

DELTA RESOURCES LIMITED (an exploration company)

# MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three- and nine-month periods ended September 30, 2024 and 2023

# INTRODUCTION

This Management's Discussion and Analysis ("MD&A") of results of operations and financial condition of Delta Resources Limited ("Delta" or "the Company") describes the operating and financial results of the Company for the nine-month periods ended September 30, 2024 and 2023. The MD&A supplements the Financial Statements of the Company and should be read in conjunction with Delta Financial Statements and related notes for the period ended September 30, 2024 and 2023.

### **Forward-Looking Statements**

This MD&A contains forward-looking statements about the Company's future prospects, and the Company provides no assurance that actual results will meet such expectations of management. The use of any of the words "believe", "expect", "estimate", "will", "should", "intend" and similar expressions are intended to identify forward-looking statements. These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes these expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward looking statements should not be unduly relied upon. The forward-looking information contained in this MD&A represents our expectations as of the date of this MD&A and, accordingly, is subject to change after such date. We expressly disclaim any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable law.

## Date of MD&A

This MD&A was prepared using information that is current as at November 28, 2024, unless otherwise stated.

### **Company Overview**

Delta Resources Limited is focused on growing shareholder value through the acquisition, exploration, and development of potential gold and base metal projects in Canada. Currently, Delta has two exploration projects: the Delta-1 project in Ontario in the Thunder Bay district of Ontario, the Delta-2 project (R-14 which included the Dollier option), an option that is contiguous to the Delta-2 project in Québec, in the Chibougamau Mining district of Québec. All projects are located in Canada.

### **Chronological 2024 Summary Highlights**

On January 19, 2024, the Company announced that it has acquired a 100% interest in 21 claims covering 1,170 hectares at the heart of the Delta-2 Property, located 35 kilometres southeast of the Town of Chibougamau, Quebec. To acquire a 100% interest in the claims, Delta paid the vendors the sum of \$5,000 and issued 350,000 common shares of the Company. The vendors will retain a 2% NSR royalty on the claims. Delta retains the right to buy back a 1% NSR from the vendors for the sum of \$1,000,000 and retains a right of first refusal on the remaining 1% NSR.

On February 1, 2024, a review of the Claim Registry of the *Ministère de l'Énergie et des Ressources Naturelles du Québec*, revealed that the mining titles of the Bellechasse Property had expired and that they were not renewed by Lithium One Metals Inc. on or before that date. As per an Agreement dated July 3, 2020, Delta entered into an asset purchase agreement with Yorkton Ventures Inc. ("**Yorkton**") and 9412-1068 Québec Inc., whereby it sold various assets, including the Bellechasse-Timmins mining titles (the "Rights") (the "Agreement"). The Agreement provided for a 1 % NSR payable to Delta after the completion of the transaction. On September 14, 2022, following complete payment of the purchase price, the Rights were formally transferred by Delta to Lithium One Metals Inc. (formerly known as Yorkton) ("Lithium"), the whole pursuant to a deed of transfer approved by the *Ministère de l'Énergie et des Ressources naturelles* on September 14, 2022 (now the *Ministère des Ressources naturelles et des Forêts*) and registered in the Register or real and immovable mining rights (the "Registry"). Delta therefore retained the services of legal counsel to seek enforcement of the NSR in this context. At this

stage, Delta has sent a demand letter requiring that the situation regarding the Rights and the NST be remedied and it awaits a reply.

On February 6, 2024, the Company granted 200,000 stock options to members of its exploration team. The stock options are exercisable at \$0.105 for 5 years from the date of the grant and vest immediately.

On February 15, 2024, the Company acquired the right to purchase the Pete's Backhoe property, covering 33 hectares 750 metres west of the Eureka Gold Zone. The property is leased for a period of 5 years. Delta made a cash payment on signing of \$80,000 and will pay \$25,000 per year for an additional 3 years for a total cash consideration of \$155,000. Delta may end the lease at anytime. During the 5 years lease, Delta may purchase the property at anytime by paying 5 times fair market value. If Delta exercises its right to purchase, the vendor will retain a 2% NSR royalty. Delta may buyback 1% NSR for \$1,000,000 and retains a first right of refusal on the second 1% NSR. There are no work commitments nor were any common shares of the Company issued.

In March 2024, the Company received \$340,000 who represented the last tranche of the \$400,000 grants from the Ontario Junior Exploration Program Intakes 3 and 4 to further advance its Delta-1 Property.

On May 1, 2024, the Company acquired the exclusive rights to acquire a 100% interest in the Laurie and Horne properties, covering approximately 24 square kilometres. Delta will assume agreements with a previous vendor to acquire a 100% in both properties. Delta issued 1,400,000 shares of the Company to Sky Gold Corp. and paid the sum of \$75,000. Sky Gold Corp. will retain a 1% NSR. Delta will have the option to buyback a 0.5% NSR at anytime for \$1M and will have a right of first refusal on the second 0.5% NSR. Delta will also pay the original vendor the sum of \$350,000 over a three-year period (\$50,000, \$100,000 and \$200,000 respectively in years 1, 2 and 3) and incur a total of \$1M in exploration expenditures over the same period. The terms are divided equally between both Laurie and Horne properties. On August 22<sup>nd</sup>, 2024, Delta renegotiated with the original vendors to eliminate the cash payments and work commitments, and modify the terms of the underlying royalty (see below).

On May 20, 2024, the Company entered into an agreement with Golden Share Resources Corporation ("Golden Share") acquiring the exclusive rights to earn a 100% interest in the Band-Ore property, covering approximately 2,115 hectares. Delta will pay the sum of \$1,300,000 over a five-year period (\$100,000 at signature of the agreement (already paid), \$150,000 at first and second anniversary, \$200,000 at third anniversary, \$300,000 at fourth anniversary and \$400,000 at fourth anniversary). Also, over a five-year period, Delta will issue \$700,000 in common shares of the Company to Golden Share (\$100,000 on the first, second and third anniversary and \$200,000 on the fourth and fifth anniversary). Share prices will be based on 20-day volume-weighted average price. Golden Share will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$3,000,000 and will have the right of first refusal on the second 1% NSR. If Delta defines a NI-43-101 resource on the Band-Ore property after earn-in, Golden Share will be entitled to a bonus of \$500,000 for an estimate of 500,000 gold ounces up to 1,000,000 ounces and a bonus of \$1,000,000 for an estimate of greater than 1,000,000 gold ounces. There are no work commitments on the property.

On May 27, 2024, the Company issued 200,000 common shares under the Option Agreement pursuant to the third anniversary related to the Dollier Property.

On May 28, 2024, the Company announced that, on May 8, 2024, it had entered into a mineral claims purchase agreement to acquire 100% interest in the Hackl-George property composed of 22 claims, covering approximately 458 hectares contiguous to its Delta-1 property in Duckworth Township, Thunder Bay, Ontario. Delta paid the sum of \$21,150 for 100% interest in the property. Vendors will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR up to a maximum of \$4,000,000.

On May 28, 2024, the Company announced that, on May 9, 2024, it had entered into a mineral claims purchase agreement to acquire 100% interest in the Hackl-Bjorkman property composed of 37 claims, covering approximately 790 hectares in Duckworth Township, Thunder Bay, Ontario. Delta paid the sum of \$31,850 for 100% interest in the property. Vendors will retain a 2% NSR. Delta will have the option to

buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR up to a maximum of \$4,000,000.

On May 28, 2024, the Company announced that it had entered into a mineral claims purchase agreement with Portofino Resources Corp. to earn the exclusive right to acquire 100% interest in 16 unpatented claims (214 claim units), covering approximately 4,324 hectares west of its Delta-1 property in Duckworth and Lamport Townships, Thunder Bay, Ontario. Delta will pay the sum of \$300,000 over a two-year period (\$100,000 at signature of the agreement (already paid), \$100,000 at first and second anniversary). Also, over a two-year period, Delta will issue 2,000,000 common shares of the Company to Portofino Resources Corp. (666,667 at signature (already issued), first and second anniversary). One half of the common shares to be issued by Delta will be locked-up for a period of 12 months after issuance. Vendor will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR, to a maximum of \$4,000,000. Delta will assume the underlying agreements between Portofino and previous vendors on three different portions of the property, therefore retaining the right to buyback 0.75% NSR for \$500,000, 0.5% NSR for \$300,000 and 0.75% NSR for \$200,000.

