



**INOMIN MINES INC.**

MANAGEMENT'S DISCUSSION AND ANALYSIS

MARCH 31, 2024

## **Introduction**

Inomin Mines Inc. ("Inomin", the "Company", "we", "our" or "us") is an exploration stage company engaged in the acquisition and evaluation of mineral properties and related business opportunities. The Company owns a 100% interest in the Beaver-Lynx critical minerals (magnesium-nickel-chromium-cobalt) property located in the Cariboo region of south-central, British Columbia. Inomin has a 100% interest in the La Gitana and Pena Blanca gold-silver properties in Oaxaca, Mexico. The Company also holds a royalty in the King's Point polymetallic (gold-copper-zinc) property in Newfoundland owned by Maritime Resources Corp. ("Maritime"). Inomin trades on the TSX Venture Exchange under the symbol "MINE".

This Management's Discussion and Analysis ("MD&A") is dated July 26, 2024, unless otherwise indicated and should be read in conjunction with the consolidated financial statements of Inomin Mines Inc. for the year ended March 31, 2024, and the related notes thereto which have been prepared in accordance with IFRS Accounting Standards ("IFRS") applicable to the preparation of consolidated financial statements. All amounts are reported in Canadian dollars.

Inomin recognizes that environmental, social and governance ("ESG") best practices are important aspects to responsible mineral exploration and mining. The Company's exploration programs are conducted to meet or exceed environmental regulations. Inomin strives to earn social licenses wherever the Company operates, endeavouring to meet with local communities, regulators, and other stakeholders prior, during, and after exploration work, to understand issues important to local and Indigenous communities. Inomin's practices are based on open, and honest communication to facilitate dialogue on social and economic benefits for communities, and other valuable stakeholders, including our shareholders.

Management is responsible for the preparation and integrity of the consolidated financial statements, including the maintenance of appropriate information systems, procedures, and internal controls and to ensure that information used internally or disclosed externally, including the consolidated financial statements and MD&A, are complete and reliable. The Company's Board of Directors follows recommended corporate governance guidelines for public companies to ensure transparency and accountability to shareholders. The Board of Director's Audit Committee meets with management quarterly to review the consolidated financial statements and the MD&A and to discuss other financial, operating, and internal control matters. The Company's Board of Directors is comprised of Evilio J. Gomez-Garcia (John Gomez) (President and CEO), Anil Jiwani, CPA, CA (CFO), Ari Shack (Corporate Secretary), L. John Peters, P. Geo., and William Yeomans, P. Geo.

The technical disclosures herein have been reviewed and approved by Mr. L. John Peters, P. Geo., a Director of the Company and a qualified person as defined in National Instrument 43-101.

Further information about the Company and its operations can be obtained from SEDAR [www.sedarplus.ca](http://www.sedarplus.ca) and the Company's website [www.inominmines.com](http://www.inominmines.com).

## **Operating Highlights April 1, 2023, to July 26, 2024:**

- Closed an oversubscribed non-brokered private placement raising gross proceeds of \$606,950 in May 2023 for drilling at the Beaver-Lynx property and working capital.
- Completed four-hole drilling program at the South and Ring Zones of the Beaver-Lynx property in July 2023.
- Acquired 2,856 hectares (ha) at Beaver-Lynx through staking (2,836 ha) and a purchase agreement (20 ha) during May – December 2023 to cover prospective exploration targets, expanding the Beaver-Lynx project to approximately 25,292 ha.
- Extended the term of 1,048,000 warrants issued as part of the Company's private placements that closed on August 25, 2021, and September 24, 2021, to August 25, 2025.
- Announced drilling results from the South and Ring Zones of the Beaver-Lynx project including 23% magnesium with 0.19% nickel over 179.2 metres (m), the longest intersection from drilling in the South Zone to date.
- Completed magnetic inversion modeling of select mineral zones at the Beaver property in spring 2024.

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

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- Closed the previously announced private placement raising gross proceeds of \$107,000 in May and July 2024 for general working capital and to advance the Company's property interests.

**Corporate Activities**

*2023 Private Placement – Flow-Through and Non-Flow-Through Units.*

On May 31, 2023, the Company completed a non-brokered private placement (the "2023 Private Placement") of 3,992,142 units (each, a "Unit") at a price of \$0.07 per Unit and 3,275,000 flow-through units (each, a "FT Unit") at a price of \$0.10 per FT Unit for gross proceeds of \$606,950.

Each Unit consists of one common share of the Company and one share purchase warrant (each, a "NFT Warrant"). Each NFT Warrant is exercisable by the holder to acquire one share for a period of 36 months at a price of \$0.13 per common share.

Each FT Unit consists of one share that will qualify as a "flow-through share" and one share purchase warrant of the Company (each, a "FT Warrant"). Each FT Warrant is exercisable by the holder to acquire one share for a period of 24 months at a price of \$0.15 per Share.

In connection with the 2023 Private Placement, the Company issued an aggregate of 256,550 non-transferrable finder's warrants (the "Finder's Warrants") and paid finder's commissions of an aggregate of \$24,574. A total of 36,050 Finder's Warrants were issued on the same terms as the NFT Warrants and 220,500 Finder's Warrants were issued on the same terms as the FT Warrants. The Company also paid other professional and filing fees totaling \$23,687.

*Warrants expiry and extension*

During August 2023, the Company extended the term of 1,048,000 warrants issued as part of the Company's private placements that closed on August 25, 2021, and September 24, 2021. The warrants are exercisable at a price of \$0.15 and would have expired during August and September 2023. The term of these warrants was extended to August 25, 2025. All other terms of the warrants remained the same. A total of 63,000 warrants issued as part of the same private placement expired unexercised.

*Stock options granted*

On April 11, 2023, the Company granted incentive stock options to a consultant to acquire 100,000 common shares of the Company at \$0.07 per common share, vesting immediately, for a period of two years expiring April 11, 2025. The Company recognized \$5,380 as share-based compensation expense for these options granted.

