Nevada Silver Corporation
Management's Discussion and Analysis
Year ended December 31, 2022

Dated: May 1, 2023

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations of Nevada Silver Corporation ("NSC" or the "Company") was prepared by management of the Company as at May 1, 2023, and should be read in conjunction with the Company's audited consolidated financial statements and notes thereto for the years ended December 31, 2022 and 2021 (the "Financial Statements"). The Financial Statements include the financial information of NSC and its wholly-owned and controlled subsidiaries, Electric Metals (USA) Pty Limited ("EML"), Electric Metals (USA) Inc., North American Silver Corp. ("NAS") and Centennial Mining Inc. The Company also owned 90.5% of North Star Manganese Inc ("NSM") at December 31, 2022. Additional information relating to the Company is available on SEDAR at **www.sedar.com**.

The Financial Statements have been prepared by management and have been prepared in accordance with International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee ("IFRIC"). All amounts are expressed in Canadian dollars unless otherwise stated. Other information contained in this document has also been prepared by management and is consistent with the data contained in the Financial Statements.

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.

Factors that could cause results or events to differ materially from current expectations expressed or implied by the forward-looking statements, include, but are not limited to, limited operating history; no history of earnings or payment of any dividends; unlikely to generate earnings or pay dividends in the immediate or foreseeable future; possible variations in mineral resources; labour disputes; operating or capital costs; availability of sufficient financing to fund planned or further required work in a timely manner and on acceptable terms; failure of equipment or processes to operate as anticipated; political, regulatory, environmental and other risks of the mining industry; reliance on management team; conflicts of interest among certain directors and officers of the Company; lack of liquidity for shareholders of the Company; and market risk.

Management provides forward-looking statements because it believes they provide useful information to readers when considering their investment objectives and cautions readers that the information may not be appropriate for other purposes. Consequently, all of 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 will be realized or, even if substantially realized, that they will have the expected consequences to, or effects on, 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 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 Business

The Company was incorporated under the *Canada Business Corporations Act* on March 1, 2018. The head and registered offices of the Company are located at Suite 800, 365 Bay Street, Toronto ON M5H 2V1. The Company is engaged in the exploration and development of mineral properties in the USA. The Company's common shares are listed on the TSX Venture Exchange (the "TSXV") under the symbol "NSC". Effective January 2022, the Company obtained approval for trading on the OTCQB and commenced trading on the OTCQB under the ticker symbol "NVDSF".

The Reverse Takeover Transaction

On April 30, 2021, the Company completed a reverse takeover transaction (the "RTO" or the "Transaction") with EML, an unlisted public company incorporated under the laws of New South Wales, Australia, by way of a Court-approved definitive scheme implementation agreement (the "Arrangement Agreement") under the laws of Australia. Pursuant to the Arrangement Agreement, the Company acquired all of the issued and outstanding ordinary shares of EML, and EML became a wholly-owned subsidiary of the Company.

Upon completion of the Transaction, the consolidated entity has continued to carry on the business of EML which is the exploration and development of mineral properties in the USA. EML owns the Corcoran Canyon Silver Project ("Corcoran"), a primarily silver/gold property in Nevada, United States, and the Emily Project ("Emily"), a property primarily prospective for manganese in Minnesota, United States. As at the date of the MD&A, the Corcoran and Emily projects are 100%-owned by EML through wholly owned subsidiaries.

Prior to completing the RTO, the Company changed its name to Nevada Silver Corporation and consolidated its common shares on the basis of 0.73271 (new) common shares for every one (old) common share (the "Consolidation"). Pursuant to the terms of the Arrangement Agreement, all outstanding shares of EML were exchanged for post-Consolidation common shares of the Company on a one-for-one basis. In the aggregate, the Company issued a total of 59,121,943 common shares, which included 43,820,020 common shares issued to shareholders of EML and 15,301,923 common shares issued to investors in the non-brokered concurrent financing conducted by the Company and EML to raise aggregate gross proceeds of $5,049,635 (the "Concurrent Financing"). A total of 7,650,962 warrants were also issued in connection with the Concurrent Financing. Each such warrant entitles the holder to acquire one share of the Company at an exercise price of $0.60 per share for a period of two years from the closing of the Transaction (the "Warrant Expiry Date"). The Company will be entitled to accelerate the Warrant Expiry Date upon notice to the warrant holders should the closing price of the shares of the Company on the TSXV be greater than $1.00 for twenty consecutive trading days.

On May 6, 2021, the TSXV accepted the filing of the RTO.

Prior to completing the Transaction, NSC advanced an unsecured loan of $25,000 to EML in order for EML to satisfy property payments and other obligations during the process of completing the Transaction. The loan was evidenced by a promissory note, which contained customary events of default. The loan has been eliminated for consolidated financial statement purposes.