On May 28, 2024, the Company announced that it had entered into a mineral claims purchase agreement to acquire 100% interest in the English property composed in 41 unpatented claims (57 claim units), covering approximately 1,224 hectares west of its Delta-1 property in Duckworth and Lamport Townships, Thunder Bay, Ontario. Delta will pay the sum of \$84,000 over a three-year period (\$12,000 at signature of the agreement (already paid), \$18,000 at first anniversary, \$24,000 at second anniversary and \$30,000 at third anniversary). Also, over a one-year period, Delta will issue 600,000 common shares of the Company to Gravel Ridge Resources Ltd and 1544230 Ontario Inc. (400,000 common shares at signature (already issued) and 200,000 common shares at first anniversary). One half of the common shares issued by Delta will be locked-up for a period of 6 months after issuance. Vendors will retain a 1.5% NSR. Delta will have the option to buyback a 0.5% NSR at anytime for \$600,000 and will have a right of first refusal on the second 1% NSR, to a maximum of \$4,000,000.

On August 22, 2024, the Company signed an Agreement with the original vendors of the Horne and Laurie properties in order to eliminate the future cash payments of \$350,000 and work commitments of \$1,000,000 over the next three years. Under the Agreement, Delta acquired a 100% interest in both Horne and Laurie properties by issuing a total of 2,000,000 shares (25% of the shares will vest every 4 months from the date of issuance) and issued 1,500,000 warrants of Delta, at a price of \$0.12, for a period of 24 months. The original vendors will retain an NSR royalty on the properties. This NSR Royalty will be covered under the same agreement as the NSR Royalty on the original Delta-1 property option dated October 2, 2019 whereby the original vendors retain a 1.75% NSR Royalty on all three (3) properties. Delta will have a right to buyback a 0.75% interest until October 2nd, 2026 for \$500,000 and the remaining 1.00% interest thereafter for the sum of \$4,000,000. Delta also retains a right of first refusal on any offer to buy any NSR interest by a third party after October 2nd, 2026.

### SUBSEQUENT EVENTS

On October 10, 2024, the Company signed a Property Acquisition Agreement with 2278481 Ontario Inc. and Orebot Inc. for the acquisition of the Orebot property. Delta will pay \$35,000 (already paid \$17,500) and issue 500,000 common shares (already issued) of the Company. The Vendors will retain a 2% Net Smelter Return Royalty. Delta will have the option to buy back a 1% NSR at any time for \$1M and will have a right of first refusal on the second 1% NSR to a maximum of \$4M.

On October 28, 2024, the Company signed a Property and Option Purchase Agreement with Metals Creek Resources Corp. for the acquisition of a 100 % interest in 11 claims and the right to earn a 100% interest in an additional 8 claims held by Gold Cache Inc. Delta will pay \$55,000 and issue 1,250,000 common shares of Delta upon TSX approval of the agreement. Delta will also have to pay \$40,000 in two equal instalments on March 14, 2025 and March 14, 2026.

On November 12, 2024, Mr. Ronald Kopas joins the Board of Directors of the Company.

On November 18, 2024, the Company issued 25,000,000 Charity Flow-Through Units for \$0.20 per Charity Flow-Through Unit, for aggregate gross proceeds of \$5,000,000. Each Charity Flow-Through Unit consists of one flow-through common share of the Company and one non-flow-through common share purchase warrant, with each Warrant being exercisable to acquire an additional non-flow-through common share of the Company at \$0.25 for 36 months from the date of issuance.

On November 18, 2024, the Company signed a Property Purchase Agreement with Golden Share Resources Corporation for the acquisition of the Elwood Property. Delta acquired a 100% interest by making a one-time cash payment of \$30,000. No royalty was granted to the vendor. There is a 2% NSR royalty on the patent from an underlying agreement whereby Delta can repurchase a 1% NSR for \$1,000,000.

On November 19, 2024, the Company received \$60,000 which represents the first tranche of the \$200,000 grants from the Ontario Junior Exploration Program Intake 5, on October 18, 2024 for its exploration program between April 30<sup>th</sup>, 2024 and February 15, 2025, at the Delta-1 Property.

On November 25, 2024, the Company granted 4,050,000 stock options to board members, executives, members of its exploration team and consultants of the Company. The stock options are exercisable at \$0.20 for 3 years from the date of the grant and vest immediately.

On November 28, 2024, the Company issued 100,000 common shares under the Option Agreement pursuant to the third anniversary related to the Beaucage Property. The total fair value of the common shares will be determined using the closing price on the TSX Venture Exchange as at November 28, 2024.

#### **DISCUSSION OF OPERATIONS**

#### **ACTIVE PROJECTS**

The table below represents the exploration and evaluation expenses incurred as well as mining properties acquisition costs paid since the acquisition of each Delta's active mining projects.

Mining projects	Balance as at December 31, 2023	Additions	Tax credits and credits on duties	Other revenues	Balance as at September 30, 2024
	\$	\$	\$	\$	\$
Thunder-Bay, Ontario:					
Delta-1 Properties (1)	1,086,794	1,218,424	-	(10,500)	2,294,718
Chibougamau, Quebec:					
Delta-2 / R-14 Property	742,894	460	-	-	743,354
Dollier	152,070	69,750	-	-	221,820
	1,981,758	1,288,634	-	(10,500)	3,259,892
Exploration and evaluation expenses					
Thunder-Bay, Ontario:					
Delta-1 Properties (1)	6,829,430	2,854,596	-	-	9,684,026
Chibougamau, Quebec:					
Delta-2 / R-14 Property	4,381,357	48,825	(21,307)	-	4,408,875
Dollier	971,804	1,591	(3,879)	-	969,516
	12,182,591	2,905,012	(25,186)	-	15,062,417
	14,164,349	4,193,646	(25,186)	(10,500)	18,322,309

(1) Delta-1 included Eureka, Gravel Ridge, Bylund, Beaucage, Ojala, Maxwell, Tremblay, Impala, Schultz, Hackl, Gold Cache, Pete's Backhoe, Gold Creek, Hackl-Bojrkman, Hackl-George, Laurie and Horne, Band Ore, English and Ternowesky Properties

## **DELTA-1 PROPERTY**

**The Eureka Property** is located 50 km west of the City of Thunder Bay. The property covers 5,830 hectares or approximately 58 square kilometres and straddles the Trans-Canada Highway for easy access. Delta owns a 100% interest in the property subject to a 1.75% NSR royalty. Delta can purchase 0.75% for the sum of \$1,000,000 and the remaining 1% for the sum of \$4,000,000.

**The Gravel Ridge Property** which consists of 10 claims covering 706 hectares, contiguous or adjacent to the Delta-1 Property in Ontario. Delta owns a 100% interest in the Gravel Ridge claims subject to a 1.75% NSR royalty. Delta has the right to buy back 0.75% NSR for the sum of \$400,000 and retains a first right of refusal on the purchase of the remaining 1% NSR.

**The Bylund Property** which consists of one patent (surface and mining rights) covering 85 hectares contiguous to the Delta-1 Property. On August 6, 2022, Delta entered into a five-year lease agreement with the surface and mining rights landowners. During the five-year lease period, Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights lead to purchase, it will pay market value times 10. Delta made a one-time cash payment of \$60,000 to the landowners. There are no work commitments nor were any common shares of the Company issued. Should Delta elect to purchase the property during the five-year period, the landowners will retain a 2% NSR royalty of which Delta can elect to buy back 1% at anytime for the sum of \$1,000,000.

**The Beaucage Property** which consists of two patents (surface and mining rights) covering 32 hectares contiguous to the Delta-1 Property. On November 1, 2022, Delta entered into a five-year lease agreement with the surface and mining rights landowners. During the five-year lease period, Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights to the property. Should Delta elect to purchase the property, it will pay market value times ten (10). Delta already made a one-time cash payment of \$40,000 to the landowners and also issue 100,000 common shares (issued in 2024, 2023 and 2022) of the Company per year for 5 years, starting upon the signing of the Agreement.

**The Ojala Property** which consists of one patent (surface and mining rights) covering 67 hectares contiguous to the Delta-1 Property. On November 15, 2022, Delta entered into a five-year lease agreement with the landowners. During the five-year lease period, Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights to the property. Should Delta elect to purchase the property, it will pay market value times 10. Delta made a one-time cash payment of \$45,000 to the landowners to cover the five-year lease. There are no work commitments nor were any common shares of the Company issued. Should Delta elect to purchase the property during the five-year period, the landowners will retain a 2% NSR royalty of which Delta can elect to buy back 1% at anytime for the sum of \$1,000,000.