On July 3, 2023, the Company granted 1,400,000 stock options under the Company's stock option plan to directors and advisors of the Company. The options are exercisable until July 3, 2028, at a price of \$0.075 per common share, and vested immediately. Fair value of the options was \$98,280 (\$91,260 of which was with related parties).

*Property acquisition*

On July 7, 2023, the Company issued 100,000 common shares to acquire additional mineral claims, extending the size of its Beaver-Lynx property. Fair value of the common shares issued of \$7,000, was measured at the closing market price of common shares at the date of issuance.

*2024 Private Placement*

In May and July, 2024, the Company completed the non-brokered private placement (the "2024 Private Placement") of 2,140,000 units at a price of \$0.05 per Unit for gross proceeds of \$107,000. Each Unit is

comprised of one common share of the Company (a "Share") and one-half of one Share purchase warrant (each whole warrant, a "Warrant"). Each whole Warrant will be exercisable to purchase a common share at a price of \$0.10 per common share for a period of 24 months from the date of issuance thereof. The Company may accelerate the expiry date of the Warrants, if the closing price of the shares is \$0.20 or greater for a period of ten consecutive trading days, by issuing a press release or other form of notice permitted by the certificates governing the Warrants, provided that the accelerated expiry date shall not be less than 30 days from the date notice is given. The gross proceeds raised from the financing are for general working capital and to advance the Company's property interests.

## **Exploration Projects**

### **Beaver-Lynx Critical Minerals Property, British Columbia**

#### *Exploration Update*

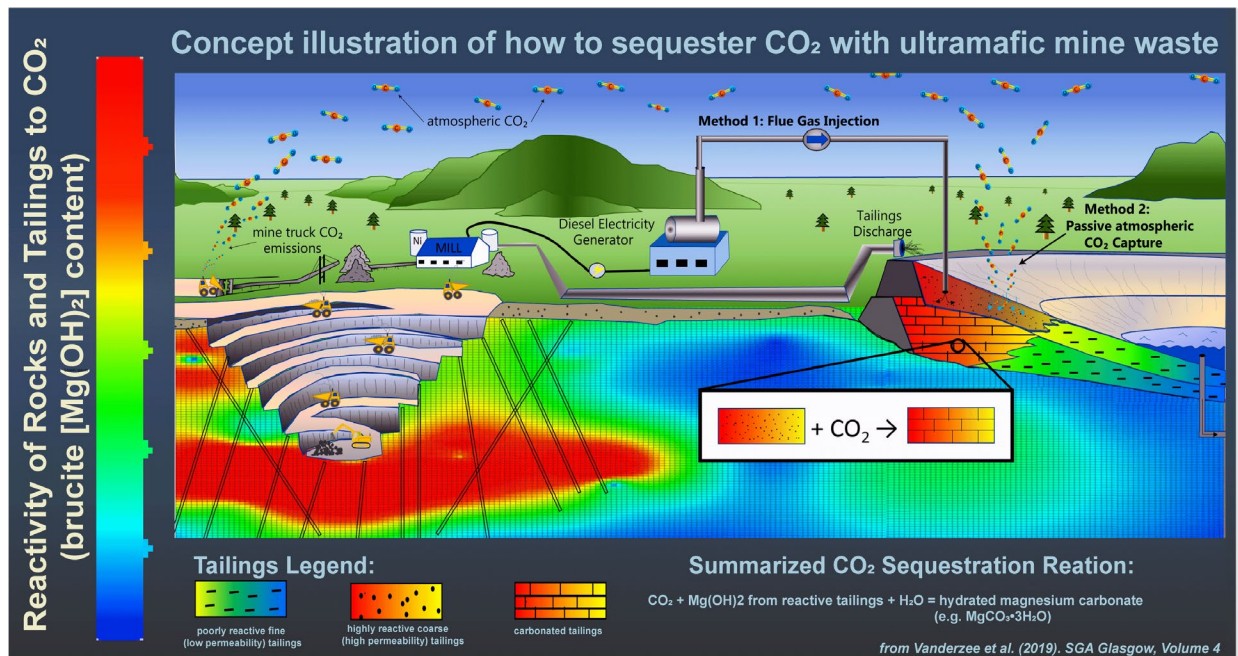
On April 11, 2022, the Company announced it had identified unreported significant magnesium (Mg) grades from historical 2014 drilling on the Beaver property, completed by previous operators. Highlights included drill hole BN14-23 intersecting 100.6 meters at an average grade of 21.5% Mg with 0.14% Ni (nickel). These holes were drilled in the Skelton and Ring zones – not drill tested by Inomin in the 2021 drilling campaign – as well as the North Lobe zone. The historic results, combined with the 2021 drill results, demonstrate that high-grade magnesium mineralization is widespread at Beaver, as well as lower-grade sulphide nickel.

On April 19, 2022, the Company announced completion of a ground magnetics survey on the Lynx property, generating numerous drill targets. Approximately 171 line-kilometres (kms) of magnetic readings were taken across two grids encompassing the Bear and a portion of the Skulow zones, two large 2 x 3 km nickel targets. The delineated magnetic structures – typically associated with mineralization – will be used for drill targeting. Given the geologic and mineral similarities, the Company anticipates Lynx hosts potentially comparable magnesium and nickel grades as at Beaver.

On June 27, 2022, the Company announced receipt of positive initial test results demonstrating the potential for carbon capture and storage at Beaver property. The tests, carried-out by researchers at the University of British Columbia ("UBC"), demonstrate that samples from the Company's 2021 critical mineral discoveries, contain key minerals that sequester carbon dioxide (CO<sub>2</sub>) from the atmosphere.

Highlights of test findings and possible implications:

- Beaver samples contain magnesium-rich minerals such as brucite and hydrotalcite group minerals that react quickly with CO<sub>2</sub> in the atmosphere;
- 60% of analysed samples contain moderate to substantial levels of brucite, a form of magnesium key to carbon capture and storage;
- Brucite is the key mineral for carbon capture as it reacts with carbon dioxide; 1% - 2% weight (wt) brucite content is considered significant;
- Beaver samples contain up to 11% wt brucite which is very substantial;
- Beaver tailings are good candidates for CO<sub>2</sub> capture using techniques developed by UBC;
- A substantial reduction in CO<sub>2</sub> greenhouse gas emissions could enable carbon neutral mining and lower operating costs; and
- With significant emission reduction, it is technically possible to create a carbon negative mining operation and the opportunity to generate carbon credits.