As a result of the Transaction, the former shareholders of EML, for accounting purposes, were considered to have acquired control of NSC. Accordingly, the acquisition of EML was accounted for as a reverse takeover that was not a business combination and effectively was a capital transaction of EML. EML has been treated as the accounting parent company (legal subsidiary) and NSC has been treated as the accounting subsidiary (legal parent) in the consolidated financial statements. As EML is deemed to be the acquirer for accounting purposes, its assets, liabilities and operations since incorporation are included in the consolidated financial statements at their historical carrying value. NSC's results have been included from April 30, 2021, the date of the Transaction.

Since NSC's operations did not constitute a business under IFRS 3, Business Combinations, the transaction was accounted for as a share-based payment and an asset acquisition respectively whereby equity instruments issued were recognized at fair value and allocated to the net assets acquired. The difference between the fair value of the consideration and the net assets acquired was accounted for as a listing expense which was expensed on completion of the RTO. The fair value of the NSC shares retained by the former NSC shareholders was determined using the concurrent financing price of $0.33 per share.

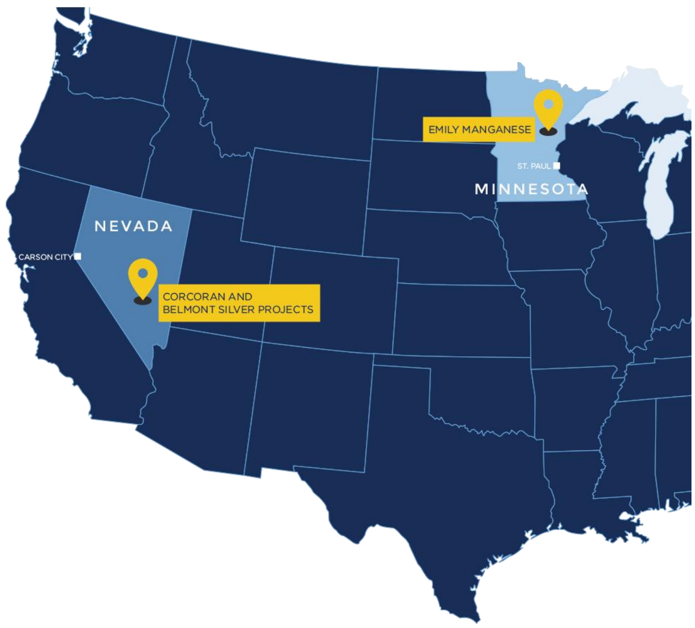
The purchase price has been allocated as follows:

	$
Fair value of consideration – 6,171,250 common shares of the Company at $0.33 per share	2,036,513
Cash	81,040
Short-term investments	203,952
Deferred finance fees	7,599
Loan receivable	25,000
Accounts payable and accrued liabilities	(160,482)
Listing expense	1,879,404
	2,036,513

Exploration Projects

Figure 1 shows the location of the Corcoran, Belmont and Emily projects, all of which are located in the USA.

Figure 1 – EML Property Location Map



Corcoran Canyon Silver Project

Corcoran is a silver-gold project located northeast of Tonopah, in central Nevada, USA. It comprises 328 contiguous, unpatented mineral claims with an area of approximately 2,674 hectares (ha) (6,626 acres). All claims are owned 100% by EML through its wholly owned subsidiary NAS and are in good standing until August 31, 2023. EML acquired NAS by way of an Agreement and Plan of Share Exchange ("NAS Share Exchange") which effected the exchange of one (1) EML share for every six (6) NAS shares. The NAS Share Exchange was approved by the Boards of EML and NAS and NAS shareholders and was subsequently filed with the Office of the Secretary of the State of Nevada on April 1, 2020, and NAS became a wholly owned subsidiary of EML.

Corcoran has been explored since 1970. To the end of 2011, 123 drillholes with an aggregate length of 17,895 meters (m) had been drilled by various operators. The bulk of the drilling, approximately 80 of the 123 holes, has been on the Silver Reef Zone, the most significant of the known mineral occurrences on the Property. The Company completed a 3,040 meter (m) drill program comprising 17 diamond core drill holes on December 15, 2021, with final analytical results announced in January 2022.

Silver Reef is a northeast-trending mineralized zone 300 m wide and one km long on Silver Reef Hill in the centre of the Property. 8 of the claims are currently subject to a 2% net smelter return ("NSR") royalty. Any surrounding claims acquired or staked by the Company would also become subject to the 2% NSR royalty, unless those claims are subject to an NSR royalty owed to a third party. For further information, please see the technical report entitled "Corcoran Canyon Silver-Gold

Property" prepared by G. Mosher, P.Geo, M.Sc and D. Smith, P. Geo., M.S. dated effective October 12, 2020 which can be found under the Company's profile on www.SEDAR.com.

Belmont Silver Project

In September 2021, the Company, through its subsidiary Centennial Mining Inc, filed 124 unpatented mineral claims with an area of approximately 1,034 hectares. These staked mineral claims cover two areas of extensive historic silver mines 15 kilometers southwest of the Corcoran Silver-Gold Project and 80 kilometers north-east of Tonopah in Nye County, Nevada. Between February and May 2022, the Company reached agreement to acquire a number of patented claims covering approximately 246 hectares. The patented and unpatented claim areas surround or cover the majority of old silver workings of the Belmont silver mining camp near the historic Belmont town.