**The Maxwell Property** which consists of one patent (surface and mining rights) covering 47 hectares contiguous to the Delta-1 Property. On January 23, 2023, Delta entered into a five-year lease agreement with the surface and mining rights landowners. During the five-year lease period, Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights landowners. During the five-year lease period, Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights to the property. Should Delta elect to purchase the property, it will pay market value times 10. Delta made a one-time cash payment of \$60,000 to the landowners to cover the five-year lease. There are no work commitments nor were any common shares of the Company issued. Should Delta elect to purchase the property during the five-year period, the landowners will retain a 2% NSR royalty of which Delta can elect to buy back 1% at anytime for the sum of \$1,000,000.

**The Tremblay Property** which consists of eight claims covering 177 hectares adjacent to the Delta-1 Property. On April 24, 2023, Delta issued 80,000 common shares of the Company to earn a 100% interest in the claims. The vendor retains a 2% NSR royalty of which Delta can elect to buy back 1% at anytime for the sum of \$1,000,000.

**The Impala Property** which consists of 23 claims covering approximately 2,348.5 hectares, located immediately south of the Delta-1 Property. On June 27, 2023, Delta acquired a 100% interest in the claims by making a one-time cash payment of \$50,000. The vendor retains a 2% NSR with a 0.5% buyback for \$1,000,000 and an additional 0.5% buyback for \$1,000,000 and the remaining 1% for \$4,000,000. There are no work commitments nor were any common shares of the Company issued.

**The Schultz Property** which consists of one patent (surface and mining rights) covering approximately 59 hectares, located contiguous to the Delta-1 Property and on strike to Eureka. On June 21, 2023, Delta entered into a five-year lease agreement during which Delta will have the exclusive right to explore the property and to purchase a 100% interest in both the surface and mining rights to the property. Should Delta elect to purchase the property, it will pay market value times ten. Delta has made a one-time cash payment of \$90,000 to the landowners to cover the five-year lease. Should Delta elect to purchase the property during the five-year period, the landowners will retain a 2% NSR royalty of which Delta can elect to buy back 1% at any time for the sum of \$1,000,000 and the remaining 1% for \$4,000,000. There are no work commitments nor were any common shares of the Company issued.

**The Hackl Property** which consists of 97 claims covering 2,056.4 hectares located south of the Delta-1 Property. On June 8, 2023, Delta entered into an option agreement whereby it can earn a 100% interest in the claims. Delta has paid \$50,000 on signing with an additional \$50,000 to be paid upon the 1<sup>st</sup> Anniversary. An amount of \$75,000 to be paid on 2<sup>nd</sup> and 3<sup>rd</sup> Anniversary for a total of \$250,000. The Vendor retains a 2% NSR of which Delta can elect to buy back 1% at any time for \$1,000,000 and the remaining 1% for \$4,000,000. There are no work commitments nor were any company shares of the Company issued.

**The Gold Cache Property** which consists of 12 claims covering approximately 252 hectares contiguous and south of the Delta-1 Property. On June 7, 2023, Delta acquired a 100% interest in property by making a one-time \$45,000 cash payment on signing. The Vendors retain a 2.0% NSR royalty of which Delta can elect to buy back 1.0% at any time for \$1,000,000 and retain a first right of refusal on the remaining NSR (up to \$4,000,000). There are no work commitments nor were any common shares of the Company issued.

**The Pete's Backhoe Property** which covers of 33 hectares 750 metres west of the Eureka Gold Zone. On February 15, 2024, Delta entered into a five-year lease agreement during which Delta will have the exclusive right to explore the property and to purchase 100% interest. Should Delta elect to purchase the property, it will pay market value times five. Delta has made a cash payment on signing of \$80,000 and will pay \$25,000 per year for an additional 3 years for a total cash consideration of \$155,000. Delta may end the lease at anytime. If Delta exercises its right to purchase, the vendor will retain a 2% NSR royalty. Delta may buyback 1% NSR for \$1,000,000 and retains a first right of refusal on the second 1% NSR. There are no work commitments nor were any common shares of the Company issued.

**The Gold Creek Property** which consisted of 16 unpatented claims (214 claim units), covering approximately 4,324 hectares west of its Delta-1 property in Duckworth and Lamport Townships, Thunder Bay, Ontario. Delta will pay the sum of \$300,000 over a two-year period (\$100,000 at signature of the agreement (already paid), \$100,000 at first and second anniversary). Also, over a two-year period, Delta will issue 2,000,000 common shares of the Company to Portofino Resources Corp. (666,667 at signature (already issued), first and second anniversary). One half of the common shares to be issued by Delta will be locked-up for a period of 12 months after issuance. Vendor will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR, to a maximum of \$4,000,000. Delta will assume the underlying agreements between Portofino and previous vendors on three different portions of the property, therefore retaining the right to buyback 0.75% NSR for \$500,000, 0.5% NSR for \$300,000 and 0.75% NSR for \$200,000.

**The Hackl-Bjorkman Property** which consisted of 37 claims, covering approximately 790 hectares in Duckworth Township, Thunder Bay, Ontario. Delta has made a cash payment of \$31,850 for 100% interest in the property. Vendors will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR up to a maximum of \$4,000,000.

**The Hackl-George Property** which consisted of 22 claims, covering approximately 458 hectares contiguous to its Delta-1 property in Duckworth Township, Thunder Bay, Ontario. Delta has made a cash payment of \$21,150 for 100% interest in the property. Vendors will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$1M and will have a right of first refusal on the second 1% NSR up to a maximum of \$4,000,000.

**The Laurie and Horne Properties** which covers approximately 24 square kilometres. Upon signing of the agreement, Delta issued 1,400,000 common shares of the Company to Sky Gold Corp. and has made a cash payment of \$75,000. Sky Gold Corp. will retain a 1% NSR. Delta will have the option to buyback a 0.5% NSR at anytime for \$1M and will have a right of first refusal on the second 0.5% NSR. On August 22, 2024, the Company signed an Agreement with the original vendors of the Horne and Laurie properties in order to eliminate the future cash payments of \$350,000 and work commitments of \$1,000,000 over the next three years. Under this second Agreement, Delta acquired a 100% interest in both Horne and Laurie properties by issuing a total of 2,000,000 shares (25% of the shares will vest every 4 months from the date of issuance) and issue 1,500,000 warrants of Delta, at a price of \$0.12, for a period of 24 months. The original vendors will retain an NSR royalty on the properties. This NSR Royalty will be covered under the same agreement as the NSR Royalty on the original Delta-1 property option dated October 2, 2019 whereby the original vendors retain a 1.75% NSR Royalty on all three (3) properties. Delta will have a right to buyback a 0.75% interest until October 2nd, 2026 for \$500,000 and the remaining 1.00% interest thereafter for the sum of \$4,000,000. Delta also retains a right of first refusal on any offer to buy any NSR interest by a third party after October 2nd, 2026.

**The Band-Ore Property** which covers of 2,115 hectares. Delta will pay the sum of \$1,300,000 over a five-year period (\$100,000 at signature of the agreement (already paid), \$150,000 at first and second anniversary, \$200,000 at third anniversary, \$300,000 at fourth anniversary and \$400,000 at fourth anniversary). Also, over a five-year period, Delta will issue \$700,000 in common shares of the Company to Golden Share (\$100,000 on the first, second and third anniversary and \$200,000 on the fourth and fifth anniversary). Share prices will be based on 20-day volume-weighted average price. Golden Share will retain a 2% NSR. Delta will have the option to buyback a 1% NSR at anytime for \$3,000,000 and will have the right of first refusal on the second 1% NSR. If Delta defines a NI-43-101 resource on the Band-Ore property after earn-in, Golden Share will be entitled to a bonus of \$500,000 for an estimate of 500,000 gold ounces up to 1,000,000 ounces and a bonus of \$1,000,000 for an estimate of 1,000,000 gold ounces. There are no work commitments on the property.

**The English Property** which consisted of 41 unpatented claims (57 claim units), covering approximately 1,224 hectares west of its Delta-1 property in Duckworth and Lamport Townships, Thunder Bay, Ontario. Delta will pay the sum of \$84,000 over a three-year period (\$12,000 at signature of the agreement (already paid), \$18,000 at first anniversary, \$24,000 at second anniversary and \$30,000 at third anniversary). Also, over a one-year period, Delta will issue 600,000 common shares of the Company to Gravel Ridge Resources Ltd and 1544230 Ontario Inc. (400,000 common shares at signature (already issued) and 200,000 common shares at first anniversary). One half of the common shares issued by Delta will be locked-up for a period of 6 months after issuance. Vendors will retain a 1.5% NSR. Delta will have the option to buyback a 0.5% NSR at anytime for \$600,000 and will have a right of first refusal on the second 1% NSR, to a maximum of \$4,000,000.

