"), Pegmatite Beach ("North Lithium - Pegmatite Project") and Harricana Lithium Project in exchange for 1,500,000 common shares of the Company at a price of $0.575 per share for a total fair value of $862,500, a 1.0% NSR granted to 1384025 B.C. LTD., a cash payment of $100,000 (paid), $277,861 (paid), and $377,861 (paid in shares).

During the year ended March 31, 2026, all the claims expired.

FINANCIAL CONDITION

As at March 31, 2026, the Company had total assets of $3,949,145 (March 31, 2025 - $126,876) which is comprised of cash, amounts receivable and prepaid expenses, which are expected to be received within the next twelve months.

As at March 31, 2026 the Company had total liabilities of $112,957 (March 31, 2025 - $600,608) comprising of accounts payable and accrued liabilities and a flow-through premium liability, which resulted from flow-through share financings during the current period.

As at March 31, 2026, the Company had working capital of $3,836,188 (March 31, 2025 – working capital deficit of $473,732). The increase in working capital is mainly the result of increase in share capital from private placement during the current period.

As at March 31, 2026, shareholders' equity comprised share capital of $20,752,925 (March 31, 2025 - $13,480,056), reserves of $2,792,261 (March 31, 2025 - $1,671,007), and a deficit of $19,708,998 (March 31, 2025 - $15,624,795) for a total shareholders' equity of $3,836,188 (March 31, 2025 – shareholders deficiency of $473,732). The increase in share capital is primarily the result of several unit issued in private placement in financings and options payments related to the acquisition of mineral properties during the current period. The increase in the deficit is primarily the result of mineral property acquisition costs recorded as exploration and evaluation expenditures.

LIQUIDITY, CAPITAL RESOURCES AND GOING CONCERN

The Company has not yet generated any revenue and thus cash flow from operations. Its only source of funds since incorporation has been from the issuance of common shares and units.

As at March 31, 2026, the Company had cash of $3,530,307 (March 31, 2025 - $53,900) and a working capital of $3,836,188 (March 31, 2025 – working capital deficit of $473,732).

The Company's cash flows from operations are negative as it is an exploration-stage company. During the year ended March 31, 2026, the Company used cash of $3,769,891 in operating activities (2025 - $2,836,416) attributed to the operating expenses for the period.

During the year ended March 31, 2026, cash provided by financing activities of $7,246,298 was mainly attributable to multiple private placements which were partially offset by share issuance costs of $397,277. Cash provided by financing activities in the 2025 comparable period was $669,335 which was attributable to $670,000 received from private placements, which was partially offset by share issuance costs of $665.

As at March 31, 2026, the Company had a remaining flow-through expenditure commitment of $625,233, which is required to be incurred as eligible Canadian exploration expenses on its Quebec exploration properties by December 31, 2026. This commitment relates to flow-through financings completed in 2025, under which the Company agreed to renounce qualifying exploration expenditures to investors and incur such expenditures on or before the prescribed deadline. The Company expects to satisfy the remaining commitment through the next phase of exploration work at the Opinaca Project, which is tentatively scheduled to commence in August 2026.

While the information in the Financial Statements has been prepared in accordance with IFRS on a going concern basis, which presumes the realization of assets and discharge of liabilities in the normal course of business for the foreseeable future, there are conditions and events that cast significant doubt on the validity of this presumption. The Company's ability to continue as a going concern is dependent on the Company's ability to obtain additional debt or equity financing to successfully advance the exploration and development of mineral property interests in its exploration portfolio and to be able to derive material proceeds from the sale or divestiture of those properties and/or other assets. While the Company is making its best efforts in this regard, the outcome of these matters cannot be predicted at this time.

USE OF PROCEEDS AND MILESTONES

The Company achieves its business objectives and milestones through the use of proceeds raised from the private placements to perform due diligence testing on potential mineral exploration properties. In addition, the Company was able to maintain liquidity while meeting operating expenditure obligations and adequate levels of funding to continue as a going concern and support its exploration of mineral claims.

Considering the current uncertainty as to the general market and competitive conditions, the Company continues to maintain its fiscally responsible approach to its mineral exploration activities. In particular, the Company continues to evaluate market conditions on an ongoing basis, with the goal of, among other things: (i) identifying the appropriate time to initiate certain business objectives, and (ii) exploring potential alternatives, viable opportunities to further develop and expand the Company's business.