Belmont was among the earliest and richest silver mining camps in the Tonapah district with an estimated ore head-grade averaging 25 ounces per ton of silver. Historical accounts describe numerous prospect pits and mine openings of shallow underground workings with richest ore above the water table where silver occurred mostly as silver chloride (cerargyrite). Silver-bearing sulfides together with copper, molybdenum, lead, zinc and antimony minerals were reported at depth.

During the camp's silver mining heyday between 1865 and 1889 Belmont's population was about 10,000 and the town was the seat of Nye County Government. 1887 silver production from the district was estimated as $3,793,103 (1887 value) from 58,906 tons, more than $110,000,000 in today's dollars. Most mining activities are thought to have been suspended when mine dewatering reduced the Belmont township water supply.

In February 2022, the Company entered into an option agreement with Summa LLC (the "Original Option Agreement"), pursuant to which the Company has the right to acquire a 100% interest in five patented lode mining claims in Nevada covering approximately 69.88 acres. Under the Original Option Agreement (later amended – see below), the Company had the right to purchase the optioned property for USD$10,000 per acre, or a total of USD$700,000. The Company could defer payment for up to five years by paying cash or (at the option of Summa LLC) issuing common shares of the Company on the anniversary date(s) of the option agreement, or until February 11, 2027 in the following amounts:

- USD$30,000 in common shares of the Company at a fair value of $0.32 per share on the effective date (issued 118,750 common shares valued at $38,000);
- USD$35,000 in cash or common shares of the Company at a price per share equal to the 10 day VWAP on the first anniversary date (paid cash of USD$35,000 subsequent to December 31, 2022);
- USD$40,000 in cash or common shares of the Company at a price per share equal to the 10 day VWAP on the second anniversary date;
- USD$45,000 in cash or common shares of the Company at a price per share equal to the 10 day VWAP on the third anniversary date;
- USD$50,000 in cash or common shares of the Company at a price per share equal to the 10 day VWAP on the fourth anniversary date;
- USD$700,000 in cash on the fifth anniversary date.

The Company may exercise the option to purchase the optioned property by paying USD$700,000 at any time.

In April 2022, the Company entered into a Deed of Variation with Summa LLC whereby it was agreed that all option payments, except the first option payment which has already been made, must be in the form of cash and deleted Summa's option to accept deferral payments in the form of common shares of the Company.

In May 2022, the Company entered into an option agreement with Bottom Family Trust and Kristina Lynn Boscovich Limon whereby the Company has the right to acquire a 100% interest in one patented lode mining claim in Nevada covering approximately 2.41 acres. Pursuant to the option agreement, the Company can purchase the optioned property for USD$25,000. The Company has the option to defer payment for up to five years by paying USD$1,500 cash on the anniversary date(s) of the option agreement, or until May 10, 2027, when a USD$25,000 cash payment is to be made.

In May 2022, the Company entered into an option agreement with HRH Nevada Resources, Ltd. and Trish Rippie Realty, Inc., whereby the Company has the right to acquire a 100% interest in eight patented lode mining claims in Nevada covering approximately 174.04 acres. Pursuant to the option agreement, the Company can purchase the optioned property for USD$10,000 per acre, or a total of USD$1,740,400. The Company has the option to defer payment by paying an annual rental fee of USD$300 per acre. Both the option purchase price and the annual rental fee are each adjusted annually by way of a Silver Price Adjustment as represented by the annual percent (%) increase in the daily price of silver per troy ounce, published by the London Bullion Market Association, with the February 2022 average price being the Beginning Index Price. The annual rental fee shall not be reduced below USD$300 per acre and the option purchase price shall not be reduced below USD$10,000 per acre. During the year ended December 31, 2022, the Company has recorded USD$52,213 in rental fees for the Belmont Silver Project.

In the event the Company purchases the optioned property outright, the transfer will be subject to HRH Nevada Resources, Ltd. and Trish Rippie Realty, Inc., each retaining a 1.5% NSR.

All of the properties acquired under the agreements with Summa LLC, Bottom Family Trust and Kristina Lynn Boscovich Limon, and HRH Nevada Resources, Ltd. and Trish Rippie Realty, Inc., are collectively referred to as the "Belmont Silver Project".

USD$13,683 of reclamation bonds have been paid towards the Belmont Silver Project.

Emily Manganese Project

EML's subsidiary, NSM, has a 100% interest in the Emily Manganese Project ("Emily") established through a series of agreements with Cooperative Mineral Resources, LLC ("CMR") and People's Security Company, Inc. ("PSC"). These agreements establish two general arrangements related to the use of lands owned by CMR and PSC:

1. a contract mining and sales arrangement between NSM and CMR for the extraction of manganese ores from the property whereby NSM has the exclusive right to mine and purchase the manganese ore; and
2. separate property leases and a manganese processing agreement between NSM, CMR and PSC, where CMR and PSC, will receive as rent for their properties a portion of NSM's net distributed profits from downstream sale of processed advanced materials from any ores mined by NSM from the Area of Interest (AOI).