**The Ternowesky Property** consists of 443 claim units spanning over seven (7) townships and covering over 93 square kilometers, in Thunder Bay, Ontario. Delta will pay the sum of \$150,000 and issue 1,100,000 common shares of the Company upon TSX Venture Exchange approval, to acquire 100% interests in the Ternowesky Property. The Vendors will retain a 2% NSR. Delta will have the option to buy back a 1% NSR at any time for \$2M and will have a right of first refusal on the second 1% NSR to a maximum of \$4M. Half of the shares issued by Delta will be subject to the regulatory hold of four (4) months while the other half are subject to a voluntary hold of twelve (12) months hold by the Vendors.

**The Orebot property** consists of 39 claim units covering approximately 743 hectares, in two blocks that are contiguous with the Delta-1 property, and located in Horne and Conmee Townships. Delta will pay \$35,000 (\$17,500 already paid) and issue 500,000 common shares of the Company to purchase a 100% interest in the property. The Vendors will retain a 2% Net Smelter Return Royalty ("NSR"). Delta will have

the option to buy back a 1% NSR at any time for \$1M and will have a right of first refusal on the second 1% NSR to a maximum of \$4M. Half of the shares issued by Delta will be subject to the regulatory hold of four (4) months while the other half are subject to a voluntary hold of six (6) months hold by the Vendors. There are no work commitments on the properties.

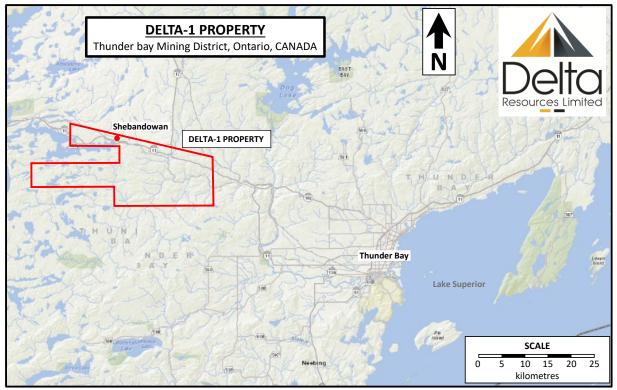
**The Metals Creek property** consists of 19 claims covering approximately 233 hectares in two blocks located in Horne and Dawson Road Lots Townships. Both blocks are contiguous to the Delta-1 property. Delta acquired a 100% interest in the eleven (11) claims from Metals Creek Resources Corp ("MEK") and the right to earn a 100% interest in an additional eight (8) claims held by Gold Cache Inc. ("GC") by assuming an underlying agreement between MEK and GC. Delta will pay \$55,000 and issue 1,250,000 common shares of Delta to MEK. The shares issued will be shares will vest at a rate of 312,500 every 4 months after issuance. Delta will also have to pay \$40,000 to GC in two equal instalments on March 14, 2025 and March 14, 2026. MEK will retain a 2% Net Smelter Return Royalty ("NSR") on the 11 MEK claims and a 1% NSR on the 8 GC claims. Delta will have the option to buyback a 50% of that NSR at anytime for \$1,500,000 and will have a right of first refusal on the second 50% NSR, to a maximum of \$4,000,000. The 8 GC claims are also subject to a 2% NSR in favour of GC and Delta will have the right to purchase 1% at anytime for \$1M. There are no remaining work commitments on the properties.

**The Elwood property** consists of a single mining patent (surface and mining rights) covering approximately 16 hectares located in Duckworth Township. The patent is contiguous to the Delta-1 property. Delta acquired a 100% interest by making a one-time cash payment of \$30,000 to the vendor. No royalty was granted to the vendor. There is a 2% NSR royalty on the patent from an underlying agreement whereby Delta can repurchase a 1% NSR for \$1,000,000.

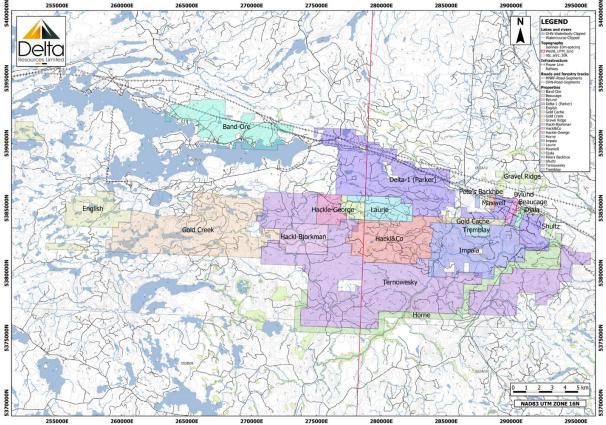
# INTRODUCTION:

The Delta-1 Property is located 50 km west of the City of Thunder Bay, in the Thunder Bay Mining Division. The property is easily accessible as it straddles the Trans-Canada highway for 16 kilometres. The property can be further accessed by a series of forestry roads and haulage trails that cover much of the area.

The Property covers 308 square kilometers comprising 1,248 unpatented claims (1,581 cell units), 24 patents and one (1) mining lease owned or under option.



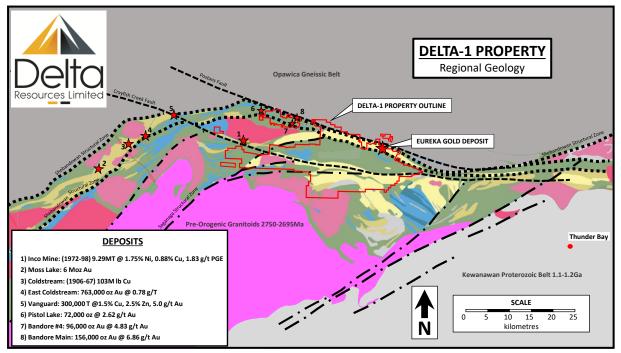
Location map of the Delta-1 Property.



Properties that for parts of the Delta-1 Property.

# **Regional and Property Geology**

The Archean supracrustal rocks of the Shebandowan greenstone belt belong to one of two contrasting packages of metavolcanic and metasedimentary rocks: 1) an early suite of mafic to felsic metavolcanic rocks of the Burchell and Greenwater assemblages; and 2) a later suit defined as the Shebandowan assemblage, consisting of sedimentary and volcanic rocks that unconformably overlie, and locally straddle, the previous two assemblages (Williams et al., 1991).



Regional Geology of the Delta-1 Property.

The older Greenwater assemblage (ca. 2720 Ma) referred to as Keewatin-type, is dominated by mafic to felsic metavolcanic rock cycles consisting of tholeiitic to calc-alkalic andesite, dacite and rhyolite, along with some komatiitic rocks (Rogers and Mercier 1995). It comprises three generally south-younging, bimodal volcanic cycles (Williams et al. 1991).

The younger Shebandowan assemblage (~2690 Ma) unconformably overlies the Greenwater assemblage and is dominated by clastic metasedimentary rocks, with subordinate calc-alkalic to alkalic intermediate metavolcanic rocks and intrusions (Williams et al. 1991). The clastic sedimentary rocks of the Shebandowan assemblage are often referred to as "Timiskaming-type" because of their similarity to the Timiskaming group rocks of the Abitibi greenstone belt (Cooke and Moorhouse 1969). The Sedimentary rocks of the Shebandowan assemblage are thought to have deposited in fault-bounded basins related to the Shebandowan Structural Zone during regional transpressive deformation at circa 2690 Ma.

In the Shebandowan Belt, the unconformity between the Greenwater and Shebandowan assemblages has a close spatial association with numerous gold occurrences (Stott and Schnieders 1983). The same spatial association is common throughout the Shebandowan, Wawa and Abitibi belts.

# **Structural Features**

The Shebandowan Structural Zone (ca 2700 Ma) is a deep-seeded structure that marks the boundary between the Quetico and Shebandowan greenstone belt. At least three deformation phases are thought to have taken place (Williams et al. 1991). The Shebandowan region is affected by major northeast and northwest-striking faults.

The Saganaga Structural Zone (ca 2690 Ma) is documented as a sinistral, continental-scale shear zone striking over 200 kilometers from Minnesota northeastward. Timiskaming-like pull apart basins also mark the length of this structural zone with early alkaline volcanics and related intrusions dominating northeast basins.

The Shebandowan region is also affected by late major northeast and northwest-striking faults. The Crayfish Creek and Postans faults are late-stage dextral sense structural zones that may have reactivated the Shebandowan Shear Zone. Later-stage vertical movement is recorded by near-vertical lineations on the fault system at the Wawa-Quetico subprovince boundary.

