

SPC Nickel Corp.
Management Discussion & Analysis
For the Three Month Period Ended November 30, 2022

The following is management's discussion and analysis ("MD&A") of the financial condition and interim results of operations of SPC Nickel Corp. ("SPC" or the "Company") for the three months ended November 30, 2022. This discussion and analysis should be read in conjunction with the Company's November 30, 2021 interim financial statements and attached notes, as well as the financial statements, notes, and MD&A for the year ended August 31, 2022, including the section on risks. This MD&A was prepared as of January 27, 2023.

The Company's reporting currency is the Canadian dollar and all monetary amounts in this MD&A are expressed in Canadian dollars unless otherwise stated.

INTERNAL QUALIFIED PERSON AND QUALITY CONTROL/QUALITY ASSURANCE

Grant Mourre, P.Geo., President of the Company, is a Qualified Person as defined under National Instrument 43-101 and has reviewed and approved the technical information contained in this MD&A.

OVERVIEW OF THE COMPANY

SPC is a mineral exploration company that is focused on exploring for nickel in the Sudbury Mining District of Ontario. The Company has spent approximately \$13 million on exploration to date and is currently exploring its key 100% owned exploration projects Aer-Kidd and Lockerby East, both located in the heart of the historic Sudbury Mining Camp, a camp closely controlled by Vale, KGHM and Glencore. The Company also owns 100% of the mining rights to the Owen Nickel project located south of Espanola, Ontario. The Company will continue to focus on advancing its key Sudbury Camp assets with a vision of discovering and delineating an economic orebody.

The business of exploration and mining involves a high degree of risk and there can be no assurance that the Company's exploration programs will result in profitable mining operations. The Company's continued existence is dependent upon the discovery of economically recoverable reserves and resources, securing and maintaining title and beneficial interest in the properties, the ability to obtain the necessary financing to complete exploration, development and construction of a mine and processing facilities, obtaining certain government approvals and attaining profitable production. There can be no assurance that the Company will be able to raise sufficient funds as and when required.

The Company's financial statements are prepared on a going concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of the Company's business. The application of the going concern concept is dependent on the Company's ability to obtain financing to continue its operations.

The Company presently has no known quantifiable mineral deposits that justify exploitation and activities completed by the Company constitute exploratory searches for economic mineral deposits.

CORPORATE ACTIVITIES

In January 2023, the Company entered into an agreement (the "Agreement") with Vale Canada Limited ("Vale") designed to consolidate and unlock the full potential of the adjacent and contiguous West Graham and Crean Hill 3 nickel-copper deposits (collectively, the "West Graham/Crean Hill 3 Project"). The Agreement grants the Company the right to acquire a 100% interest in the surface and mineral rights of the Crean Hill 3 Property in consideration for a cash payment of \$1 million and certain rights and royalties that will be extended to Vale across the West Graham/Crean Hill 3 Project.

MINERAL PROPERTIES, ACTIVITY AND PLANS

OVERVIEW OF PROJECTS

SPC owns three properties, two of which are in the Sudbury Mining Camp near Sudbury Ontario (Aer-Kidd Property and Lockerby East Property) and one is near Espanola Ontario (Owen Nickel Property). In addition, it holds an option to acquire 100% of certain mining claims located 50 kilometres northeast of Sudbury (Janes Property). As well, the Company holds the mineral rights (Muskox Property) to 47,460 hectares comprised of 15 mining claims and 2 prospecting permits in the territory of Nunavut.

AER-KIDD PROPERTY

SPC owns 100% of the mining rights for the Aer-Kidd Property that is located approximately 20 kilometres southwest of Sudbury, Ontario, along the Worthington Offset Dyke. The property consists of 5 mining patents (mining rights only) representing approximately 403 hectares.

The property remains subject to a pre-existing underlying agreement that provides a 3% Net Smelter Return royalty ("NSR") royalty to SPG Royalties Inc. (the "Aer-Kidd Royalty") of which one half of the Aer-Kidd Royalty, or a 1.5 % net smelter returns royalty, can be purchased for \$1,250,000. The Aer-Kidd Royalty includes advanced royalty bi-annual payments of \$50,000 which are deductible from future royalty payments based on production from the Aer-Kidd Property. SPC also holds an option to purchase 100% of the property surface rights from the City of Greater Sudbury at any time prior to December 31, 2024 for a cash payment of \$250,000 and a further cash payment of \$250,000 if a mine is brought into commercial production on the Aer-Kidd Property.