NSM also has an option to purchase all of CMR's and PSC's mineral and surface assets, including all rights and obligations, for USD$30,250,000, less any net distributable profits paid by NSM.

EML acquired NSM by way of an Agreement and Plan of Share Exchange (NSM Share Exchange) which effected the exchange of one (1) EML share for each NSM share. The NSM Share Exchange was approved by the Boards of EML and NSM and NSM shareholders and was subsequently filed with the Office of the Secretary of the State of Minnesota on June 18, 2020, and NSM became a wholly owned subsidiary of EML.

Summary of Expenditures

Below is a summary of the changes in the exploration and evaluation assets during the year ended December 31, 2022 and 2021:

	Corcoran Canyon Silver Project $	Belmont Silver Project $	Emily Manganese Project $	Total $
Balance, December 31, 2020	**2,682,269**	**-**	**1,360,157**	**4,042,426**
Acquisition costs	5,344	-	134,333	139,677
Consulting – Geological	207,868	-	68,025	275,893
Consulting – Environmental	6,108	-	-	6,108
Consulting – Drilling	95,266	-	-	95,266
Consulting - Other	13,726	-	75,210	88,936
Permitting, sampling, assays and surveys	449,873	52,685	2,632	505,190
Drilling	1,187,207	-	-	1,187,207
Site visits	35,665	-	-	35,665
Staking	31,467	-	-	31,467
Foreign exchange	9,866	601	9,989	20,456
Balance, December 31, 2021	**4,724,659**	**53,286**	**1,650,346**	**6,428,291**
Acquisition costs	-	117,449	24,719	142,168
Consulting – Geological	169,477	121,115	264,273	554,865
Consulting – Environmental	250,375	1,719	134,042	386,136
Consulting – Drilling	-	86,865	103,830	190,695
Consulting - Other	99,095	44,296	201,199	344,590
Permitting, sampling, assays and surveys	53,037	113,779	54,782	221,598
Drilling	4,372	507,735	-	512,107
Site visits	49,150	44,357	-	93,507
Staking	-	5,204	-	5,204
Foreign exchange	202,333	42,707	92,173	337,213
Balance, December 31, 2022	**5,552,498**	**1,138,512**	**2,525,364**	**9,216,374**

Selected Annual Financial Information

The following selected financial data is derived from the consolidated financial statements of the Company.

Selected Statement of Financial Position Data

	As at December 31, 2022	As at December 31, 2021	As at December 31, 2020
Working capital (deficiency)	(2,815,992)	(640,953)	(1,376,037)
Total current assets	303,610	404,012	47,324
Total current liabilities	3,119,602	1,044,965	1,423,361
Total shareholders' equity	6,689,099	5,789,186	2,666,389

Quarterly Information

The following selected financial data is derived from the Company's unaudited quarterly financial statements for the last eight quarters.

	Three months ended			
	December 31, 2022 $	September 30, 2022 $	June 30, 2022 $	March 31, 2022 $
Revenues	Nil	Nil	Nil	
Working capital (deficiency)	(2,815,992)	(1,014,617)	(605,430)	467,746
Total assets	9,808,701	8,959,226	8,270,682	8,155,976
Net loss for the period	(791,738)	(507,903)	(574,022)	(633,453)
Net loss per share	(0.01)	(0.01)	(0.01)	(0.01)

	Three months ended			
	December 31, 2021 $	September 30, 2021 $	June 30, 2021 $	March 31, 2021 $
Revenues	Nil	Nil	Nil	Nil
Working capital (deficiency)	(640,953)	959,312	2,191,806	(1,793,837)
Total assets	6,834,151	7,476,680	7,746,751	4,187,257
Net loss for the period	(581,940)	(414,258)	(3,132,770)	(445,117)
Net loss per share	(0.01)	(0.01)	(0.05)	(0.01)

Total working capital deficiency increased during the quarter ended March 31, 2021 as a result of the deceased cash balance and increased accounts payable and accrued liabilities while the Company waited for the completion of the RTO.

Total assets and working capital increased during the quarter ended June 30, 2021 as a result of the net proceeds received from the concurrent financing and the RTO completed during the quarter.

The net losses for the first two of the eight quarters are mostly attributed to the exploration and evaluation costs incurred in assessing the mineral projects and the operating costs incurred in order to complete the RTO.

The net loss for the quarter ended June 30, 2021 increased as a result of the listing expense recorded for the RTO. Listing expense represents the excess of fair value of NSC shares retained by the former NSC shareholders over the net assets of NSC.

The net loss for the quarter ended December 31, 2022 is higher than the remaining quarters due to increased business activities.

The working capital deficiency increased during the quarters ended September 30, 2022 and December 31, 2022, as a result of the decreased cash balance and increased accounts payable and accrued liabilities.