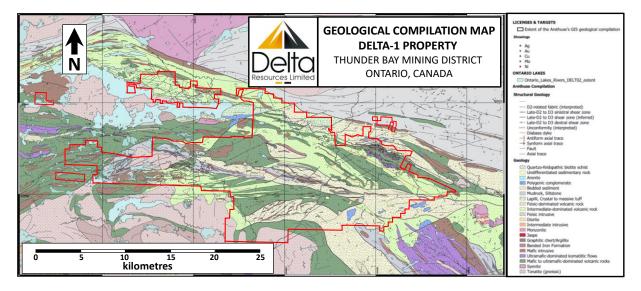
Regional Mineralization Models include Orogenic Gold Mineralization (Moss Lake, Pistol Lake and Bandore), VMS Mineralization (Coldstream) and Magmatic Ni-Cu-PGE Mineralization (Shebandowan "Inco" Mine).

# **Property Geology**

Near the property, the Greenwater assemblage rocks generally occur south of Highway 11. The rocks are generally mafic to intermediate metavolcanics (including massive and pillowed flows) with local ultramafic flows (locally with spinifex textures). These metavolcanic flows are intercalated with thin horizons of graphitic mudstone, sulphide-bearing chert, jasper-magnetite and chert-magnetite iron formation all of which translate into highly conductive zones. Numerous gabbro sills and dikes intrude the Greenwater assemblage supracrustal rocks throughout this area.

Shebandowan assemblage rocks are found in the area along and immediately to the north of Highway 11, lying unconformably above the Greenwater assemblage rocks. Shebandowan assemblage rocks are dominated by clastic metasedimentary rocks of "Temiscaming-Type", including conglomerate, sandstone, siltstone and mudstone. The rocks are interlayered with distinctive trachyte and trachyandesite flows that commonly display a patchy red and green appearance and tend to be amphibole-phyric. They are intruded by feldspar-phyric felsic to intermediate dikes, gabbroic intrusions and lamprophyre dikes.

Foliation is moderately well developed and generally strikes east-southeast with near-vertical dip. The rocks have been deformed into tight isoclinal folds with east-southeast striking axial planes. Shear zones that parallel the regional foliation occur throughout the area and is especially well developed along trends that coincide with gold-mineralized zones.



Simplified geology of the Delta-1 Property area

# PROPERTY GOLD MINERALIZATION:

Gold mineralization at Delta-1 Property occurs as 2 distinct types:

The **Kasper**, **South**, **Creek and Mattawin** gold occurrences are hosted by thin horizons of sulphidic and graphitic chert and chert breccia (perhaps sulphidic iron formations). At the **Kasper** gold occurrence, a banded iron formation is also observed. The rocks are ankeritized and silicified and characterized by an abundance of sulphide (dominantly pyrite with lesser arsenopyrite).

At the Eureka and Wedge Gold occurrences gold is associated with an organized stockwork of quartzankerite-pyrite veinlets ranging from 1mm to 10cm in width. Occasionally, fine grained disseminated visible gold is observed within the veinlets. Although visible gold is dominantly associated with the pyrite at the walls of the veinlets specks of visible gold also occur in the central portions of the quartz veinlets.

In drill core, gold grade is directly proportional to the density of veinlets present. The presence of a single 1cm veinlet in the core can result in gold grades exceeding 1.0 g/t Au over a one metre interval.

Gold mineralization is late and the quartz-ankerite-pyrite gold veinlets crosscut every lithologies.

Host rock alteration consists dominantly of intense ankeritization, albitization and silicification, with lesser sericitization combined with trace to 2% disseminated pyrite and trace arsenopyrite. At surface, rocks are weathered a dark rusty brown and rock textures are completely obliterated. In drill core and in fresh surface, textures of the sandstone, feldspar-amphibole-phyric intrusive and volcanics are locally recognized but typically also obliterated. The rock is massive, fine-grained, yellowish buff to pale grey with a common dusting of very fine-grained disseminated pyrite. Even without any veinlets present, the host rock typically contains highly anomalous gold. At Eureka, the extent of the alteration a mineralized halo containing 0.2 g/t Au to 0.4 g/t Au is defined over a minimum strike length of 1.5 kilometre and a true width of up to 187 metres.

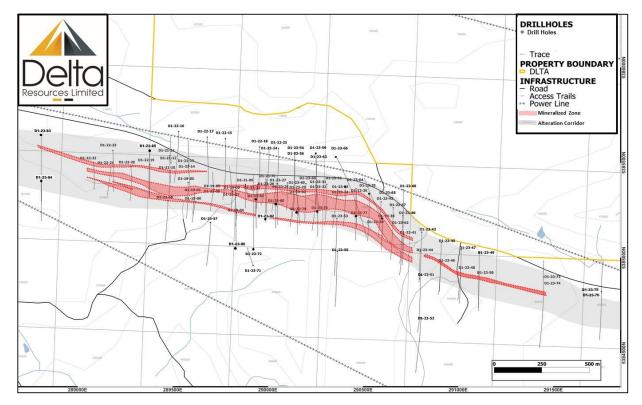
# **DELTA-1 PROPERTY EXPLORATION HISTORY:**

Since optioning the Delta-1 Property in 2019, Delta has carried out several limited exploration programs in the area adjacent to the Gravel Ridge Property. A summary of the exploration work by Delta Resources is provided below:

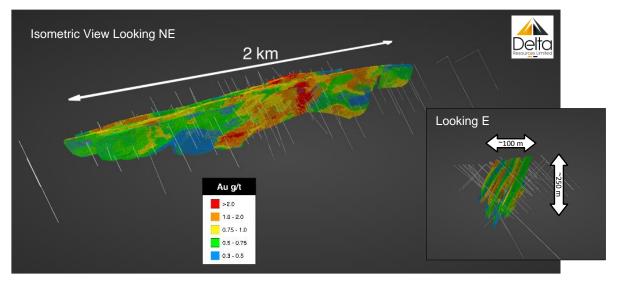
- 2019: A six-hole, 1009 m diamond drilling program which showed a very wide zone of low-grade gold mineralization intersected over a 200 meters strike length and extending vertically from the surface to a depth of up to 110 meters.
- 2020: A 134 sample glacial sediments sampling program which indicated a major in till gold anomaly at the Eureka zone, a second anomaly three kilometers SE of the Eureka gold Prospect, and a Cu-Ni-Co geochemical anomaly west of the Kasper Gold Occurrence.
- 2020: A geological mapping, prospecting & sampling program which defined the mineralized zone at Eureka as consisting of a broad envelope of low-grade gold, ranging from 0.2 g/t Au to 0.4 g/t Au. This gold halo was defined over a strike length of 1.2 km and a minimum width of 300 m, therefore significantly expanding the lithogeochemical gold halo that was previously defined during the 2019 drilling program.
- 2021: An eight-hole, 1370 m diamond drilling program which expanded the mineralized zone from the surface to a vertical depth of 150 meters.
- 2022: An eleven-hole, 3693 m diamond drilling program that has produced the best drill-hole interval so far at the Delta-1 Property with hole D1-22-18 returning values of 5.92 g/t gold over 31.0 metres (Including 14.80 g/t Au over 11.9 meters and Including 72.95 g/t Au over 2.2 meters), hole D1-22-24 returning 6.49 g/t Au over 10.0 metres and hole D1-22-25 returning 130.0 g/t Au over 1.0 metre, 1.20 g/t Au over 20.0m and 1.66 g/t Au over 18.1 metres.

# **DELTA 2023 EXPLORATION:**

In 2023, Delta completed sixty (60) drill holes (D1-23-26 to D1-23-86) for a total of 19,620 metres. To date, in 2023, Delta outlined a gold mineralized zone with a strike length of two kilometres, extending from surface to over 250 metres vertical depth and with a true width of 10 to nearly 100 metres. A map showing the location of drill holes, a 3D model of the gold mineralized zone and a table of drill results are shown below.



Map of the Delta-1 Property Gold Zone, showing the location of all Delta drill holes so far. The map also shows the alteration corridor that is hosting the gold mineralization and the East Extension of the mineralized zone. This alteration corridor is defined over approximately five kilometres of strike length at Delta-1 Property.



Isometric view of the Block Model of the Delta-1 Property Main gold zone looking northeast and down. The inset in the lower right corner shows a view looking East. The figure shows all Delta drill holes to date.