MUSKOX PROPERTY

In September 2021, the Company staked 11 mining claims (totaling 13,327 hectares) and had previously obtained 2 prospecting permits (totaling 30,350 hectares) (collectively, the "Muskox Property") in respect of exploration properties located within the Muskox Intrusion in the Kitikmeot Region of Nunavut. Additionally, in a separate transaction that closed on November 22, 2021, the Company acquired a 100% interest in a database related to the Muskox Intrusion in exchange for cash payment of \$94,600 (US\$75,000) and 100,000 warrants exercisable into common shares of the Company at an exercise price of \$0.20 per warrant for a period of three years from the closing date. In February and April, 2022, the Company staked an additional 4 mining claims (totaling 2,311 hectares) resulting in a total land holdings of 47,470 hectares in 15 mining claims and 2 prospecting permits.

LOCKERBY EAST PROPERTY

The Lockerby East Property is located approximately 20 kilometres west of Sudbury, Ontario within the southwest corner of the Sudbury Basin, and consists of approximately 397 hectares of freehold patents. The Lockerby East Property includes 100% of the Lockerby East and South patents as well as a 100% interest in the West Graham Property.

The Company owns 100% interest in the Lockerby East property. The property consists of freehold patents located in the south range of the Sudbury Igneous Complex ("SIC"), Sudbury, Ontario including 100% of the Lockerby patents and 100% of the West Graham Property subject to a 1% NSR to the previous owner of the West Graham portion of the Property.

The Company also holds the right to acquire a 100% interest in the surface and mineral rights of the Crean Hill 3 Property, which is contiguous with the West Graham Property, in consideration for a cash payment of \$1 million and certain rights and royalties that will be extended to Vale across the West Graham/Crean Hill 3 Project.

OWEN NICKEL PROPERTY

SPC owns 100% of the mining rights of the 312.5 hectares property located 70 kilometres west of Sudbury Ontario near Espanola. The property consists of 3 mining patents (47.5 hectares) and 265 hectares of crown mining claims.

JANES PROPERTY

On July 5, 2020, the Company entered into an option agreement to acquire a 100% interest in the Janes Property (the "Janes Option Agreement"). To earn a 100% interest in the Janes Property, the Company must pay \$335,000 in cash over five years, issue \$155,000 worth of Common Shares over five years and expend work commitments totaling \$227,000 over five years. To date, the Company has made cash payments and share issuances of \$43,000 and \$29,500, respectively, and has fulfilled the entire work commitment. Upon the Company vesting a 100% interest in the Janes Property, the optionors would retain a 2% NSR of which the Company can purchase the first 1% for \$1,000,000 and the remaining 1% for an additional \$500,000 up to the point of commercial production. Portions of the Janes Property remain subject to a pre-existing underlying agreement that provides a 1% NSR to a previous owner, of which all of the 1.0% NSR can be purchased for \$1,000,000. Under the terms of the Janes Option Agreement, the maximum allowable NSR to the Optionors on any portion of the Janes Property is 2%. On claims containing the pre-existing 1% NSR, the NSR awarded to the Optionors is reduced from 2% to 1%, of which the Company can purchase the first 0.5% for \$500,000 and the remaining 0.5% for an additional \$500,000 up to the point of commercial production.

EXPLORATION HIGHLIGHTS

LOCKERBY EAST PROPERTY

In April of 2022, the Company announced the commencement of a 4,200 metre drill program on the 100% owned Lockerby East Ni-Cu Property, located in the world class Sudbury mining Camp. The program was completed in July of 2022 after a total of 5,200 metres in 18 holes were completed.

The Lockerby East Project hosts both the historic West Graham and Lockerby East deposits. In 2009, First Nickel Inc. disclosed a historical resource estimate¹ of 8.55Mt @ 0.45% Ni and 0.31% Cu (indicated) and 2.0Mt @ 0.38% Ni and 0.30% Cu (inferred) for the West Graham deposit. These grades have economic potential in the Sudbury context as the deposit is located very near to surface and may be amenable to low-cost open pit mining. The deposit is characterized by a broad zone of disseminated to semi-massive sulphide that ranges from 1.7 to 66 metres thick and strikes for 375 metres with a dip extent of up to 533 metres. Within the larger resource, a distinct zone of higher-grade mineralization grading in excess of 1% Ni is present. At depth, the West Graham deposit is interpreted to be contiguous with the high-grade Lockerby East deposit where historic resources of 0.22 Mt @ 2.43% Ni and 0.78% Cu² (indicated + inferred) are hosted.