As such, the Company notes that there may be circumstances where, for sound business reasons, the Company may be required to reallocate funds, including due to demands for shifting focus or investment in mining exploration and/or development activities, requirements for accelerating, increasing, reducing, or eliminating initiatives in response to changes in market, regulations and/or developments in the mining sector generally and in the price of gold, and silver, unexpected setbacks, and strategic opportunities, such as partnerships, strategic partners, joint ventures, mergers, acquisitions, and other opportunities.

SHARE CAPITAL HIGHLIGHTS

During the year ended March 31, 2026, the Company had the following share capital transactions:

- On May 27, 2025, the Company underwent a five-for-one share consolidation of its issued and outstanding common shares. All share figures in these consolidated financial statements are shown as post-consolidated shares.

- On June 6, 2025, the Company closed a private placement for aggregate gross proceeds of $2,611,200 through the issuance of the following:

- 6,650,200 common shares ("HD Shares") at $0.10 per share for gross proceeds of $665,020;
- 1,959,001 flow-through shares ("FT Shares") at $0.12 per share for gross proceeds of $235,080; and
- 12,050,000 charity flow-through shares ("CFT Shares") at $0.142 per share for gross proceeds of $1,711,100.

  Utilizing the residual value method, the combined total of $2,611,200 was allocated entirely to share capital, with $nil attributed to the flow-through premium liability.

- In connection with the June 6, 2025, private placement, the Company paid finders fees and other share issuance costs of an aggregate of $114,754 in cash and issued an aggregate of 1,024,000 finders warrants of the Company (the "Finders Warrants") to certain eligible arm's length finders. Each Finders Warrant entitles the finder to purchase one common share of the Company (a "Finder Warrant Share") at a price of $0.25 per Finder Warrant Share until June 6, 2027. As a result, $87,246 was allocated to the reserves.

- On August 25, 2025, the Company closed a private placement for aggregate gross proceeds of $1,007,375 by issuing 6,715,834 flow-through shares of the Company ("FT Share") at a price of $0.15 per FT Share. Gross proceeds from the private placement were allocated using the residual value method, the gross proceeds from the FT Share were first allocated to common share at that date and then to the flow-through premium. As a result, $940,217 were allocated to the common shares and remaining $67,158 was allocated to the flow-through premium using the residual value method.

- In connection with the August 25, 2025, private placement, the Company paid finders fees of an aggregate of $50,092 in cash and issued an aggregate of 333,950 finders warrants of the Company (the "Finders Warrants") to certain eligible arm's length finders. Each Finders Warrant entitles the finder to purchase one common share of the Company (a "Finder Warrant Share") at a price of $0.30 per Finder Warrant Share until August 25, 2027. As a result, $16,414 was allocated to the reserves.

- On September 23, 2025, the Company issued 600,000 common shares with fair value of $75,000 to settle an outstanding balance. The Company recognized a Gain on settlement of debt of $240,005.

- Pursuant to the option agreements with Aegis, the Company issued the first tranche of option payment shares consisting of 1,250,000 common shares at a price of $0.20 per share to Aegis.

- On February 19, 2026, the Company closed a private placement for gross proceeds of $4,025,000 by issuing 16,100,000 units of the Company (each a "Unit") at a price of $0.25 per Unit. Each Unit consists of one common share of the Company (each a "Share") and one common share purchase warrant (each, a "Warrant"). Each Warrant entitles the holder thereof to acquire one additional Share (each, a "Warrant Share") at a price of $0.50 per Warrant Share until February 19, 2028, subject to an acceleration clause. If the 10-day volume-weighted average trading price of the Shares as quoted on the Canadian Securities Exchange is equal to or greater than $0.90 at the close of any trading day, then the Company may, at its option, accelerate the expiry date of the Warrants by issuing a press release (a "Warrant Acceleration Press Release") announcing that the expiry date of the Warrants shall be deemed to be on the 30th day following the issuance of the Warrant Acceleration Press Release (the "Accelerated Expiry Date"). All Warrants that remain unexercised following the Accelerated Expiry Date shall immediately expire and all the rights of holders of such Warrants shall be terminated without any compensation to such holder.

- In connection with the February 19, 2026, private placement, the Company paid finders fees of an aggregate of $218,700 in cash and issued an aggregate of 874,800 finders warrants of the Company (the "Finders Warrants") to certain eligible arm's length finders. Each Finders Warrant entitles the finder to purchase one common share of the Company (a "Finder Warrant Share") at a price of $0.50 per Finder Warrant Share until February 19, 2028. As a result, $127,611 was allocated to the reserves.