DRILL	UTM Coordi	nates Zone 16			Length	FROM	то	Au Grade	CORE
HOLE NO	Easting	Northing	Azimuth	Incl.	(m)	(m)	(m)	(g/t)	LENGTH
D1-23-26	289946	5385384	180	-58	300	8.70	138.50	0.37	129.80
D1-23-27	290051	5385389	180	-40	270	16.80	110.00		93.20
	200002	0000000	200		incl.	16.80	77.00		60.20
D1-23-28	290051	5385390	180	-68	300	44.90	62.00		17.10
01 25 20	250051	5565556	100	00	500	105.00	117.60		12.60
					incl.	105.00	113.60		8.60
D1-23-29	290151	5385354	180	-40	231	79.00	85.00		6.00
DI 25 25	250151	5505554	100	40	251	85.00	93.90		
						93.90	99.00		5.10
D1-23-30	290150	5385355	180	-65	303	73.20	236.00		162.80
DI 25 50	250150	5565555	100	05	505	51.20	59.10		7.90
						73.20	139.00		65.80
					incl.	76.00	102.20		26.20
					incl.	79.00	80.10		1.10
						217.00	236.00		19.00
D1-23-31	290253	5385380	180	-40	247.5	36.00	133.00		97.00
01 20 01	200200	3363366	100	10	217.5	36.00	45.50		9.50
						58.00	133.00		75.00
					incl.	93.50	94.40		0.90
					incl.	124.10	125.00		0.90
						198.00	204.00		6.00
D1-23-32	290253	5385381	180	-65	303	42.30	280.50		238.20
01 20 02	200200	3363361	100	00	505	42.30	176.00		133.70
					incl.	54.00	76.50		22.50
						243.50	280.50		37.00
					incl.	271.50	280.50		9.00
D1-23-33	290367	5385355	180	-40	261	14.80	104.50		89.70
22 20 00	200007	0000000	200		202	14.80	36.00		21.20
					Incl.	23.00	24.00		1.00
					-	49.00	104.50		55.50
					incl.	103.00	104.50	12.05	1.50
						173.50	193.00	0.72	19.50
D1-23-34	290368	5385357	180	-70	144.3	33.00	142.00		109.00
						33.00	75.50		42.50
						33.00	45.00	2.08	12.00
						50.50	75.50	1.21	25.00
						115.50	142.00		26.50
D1-23-35	290464	5385361	180	-40	258	25.00	32.00	1.23	7.00
						89.00	143.00		54.00
						168.00	170.10	2.15	2.10
D1-23-36	290464	5385362	180	-65	354	41.00	50.00	1.76	9.00
						137.00	162.50		25.50
D1-23-37	289882	5385377	180	-70	312	18.00	122.60	0.37	104.60
					-	141.00	294.50		153.50
					incl.	272.10	289.60		17.50
D1-23-38	290602	5385206	180	-45		62.80	63.80		1.00
			200	.5		69.00	70.00		1.00
						90.00	95.00		5.00
						107.00	108.00		1.00
D1-23-39	290602	5385207	180	-45	378	68.20	107.00		38.80
	230002	3363207	100	Ę	5,0	236.00	239.00		3.00
					incl.	255.00	239.00		6.00

TABLE OF DRILL	. RESULTS DELTA-	-1 PROPERTY DF	RILLING 2023

DRILL	UTM Coordi	nates Zone 16			Length	FROM	то	Au Grade	CORE
HOLE NO	Easting	Northing	Azimuth	Incl.	(m)	(m)	(m)	(g/t)	LENGTH
D1-23-40	290709	5385221	180	-45	341	86.00	214.50	0.34	128.50
					incl.	130.00	146.40	0.92	16.40
					incl.	163.70	180.10	0.84	16.40
D1-23-41	290713	5385122	180	-45	225	25.80	31.50	1.05	5.70
_					_	81.00	159.00	0.34	78.00
					incl.	81.00	111.50	0.58	30.50
D1-23-42	290595	5385295	180	-45	247	49.00	54.00	2.96	5.00
					incl.	76.00	80.10	3.34	4.10
D1-23-43	290809	5385135	180	-45	351			NSR	
D1-23-44	290800	5385033	180	-45	226			NSR	
D1-23-45	290912	5385081	180	-45	366	69.50	82.10	0.63	12.60
D1-23-46	290909	5384982	180	-45	225	171.50	172.80	2.90	1.30
D1-23-47	291017	5385044	180	-45	372	139.00	175.50	0.30	36.50
D1-23-48	291017	5384944	180	-45	250	23.50	72.20	0.30	48.70
D1-23-49		5385026				23.50	72.20		-0.70
	291111		180	-45	398.4	70.50	107.00	NSR 0.21	20 50
D1-23-50	291108	5384921	180	-45	275	70.50	107.00	0.21	36.50
D1-23-51	290804	5384910	180	-45	408.2	85.00	93.80	0.29	8.80
D1-23-52	290804	5384685	180	-45	402	202.00	203.00	1.74	1.00
						215.00	216.00	1.87	1.00
D1-23-53	290363	5385207	180	-45	411	8.00	50.00	1.18	42.00
					incl.	22.00	23.00	37.80	1.00
D1-23-54	290141	5385551	180	-45	525	278.00	318.20	0.58	40.20
					incl.	302.90	318.20	1.00	15.30
D.1. 00. 55					incl.	305.40	306.20	10.00	0.80
D1-23-55	290365	5385034	180	-45	402	260.00	261.00	2.63	1.00
D1-23-56	290141	5385551	180	-60	612	309.60	310.60	2.33	1.00
					incl.	524.00	599.50	0.24	75.50
D1-23-57	289699	5385186	180	-45	312	54.00	57.50	1.39	3.50
D1-23-58	289475	5385301	180	-45	300	289.00	294.00	1.34	5.00
D1-23-59	290253	5385550	180	-45	549	466.40	467.90	1.59	1.50
						497.70	499.20	1.88	1.50
D1-23-60	290200	5385390	180	-45	276		154.00	1.79	128.50
					incl.	25.50		2.16	97.50
					incl.	25.50	90.00	2.56	64.50
					incl.	46.00	47.00	14.10	1.00
					incl.	75.00	76.50	51.40	1.50
					incl.	122.00	123.00	24.50	1.00
D1-23-61	290310	5385386	180	-45	300	13.00	165.40	0.58	152.40
					incl.	52.30	165.40	0.70	113.10
					incl.	13.00	16.00	1.62	3.00
					incl.	55.00	90.00	0.98	35.00 25.40
D1 33 C3	200002	F20F20C	220	40	incl.	140.00	165.40	1.18	
D1-23-62	290602	5385206	330	-40	300 incl	26.70	44.00	0.95	17.30 12.00
					incl.	71.00 106.50	83.00 133.00	0.55	12.00 26.50
	200252	E305550	400	~~~	incl.	100.50	122.00	0.62	20.50
D1-23-63	290253	5385550	180	-60	600	64.52	107 70	NSR 0.47	46.00
D1-23-64	290409	5385375	180	-45	300	61.50	107.70	0.47	46.20
					:	129.50	168.00	1.37	38.50
					incl.	143.00	151.60	4.82	8.60