In April of 2022, the Company announced a 2022 drill program, consisting of approximately 14 holes totaling 4,200 metres of drilling, which was designed to further evaluate and expand the extents of the high-grade Ni-Cu zone hosted within the larger West Graham deposit. In addition, borehole geophysical surveys were also planned on a series of historic holes, in order to define additional targets in the 'gap zone' between the larger West Graham deposit and the high-grade Lockerby East deposit that occurs at depth. The goal of the overall program is to establish a near surface, updated nickel sulphide resource estimate on the West Graham deposit in a world class stable nickel mining camp. The program was completed in July of 2022 after a total of 5,200 metres in 18 holes were completed.

The Company considers the West Graham and Lockerby East resource estimates to be historic mineral resources for purposes of NI 43-101. Neither the Company nor a qualified person on behalf of the Company have done sufficient work to classify the historical estimates as current mineral resources and the Company is not treating such historical estimates as current mineral resources. The Company considers the historic mineral resource estimates to be relevant to an understanding of the West Graham Project but has not done any work to validate the estimates.

Reference

1. *NI 43-101 Report, Scott Wilson Mining, January 15, 2009, First Nickel Inc.; Technical Report on the West Graham Property Conwest Zone Resource Estimate, Graham Township, Ontario, Canada.*
2. *Technical Report on the 2009 Resource Estimate for the Depth, East and Upper West Zones, Lockerby Mine, Sudbury, Ontario, prepared by First Nickel Inc., February 23, 2009.*

Width in the preceding table refers to downhole length. 3E PGM represents Pd g/t + Pt g/t + Au g/t. NiEq. % = Ni%+ Cu% x 0.32 + Co% x 0.53 and does not factor in Pt, Pd, Au or Ag values. No allowances have been made of recovery losses that may occur should mining eventually result. The NiEq.% calculation used in this release is consistent with the relative metal prices used in the West Graham resource report published by First Nickel Inc. in 2009.

MUSKOX PROPERTY

In October of 2022, the Company announced assay results from the summer Muskox field program. Highlights from the field trip include:

- High-grade grab samples with values up to **1.55% Ni, 6.38% Cu** and **6.18 g/t Pt+Pd+Au** (PGM) were collected intermittently over a strike length of 1.0 km at the SKOX showing.
- High-grade grab samples with values up to **1.48% Ni, 1.57% Cu** and **2.66 g/t PGM** were collected intermittently over a strike length 1.1 km at the Spider Lake Area.
- The highest-grade sample was collected along the West Margin of the main Muskox Intrusion and returned values of **1.65% Ni and 8.64% Cu**.

Selected grab samples (>0.5% Ni+Cu) collected from the SKOX/Marceau Lake Area are presented in the following table:

Sample	Easting	Northing	Ni %	Cu %	Co %	Ni+Cu %	Pt g/t	Pd g/t	Au g/t	3E g/t	Ag g/t
D831011	592709	7366502	1.55	6.38	0.05	7.93	0.331	5.310	0.534	6.18	14.70
D831110	593031	7366415	2.52	2.69	0.09	5.21	1.070	1.360	0.072	2.50	8.50
D831107	593106	7365971	0.40	4.10	0.02	4.50	0.680	10.450	0.530	11.66	9.70
D831010	592982	7366271	0.78	1.57	0.04	2.34	0.132	0.961	0.220	1.31	0.90
D831056	593194	7365831	1.07	1.26	0.06	2.33	0.334	1.260	0.156	1.75	3.00
D831111	592691	7366528	0.60	1.53	0.03	2.13	0.294	2.060	0.202	2.56	7.60
D831008	593155	7365884	0.56	1.49	0.03	2.04	0.213	1.585	0.073	1.87	0.70
D831108	593085	7366049	0.55	0.91	0.03	1.47	0.177	0.706	0.109	0.99	3.60
D831007	593258	7365717	0.48	0.90	0.03	1.38	0.141	1.160	0.099	1.40	2.00
D831057	592721	7366507	0.52	0.81	0.02	1.32	0.178	1.020	0.299	1.50	3.20
D831115	592633	7366829	0.42	0.84	0.02	1.25	0.178	1.515	0.097	1.79	4.10
D831058	592716	7366510	0.27	0.77	0.01	1.05	0.171	1.385	0.110	1.67	2.10
D831106	593290	7365665	0.28	0.70	0.01	0.98	0.210	1.825	0.152	2.19	2.40
D831113	592735	7366694	0.25	0.72	0.01	0.97	0.477	2.860	0.268	3.61	3.20
D831009	593040	7366155	0.28	0.63	0.02	0.91	0.129	1.050	0.141	1.32	2.00
D831059	592636	7366763	0.26	0.62	0.02	0.88	0.167	0.543	0.061	0.77	0.90
D831054	593258	7365714	0.27	0.48	0.02	0.75	0.084	0.702	0.069	0.86	1.30
D831055	593208	7365822	0.17	0.45	0.01	0.62	0.107	1.075	0.154	1.34	1.80
D831012	592677	7366620	0.27	0.33	0.02	0.59	0.099	0.553	0.052	0.70	2.20
D831006	593316	7365621	0.18	0.33	0.01	0.50	0.061	0.562	0.060	0.68	1.30