- During the year ended March 31, 2026, the Company incurred total unit issuance costs of $628,548 in connection with its private placements. Of this total, $397,277 was paid in cash fees, with the remaining $231,271 representing the non-cash fair value of broker warrants issued to finders, which was allocated to reserves.

During the year ended March 31, 2025, the Company had the following share capital transactions:

- On May 1, 2024, the Company closed a private placement for aggregate gross proceeds of $670,000 by issuing 1,339,999 Units at a price of $0.50 per unit. Each Unit consists of one common share and one-half of one common share purchase warrant. Each whole warrant entitles the holder to purchase one common share of the Company at a price of $1.25 per share for a period of two years until May 1, 2026. The gross proceeds from the Units were allocated using the residual value method, whereby the proceeds were allocated to the common shares based on the fair value at the date of issuance and the remaining proceeds were allocated to the warrants and recognized in reserves. As a result, $569,500 was allocated to share capital and $100,500 was allocated to warrants reserve. Total issuance costs were $1,252 in connection with this private placement, which comprises $665 of cash issuance costs and $587 related to 4,800 warrants issued to finders, which were valued using the Black-Scholes option pricing model and recognized in reserves. Each finders' warrant entitles the holder to purchase one common share at an exercise price of $1.25 per share until May 1, 2026.

- On July 22, 2024, the Company issued 819,999 common shares with fair value of $377,861 to settle the final cash payment that was due in connection with the North Lithium - Pegmatite acquisition.

- On July 22, 2024, the Company issued 189,785 common shares with fair value of $90,148 which was recorded to exploration and evaluation expenditures to satisfy the requirement as per the purchase and sale agreement of Kenorland entered into on January 25, 2023, which requires the Company to issue shares from future private placements with fair value up to 9.9% of $5,000,000.

SELECTED ANNUAL INFORMATION

The following table summarizes selected final data derived from the audited financial statements for the years ended March 31, 2026, 2025 and 2024:

	2026	2025	2024
	$	$	$
Total operating expenses	**4,349,684**	3,117,626	10,029,148
Net loss and comprehensive loss	**4,084,203**	2,660,568	9,874,746
Basic and diluted loss per share	**(0.11)**	(0.13)	(0.76)
Cash	**3,530,307**	53,900	2,220,981
Total assets	**3,949,145**	126,876	2,421,704
Total liabilities	**112,957**	600,608	1,379,986
Share capital	**20,752,925**	13,480,056	12,443,799
Shareholder's equity (deficit)	**3,836,188**	(473,732)	1,041,718

The increase in operating expenses in the current year compared to prior years was primarily driven by higher exploration and evaluation expenditures related to the El Zanjon and Venidero projects in Argentina and the Opinaca Project in Quebec during the current year. The increase in total assets was mainly due to cash raised from private placements completed during the year. The increase in share capital compared to prior years was primarily attributable to unit financings and the issuance of shares in connection with the acquisition of mineral properties during the current year.

RESULTS OF OPERATIONS

Q4 Analysis - Q4 2026 compared to Q4 2025.

A summary of the Company's results of operations is as follows:

	Q4 2026	Q4 2025	Change
	$	$	$
Operating expenses			
Exploration and evaluation expenditures	**412,773**	150,771	262,002
Filing and transfer agent fees	**16,750**	11,891	4,859
General and administrative	**46,401**	64,605	(18,204)
Investor relations	**33,604**	8,771	24,833
Legal and professional fees	**47,636**	7,147	40,489
Management and consulting fees	**51,433**	70,960	(19,527)
Share-based compensation	**533,936**	-	533,936
	1,142,533	314,145	828,388
Other income			
Amortization of flow-through premium liability	**(28,032)**	31,441	(59,473)
Net loss and comprehensive loss	**(1,170,565)**	(282,704)	(887,861)

Net loss increased to $1,170,565 compared to net loss of $282,704 in the prior comparable period. The primary drivers of this increase in net loss were as follows:

- Exploration and evaluation expenditures increased to $412,773 compared to $150,771 in the prior period. The higher expenditures in the current period are primarily a result of higher exploration activity mainly due to the acquisition of El Zanjon and Venidero projects in Argentina.

- Investor relations expenses increased to $33,604 compared to $8,771 in the prior period. The increase in the current period was primarily attributable to higher investor relations and marketing activities undertaken during the year.

- Share-based compensation increased to $533,936 compared to $nil in the prior year comparable period primarily due to the vesting of stock options granted during the current period, including options that vested immediately upon grant.