On November 28, 2022, the Company announced staking 1,516 hectares of mineral claims to enlarge the Company's Beaver-Lynx critical minerals project to 22,436 hectares. The new claims were acquired to cover prospective magnetic targets identified by airborne surveys.

On January 19, 2023, the Company announced metallurgical test work for the extraction of magnesium from 2021 Beaver drill core samples achieved recoveries of 99% using hydrochloric acid (HCl) leaching and a 40% recovery from a low-cost carbonate extraction. The metallurgical test results, completed by SGS Canada Inc., demonstrate good potential to extract a very high level of magnesium utilizing conventional processing. Nickel recoveries of 58% are also achievable through flotation. These positive test results are an important milestone for the Company's Beaver-Lynx critical minerals property.

Highlights of metallurgical tests:

- Drill core samples contain significant amounts of magnesium in the form of magnesite and brucite.
- Hydrometallurgical processing tested two leaching options: HCl and high-pressure CO<sub>2</sub>.
- HCl leaching was effective in extracting 99% of magnesium from original sample material and after flotation of nickel.
- High pressure CO<sub>2</sub> leach testing reported 40% recovery as magnesium carbonate.
- Up to 58% of total nickel was extracted by flotation.
- It is expected that optimization of extraction techniques would markedly increase recoveries.

On February 2, 2023, the Company announced signing a drilling agreement for the Company's Beaver-Lynx property; drilling started in June 2023 in the South and Ring Zones of the Beaver property. The drilling program was aimed at expanding Inomin's significant 2022 discovery by testing new priority targets and working towards delineating resources at Beaver. Future drilling at Beaver will test other priority targets, as well as maiden drilling at the Lynx area to test if mineralization is similar to discoveries at Beaver.

During May – December 2023, the Company completed the acquisition of approximately 2,856 hectares at Beaver-Lynx through staking (2,836 ha) and a purchase agreement (20 ha), to cover prospective exploration targets, expanding the project to 25,292 ha. The largest area acquired, called the West Zone, is 1,927 hectares, and is adjacent to Taseko's Gibraltar copper-molybdenum mine property, the second largest open-pit copper mine in Canada. The West Zone covers a prominent 3.5 km x 3.5 km airborne magnetic target. This new area

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

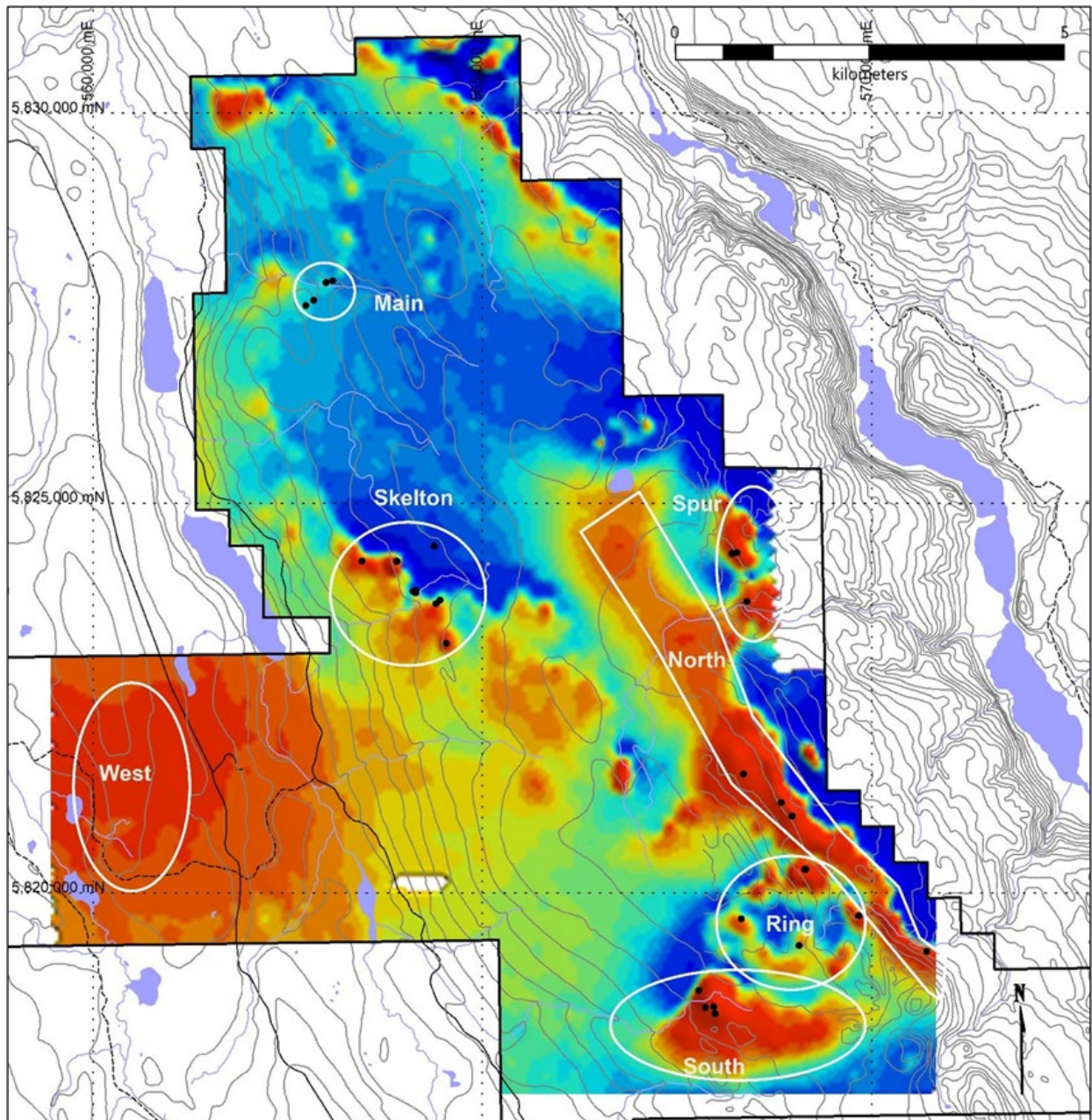
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is the largest exploration target at Beaver – about three times the size of the South Zone. The purchase of 20-hectare claim, by way of a purchase agreement, covers a strong mineral target and enables Inomin to consolidate the Beaver-Lynx project. The 20-hectare claim was acquired for 100,000 common shares of the Company.