Note: Coordinate system is NAD83 Zn11. 3E g/t equals Pt g/t + Pd g/t +Au g/t. Grab samples are preferentially selected and are not representative of the entire property.

Selected grab samples (>0.5% Ni+Cu) collected from the Spider Lake Area are presented in the table on the following page.

Sample	Easting	Northing	Ni %	Cu %	Co %	Ni+Cu %	Pt g/t	Pd g/t	Au g/t	3E g/t	Ag g/t
D831022	588649	7377877	0.37	3.64	0.03	4.01	0.860	11.200	0.580	12.64	12.50
D831023	588623	7377895	1.48	1.57	0.06	3.05	0.626	1.900	0.130	2.66	8.90
D831020	588909	7377544	1.12	1.80	0.05	2.92	0.282	1.895	0.184	2.36	6.00
D831132	588178	7378941	0.46	1.96	0.03	2.42	0.447	2.620	0.331	3.40	11.90
D831121	589079	7377373	0.04	2.36	0.01	2.40	0.552	3.920	0.504	4.98	2.20
D831122	589038	7377405	0.74	1.48	0.04	2.21	0.625	1.620	0.118	2.36	9.00
D831067	588844	7377374	0.48	1.55	0.01	2.02	0.232	1.985	0.207	2.42	14.80
D831127	588519	7378168	0.60	1.31	0.03	1.91	0.125	1.180	0.097	1.40	6.00
D831030	588075	7378767	0.81	1.10	0.05	1.91	0.180	0.400	0.069	0.65	4.80
D831018	589008	7377071	0.20	1.65	0.01	1.85	0.256	1.630	0.170	2.06	5.30
D831028	588362	7378480	0.58	1.06	0.04	1.64	0.116	0.716	0.090	0.92	5.50
D831024	588616	7377918	0.68	0.88	0.03	1.56	0.124	0.877	0.106	1.11	2.80
D831019	588979	7377129	0.26	1.16	0.02	1.42	0.248	1.470	0.174	1.89	7.60
D831124	588533	7378136	0.42	0.81	0.03	1.22	0.151	1.380	0.098	1.63	4.40
D831065	588901	7377304	0.13	0.86	0.01	0.99	0.112	0.872	0.096	1.08	3.10
D831017	589051	7376962	0.25	0.63	0.01	0.88	0.115	0.914	0.081	1.11	4.20
D831071	588188	7378668	0.25	0.59	0.01	0.84	0.067	1.015	0.098	1.18	3.40
D831016	589055	7376929	0.17	0.63	0.01	0.79	0.125	0.919	0.096	1.14	5.40
D831130	588462	7378278	0.28	0.49	0.02	0.77	0.097	0.632	0.055	0.78	2.70
D831123	588969	7377546	0.11	0.54	0.01	0.65	0.082	0.728	0.072	0.88	3.50
D831068	588266	7378559	0.16	0.39	0.01	0.55	0.074	0.537	0.066	0.68	2.20
D831128	588497	7378227	0.11	0.41	0.01	0.52	0.100	0.438	0.045	0.58	0.60

Note: Coordinate system is NAD83 Zn11. 3E g/t equals Pt g/t + Pd g/t +Au g/t. Grab samples are preferentially selected and are not representative of the entire property.