Fiscal Analysis - Fiscal 2026 compared to Fiscal 2025

A summary of the Company's results of operations is as follows:

	Fiscal 2026	Fiscal 2025	Change
	$	$	$
Operating expenses			
Exploration and evaluation expenditures	**2,765,995**	2,181,890	584,105
Filing and transfer agent fees	**72,493**	63,707	8,786
General and administrative	**181,252**	221,816	(40,564)
Investor relations	**97,620**	224,525	(126,905)
Legal and professional fees	**153,837**	79,670	74,167
Management and consulting fees	**188,504**	338,244	(149,740)
Share-based compensation	**889,983**	7,774	882,209
	4,349,684	3,117,626	1,232,058
Other income			
Amortization of flow-through premium liability	**25,476**	457,058	(431,582)
Gain on settlement of debt	**240,005**	-	240,005
Net loss and comprehensive loss	**(4,084,203)**	(2,660,568)	(1,040,481)

Net loss increased to $4,084,203 compared to $2,660,568 in the prior year comparable period. The following are the primary drivers of this change:

- Exploration and evaluation expenditures increased to $2,765,995 compared to $2,181,890 in the prior year mainly due to increased exploration activity at the Opinaca Project and the acquisition of EL Zanjon and Venidero projects.

- General and administrative expenses decreased to $181,252 compared to $221,816 in the prior year primarily due to reduced corporate and administrative activities during the current year.

- Investor relations expense decreased to $97,620 compared to $224,525 in the prior year primarily due to reduced investor relations and marketing activities during the current year, including the non-renewal of certain marketing subscriptions and promotional campaigns incurred in the prior year.

- Legal and professional fees increased to $153,837 compared to $79,670 in the prior year primarily due to higher legal, accounting, and professional consulting services incurred in connection with the Company's corporate activities and mineral property acquisitions during the current year.

- Management and consulting fees decreased to $188,504 compared to $338,244 in the prior year primarily due to lower management and consulting services fees incurred during the current year.

- Share-based compensation increased to $889,983 compared to $7,774 in the prior year primarily due to the vesting of stock options granted during the current year, including options that vested immediately upon grant.

- Gain on settlement of debt of $240,005 compared to $nil in the prior year due to the settlement of amounts owing in connection with Wildwood Exploration Inc. during the current year.

QUARTERLY FINANCIAL INFORMATION

The following summarizes quarterly financial results of the Company for the last eight completed quarters:

	Q4 2026	Q3 2026	Q2 2026	Q1 2026
	$	$	$	$
Net loss and comprehensive loss	**(1,170,565)**	(1,501,449)	(733,673)	(678,516)
Basic and diluted loss per share	**(0.02)**	(0.03)	(0.02)	(0.04)

	Q4 2025	Q3 2025	Q2 2025	Q1 2025
	$	$	$	$
Net loss and comprehensive loss	(282,704)	(224,662)	(1,689,329)	(463,873)
Basic and diluted loss per share	(0.02)	(0.01)	(0.02)	(0.01)

The quarterly trend in loss for the period and loss per share is primarily driven by the Company's exploration expenses. Overall, the quarterly net loss and comprehensive loss of the 2026 fiscal is higher, compared to the previous year quarters due to increased exploration activities mainly at the Opinaca Project in Quebec and the acquisition and advancement of the El Zanjon and Venidero projects in Argentina. Q4 2025, net loss and comprehensive loss decreased significantly compared to prior quarters due to lower exploration activities.

RELATED PARTY TRANSACTIONS

Key management personnel include those persons having the authority and responsibility of planning, directing and executing the activities of the Company. The Company has determined that its key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers. A summary of the Company's related party transactions with key management for the years end March 31, 2026 and 2025, is as follows:

	2026	2025
	$	$
Management and consulting fees - executive director	-	109,750
Management and consulting fees – Chief Executive Officer ("CEO")	129,750	130,244
Management and consulting fees - former CEO	22,000	24,000
Management and consulting fees – Chief Financial Officer ("CFO")	10,875	-
Management and consulting fees - former CFO	35,625	36,750
Share-based compensation	646,288	-
	844,538	300,744

Transactions and Balances with other Related Parties

Inventa Capital Operations Corporation ("Inventa") is a private company that shares office space, furnishings and equipment, communications facilities, information technologies, basic accounting services, secretarial services and administrative services at a allocation of costs for the shared facilities The allocation of costs include a component of overhead costs such as operating cost recovery related to office space, information technology services and general administrative support services. Inventa also incurs third party costs on behalf of the Company, which are reimbursed by the Company at cost. Several directors and other key management personnel of Inventa, who are close business associates, are also key management personnel of the Company.