Results of Operations

Year ended December 31, 2022
The Company recorded a net loss of $2,507,116 ($0.04 per share) for the year ended December 31, 2022 (2021 - $4,574,085 and $0.08 per share). The Company had no revenue, paid no dividends and had no long-term liabilities during the year ended December 31, 2022. Variances of note in the operational expenses are:

Consulting fees of $292,034 (2021 - $317,626) consist of fees paid to consultants for advisory services. The consulting fees during the year ended December 31, 2022 were higher due to increased business activities.

Directors fees of $136,000 (2021 - $358,500) were higher during the year ended December 31, 2021 as a result of the 650,000 common shares issued to Sheldon Inwentash in connection with his role as Chair of the Board, which was a one-time charge.

Marketing of $404,927 (2021 - $150,232) consist of expenses incurred to increase investor awareness and was higher during the year ended December 31, 2022 as the Company spent more efforts towards marketing during the period in anticipation of the financing completed in early 2023.

Salary and benefits of $201,135 (2021 - $nil) were higher during the year ended December 31, 2022 due to the Company hiring employees.

Share-based compensation of $78,460 (2021 - $582,878) relates to the vesting of the options granted on May 6, 2021 and November 26, 2021.

Travel of $217,296 (2021 - $51,286) relates to increased business activities and the lifting of COVID-19 related travelling restrictions.

Listing expense of $nil (2021 - $1,879,404) was recorded during the year ended December 31, 2021 as a result of the RTO. Listing expense represents the excess of fair value of NSC shares retained by the former NSC shareholders over the net assets of NSC.

Fourth Quarter
The Company recorded a net loss of $791,738 ($0.01 per share) for the three months ended December 31, 2022 (2021 - $581,940 and $0.01 per share). The Company had no revenue, paid no dividends and had no long-term liabilities during the three months ended December 31, 2022. Variances of note in the operational expenses are:

Professional fees of $448,006 (2021 - $175,067) were higher during the three months ended December 31, 2022 primarily due to legal fees associated with property agreements and increased business activities.

Share-based compensation of $nil (2021 - $159,188) relates to the vesting of the options granted on May 6, 2021 and November 26, 2021 which fully vested during the period ended June 30, 2022.

Travel of $36,194 (2021 - $10,961) relates to increased business activities and the lifting of COVID-19 related travelling restrictions.

Financing Activities

On April 30, 2021, 6,171,250 common shares were deemed to be issued by EML as a result of the RTO. The fair value of the 6,171,250 common shares deemed issued ($2,036,513) was determined using the concurrent financing price of $0.33 per share.

On April 30, 2021, the Company issued 15,301,923 common shares to investors in the non-brokered concurrent financing conducted by the Company and EML to raise aggregate gross proceeds of $5,049,635. A total of 7,650,962 warrants of the Company were also issued in connection with the concurrent financing. Each warrant entitles the holder to acquire one share of the Company at an exercise price of $0.60 per share for a period of two years. The Company will be entitled to accelerate the Warrant Expiry Date upon notice to the warrant holders should the closing price of the shares of the Company on the TSXV be greater than $1.00 for twenty consecutive trading days. Total share issue costs of $264,064 including finder's fees were incurred in connection with the concurrent financing. Using the residual method, a value of $0.33 was attributed to each common share and a value of $nil was attributed to each warrant.

The Company also issued an aggregate of 256,501 non-transferable finders warrants (the "Finders Warrants"). Each Finders Warrant entitles the holder to acquire one common share of the Company at a price of $0.60 per share for a period of 2 years.

On April 30, 2021, the Company issued 650,000 common shares to Sheldon Inwentash in connection with his role as Chair of the Board. The fair value of the common shares was determined using the concurrent financing price of $0.33 per share. A total of $214,500 was recorded in directors fees.

During the year ended December 31, 2021, 50,000 stock options were exercised for total proceeds of $16,500. The Company also transferred $14,758 from share-based payments reserve to share capital. The market price of the Company's common shares on the date of exercise was $0.42 per share.

On February 11, 2022, the Company issued 118,750 common shares at a fair value of $38,000 to Summa LLC pursuant to an option payment for the Belmont Silver Project.

On February 28, 2022, the Company closed a private placement of 6,670,000 units of the Company for gross proceeds of $2,001,000. Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each warrant is exercisable to acquire one common share of the Company at a price of $0.45 per share for a period of two years. The Company will be entitled to accelerate the warrant expiry date upon notice to the warrant holders should the closing price of the shares of the Company on the TSXV be equal to or greater than $0.80 for ten consecutive trading days. Total share issue costs of $12,290 were incurred in connection with the private placement. Using the residual method, proceeds of $2,001,000 were attributed to common shares and $nil was attributed to warrants.

On August 31, 2022, the Company closed a non-brokered private placement of securities of NSM to provide NSM with interim exploration financing and general working capital ("NSM financing"). NSM issued a total of 3,160,223 shares of NSM at a price of USD$0.25 per share for aggregate gross proceeds of $1,017,022 (USD$790,058). As a result of the NSM financing, the Company's ownership in NSM was reduced to 90.5%. No fees were payable on the financing.