Selected grab samples (>0.5% Ni+Cu) collected from the Main MuskoX Intrusion are presented in the following table:

Sample	Easting	Northing	Ni %	Cu %	Co %	Ni+Cu %	Pt g/t	Pd g/t	Au g/t	3E g/t	Ag g/t
D831143	575828	7418114	1.65	8.64	0.24	10.29	0.001	0.551	0.198	0.75	26.30
D831139	573656	7420072	2.03	1.34	0.15	3.37	0.078	0.561	0.047	0.69	3.10
D831089	573587	7420741	1.66	1.11	0.13	2.76	0.062	0.551	0.041	0.65	2.00
D831142	573576	7420768	1.58	1.05	0.13	2.62	0.098	0.526	0.036	0.66	3.80
D831088	573642	7420550	0.89	1.44	0.09	2.33	0.001	0.321	0.125	0.45	1.30
D831141	573625	7420651	0.74	0.84	0.08	1.58	0.001	0.116	0.034	0.15	0.70
D831037	573628	7420464	1.01	0.53	0.11	1.54	0.020	0.151	0.019	0.19	1.10
D831140	573659	7420447	0.87	0.52	0.10	1.39	0.005	0.100	0.017	0.12	1.50
D831087	573669	7420153	0.59	0.47	0.05	1.06	0.022	0.101	0.010	0.13	<0.2
D831039	575807	7418160	0.22	0.78	0.01	1.00	0.111	0.740	0.061	0.91	2.40
D831097	575455	7432080	0.39	0.57	0.01	0.96	0.186	0.585	0.057	0.83	1.70
D831093	575795	7418248	0.24	0.52	0.03	0.76	0.038	0.199	0.023	0.26	1.00
D831046	579260	7424032	0.39	0.37	0.06	0.76	0.007	0.260	0.011	0.28	<0.2
D831036	573646	7419985	0.42	0.33	0.08	0.75	0.013	0.081	0.012	0.11	1.6
D831047	579494	7425235	0.18	0.46	0.01	0.64	0.080	0.263	0.037	0.38	1.20
D831094	575954	7418273	0.22	0.42	0.01	0.64	0.066	0.415	0.035	0.52	1.80
D831040	575974	7418242	0.20	0.34	0.01	0.54	0.053	0.338	0.031	0.42	1.50
D831034	574117	7418664	0.27	0.25	0.02	0.52	0.053	0.195	0.016	0.26	1.30

Note: Coordinate system is NAD83 Zn11. 3E g/t equals Pt g/t + Pd g/t +Au g/t. Grab samples are preferentially selected and are not representative of the entire property.

With the completion of the 2022 program, the Company is working towards updating the geological models and developing targets for 2023.

AER-KIDD PROPERTY

No significant work has been completed on the Aer-Kidd Property since the 2021 drill program where SPC completed 14 holes for a total of 14,111 metres. No additional work is planned for 2023.

JANES PROPERTY

The Janes Property is located 45 kilometres northwest of the City of Greater Sudbury (74 kilometres by road) and within hauling distance of the processing and smelting infrastructure located within Sudbury. The Janes Property was initially explored in 1969 by Kennco Exploration (Canada) Ltd., which reported both disseminated and massive Cu-Ni sulphide mineralization (PGM not reported) occurring near the base of a large Nipissing Diabase sill.

In 2022, the Company completed a 26.7 line km 3D induced polarization (“IP”) survey on the southern portion of the Property. The results of the survey have identified two large high-priority targets that are interpreted to be related to the mafic intrusive sill that hosts the high-grade Trench 1 Ni-Cu-PGM mineralization to the north, where prior drilling by the Company in 2021 returned 0.46% Ni, 0.93% Cu and 4.63 g/t Pt+Pd+Au (PGM) over 10.5 metres (see Company Press Release dated June 17, 2021).

The 3D IP program, executed and interpreted by Canadian Exploration Services Ltd. (CSX), was chosen because of its impressive data collection capability and modeling. The resultant inversions show two strong, cohesive chargeability high anomalies (>30 mV/V) termed the *west anomaly* and the *east anomaly*.

The west anomaly strikes northwest southeast and is modelled as a tabular body measuring 50 metres x 450 metres in plan and 150 metres in thickness dipping steeply to the southeast and strengthens with depth.