As at March 31, 2026, accounts payable and accrued liabilities included $19,719 owed to the Inventa (March 31, 2025 – $4,000, $3,938 and $10,500 owed to the former CEO, CFO, and executive director, respectively).

A summary of the Company's related party transactions with key management is as follows:

	2026	2025
	$	$
General and administrative – Inventa	127,030	179,829
Total	127,030	179,829

During the year ended March 31, 2026, two directors of Aegis assumed roles with Targa. On January 21, 2026, Targa announced the appointment of Alejandro Adams as its Chief Financial Officer, and on March 3, 2026, Targa announced the appointment of Bryce Roxburgh to its Board of Directors. Mr. Adams and Mr. Roxburgh each serve as directors of Aegis. Prior to the appointments noted above, in November 2025, Targa and Aegis entered into option agreements related to the El Zanjon and Venidero projects in Argentina. During the year ended March 31, 2026, the Company issued 1,250,000 common shares with a fair value of $250,000 as the initial option consideration. Future transactions between Targa and Aegis will constitute related-party transactions.

USE OF ESTIMATES AND SIGNIFICANT ACCOUNTING POLICIES

Preparing financial statements requires management to make estimates and assumptions that affect the reported results. The estimates are based on historical experience and other assumptions believed to be reasonable under the circumstances. Critical accounting policies are disclosed in the Annual Financial Statements.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements at March 31, 2026, or at the MD&A Date.

PROPOSED TRANSACTIONS

The Company has no undisclosed transactions as at March 31, 2026, or at the date of this MD&A.

SUBSEQUENT EVENTS

Warrants

On May 1, 2026, a total of 674,800 warrants with an exercise price of $1.25 per share, expired unexercised.

On June 18, 2026, a total of 1,615,845 warrants with an exercise price of $0.50 per share expired unexercised.

During the months of May and June 2026, the Company issued a combined total of 946,328 common shares upon the exercise of warrants at a weighted average price of $0.46 per share for total proceeds of $437,914.

Stock Options

On May 7, 2026, the Company cancelled 380,000 stock options with an exercise price of $2.20 and expiry date of June 13, 2028.

On May 25, 2026, the Company granted 200,000 stock options with an exercise price of $0.70 per common share, exercisable for a period of five years from the grant date. 25% vested immediately upon grant and the remaining 75% will vest in equal installments of 25% every four months thereafter. Additionally, also on May 25, 2026, the Company granted 100,000 stock options with an exercise price of $0.77 per common share, exercisable for a period of five years and vesting immediately upon grant.

In June 2026, through multiple exercises of options, the Company issued 130,000 common shares at a weighted average exercise price of $0.23 per share for total proceeds of $30,100.

OUTSTANDING SECURITY DATA

A summary of the number of the Company's issued and outstanding securities is as follows:

	March 31, 2026	MD&A Date
	#	#
Common shares	66,008,898	67,085,226
Warrants	24,045,550	20,808,577
Stock options	5,633,200	5,423,200

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

As at March 31, 2026, financial instruments comprising cash, deposits, accounts payable and accrued liabilities are classified and measured at amortized cost. The carrying value of cash, deposits, accounts payable and accrued liabilities approximate the fair value due to the relatively short-term maturity of these instruments.

The Company is exposed in varying degrees to a variety of financial instrument related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to fulfill its contractual obligations. The Company's credit risk relates primarily to cash and deposits. The Company minimizes its credit risk related to cash by placing cash with major financial institutions and deposits with recognized creditworthy third parties and regularly reviews the recoverability of them.

Currency risk

The Company operates in Canada and has recently commenced activities in Argentina. As a result, certain expenditures and transactions related to its Argentine operations may be denominated in Argentine Pesos ("ARS$") or United State dollars ("US$"). Accordingly, the Company is exposed to foreign exchange risk arising from fluctuations in the exchange rates between Canadian dollars, US$ and ARS$. As of March 31, 2026, the Company did not hold any cash, monetary assets or monetary liabilities denominated in foreign currencies and therefore had no direct foreign currency exposure at that date.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they come due. The Company is exposed to liquidity risk through accounts payable and accrued liabilities and it does have sufficient cash resources to pay for its financial obligations.

As at March 31, 2026 the Company's cash balance of $3,530,307 (March 31, 2025 - $53,900) is sufficient to meet its obligations related to its accounts payable and accrued liabilities balance of $71,275 (March 31, 2025 - $600,608), as well as flow-through premium liability $41,682 (March 31, 2025 - $nil).