# TABLE OF DRILL RESULTS DELTA-1 PROPERTY DRILLING 2023 (cont'd)

		hates Zone 16			Length	FROM	то	Au Grade	CORE
HOLE NO	Easting	Northing	Azimuth	Incl.	(m)	(m)	(m)	(g/t)	LENGTH
D1-23-65	290534	5385339	180	-45	351	84.00	119.50	1.39	35.50
					incl.	84.00	109.00	1.81	25.00
D1-23-66	290360	5385531	153	-45	611.5			NSR	
D1-23-67	290659	5385263	180	-45	378	39.00	79.20	0.66	40.20
					incl.	59.00	79.20	0.95	20.20
						282.80	284.30	24.40	1.50
D1-23-68	290712	5385357	180	-45	600	237.50	303.40	0.54	65.90
					incl.	270.50	303.40	0.73	32.90
						406.00	446.50	0.80	40.50
					incl.	409.00	436.30		
						539.50	540.50		
					incl.	574.50	576.00	11.20	
D1-23-69	290103	5385393	180	-60	276	48.80	76.60		
					incl.	73.60	75.60		
					incl.	120.10 129.20	141.20 141.20	0.46 0.58	
					mer.	153.20	161.00	0.58	
						229.50	250.50	0.55	21.00
D1-23-70	289996	5385409	180	-45	300	39.60	97.00	0.38	
22 20 70	200000		200		incl.	73.50	94.00	0.64	
					-	258.50	259.80	7.78	1.30
D1-23-71	289923	5384959	340	-50	147			NSR	
D1-23-72	289926	5385044	360	-45	552	78.00	81.00	1.75	4.00
						277.50	280.50		3.00
						325.00	329.00	1.63	4.00
						403.10	422.00	1.49	18.90
					incl.	403.10	413.10	2.27	10.00
					and	408.10	411.10	5.20	
						451.80	457.90	1.41	6.10
D1-23-73	291448	5384899	180	-45	501	41.50	48.00	0.50	6.50
						73.20	74.70	1.72	1.50
D1-23-74	291448	5384899	360	-45	118	64.50	80.00	0.49	15.50
					incl.	64.50	66.00	3.10	1.50
D1-23-75	291753	5384823	180	-45	342			NSR	
D1-23-76	291753	5384823	360	-45	215			NSR	
D1-23-77	290464	5385220	180	-40	165.0	36.00	47.50		11.50
D1-23-78	290262	5385245	180	-40	174.0	6.00	29.50		23.50
D1-23-79	290155	5385240	180	-40	156.0			NSR	
D1-23-80	290041	5385283	180	-40	174.0			NSR	
D1-23-81	289939	5385310	180	-40	201.0			NSR	
D1-23-82	289989	5385208	0	-45	345.0	137.50	155.50	0.54	18.00
						164.50	190.00	0.60	
<b>D</b> 4 00 0 <sup>-</sup>	000005				incl.	164.50	167.50		
D1-23-83	288809	5385649	180	-45	468.0	163.00	173.50	0.63	
D1 22 04	200211	E005-105			incl.	164.50	166.00		1.50
D1-23-84	288811	5385405	180	-45	153.0			NSR	
D1-23-85	289379	5385566	180	-62	531.0			NSR	
D1-23-86	289830	5385052	0	-45	590.0	290.30	349.00	0.64	
					or	340.00	349.00	2.20	9.00
						514.50	516.00	9.66	1.50

# TABLE OF DRILL RESULTS DELTA-1 PROPERTY DRILLING 2023 (cont'd-end)

Gold mineralization occurs within a broad corridor of highly altered (ankerite-calcite-sericite-silicification and albitization) rocks exhibiting highly anomalous gold values of up to 0.2 g/t gold. Higher-grade mineralization within this corridor is associated with a stockwork of quartz-ankerite-pyrite-gold veinlets, with increased density of these veinlets generally proportional to increased gold grade. The gold mineralized zones have so far been intersected for a strike of approximately 2.3 kilometres, with a higher-grade segment extending for nearly 950 metres. So far, the mineralization extends from surface to a vertical depth of approximately 250 metres. Mineralization strikes approximately 100 to 120 degrees azimuth, with a dip of 75-80 degrees north (shallower dips of 50N are observed in the western portion of the zone). Higher-grade, wide ore shoots are observed and appear to be plunging approximately 40 degrees towards the west, within this structural corridor. Similar ore shoots are often observed in structurally controlled gold deposits and often occur with a certain periodicity. The currently defined ore shoots are open at depth.

In late 2023 Delta completed:

- a 37-line kilometre 3D Induced Polarization survey covering 282 hectares, to better characterize the known mineralized zone and explore the extensions of the gold-bearing structure.
- a televiewer probing survey on 14 strategically located drill holes to collect valuable structural information on possible fault and vein orientations.
- a compilation of geological and geochemical data is also underway.

This multidisciplinary approach has helped to vector towards new mineralized zones within the goldbearing structure in 2024.

# **DELTA-1 PROPERTY 2024 EXPLORATION TO DATE:**

Between January 17, 2024 and the end of April 2024, Delta completed 29 drill holes and had extended 3 more for a total of 9,567 metres.

Complete results are shown in the tables below.

DRILL HOLE	Easting	Northing	Elevation	Azimuth	Incl.	Length	FROM	то	Au Grade	CORE LENGTH
NO	(UTM Zo	one 16)	(m)	Azimuti	ma.	(m)	(m)	(m)	(g/t)	(m)
D1-24-34*	290368	5385357	449	180	-70	344.3	33.00	196.00	0.76	163.00
						incl.	33.00	75.50	1.31	42.50
						incl.	33.00	45.00	2.08	12.00
						incl.	115.50	142.00		
						incl.	150.00	171.00		
							217.00	224.10	1.17	7.10
D1-24-87	290363	5385284	455	180	45	222	35.30	45.80		
						incl.	41.70	45.80		
							65.50	70.90		
							102.50	121.00		
							192.00	192.80	22.30	0.80
D1-24-88	290539	5385267	443	180	45	294	114.00	126.20	1.05	12.20
						incl.	125.30	126.20	7.24	0.90
D1-24-89	290599.02	5384971.8	455	0	45	348	169.50	171.00	4.31	1.50
							199.90	216.00	1.03	16.10
						incl.	215.00	216.00	9.40	1.00
							276.00	282.00	1.05	6.00
							294.00	313.00	0.42	19.00
D1-24-90	290658	5385194	445	180	45	300	106.00	109.00	1.38	3.00
							113.00	123.00	15.94	10.00
						incl.	113.80	114.80	57.80	1.00
						incl.	120.20	121.10	99.40	0.90
							132.40	143.50	0.64	11.10
							212.50	218.30	1.60	5.80

Complete table of 2024 drilling results at the Delta-1 Property.

\*The intercepts of drill hole D1-23-34 include the intercepts of the initial 144m of the hole drilled in 2023 and previously reported.