The up-dip projection of the anomaly correlates well with the historic ‘Kirkland Townsite³’ occurrence where in 1980, disseminated chalcopyrite was reported in gabbro that returned up to 0.39% Cu and 0.06% Ni (no PGM reported). Similarly, a nearby historic drill hole (70-01⁴) completed by Kennco Exploration Ltd. in 1970, cored through 767 metres of gabbro before reaching the footwall contact. The drill log reports several sections of disseminated chalcopyrite and pyrrhotite (no assays reported) around the margins of the west IP anomaly.

The east anomaly strikes northwest southeast and is modelled as an irregular shaped body measuring 300 metres x 700 metres in plan and 200 metres in thickness. Three chutes appear to come near surface as anomalies, these plunge steeply to the point where they merge at a depth near 125 metres and appear to broaden and strengthen.

During October and November of 2022, the Company completed a four hole, 1,212 metre drill program. All samples have been submitted to the laboratory and assay results are expected early in 2023.

Reference

3. *Kirkland Townsite Occurrence, Ontario Mineral Inventory, MDI4109NW00038.*
4. *Assessment Report, Kennco Exploration (Canada) Ltd, 1970, 4109NW0209*

The following table details exploration and evaluation expenditures incurred during the reporting period.

	AER Kidd	Owen	Lockerby East	Janes	Muskox	Project Generation	Total
Continuity of project expenditures for the three months ended November 30, 2022							
Balance August 31, 2022	12,363,119	4,970	1,853,911	757,480	402,729	76,187	15,458,397
Option Payments	-	-	-	-	-	-	-
Other acquisition and holding costs	-	-	342	-	-	-	342
Total acquisition costs for the period	-	-	342	-	-	-	342
Assays logging, and sampling	-	-	110,919	-	10,422	-	121,341
Travel, accommodation, and meals	-	-	420	29	11	-	460
Drilling	-	-	-	203,078	-	-	203,078
Equipment Rental	-	-	6,607	11,357	1,323	-	19,287
Field supplies and consumables	-	-	581	615	643	-	1,839
Field office	(375)	-	(1,500)	-	-	-	(1,875)
Payroll and Project Management	478	-	41,847	30,716	13,930	1,663	88,634
Surveys and line cutting	-	-	-	14,041	-	-	14,041
Vehicles	77	-	1,199	1,200	77	77	2,630
Exploration expenditures for the period	180	-	160,073	261,034	16,407	1,740	449,434
Balance November 30, 2022	12,363,299	4,970	2,014,326	1,018,514	429,136	77,927	15,908,173
November 30, 2022 balance consists of							
Acquisition costs	2,267,666	3,560	628,524	75,225	66,330	8,176	3,049,482
Exploration expenditures	10,095,633	1,410	1,385,802	943,289	362,806	69,751	12,858,691
	12,363,299	4,970	2,014,326	1,018,514	429,136	77,927	15,908,173
Continuity of project expenditures for the three months ended November 30, 2021							
Balance August 31, 2021	10,847,626	4,776	832,889	493,068	-	57,239	12,235,598
Option Payments	-	-	-	-	18,000	-	18,000
Other acquisition and holding costs	-	-	-	-	134,232	170	134,402
Total acquisition costs for the period	-	-	-	-	152,232	170	152,402
Assays logging, and sampling	26,279	-	-	2,521	-	-	28,801
Travel, accommodation, and meals	487	-	-	-	-	2	489
Drilling	724,434	-	-	-	-	-	724,434
Environmental	4,100	-	-	-	-	-	4,100
Equipment Rental	42,692	-	-	1,848	-	-	44,539
Field supplies and consumables	1,652	-	-	535	396	54	2,637
Field office	750	-	-	-	-	-	750
Payroll and Project Management	51,509	-	7,199	34,682	3,751	6,802	103,943
Surveys and line cutting	1,362	-	-	-	-	-	1,362
Vehicles	2,600	-	-	1,230	-	77	3,907
Exploration expenditures for the period	855,865	-	7,199	40,816	4,146	6,936	914,962
Balance November 30, 2021	11,703,491	4,776	840,088	533,884	156,378	64,345	13,302,962
November 30, 2021 balance consists of							
Acquisition costs	2,162,233	3,366	618,356	38,100	152,232	8,176	2,982,463
Exploration expenditures	9,541,258	1,410	221,732	495,784	4,416	56,169	10,320,499
	11,703,491	4,776	840,088	533,884	156,378	64,345	13,302,962

DISCUSSION OF OPERATIONS

SELECTED QUARTERLY FINANCIAL INFORMATION

Expenses for the three month period ended November 30, 2022 were \$600,663, compared to \$1,195,245 for the three month period ended November 30, 2021. The overall decrease is mainly due to a decrease in exploration expenditures being \$449,434 (as compared to prior year comparative amount of \$1,011,619). This decrease in exploration expenditures is attributable to the active drill program at AER-Kidd in the three month period ended November 30, 2021, without a comparative active drill program ongoing during the quarter ended November 30, 2022. A breakdown of exploration expenditures incurred by property is presented in the table on the preceding page. All other operating expenses remained materially unchanged as compared to the prior year comparative period.