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and foreign exchange rates. The Company is not exposed to significant interest rate risk on the basis that its financial liabilities bear no interest or interest at fixed rates. The Company does not carry financial assets or liabilities that are denominated in a foreign currency and is therefore not exposed to significant foreign exchange rate risk.

RISKS AND UNCERTAINTIES

The operations of the Company are subject to significant uncertainty due to the high-risk nature of its business, which is the acquisition, exploration, discovery, development and production of gold and lithium from a portfolio of exploration and development stage assets.

The following risk factors are not intended to be an exhaustive list of all risks facing the Company. These and other risk factors could materially affect the Company's financial condition and/or future operating results and could cause actual events to differ materially from those described in forward-looking statements relating to the Company. Additional risks and uncertainties, including those that the Company does not know about now or that it currently deems immaterial, may adversely affect the Company's business, financial condition, operating results and prospects. Investors should not regard the risk factors described below as a complete statement of all potential risks and uncertainties facing the Company.

Resource exploration and development is a speculative business.

Resource exploration and development is a speculative business and involves a high degree of risk, including, among other things, unprofitable efforts resulting not only from the failure to discover mineral deposits but from finding mineral deposits which, though present, are insufficient in size to return a profit from production. The marketability of natural resources that may be acquired or discovered by the Company will be affected by numerous factors beyond the control of the Company. These factors include market fluctuations, the proximity and capacity of natural resource markets, government regulations, including regulations relating to prices, taxes, royalties, land use, importing and exporting of minerals and environmental protection. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital.

Substantial expenditures are required to establish ore reserves through drilling and metallurgical and other testing techniques, determine metal content and metallurgical recovery processes to extract metal from the ore, and construct, renovate or expand mining and processing facilities. No assurance can be given that any level of recovery of ore reserves will be realized or that any identified mineral deposit, even if it is established to contain an estimated resource, will ever qualify as a commercial mineable ore body which can be legally and economically exploited. The great majority of exploration projects do not result in the discovery of commercially mineable deposits of ore.

The Company is an early-stage company

The Company has only recently commenced operations and has no operating earnings. The likelihood of success of the Company must be considered in light of the problems, expenses and difficulties, complications and delays frequently encountered in connection with the establishment of any business. The Company has limited financial resources and there is no assurance that additional funding will be available to it for further exploration and development of its projects or to fulfil its obligations under applicable agreement. There can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of the property interest of the Company with the possible dilution or loss of such interest. Further, revenues, financings and profits, if any, will depend upon various factors, including the success, if any, of exploration programs and general market conditions for natural resources. There is no assurance that the Company can operate profitably or that it will successfully implement its plans.

Mining industry is intensely competitive

The Company's business of the acquisition, exploration and development of mineral properties is intensely competitive. Increased competition could adversely affect the Company's ability to attract necessary capital funding or acquire suitable producing properties or prospects for mineral exploration in the future.

Fluctuation of metal prices

The mining industry is intensely competitive and there is no assurance that, even if commercial quantities of a mineral resource are discovered, a profitable market will exist for the sale of the same. There can be no assurance that metal prices will be such that the Company's properties can be mined at a profit. Factors beyond the control of the Company may affect the marketability of any minerals discovered.

Metal prices are subject to volatile price changes from a variety of factors including international economic and political trends, expectations of inflation, global and regional demand, currency exchange fluctuations, interest rates and global or regional consumption patterns, speculative activities and increased production due to improved mining and production methods. There can be no assurance that the price of any commodities will be such that any of the properties in which the Company has, or has the right to acquire, an interest may be mined at a profit.

Significant resources are required to conduct mining exploration activities

Mining exploration requires ready access to mining equipment such as drills, and crews to operate that equipment. There can be no assurance that such resources will be available to the Company on a timely basis or at a reasonable cost. Failure to obtain these resources when needed may result in delays in the Company's exploration programs.

No assurance of profitability

The Company operates at a loss and there is no assurance that the Company will ever be profitable. The Company had a negative operating cash flow since its founding and will continue to for the foreseeable future. The Company cannot predict when it will reach positive operating cash flow.