During the period from inception on July 24, 2019 to December 31, 2019, the Company incurred director fees of $85,291 and made payments of $58,404, resulting in net balance owing of $26,887 to the CEO of the Company. During the year ended December 31, 2020, the Company received additional advances totaling $18,577 from the CEO. During the year ended December 31, 2021, the Company made repayments of $35,259. The loan is non-interest bearing, due on demand, unsecured and has no maturity date. The balance of the loan payable was $10,196 as of December 31, 2022 (2021 – $10,205).

On May 25, 2020, the Company entered into a loan agreement with a company owned by the CEO of the Company. A maximum principal amount of AUD$100,000 is secured by the Corcoran Canyon Silver Project owned by the Company in Nevada, USA. Any balance owing greater than AUD$100,000 is unsecured. During the year ended December 31, 2022, the Company made repayments of $48,789. The loan is non-interest bearing and due on demand. The balance of the loan payable was $180,145 as of December 31, 2022 (2021 - $230,029).

On June 11, 2020, the Company entered into a loan agreement with a shareholder and director of the Company for maximum proceeds of USD$100,000. The loan was secured by the Corcoran Canyon Silver Project owned by the Company in Nevada, USA, bore interest at 12% per annum payable monthly in arrears, and was due on June 30, 2021. The balance of the loan payable has been fully repaid and was $nil as of December 31, 2022 (2021 - $nil).

On August 20, 2020, the Company entered into a loan agreement with a director of the Company for maximum proceeds of AUD$100,000. The loan was secured by the Corcoran Canyon Silver Project owned by the Company in Nevada, USA, bore interest at 7.5% per annum payable monthly in arrears, and was due on June 30, 2021. In addition, the Company incurred borrowing costs of $19,280, paid as shares, with respect to the loan. The balance of the loan payable has been fully repaid and was $nil as of December 31, 2022 (2021 - $nil).

Liquidity, Capital Resources, and Outlook

As of December 31, 2022, the Company had a working capital deficit of $2,815,992 (2021 – $640,953). During the year ended December 31, 2022, net cash used in operating activities was $1,635,294. Net cash used in investing activities included $893,391 related to mineral property acquisition and exploration costs, $130,486 related to reclamation bonds and $9,722 for equipment purchases. Net Cash provided by financing activities was $1,988,710 of net proceeds received from the private placement, $1,017,022 of net proceeds received from the NSM financing, which was offset by $48,789 in loan repayments to related parties.

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and to maintain a flexible capital structure that optimizes the costs of capital within a framework of acceptable risk. In the management of capital, the Company includes the components of shareholders' equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

The Company is a junior exploration company principally engaged in the exploration and development of the Emily Manganese project in Minnesota, USA. The Company's future performance depends on, among other things, its ability to discover and develop resources and ore reserves at commercially recoverable quantities, the prevailing market price of commodities it produces, the Company's ability to secure required financing, and in the event ore reserves are found in economically recoverable quantities, the Company's ability to secure operating and environmental permits to commence and maintain mining operations.

The Company's Financial Statements have been prepared assuming the Company will continue as a going concern, which contemplates the realization of assets and satisfaction of liabilities in the normal course of business. At December 31, 2022, the Company had accumulated losses of $8,367,649 since its inception and expects to incur further losses in the development of its business. The continuation of the Company is dependent upon obtaining necessary financing to meet its ongoing operational levels of exploration and corporate overhead. There can be no assurance that the Company will not be impacted by adverse consequences that may be brought about on its business, results of operations, financial position and cash flows in the future. These events and conditions indicate a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern.

Additional funds will be required to enable the Company to continue its operations and there can be no assurance that financing will be available on terms which are acceptable to the Company. The consolidated financial statements do not give effect to any adjustments to the amounts and classifications of assets and liabilities which might be necessary should the Company be unable to continue its operations as a going concern.

In January 2023, the Company closed a private placement of common shares and warrants of the Company for gross proceeds of $3,499,980. Please refer to Subsequent Events for further details.

Capital Expenditures

The Company incurred $2,788,083 in exploration and evaluation expenditures and acquisition costs during the year ended December 31, 2022 (2021 - $2,385,865).

Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements as of December 31, 2022.

Transactions with Related Parties

Related party transactions are comprised of services rendered by key management personnel of the Company or by a company with a director and/or officer in common. Related party transactions are in the ordinary course of business and are measured at the exchange amount.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's executive officers and members of the Board of Directors.

The Company incurred charges to directors and officers, or to companies associated with these individuals, during the year ended December 31, 2022 and 2021:

	2022 $	2021 $
Directors fees	136,000	358,500
Consulting fees	340,045	299,443
Professional fees	277,510	340,232
Share-based compensation	65,424	480,612
	818,979	1,478,787

The amounts due to related parties included in accounts payable and accrued liabilities at December 31, 2022 are $148,194 owing to Henry Sandri, $58,229 owing to John Kutkevicius, $44,487 owing to Ian Pringle, $109,746 owing to Gary Lewis, $365,467 owing to Wildeboer Dellelce LLP, a legal firm where John Kutkevicius is a partner, and $43,917 owing to Malaspina Consultants Inc., a company in which the CFO of the Company (Natasha Tsai) is a shareholder.