A summary of selected unaudited financial information for the past eight quarters is presented below:

Three Months Ending (Unaudited)	November 30, 2022	August 31, 2022	May 31, 2022	February 28, 2022
Operating Expenses	(600,663)	(990,143)	(1,400,951)	(917,593)
(Loss) from Operations	(600,663)	(990,143)	(1,400,951)	(917,593)
Net (Loss) for the period	(600,340)	(1,003,871)	(1,393,314)	(913,576)
(Loss) per share – basic and fully diluted	Nil	(0.01)	(0.01)	(0.01)
Total Assets	3,528,022	4,202,500	5,434,346	3,102,370
Total Liabilities	322,536	396,674	650,397	407,388

Three Months Ending (Unaudited)	November 30, 2021	August 31, 2021	May 31, 2021	February 29, 2021
Operating Expenses	(1,199,395)	(1,889,920)	(1,439,465)	(712,274)
(Loss) from Operations	(1,199,395)	(1,889,920)	(1,439,465)	(712,274)
Net (Loss) for the period	(1,194,199)	(1,711,921)	(1,293,080)	(712,257)
(Loss) per share – basic and fully diluted	(0.01)	(0.02)	(0.01)	(0.01)
Total Assets	4,142,492	6,084,383	7,752,068	8,463,970
Total Liabilities	533,934	1,299,626	1,364,191	783,013

LIQUIDITY AND CAPITAL RESOURCES

As at November 30, 2022, the Company had cash balances of \$3,171,260 compared with \$3,810,177 as at August 31, 2022. The Company had current assets of \$3,384,324 and current liabilities of \$243,790, for net working capital of \$3,140,534 as at November 30, 2022.

At present, the Company's operations do not generate cash flow and its financial success is dependent on management's ability to discover and develop economically viable mineral deposits and to raise money to support the discovery and development of such mineral deposits. The mineral exploration process can take many years and is subject to factors that are beyond the Company's control.

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes there will be risks involved that may be beyond their control. There is no assurance that new funding will be available at the times required or desired by the Company. See "Risk Factors". Currently, the Company holds exploration projects and it is anticipated that additional equity financing will

be available going forward. Equity markets do fluctuate which could affect timing of future financings. The Company continues to source other avenues of financing, including strategic partnerships in relation to its non-material properties, which may reduce the Company's reliance on equity financing.

OUTSTANDING SHARE DATA

As at January 27, 2023, the Company had the following securities outstanding:

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments consist of cash, receivables, and accounts payable and accrued liabilities. The fair values these financial instruments approximate their carrying values due to their short-term nature.

Credit Risk

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to cash and receivables. The Company maintains its cash with high-credit quality financial institutions, thus limiting its exposure to credit risk on such financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company maintains sufficient cash balances to meet current working capital requirements. The Company is considered to be in the exploration and evaluation stage, thus, it is dependent on obtaining regular financings in order to continue its exploration and evaluation programs. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings. The Company's cash is available on demand for the Company's programs and is not invested in any asset-backed commercial paper. The Company believes it has sufficient cash resources to pay its obligations associated with its financial liabilities as at November 30, 2022.

Interest Rate Risk

The Company's exposure to interest rate risk arises from the interest rate impact on its cash. The Company's practice has been to invest cash at floating rates of interest, in cash equivalents, in order to maintain liquidity, while achieving a satisfactory return for shareholders. There is minimal risk that the Company would recognize any loss as a result of a decrease in the fair value of any guaranteed bank investment certificates included in cash, and restricted cash as they are generally held with large financial institutions.

Price Risk

The Company is not currently exposed to price risk, as it does not currently hold Investments in equity instruments.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements such as guarantee contracts, contingent interests in assets transferred to unconsolidated entities or derivative financial obligations.