On September 19, 2023, the Company announced results from a four-hole June drilling program at the South and Ring Zones of the Beaver property, intersecting high-grade magnesium and nickel over long intersections. South Zone drill-hole B23-03, located 100 metres north of hole B23-02, intersected 23% magnesium with 0.19% nickel over 179.2 metres (m), the longest intersection from drilling in the South Zone to date. Drill hole B23-04, testing the eastern portion of the Ring Zone 2.3 kilometres northeast, intersected 22.3% magnesium with 0.18% nickel over 112.2 metres, with mineralization beginning at bedrock surface.

Inomin's spring 2023 drilling program confirmed the discovery of a large magnesium-nickel mineralized body in the South Zone. To date, drilling at Beaver has identified multiple, large, near-surface mineral zones with magnesium and nickel, as well as other metals including chromium and cobalt – all critical minerals. The spring exploration campaign also identified new prominent exploration targets at Beaver. Combined with several similar compelling targets at the yet to be drilled Lynx property, Beaver-Lynx has strong potential to host a district-scale critical minerals system.

During spring 2024, the Company completed magnetic inversion modeling on select zones at the Beaver property. The modeling incorporated drilling and geologic data to provide a better understanding of mineralization. The modeling identified a new, large, drilling target in the North Zone.



**Airborne magnetic surveys and drilling programs have identified multiple mineral zones at Beaver.**

### *Property Background*

Inomin's 100% owned Beaver-Lynx project, 25,292 hectares in size, is located 15 to 25 kilometres east and southeast respectively of Taseko Mines Ltd.'s (TSX: TKO) Gibraltar Mine in British Columbia's Cariboo Mining District. Historical exploration and metallurgical studies at Beaver in 2013 – 2014, including geophysical surveys and diamond drilling programs, demonstrated the property's potential to host large volumes of near-surface, Class 1 sulphide nickel and cobalt, amenable to conventional extraction methods.

### *Beaver Property*

The Beaver property is situated in relatively flat terrain and easily accessible via all-season roads, as well as a network of forestry roads providing access to most of the property. Other important nearby infrastructure includes electricity (hydropower) and active railroad. Skilled workers, contractors, and supplies are available locally including the city of Williams Lake situated about 20 kilometres south of Lynx.

At Beaver, airborne and ground magnetic surveys have identified five magnetite-serpentinite zones in ultramafics with a cumulative strike length of approximately 10 kilometres. Historic drilling at these zones intersected strongly magnetic shallow-dipping serpentinites hosting nickel mineralization in sulphide form.

Inomin's maiden drilling at Beaver property in 2021 yielded significant discoveries of high-grade magnesium, plus nickel, chromium, and cobalt. Drill hole B21-02 in the Spur zone intersected 252.1 metres grading 20.6% magnesium, 0.16% nickel, and 0.33% chromium. B21-02 is the longest mineralized hole ever drilled at Beaver, and the first-ever drilling in the Spur zone. Given the positive drill results related to areas of magnetite-rich serpentinite rocks, Beaver displays potential to host large zones of high-grade magnesium, as well as nickel, chromium, and cobalt.

During 2021 the Company acquired additional mineral claims to join the Beaver and Lynx properties into a single property (Beaver-Lynx). Mineral claims were also acquired in the Lynx area to cover a strong magnetic target.

Inomin's 2023 drill program confirmed the discovery of a large magnesium-nickel mineralized body in the South Zone, intersecting high-grade magnesium and nickel over long intersections. South Zone drill-hole B23-03 intersected 23% magnesium with 0.19% nickel over 179.2 metres, the longest intersection from drilling in the South Zone to date. Drill hole B23-04, testing the eastern portion of the Ring Zone 2.3 kilometres northeast, intersected 22.3% magnesium with 0.18% nickel over 112.2 metres, with mineralization beginning at bedrock surface.

To date, drilling at Beaver has identified six large, near-surface, mineralized zones with substantial magnesium and nickel, as well as other metals including chromium and cobalt – all critical minerals. The spring exploration campaign also identified new prominent exploration targets at Beaver. Combined with several similar compelling targets at the yet to be drilled Lynx property area, Beaver-Lynx has strong potential to host a district-scale critical minerals system.

### *Lynx Property*

The Lynx area (located 11 kilometres south of Beaver) is geologically similar to Beaver with even larger prospective targets areas. Regional stream sediment data collected by Province of British Columbia geologists, delineated the existence of a large 10 x 5-kilometre nickel anomaly at Lynx. An airborne magnetics survey shows an 8-kilometre-wide ring-like magnetic anomaly and several strong linear magnetic anomalies – all greater than 2 kilometres in length. The Lynx property shows potential for hosting multiple, large, bulk-tonnage nickel deposits. Initial exploration completed on the Lynx property consists of prospecting and airborne and ground magnetic surveys.

### *Technical Report*

Prior to Inomin's initial 2021 drilling program, that confirmed the Beaver-Lynx project's potential to host large resources of high-grade magnesium, as well as significant nickel, chromium, and cobalt, the Company filed a NI 43-101 technical report dated June 24, 2020, for the Beaver- Lynx property.

Highlights of the NI 43-101 report are as follows:

- Large volumes of relatively shallow uniformly distributed sulphide nickel occur at Beaver property



**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

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- Drilling of 25 drill holes at Beaver by previous operators has delineated nickel and cobalt in four zones over 3 km total strike
- Nickel intersected 8 to 150 metres in thickness grading 0.17% to 0.34% total nickel
- Nickel mineralization amenable to conventional floatation extraction techniques
- Initial exploration at nearby Lynx property suggests comparable nickel results to Beaver

The Company has multi-year exploration work permits for both (Beaver and Lynx) property areas.