During the year ended December 31, 2022, the Company entered into the following transactions with key management personnel and/or related entities:

a) Incurred director fees of $24,000 (2021 – $286,500) to Sheldon Inwentash, former director. The Company issued nil common shares (2021 – 650,000) to Sheldon Inwentash for the payment of director fees.
b) Incurred director fees of $48,000 (2021 - $36,000) to John Kutkevicius.
c) Incurred director fees of $48,000 (2021 - $36,000) to Henry Sandri.
d) Incurred director fees of $16,000 (2021 - $nil) to Ian Pringle.
e) Incurred consulting fees of $236,399 (2021 – $198,872) to Gary Lewis
f) Incurred consulting fees of $103,646 (2021 - $100,571) to Ian Pringle.
g) Incurred professional fees of $85,511 (2021 – $71,272) to Malaspina Consultants Inc., a company in which the CFO of the Company (Natasha Tsai) is a shareholder
h) Incurred professional fees of $191,999 (2021 – $268,960) to Wildeboer Dellelce LLP, a legal firm where John Kutkevicius is a partner. As at December 31, 2022, the Company has recorded deferred share issuance costs of $148,893 (2021 - $nil) charged by Wildeboer Dellelce LLP.

On May 3, 2021, the Company entered into a consulting agreement with a company owned by Gary Lewis for annual fees of $240,000 which shall continue indefinitely unless terminated by either party. If the agreement is terminated without cause or due to a change in control, the Company shall pay a lump sum payment equal to one month of the annual fees at the time of termination for every year of service provided under the consulting agreement, with a minimum of 6 months and a maximum of 18 months. The company owned by the CEO of the Company shall be entitled to terminate the agreement at any time by giving three months written notice to the Board.

On May 3, 2021, the Company entered into a consulting agreement with a company owned by Ian Pringle for annual fees of $150,000 which shall continue indefinitely unless terminated by either party. If the agreement is terminated without cause or due to a change in control, the Company shall pay a lump sum payment equal to one month of the annual fees at the time of termination for every year of service provided under the consulting agreement, with a minimum of 6 months and a maximum of 18 months. The company owned by the director of the Company shall be entitled to terminate the agreement at any time by giving three months written notice to the Board.

Other related party transactions are disclosed above under the Financing Activities section.

Events Subsequent to the Company's December 31, 2022 Year End

a) In January 2023, the Company closed a private placement of common shares and warrants of the Company for gross proceeds of $3,499,980. Pursuant to the offering, the Company issued 21,212,000 common shares at a price of $0.15 per share and 21,212,000 warrants at a price of $0.015 per warrant. Each warrant is exercisable to acquire one common share of the Company at a price of $0.25 per share for a period of 24 months from the date of issuance, subject to adjustments in certain events and acceleration rights.

   In the event the volume weighted average trading price of the common shares of the Company on the TSXV is equal to or greater than $0.30 per share for a period of at least twenty consecutive trading days, the Company will have the right to accelerate the expiry date of the warrants to a date that is 30 calendar days after notice is given of such Acceleration Event by ways of news release.

Total share issue costs of $480,272 including finder's fees were incurred in connection with the private placement. As of December 31, 2022, $148,893 of the share issue costs has been recorded as deferred share issuance costs on the consolidated statement of financial position.

The Company also issued an aggregate of 1,394,750 non-transferable finders warrants (the "Finders Warrants"). Each Finders Warrant entitles the holder to acquire one common share of the Company at a price of $0.165 per share for a period of 2 years.

b) In January 2023, the Company granted 3,150,000 stock options to certain directors, officers and consultants of the Company. Each stock option entitles the holder to purchase one common share of the Company at an exercise price of $0.25 per share for a 5-year period.

c) In February 2023, the Company announced that NSM has signed lease and purchase option agreements with two private landowners in Emily, Minnesota on two adjacent blocks of land covering approximately 77 acres of surface and mineral rights. Pursuant to the lease and purchase option agreements, NSM will pay the private landowners an annual fee of USD$6,000 due on closing and on each anniversary date of the agreement. The annual fee will increase by 3% each anniversary date. NSM can purchase the optioned property by paying USD$10 at closing for the option to purchase the land at any time for a mutually agreed market price or a professional appraisal price plus 15%. The land is subject to a 2.5% NSR that can be bought for USD$500,000 for each 1.25%, at any time.