RISKS AND UNCERTAINTIES

Exploration for mineral resources involves a high degree of risk. The cost of conducting programs may be substantial and the likelihood of success is difficult to assess. In addition to exploration risk, the Company is faced with a number of other risk factors. See "Risk Factors" below.

TRANSACTIONS WITH RELATED PARTIES

Related party transactions conducted in the normal course of operations are measured at the exchange value (the amount established and agreed to by the related parties). The terms and conditions of the transactions with key management personnel and their related parties were no more favourable than those available, or which might reasonably be expected to be available, to similar transactions to non-key management personnel related entities on an arm's length basis.

Related parties include the Board of Directors, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

In accordance with IAS 24, key management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company.

The remuneration of directors and key management of the Company for the three-month periods ended November 30, 2022 and November 30, 2021 was as follows:

	<u>2022</u>	<u>2021</u>
Short term benefits - consulting fees and salaries	\$ 65,781	\$ 65,781
Share based payments	-	-
	<u>\$ 65,781</u>	<u>\$ 65,781</u>

Short term benefits are expensed as consultant fees and exploration and evaluation expenditures, as applicable.

Included in accounts payable and accrued liabilities as at November 30, 2022, is \$2,783 (August 31, 2022 - \$12,406) owing to management and related companies. The amounts are unsecured, non-interest bearing, and are due on demand. Included in accounts receivable as at November 30, 2022, is \$5,989 (August 31, 2022 - \$5,989) receivable from TMC in respect of lease payments, which are unsecured, non-interest bearing, and due on demand.

COMMITMENTS AND CONTINGENCIES

Environmental Contingencies

The Company's exploration activities are subject to various federal and provincial laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Flow-through Expenditures

In connection with flow through financings completed in March 2022, the Company has committed to incur qualifying Canadian Exploration Expenditures totalling \$3,168,507 by December 31, 2023. The Company has indemnified the subscribers for any tax related amounts that become payable by the subscriber in the event that the Company does not fulfill its expenditure commitments. As at November 30, 2022, has incurred approximately \$1,815,000 of this expenditure commitment. The Company anticipates that it will satisfy its full commitment prior to December 31, 2023.

RISKS FACTORS

The operations of the Company are speculative due to the high-risk nature of its business, which are the acquisition, financing, exploration and development of mining properties. These risk factors could materially affect the Company's future operating results and could cause actual events to differ materially from those described in forward-looking information relating to the Company. See "Risk Factors" in the Prospectus.

Outlook

The Company will continue to explore and develop its Sudbury properties with a primary near term focus on the Lockerby East Project. The Company will also be advancing the Janes and Muskox properties, while continuing to pursue other Ni-Cu-PGM opportunities in Canada. The vision of the company is to build a publicly listed energy metals company focused on nickel and PGM opportunities in Canada.

Responsibility for financial statements

The information provided in this report, including information from the related financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgements and have been properly reflected in the financial statements.

As part of the oversight role of the Board of Directors to ensure the Company's disclosures contain no misrepresentations, the Board as a whole reviews the interim and annual financial statements and MD&A prepared by management before approving them.

Additional Information

Additional information relating to the Company is available on SEDAR www.sedar.com.

CAUTIONARY STATEMENT REGARDING FORWARD LOOKING INFORMATION

Except for statements of historical fact relating to SPC certain information contained herein constitutes forward-looking information under Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to the Company's proposed acquisitions and strategy, development potential and timetable of the Company's properties; the Company's ability to raise required funds; future mineral prices; mineralization projections; conclusions of economic evaluation; the timing and amount of estimated future exploration and development; costs of development; capital expenditures; success of exploration activities; mining or processing issues; currency exchange rates; government regulation of mining operations; and environmental risks. Generally, forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements are based on the opinions and estimates of management as of the date such statements are made. Estimates regarding the anticipated timing, amount and cost of exploration activities are based on previous industry experience and regional political and economic stability. Capital and operating cost estimates are based on extensive research of the Company, recent estimates of exploration costs and other factors that are set out herein. Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking statements, including but not limited to risks related to: unexpected events and delays during exploration and development; acquisition risks; regulatory risks; revocation of government approvals; timing and availability of external financing on acceptable terms; actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of minerals; accidents, labour disputes and other risks of the mining industry. Although management of the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such 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. The Company does not undertake to update any forward-looking statements, except in accordance with applicable securities laws.