Google Earth satellite image of Beaver-Lynx property between Gibraltar and Mount Polley mines, two of the largest mining operations in British Columbia. Beaver is the northern property area connected to southern Lynx block. The project has excellent infrastructure nearby including roads, railway, and hydropower. The surrounding resource communities offer comprehensive services and a skilled work force.

### *Outlook*

Drilling results from Inomin's 2021 and 2023 exploration programs, as well as historical drilling campaigns, indicate the Beaver-Lynx project has high potential to host large volumes of high-grade magnesium, and sulphide nickel, plus chromium, and cobalt. Metallurgical test work for the extraction of magnesium from 2021 Beaver drill core samples achieved recoveries of 99% using hydrochloric acid (HCl) leaching and 40% recovery from low-cost carbonate extraction. Preliminary carbon capture tests demonstrate the project may be amenable to utilizing existing techniques for carbon dioxide capture and storage should the project be developed for

mining. The Company looks forward to completing additional exploration at Beaver-Lynx to advance the significant discoveries.

#### Project Partner Opportunity

The Company is interested in finding a project partner to assist in the exploration and development of the Beaver-Lynx project. Given the positive drilling results, favourable metallurgy, and large property size, the project has strong potential to host significant, much needed resources of critical minerals. Furthermore, the availability of hydropower, carbon capture and storage potential, and property's beneficial location in a tier one jurisdiction, make Beaver-Lynx an attractive, exploration-development opportunity.

#### La Gitana and Pena Blanca Properties

The Company acquired a 100% interest in the La Gitana and Pena Blanca gold-silver projects in Mexico from Gunpoint Exploration Ltd. ("Gunpoint") during March 2021 for 1,000,000 common shares of Inomin, \$35,000 cash payment, and the grant of a 1.5% NSR payable to Gunpoint on the Pena Blanca property (with an option for Inomin to purchase 0.5% of the NSR at any time for \$1,000,000). La Gitana is subject to an existing 3% NSR to a third-party which was assumed by the Company. The TSX-V approved the transaction on March 24, 2021. Activities at both properties have mainly focused on communication with community officials and residents to discuss exploration and other beneficial opportunities for communities.

#### La Gitana Property

The La Gitana gold-silver property is located in Oaxaca State in southern Mexico. The property is situated within the Oaxaca Gold-Silver Belt, a major northwest trending regional structure hosting several operating precious metals mines and prospects including Gold Resource's (NYSE: GORO) Arista and Mirador gold-silver mines, and Fortuna Silver's (TSX: FVI) San Jose gold-silver mine.

La Gitana is an advanced, gold-silver exploration project where exploration, including surface mapping, surface rock sampling, IP-resistivity geophysics, as well as diamond drilling, has delineated a substantial near-surface, low-sulphidation, epithermal gold-silver deposit. The gold-silver mineralization is open to expansion along strike, laterally, and at depth from drill-tested areas.

Previous drilling programs at La Gitana in 2004 – 2006 by Chesapeake Gold Corp. (TSX.V: CKG), intersected gold-silver mineralization in a core zone 400 to 500 metres long, 50 to 150 metres wide and 50 to 300 metres depth, with grades ranging from 0.25 to 27.8 g/t gold and 5 to 2,330 g/t silver.

Gold and silver mineralization is found in high-grade shoots in northwest trending, sub-vertical structures, and as low-grade disseminations within broad zones of quartz stockworks and breccias. The main structure has been traced for more than 1.4 kilometres up to 300 metres wide and a vertical extension of approximately 400 metres. Structures dip steeply between 70 degrees and 90 degrees. Gold and silver are present as electrum and acanthite within epithermal quartz veins.

A second less developed zone is located approximately 300 metres south of the main zone, as defined by soil geochemistry, channel sampling, and minimal drill testing. Mineralization also appears open laterally: to the east, surface veins have not been drill tested; to the west is an untested overburden covered area.

Two NI 43-101 Technical Reports have been completed on La Gitana property. In both cases the authors believe that sufficient exploration has been completed at La Gitana to confirm the existence of a gold-silver deposit. A two-phase exploration program including drilling is recommended at La Gitana to determine the scope of the mineralization and complete a preliminary resource calculation.

During 2021, the Company donated reusable face masks to the community where the La Gitana property is located, and to members of other communities, for protection against COVID-19. Although the COVID-19 pandemic hindered initial interaction with the community, recent communication with local authorities has been

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

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encouraging. Company officials visited the community in 2022 and in 2024 to speak with authorities about the project. The Company looks forward to further discussions with the community to obtain a mutually beneficial work agreement.

*Pena Blanca Property*

Pena Blanca, located 15 kilometres northwest of the La Gitana gold-silver project, is a large, epithermal gold-silver prospect explored in 2005 by Chesapeake as part of a regional-scale stream sediment sampling program. Sediment anomalies ranging between 276 ppb to 2,200 ppb gold were discovered from a 2.5 kilometre by 3.5-kilometre area surrounding the Pena Blanca ridge.

Mineralization is associated with a swarm of northwest trending, sub-parallel quartz veins, 1 metre to 5 metres in width, partially exposed for more than 500 metres along strike. Numerous other mineralized zones marked by stream sediment, soil and rock chip anomalies have been found at Pena Blanca.

Pena Blanca covers 9 square kilometres of hydrothermal alteration of which less than 1 square kilometre has been systematically mapped and sampled. Another zone, located about 1 kilometre east-northeast of the Pena Blanca zone, returned rock ship assay results of up to 4.8 g/t gold. The style of the alteration and mineralization, together with the orientation and size of structures, suggests Pena Blanca hosts a large epithermal gold-silver mineralization system.