d) On April 4, 2023, the Company has completed the acquisition of all of the outstanding securities of NSM that it did not already hold (the "NSM Share Acquisition"). The NSM Share Acquisition was accomplished pursuant to share exchange agreements whereby each holder of NSM Shares agreed to exchange their NSM Shares for units of NSC (the "Units") on the basis of 2.04545 Units per NSM Share, with each Unit comprised of one common share and one common share purchase warrant. In the aggregate the Company issued 6,464,113 Units to the (former) NSM Shareholders. Each warrant is exercisable to acquire one common share of the Company at a price of $0.25 per share for a period of 24 months following issuance thereof. The expiry date of the warrants will accelerate in the event the volume weighted average trading price of the shares on the TSXV is equal to or exceeds $0.30 per share for a period of 20 consecutive trading days (an "Acceleration Event"). If an Acceleration Event occurs, the warrants will expire 30 days after notice of such Acceleration Event. Following the NSM Share Acquisition, the Company once again indirectly holds 100% of the outstanding NSM Shares.

Critical Accounting Estimates and Policies

The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The effect of a change in an accounting estimate is recognized prospectively by including it in profit or loss in the period of the change, if the change affects that period only; in the period of the change and future periods, if the change affects both.

Critical Judgments

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustments to the carrying amounts of assets and liabilities recognized in the consolidated financial statements within the next financial year are discussed below:

Impairment of exploration and evaluation assets
The carrying value and recoverability of exploration and evaluation assets requires management to make certain estimates, judgments and assumptions about each project. Management considers the economics of the project, including the latest resource prices and the long-term forecasts, and the overall economic viability of the project.

Issuances of shares for goods and services
Management makes judgments in determining the share price attributed to issuances of shares for goods and services. Management considers market conditions, recent or pending private placements of the Company, and or contracted terms

of the issuance. Should management's judgment as to an appropriate share price be incorrect, the value attributed could be materially different.

The RTO
The determination of the acquirer in the RTO is subject to judgment and requires the Company to determine which party obtains control of the combining entities. Management applies judgment in determining control by assessing the following three factors: whether the Company has power over EML; whether the Company has exposure or rights to variable returns from its involvement with EML; and whether the Company has the ability to use its powers over EML to affect the amount of its returns. In exercising this judgment, EML was deemed to be the acquirer in the Transaction.

Management has had to apply judgment relating to acquisitions with respect to whether the acquisition was a business combination or an asset acquisition. Management applied a three-element process to determine whether a business or an asset was purchased, considering inputs, processes and outputs of the acquisition in order to reach a conclusion. The Transaction was accounted for as a reverse acquisition of assets and the difference between the fair value of net assets acquired and the consideration paid was recorded as a listing expense.

Key Sources of Estimation Uncertainty

The significant assumptions about the future and other major sources of estimation uncertainty as at the end of the reporting period that have a significant risk of resulting in a material adjustment to the carrying amounts of the Company's assets and liabilities are as follows:

Share-based compensation
The Company measures the value of equity-settled transactions with employees, and with non-employees when the fair value of the goods or services received is not determinable, by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based compensation requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

Financial Instruments and Other Instruments

The Company's financial instruments consist of cash, reclamation bonds, accounts payable and accrued liabilities and loans from related parties. It is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments and that the fair value of these financial instruments approximates their carrying values.

Disclosure of Outstanding Share Data

As at the date of this MD&A, the following is a description of the outstanding equity securities and convertible securities previously issued by the Company:

Issued and outstanding common shares	100,458,056
Share options with a weighted average exercise price of $0.35	4,250,000
Share purchase warrants with a weighted average exercise price of $0.55	40,313,326
Fully Diluted	**145,021,382**

Disclosure Controls and Procedures

In connection with National Instrument 52-109 (Certificate of Disclosure in Issuer's Annual and Interim Filings) ("NI 52-109"), the Chief Executive Officer and Chief Financial Officer of the Company have filed a Venture Issuer Basic Certificate with respect to the financial information contained in the financial statements for the year ended December 31, 2022 and this accompanying MD&A (together, the "Annual Filings").

In contrast to the full certificate under NI 52-109, the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI 52-109. For further information the reader should refer to the Venture Issuer Basic Certificates filed by the Company on SEDAR at www.sedar.com.

Risks and Uncertainties

The Company is currently subject to financial and regulatory risks. The financial risk is derived from the uncertainty pertaining to the Company's ability to raise capital to continue operations. Regulatory risks include the possible delays in getting regulatory approval for the transactions that the Board of Directors believe to be in the best interest of the Company, and include increased fees for filings and the introduction of ever more complex reporting requirements, the cost of which the Company must meet in order to maintain its exchange listing.

There is no assurance that the exploration of the Company's properties will be successful in its quest to find a commercially viable quantity of mineral resources. The Company's exploration and development activities may be affected by changes in government, political instability and the nature of various government regulations relating to the mining industry. The Company cannot predict the government's positions on mining concessions, land tenure, environmental regulation or taxation. A change in government positions on these issues could adversely affect the Company's business and/or its holdings, assets and operations. Any changes in regulations or shifts in political conditions are beyond the control of the Company.

Other Information

Additional information about the Company is available on SEDAR at www.sedar.com.