Uninsured or uninsurable risks

Exploration, development and mining operations involve various hazards, including environmental hazards, industrial accidents, metallurgical and other processing problems, unusual or unexpected rock formations, structural cave-ins or slides, flooding, fires, metal losses and periodic interruptions due to inclement or hazardous weather conditions. These risks could result in damage to or destruction of mineral properties, facilities or other property, personal injury, environmental damage, delays in operations, increased cost of operations, monetary losses and possible legal liability. The Company may not be able to obtain insurance to cover these risks at economically feasible premiums or at all. The Company may elect not to insure where premium costs are disproportionate to the Company's perception of the relevant risks. The payment of such insurance premiums and of such liabilities would reduce the funds available for exploration and production activities.

Financing risks

Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. Failure to obtain such additional financing could result in delay or indefinite postponement of further exploration and development of its projects with the possible loss of such properties.

Increased costs

Management anticipates that costs at the Company's projects will frequently be subject to variation from one year to the next due to a number of factors, such as the results of ongoing exploration activities (positive or negative), changes in the nature of mineralization encountered, and revisions to exploration programs, if any, in response to the foregoing. Increases in the prices of such commodities or a scarcity of consultants or drilling contractors could render the costs of exploration programs to increase significantly over those budgeted. A material increase in costs for any significant exploration programs could have a significant effect on the Company's operating funds and ability to continue its planned exploration programs.

Permits and licenses

The operations of the Company will require licenses and permits from various governmental authorities. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out exploration, development and mining operations at its projects, on reasonable terms or at all. Delays or a failure to obtain such licenses and permits or a failure to comply with the terms of any such licenses and permits that the Company does obtain, could have a material adverse effect on the Company.

Properties held under option

Some of the Company's mineral exploration properties are currently held under option agreements. Targa does not hold an ownership interest in these properties until it has satisfied all applicable obligations under the option agreements, including required exploration expenditures, cash payments, and issuances of common shares. If the Company is unable to meet these obligations, it may be considered in default under the relevant agreements, which could result in their termination. In such circumstances, it could lose all rights to the affected properties, as well as the benefit of any expenditures, cash payments, and share issuances made in connection with the option agreements to that date.

Title matters

Although the Company has taken steps to verify the title to the mineral properties in which it has or has a right to acquire an interest in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee title (whether of the Company or of any underlying vendor(s) from whom the Company may be acquiring its interest). Title to mineral properties may be subject to unregistered prior agreements or transfers and may be affected by undetected defects or the rights of indigenous peoples. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties for which titles have been issued are in good standing.

Regulatory requirements

The activities of the Company are subject to extensive regulations governing various matters, including environmental protection, management and use of toxic substances and explosives, management of natural resources, exploration, development of mines, production and post-closure reclamation, exports, price controls, taxation, regulations concerning business dealings with indigenous peoples, labour standards on occupational health and safety, including mine safety, and historic and cultural preservation. Failure to comply with applicable laws and regulations may result in civil or criminal fines or penalties, enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions, any of which could result in the Company incurring significant expenditures.

The Company may be required to compensate those suffering loss or damage by reason of a breach of such laws, regulations or permitting requirements. It is possible that future laws and regulations, or more stringent enforcement of current laws and regulations by governmental authorities, could cause additional expense, capital expenditures, restrictions on or suspension of the Company's operations and delays in the exploration and development of the Company's properties.

In addition to its activities in Canada and other jurisdictions, the Company conducts operations in Argentina and is therefore subject to Argentine federal, provincial, and municipal laws, regulations, policies, and permitting requirements. The regulatory framework applicable to the Company in Argentina includes mining, environmental, labour, taxation, foreign investment, import and export, foreign exchange, land access, water use, and community relations requirements, all of which may be amended or interpreted differently over time.

Exploration and mining risks

Fires, power outages, labour disruptions, flooding, explosions, cave-ins, landslides and the inability to obtain suitable or adequate machinery, equipment or labour are other risks involved in the operation of mines and the conduct of exploration programs. Substantial expenditures are required to establish reserves through drilling, to develop metallurgical processes, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis. The economics of developing mineral properties is affected by many factors including the cost of operations, variations of the grade of ore mined, fluctuations in the price of nickel or other minerals produced, costs of processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection. In addition, the grade of mineralization ultimately mined may differ from that indicated by drilling results and such differences could be material.

Short-term factors, such as the need for orderly development of ore bodies or the processing of new or different grades, may have an adverse effect on mining operations and on the results of operations. There can be no assurance that minerals recovered in small scale laboratory tests will be duplicated in large scale tests under on-site conditions or in production scale operations. Material changes in geological resources, grades, stripping ratios or recovery rates may affect the economic viability of projects.