**Other Property Interest**

*Kings Point*

On May 16, 2018, the Company entered into an agreement to option its 100% owned King's Point property in Newfoundland to Maritime Resources Corp. Maritime exercised its option effective September 15, 2021, and earned a 100% interest in King's Point by spending a total of \$600,000 in exploration, making cash payments totalling \$300,000, and issuing 2,000,000 Maritime common shares to the Company. The Company holds a 1% Net Smelter Royalty ("NSR") on King's Point, including mineral claims acquired by Maritime within 3 kilometres from the perimeter of the King's Point project.

As at March 31, 2024, the Company held 1,000,000 common shares of Maritime, valued at \$55,000.

**Acquisition Opportunities**

The Company continues to identify and evaluate other mineral properties for possible acquisition. The focus are critical minerals and precious metals properties to complement the Company's existing property portfolio. The acquisition of an advanced project, or other attractive opportunity, should enable the Company to increase its assets, attract further capital, and create shareholder value.

**Share Capital**

As of the date of this MD&A, the Company had 39,913,552 issued and outstanding common shares, and 3,475,000 and 9,420,692 incentive stock options and warrants, respectively, exercisable at weighted average price of \$0.11 and \$0.14, respectively.

**Risk Factors**

Mineral exploration involves several substantial risks, many of which are beyond the control of the Company, including commodity prices, financial-resource markets, government policies, socio-economic conditions, as well as health restrictions. There is a significant probability that exploration expenditures made by the Company will not result in discoveries of commercial quantities of minerals. A high level of expenditures is required to find and determine resources which are the basis for further development of properties. Among the greatest risk affecting the Company are current poor resource market conditions which make it more difficult and expensive to finance exploration and operating activities. Another risk are changes in government regulations that affect

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

the Company's activities. Recent changes in Mexico's mining laws have made the country less attractive for exploration. The Company's diverse commodity mix in two countries mitigates some risks.

**Results of Operations**

**Selected Annual Information**

The following table sets out selected annual financial information of the Company and is derived from the Company's audited consolidated financial statements for the years ended March 31, 2024, 2023, and 2022.

	<b>March 31, 2024</b>	<b>March 31, 2023</b>	<b>March 31, 2022</b>
	<b>\$</b>	<b>\$</b>	<b>\$</b>
Revenues	Nil	Nil	Nil
Loss for the year	300,826	372,587	257,866
Loss per share (basic and diluted)	0.01	0.01	0.01
Total assets	1,337,796	1,062,416	1,350,101
Dividends declared	Nil	Nil	Nil

During the year ended March 31, 2024, the Company incurred exploration expenditures net of tax recoveries totalling \$341,528, as follows.

	<b>Beaver-Lynx Property \$</b>	<b>La Gitana and Pena Blanca Properties \$</b>	<b>Total \$</b>
Acquisition of property: paid in cash	3,404	-	3,404
Acquisition of property: paid in common shares	7,000	-	7,000
Depreciation	2,610	-	2,610
Drilling	122,091	-	122,091
Evaluation and community costs	-	837	837
Geological and consulting	69,650	14,789	84,439
Laboratory test work	18,122	-	18,122
Recoveries	(9,745)	-	(9,745)
Shipping	44,731	-	44,731
Staking	4,962	-	4,962
Supplies and other	30,171	-	30,171
Other	-	-	-
Travel, logistics and camp costs	32,906	-	32,906
<b>Total</b>	<b>325,902</b>	<b>15,626</b>	<b>341,528</b>

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

During the year ended March 31, 2023, the Company incurred exploration expenditures totalling \$84,385, as follows. The Company also wrote off \$38,314 of costs capitalized to Fleetwood Property as the related claims were allowed to lapse.

	Beaver-Lynx Property \$	La Gitana and Pena Blanca Properties \$	Total \$
Consulting expenses	12,581	49,965	62,546
Drilling	5,000	-	5,000
Evaluation and community costs	-	3,417	3,417
Laboratory test work	10,680	-	10,680
Staking	2,742	-	2,742
<b>Total</b>	<b>31,003</b>	<b>53,382</b>	<b>84,385</b>

**For the year ended March 31, 2024 (the "Current Year"), as compared to the year ended March 31, 2023 (the "Comparative Year")**

During the Current Year, the Company's net loss was \$300,826 compared to a net loss of \$372,587 during the previous year, a difference of \$71,761. During the Comparative Year, the Company recognized a non-cash unrealized loss of \$70,000 (\$10,000 gain in Current Year) on its investment in the common shares of Maritime as a result of a decline in the stock price of the underlying security. Flow through premium liability recovery in the amount of \$97,810 was recognized in the Current Year (2022 - \$4,480). During the Comparative Year, the Company also wrote off \$38,314 of costs capitalized to Fleetwood Property as discussed above.

Overall, the Company's operating expenses incurred during the Current Year increased by \$143,891 (2024 - \$413,325; 2023 - \$269,434) compared to the Comparative Year primarily due to increase in marketing and investor communications expenses of \$32,239 due to the Company's efforts to raise capital. Share-based compensation expense of \$103,660 was recognized in the Current Year (2023 - \$Nil). During the Current Year, the Company granted 1,500,000 stock options compared to Nil during the Comparative Year. The operating expenses other than that remained consistent across the two periods.

**Summary of Quarterly Results**

	Three Months Ended 31-Mar-24 \$	Three Months Ended 31-Dec-23 \$	Three Months Ended 30-Sep-23 \$	Three Months Ended 30-Jun-23 \$
Total cash	95,524	156,031	215,978	580,245
Working capital	87,143	186,694	238,156	343,031
Shareholders' equity	1,271,123	1,369,007	1,409,238	1,481,195
Income (loss) for the period	(97,884)	(40,231)	(177,237)	14,526
Income (loss) per share	(0.003)	(0.001)	(0.005)	0.000

	Three Months Ended 31-Mar-23 \$	Three Months Ended 31-Dec-22 \$	Three Months Ended 30-Sep-22 \$	Three Months Ended 30-Jun-22 \$
Total cash	182,663	308,650	358,767	450,301
Working capital	192,730	330,211	396,881	472,690
Shareholders' equity	1,000,850	1,120,540	1,164,159	1,267,229
Loss for the period	(119,690)	(43,619)	(103,055)	(106,223)
Loss per share	(0.004)	(0.001)	(0.003)	(0.003)

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

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The Company had income for the three months ended June 30, 2023, due to flow through premium liability recovery. The Company capitalizes its expenditures on exploration projects and its transactions recognized in the consolidated statement of loss and comprehensive loss are dependent on its overall capital resources. Such transactions are expected by the Company to remain relatively consistent between periods.

### **Liquidity**

The Company's cash and cash equivalents decreased to \$95,524 at March 31, 2024 from \$182,663 at March 31, 2023. The Company had working capital of \$87,143 at March 31, 2024, compared to working capital of \$192,730 at March 31, 2023. During the year ended March 31, 2024, the Company had cash outflows from operating activities of \$274,892 (2023 - \$276,204). Total cash outflows from investing activities, pertaining primarily to net cash expended on exploration activities, during the year ended March 31, 2024, amounted to \$370,033 (2023 - \$88,185).

As at March 31, 2024, the Company's current asset balance of \$153,816 (March 31, 2023 - \$254,296) is comprised of cash of \$95,524 (March 31, 2023 - \$182,663), receivables of \$2,130 (March 31, 2023 - \$3,799), prepayments of \$1,162 (March 31, 2023 - \$22,834) and common shares of Maritime with a fair value of \$55,000 (March 31, 2023 - \$45,000).

The Company has current liabilities of \$66,673 at March 31, 2024 (March 31, 2023 - \$61,566). All outstanding accounts payable and accrued liabilities relate mainly to exploration costs and professional and management fees.

On May 31, 2023, the Company completed a non-brokered private placement of 3,992,142 non-flow-through units at a price of \$0.07 per unit and 3,275,000 flow-through units at a price of \$0.10 per unit for gross proceeds of \$606,950.

The Company does not generate any income and relies upon current cash resources and future financings to fund its ongoing business and exploration activities. The Company expects that it will require further financing to continue as a going concern. The Company will explore appropriate financing routes which may include additional issuance of share capital, funding through project debt, convertible securities, or other financial instruments. The consolidated financial statements of the Company and this MD&A have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of business.

Inomin is an exploration stage company and as at March 31, 2024, had an accumulated deficit of \$2,072,908. There can be no assurance that additional funding will be available to the Company, or, if available, that this funding will be on acceptable terms. These conditions indicate the existence of material uncertainty that may give rise to significant doubt about the Company's ability to continue as a going concern. As at the date of this MD&A however, the Company has no long-term obligations.

### **Off-Balance Sheet Arrangements**

At of the date of this filing, the Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the results of operations or financial condition of the Company including, without limitation, such considerations as liquidity and capital resources that have not previously been discussed.

### **Related Party Transactions**

Related parties are persons or entities that have control, joint control, or significant influence over the Company, or who are members of key management personnel of the Company.

Key management personnel include those persons having authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key

**INOMIN MINES INC.**  
**Management's Discussion and Analysis**  
**March 31, 2024**

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management personnel consist of executive and non-executive members of the Company's Board of Directors and Corporate Officers.

Key management personnel transactions were as follows:

- a) The Company has a consulting agreement with its Chief Executive Officer ("CEO") for a fee of \$5,000 per month, through Oro Grande Capital, a company controlled by the CEO. During the year ended March 31, 2024, the Company incurred \$60,000 (2023 - \$60,000) in fees to Oro Grande Capital.
- b) The Company has a consulting agreement with its Corporate Secretary for a fee of \$2,000 per month, through AMS Law Corporation, a company controlled by the Corporate Secretary. During the year ended March 31, 2024, the Company incurred \$24,000 (2023 - \$24,000) in fees to the Corporate Secretary.
- c) The Company has an arrangement with a director of the Company whereby the Director provides exploration related services to the Company. During the year ended March 31, 2024, the Company incurred \$52,150 (2023 - \$12,350) in fees to the Director.
- d) The Company has a consulting agreement with the Chief Financial Officer ("CFO") of the Company for a monthly fee of \$2,500 through Avisar Everyday Solutions Ltd. ("Avisar"), a company where the CFO is a director and an officer, to provide accounting related services. During the year ended March 31, 2024, the Company incurred \$30,000 (2023 - \$30,000) in professional fees to Avisar.

The balance due to the Company's related parties included in accounts payables and accrued liabilities was \$15,759 as at March 31, 2024 (March 31, 2023 – \$10,056). These amounts are unsecured, non-interest bearing and payable on demand.

Key management personnel compensation included share-based compensation related to the fair value of the stock options granted. During the year ended March 31, 2024, share-based compensation for the key management personnel amounted to \$91,260 (2023 - \$Nil).

### **Capital Resources and Management**

Capital is comprised of the Company's shareholders' equity, which totaled \$1,271,123 as at March 31, 2024 (March 31, 2023 - \$1,000,850). The Company's objectives when managing capital are to maintain financial strength and to protect its ability to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness and to maximize returns for shareholders over the long term.

The Company manages the capital structure and adjusts it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets. Management believes the Company's working capital is presently sufficient for the Company to meet its near-term objectives. The Company's approach to the management of capital has not changed from that of the prior period.

The Company is not subject to any externally imposed capital requirements.

### **Critical Accounting Estimates and Judgements**

The preparation of the consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, and expenses. Actual results may differ significantly from these estimates.

#### Critical judgements

Significant judgements made by management affecting the consolidated financial statements include:

#### *Exploration and evaluation assets*

The application of the Company's accounting policy for exploration and evaluation expenditures requires judgement in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditures are capitalized, information becomes available suggesting that the recovery of expenditures is unlikely, the amount capitalized is written off in profit or loss in the period the new information becomes available.

#### *Flow-through expenditures*

The Company is required to spend proceeds received from the issuance of flow-through shares on qualifying resources expenditures. Differences in judgement between management and regulatory authorities with respect to qualified expenditures may result in disallowed expenditures by the tax authorities. Any amount disallowed may result in the Company's required expenditures not being fulfilled.