Environmental restrictions

The activities of the Company are subject to environmental regulations promulgated by government agencies in different countries from time to time. Environmental legislation generally provides for restrictions and prohibitions on spills, releases or emissions into the air, discharges into water, management of waste, management of hazardous substances, protection of natural resources, antiquities and endangered/threatened species and reclamation of lands disturbed by mining operations. Certain types of operations require the submission and approval of environmental impact assessments. In addition, such laws and regulations can constrain or prohibit the exploration and development of new projects or the development or expansion of existing projects. Environmental legislation is evolving in a manner which means stricter standards, and enforcement, fines and penalties for non-compliance are more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations.

Foreign countries and political risk

The Company's operations are subject to political, economic, legal, and regulatory risks in the jurisdictions in which it conducts business, including Canada and Argentina. As the Company has recently commenced operations in Argentina, its exposure to country-specific political, economic, legal, and regulatory risks has increased, and there can be no assurance that changes in these factors will not adversely affect its business, financial condition, or results of operations. Any changes in regulations or shifts in political conditions are beyond the control of the Company and may adversely affect its business, or if significant enough, may make it impossible to continue to operate in a particular jurisdiction. Operations may be affected in varying degrees by government regulations with respect to restrictions on production, price controls, foreign exchange restrictions, export controls, income taxes, expropriation of property, environmental legislation and mine safety.

Climatic change

The Company's operations in the future may be energy intensive. While the Company will review numerous processes to reduce its overall carbon footprint in future economic studies, such as the use of electric battery powered mining equipment, the Company acknowledges climate change as an international and community concern. Legislation and regulations relating to emission levels and energy efficiency are becoming more rigorous and may result in increased costs at its future operations. While the Company has taken measures to manage the use of energy, such regulatory requirements may have an adverse impact on the Company.

Potential conflicts of interest

The directors and officers of the Company may serve as directors and/or officers for other public and private companies, including companies in which the Company has invested in, and may devote a portion of their time to manage other business interests. This may result in certain conflicts of interest. To the extent that such other companies may participate in ventures in which the Company is participating, and to the extent that such companies may receive funds from the Company, such directors and officers of the Company may have a conflict of interest in negotiating and reaching an agreement with respect to the extent of each company's participation. The Business Corporations Act (British Columbia), which governs the Company, requires the directors and officers to act honestly, in good faith, and in the best interests of the Company and its shareholders.

However, in conflict of interest situations, directors and officers of the Company may owe the same duty to another company and will need to balance the competing obligations and liabilities of their actions. There is no assurance that the needs of the Company will receive priority in all cases. From time to time, several companies may participate together in the acquisition, exploration and development of natural resource properties, thereby allowing these companies to: (i) participate in larger programs; (ii) acquire an interest in a greater number of programs; and (iii) reduce their financial exposure to any one program. A particular company may assign, at its cost, all or a portion of its interests in a particular program to another affiliated company due to the financial position of the Company making the assignment. In determining whether or not the Company will participate in a particular program and the interest therein to be acquired by it, it is expected that the directors and officers of the Company will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

Litigation

Defense and settlement costs of legal claims can be substantial, even with respect to claims that have no merit. Like most companies, the Company is subject to the threat of litigation and may be involved in disputes with other parties in the future which may result in litigation or other proceedings. The results of litigation or any other proceedings cannot be predicted with certainty. If the Company is unable to resolve these disputes favourably, it could have a material adverse effect on the Company's business, financial condition and results of operations.

Key executives and outside consultants

The Company is dependent upon the services of key executives, including the directors of the Company, and will be dependent on a small number of highly skilled and experienced executives and personnel if development plans progress. Due to the relatively small size of the Company, the loss of these persons or the inability of the Company to attract and retain additional highly-skilled employees may adversely affect its business and future operations. The Company has relied upon outside consultants, geologists, engineers and others and intends to rely on these parties for their exploration and development expertise. Substantial expenditures are required to construct mines, to establish mineral resources and reserves estimates through drilling, to carry out environmental and social impact assessments, to develop metallurgical processes and to develop the development, exploration and plant infrastructure at any particular site. If such parties' work is deficient or negligent or is not completed in a timely manner, it could have a material adverse effect on the Company's business, financial condition and results of operations.

Dividend policy

The Company has not paid any dividends since incorporation and does not anticipate declaring any dividends on the Common Shares in the foreseeable future. The directors of the Company will determine if and when dividends should be declared and paid in the future based on the Company's financial position at the relevant time.

ADDITIONAL INFORMATION

Additional information relating to the Company is available at www.SEDARPLUS.ca.