#### Key sources of estimation uncertainty

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Significant estimates made by management affecting the consolidated financial statements include:

#### *Share-based payments and share issue costs*

Estimating fair value for granted stock options and warrants issued as compensation or for share issuance costs 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 option or warrant, volatility, dividend yield, risk-free discount rate and rate of forfeitures and making assumptions about them.

### **Recent Accounting Standards**

The Company's management have reviewed recent upcoming accounting standards and amendments to standards and interpretations that have been issued but are not yet effective and have determined that there are none are expected to materially affect the Company's consolidated financial statements.

#### *Adoption of amendments to IAS 1 Presentation of Financial Statements*

Effective April 1, 2023, amendments to IAS 1 *Presentation of Financial Statements* were adopted with respect to disclosure of the Company's accounting policies. The adoption of the amendments did not result in any changes to the Company's accounting policies, the only impact was to the accounting policy information disclosed in the consolidated financial statements. As a result of the adoption of the amendments, the title of this Note 3 was changed from "significant accounting policies" which had been used in all previous periods. Where management determined necessary, clarifying language was applied in order to enhance focus on the materiality of a policy, and immaterial policy language was deleted. There was no significant impact on these consolidated financial statements for adoption of this amendment.

#### *Adoption of amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors*

Effective April 1, 2023, the Company adopted the amendments to IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* with respect to the new definition of "accounting estimates". The amendments clarify how measurement techniques and inputs are used to develop accounting estimates, and clarifies the distinction between changes in accounting policies, correction of prior period errors, and changes are made to accounting estimates, including the facts and circumstances that are considered. The definition of a change in accounting estimates was deleted. There was no significant impact on these consolidated financial statements for adoption of this amendment.



## **Financial Instruments**

The Company's financial instruments consist of cash and cash equivalents (held primarily in Canadian dollars), securities of Maritime (1,000,000 shares), security deposits on exploration and evaluation assets, and its accounts payable and accrued liabilities. The fair value of these instruments approximates their carrying values. There are no off-balance sheet financial instruments.

The Company has exposure to the following risks from its financial instruments: credit risk, liquidity risk and market risk. Management and Board of Directors monitor risk management activities and review the adequacy of such activities.

### *Credit risk*

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Company's maximum exposure to credit risk is limited to the carrying values of cash and cash equivalents, and security deposit on exploration and evaluation assets shown on its consolidated statement of financial position, which totaled \$152,663 at March 31, 2024 (March 31, 2023 - \$237,663). The cash and cash equivalents, and security deposit on exploration and evaluation assets are held with high credit quality financial institutions, management considers the risk of loss on these financial instruments to be minimal. The Company's management of credit risk has not changed materially from that of the prior year.

### *Liquidity risk*

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Management endeavors to maintain cash and cash equivalents in excess of financial liabilities, to enable payment of financial liabilities as they come due. As at March 31, 2024, the Company had cash and cash equivalents of \$95,524 (March 31, 2023 - \$182,663) and securities of \$55,000 (March 31, 2023 - \$45,000), to settle accounts payable and accrued liabilities of \$66,233 (March 31, 2023 - \$61,566) which are short-term in nature and subject to normal trade terms. The Company's management of liquidity risk has not changed materially from that of the prior year.

### *Market risk*

Market risk is the risk that the fair values or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk consists of foreign currency risk, interest rate risk and other price risk. Management has determined that the Company is not exposed to material interest rate risk. The Company's management of market risk has not changed materially from that of the prior period.

- *Foreign currency risk*

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency exchange rates. The Company maintains its cash reserves in Canadian dollars and Mexican pesos. As at March 31, 2024 cash held in banks were mainly denominated in Canadian dollars.

As at March 31, 2024, the Company had certain monetary items denominated in Mexican pesos. Based on these net exposures, a 10% appreciation or depreciation of the Canadian dollar against the Mexican pesos would result in an increase or a decrease of approximately \$84 in the Company's profit or loss.

- *Other price risk*

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or foreign currency risk). The Company is exposed to other price risk with respect to fluctuations in

the fair value of securities held. The Company's exposure to other price risk is limited to the fair value of securities, which totaled \$55,000 at March 31, 2024 (March 31, 2023 - \$45,000). Based on this exposure, a 10% change in price of the securities in comparison to the price as of March 31, 2024, would result in an impact of \$5,500 on the Company's profit or loss.

### **Forward-Looking Statements**

This MD&A contain statements that constitute "forward-looking statements" within the meaning of National Instrument 51-102, Continuous Disclosure Obligations of the Canadian Securities Administrators.

Forward-looking statements often, but not always, are identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "expect", "targeting", and "intend" and statements that an event or result "may", "will", "should", "could", or "might" occur or be achieved and other similar expressions. Forward-looking statements in this MD&A include statements regarding the Company's future plans and expenditures, the satisfaction of rights and performance of obligations under agreements to which the Company is a part, the ability of the Company to hire and retain employees and consultants and estimated administrative assessment and other expenses. Forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, performance or achievement expressed or implied by the forward-looking statements. Factors that could cause the actual results to differ include market prices, continued availability of capital and financing, inability to obtain required regulatory approvals and general market conditions. These statements are based on a number of assumptions, including assumptions regarding market conditions, the timing and receipt of regulatory approvals, the ability of the Company and other relevant parties to satisfy regulatory requirements, the availability of financing for proposed transactions and programs on reasonable terms acceptable to the Company and the ability of third-party service providers to deliver services in a timely manner. Additional information regarding these factors and other important factors that could cause results to differ materially may be referred to as part of particular forward-looking statements.

Forward-looking statements contained herein are made as of the date of this MD&A and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results or otherwise, except as required by securities legislation. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

## **CORPORATE INFORMATION**

Additional information relating to the Company is available on SEDAR at [www.sedarplus.ca](http://www.sedarplus.ca) and the Company's website [www.inominmines.com](http://www.inominmines.com).

### **Directors and Officers**

John Gomez  
President, CEO and Director

Anil Jiwani, CPA  
Chief Financial Officer and Director

Ari Shack, LL. B  
Corporate Secretary and Director

L. John Peters, P.Geo.  
Director

William Yeomans, P.Geo.  
Director

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