D1-24-95 290155 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	e 16) 5385472 5385500 5385490 5385475 5385476 5385598	(m) 435 433 429 434 434 437 437	180 180 180 180	Incl. 45 45 48 48 48 43	(m) 333 228 369 incl. 270 incl. 264	(m) 236.90 146.80 113.70 262.10 263.10 328.00 196.00 199.10 259.00 56.60 99.25	(m) 245.00 153.00 267.50 266.30 332.60 239.00 232.50 267.50 81.50 106.90	2.39 3.71 1.33 0.64 0.72 0.68 0.76	(m) 9.10 6.20 2.80 5.40 3.20 4.60 43.00 33.40 8.50 24.90
D1-24-92 289882 D1-24-93 289956 D1-24-94 290101 9 D1-24-95 290155 9 D1-24-95 289886 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385500 5385490 5385475 5385476	433 429 434 437	180 180 180	45 48 48	228 369 incl. 270 incl.	146.80 113.70 262.10 263.10 328.00 196.00 199.10 259.00 56.60 99.25	153.00 116.50 267.50 266.30 332.60 239.00 232.50 267.50 81.50	1.42 1.62 2.39 3.71 1.33 0.64 0.72 0.68 0.76	6.20 2.80 5.40 3.20 4.60 43.00 33.40 8.50
D1-24-93 289956 D1-24-94 290101 9 D1-24-95 290155 9 D1-24-95 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385490 5385475 5385476	429 434 437	180 180	48 48	369 incl. 270 incl.	113.70 262.10 263.10 328.00 196.00 199.10 259.00 56.60 99.25	116.50 267.50 266.30 332.60 239.00 232.50 267.50 81.50	1.62 2.39 3.71 1.33 0.64 0.72 0.68 0.76	2.80 5.40 3.20 4.60 43.00 33.40 8.50
D1-24-94 290101 5 D1-24-95 290155 5 D1-24-95 289886 5 D1-24-17ext 289682 5 D1-24-97 289190 5	5385475 5385476	434 437	180	48	incl. 270 incl.	262.10 263.10 328.00 196.00 199.10 259.00 56.60 99.25	267.50 266.30 332.60 239.00 232.50 267.50 81.50	2.39 3.71 1.33 0.64 0.72 0.68 0.76	5.40 3.20 4.60 43.00 33.40 8.50
D1-24-95 290155 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385476	437			270 incl.	263.10 328.00 196.00 199.10 259.00 56.60 99.25	265.30 332.60 239.00 232.50 267.50 81.50	3.71 1.33 0.64 0.72 0.68 0.76	3.20 4.60 43.00 33.40 8.50
D1-24-95 290155 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385476	437			270 incl.	328.00 196.00 199.10 259.00 56.60 99.25	332.60 239.00 232.50 267.50 81.50	1.33 0.64 0.72 0.68 0.76	4.60 43.00 33.40 8.50
D1-24-95 290155 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385476	437			incl.	196.00 199.10 259.00 56.60 99.25	239.00 232.50 267.50 81.50	0.64 0.72 0.68 0.76	43.00 33.40 8.50
D1-24-95 290155 9 D1-24-96 289886 9 D1-24-17ext 289682 9 D1-24-97 289190 9	5385476	437			incl.	199.10 259.00 56.60 99.25	232.50 267.50 81.50	0.72 0.68 0.76	33.40 8.50
D1-24-96 289886 ! D1-24-17ext 289682 ! D1-24-97 289190 !			180	43		259.00 56.60 99.25	267.50 81.50	0.68	8.50
D1-24-96 289886 ! D1-24-17ext 289682 ! D1-24-97 289190 !			180	43	264	99.25	81.50	0.76	
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427					105.90	0.05	
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427						0.85	7.65
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427				143.00	157.00	0.43	14.00
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427				165.90	167.00	3.67	1.10
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427				181.00	190.00	1.68	9.00
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427			incl.	181.00	182.00		1.00
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427				205.30	242.10		36.80
D1-24-17ext 289682 ! D1-24-97 289190 !	5385598	427			incl.	205.30	229.40		24.10
D1-24-97 289190 5			182	45	474	225.10	242.60		
D1-24-97 289190 5					1.00	358.50	388.00		29.50
D1-24-97 289190 5	202224		100		incl.	384.50	388.00		
	5385634	421	180	44	103.6 incl	389.60	407.00		17.40 12.00
					incl. an d	395.00 399.00	407.00 401.20		2.20
	5385777	422	180	45	420	399.00	401.20	NSR S.10	2.20
D1-24-98 290663 5	5385772 5385378	422	180	45	420	218.50	220.00		1.50
250003	53655776	432	100	40	435	233.50	252.60		19.10
					incl.	244.00	247.00		3.00
						279.00	289.00		10.00
						372.00	378.00	0.67	6.00
D1-24-99 291427	5384496	452	0	45	603			NSR	
D1-24-100 291427	5384725	460	0	45	351	182.70	198.00	0.49	15.30
D1-24-101 291265	5384994	443	180	45	177	102.00	116.00	0.64	14.00
D1-24-102 290903	5384770	452	0	45	473.3			NSR	
D1-24-103 290101	5385305	447	180	60	267	10.90	19.40	0.33	8.50
						31.20	48.00	0.45	16.80
D1-24-104 290200	5385302	452	180	45	168	4.50	15.00	0.97	10.50
					incl.	4.50	8.40		3.90
						45.50	56.40		10.90
					incl.	45.50	50.50		5.00
						97.30	102.50		5.20
D1-24-105 290808	5385296	454	400		450	138.50	144.00		5.50
D1-24-105 290808 5	3363290	434	180	45	150	7.80 98.50	45.00 106.50		38.20 8.00
						132.80	140.50		7.70
D1-24-106 290405	5385284	456	180	45	459	52.70	90.00		
					incl.	64.00	77.30		
						104.00			
D1-24-107 290464	5385291	447	180	45	174	21.00	21.80		
						62.00	67.10		
						115.70	124.50		
						153.00	165.80	0.60	12.80
D1-24-108 290450	5384900	463	0	45	150	30.00	31.30	6.25	1.30
D1-24-109 290450	5384700	468	0	45	399	228.00	228.80	11.40	0.80
D1-24-110 290666	5385154	446	185	45	201	144.40	150.80	0.44	6.40
	5385155	448	180	45	102	16.00	36.30		
D1-24-112 290630 5	5385200	443	180	45	171	59.00			
					ind.	66.00	79.20		
						97.00			
						119.00	120.00		
04.04.440 000040		455				127.00	128.00		
D1-24-113 290747 5	5384911	452	0	45	372	129.00			
						184.00 308.00			
						328.90	341.70		12.80
	5384496	452	0	55	372	520.50	2-42.70	NSR	12.00
D1-24-114 290527 4	5385623	428		55		355.00			
			180		549	258.90	270.00	0.46	11.10

In April and Mai 2024, Delta completed the field component of a till geochemical survey covering nearly 80 square kilometres south of the original Delta-1 Property. Results have been received and are currently being interpreted.

During the summer and fall of 2024, Delta carried out a property-scale exploration program consisting of compilation, geological mapping, geochemical sampling and prospecting. The summer program outlined areas of interest where a till survey covering approximately 40 square kilometres was carried-out in the western portion of the property and a program of line-cutting and induced polarization geophysics is currently underway.

Exploration permits for the southern and western portions of the newly expanded property were received on November 24, 2024. Delta is currently planning a drilling program to start in January 2025.

# **DELTA-2 PROPERTY – R-14**

# INTRODUCTION:

The Delta-2 Property is located roughly 35 kilometres south east of the town of Chibougamau, covers over 19,288.50 hectares and is easily accessible via paved highway 167. With the addition of the Cartier Option, the property covers in excess of 193 square kilometres.

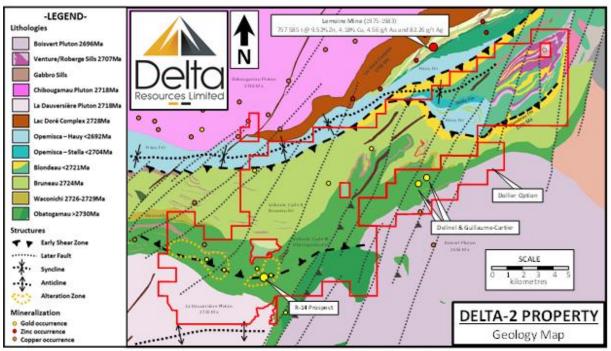
Delta owns a 100% interest in the property subject to a 2% NSR Royalty.

# **EXPLORATION HISTORY:**

The Delta-2 Property was last explored in 2014 by D'Arianne Resources; the Company transitioned to a Phosphate explorer mid-program and abandoned the property.

# Geology

The Delta-2 property is located in the Caopatina-Desmaraisville belt at the NE end of the Abitibi Volcanic Belt, just southeast of the Chibougamau and east of Chapais mining camps which account respectively for historic production of 47.5Mt at 1.72% Cu, 2.30 g/t Au and 24.2Mt at 2.24% Cu, 1.13 g/t Au.



Simplified geology map of the Delta-2 Property.

The Delta-2 Property covers the north-eastern contact of the syn-volcanic La Dauversière pluton (2720 Ma). The La Dauversière pluton has a tonalitic composition and is thought to be responsible for many gold occurrences in the area such as the Chevrier Zone (43-101 Resource of 10.8Mt @ 1.22 g/t Indicated and 6.3Mt @ 1.27 g/t Au Inferred) and the R-14 Gold Prospect which is situated on the Delta-2 Property.

Immediately north of the La Dauversière Pluton, in the southern half of the property, rocks consist of massive to pillowed basalts of the Obatogamau Formation. The basalts are intercalated with thin horizons of intermediate to felsic volcanic rocks and are overlain by felsic volcanic rocks of the Waconichi Formation (host to the Lemoine VMS past producer).

The northern half of the property is underlain by andesites and basalts of the Bruneau Formation. In the NE part of the property, the Bruneau Formation rocks are overlain by the felsic and sedimentary rocks of the Blondeau Formation.

In the Chibougamau area, the Waconichi Formation is very prospective for VMS mineralization. In fact, the past producing Lemoine Mine (1975-1983: 757 585 tonnes @ 9.52% Zn, 4.18% Cu, 4.56 g/t Au and 82.26 g/t Ag), a small but very high-grade VMS deposit, is located approximately two kilometres north of the property boundary, hosted by the Waconichi Formation. A strike length of over 15-20 kilometres of this prospective contact is located on the Delta-2 property.

Stratigraphy is generally EW-trending and turns NE-SW in the eastern part of the property, generally wrapping around the more competent rocks of the La Dauversière and Boisvert plutons.

Extrusive rocks of the property are intruded by a number of small syn-volcanic mafic sills and dikes and felsic dikes that are genetically linked to the La Dauversière Pluton (Faure, 2012) and spatially associated with the R-14 gold prospect.

# MINERALIZATION:

The property has excellent potential for both magmatic-hydrothermal gold deposits and gold-rich Volcanogenic Massive Sulphide (VMS) deposits:

### Magmatic-Hydrothermal Gold Potential:

The potential for magmatic-hydrothermal gold deposits is illustrated by the Chevrier Gold Deposit (43-101 Resource of 10.8Mt @ 1.22 g/t Indicated and 6.3Mt @ 1.27 g/t Au Inferred) that lies nine kilometres west of the property in a very similar geological setting.

The property is also host to several gold occurrences, the most important of which is the R-14 Gold Prospect where mechanical trenching has exposed a gold-bearing dike swarm within a discordant alteration halo 3 kilometres long and 1 kilometre wide. At R-14, exceptional gold values of up to 142.29 g/t Au over core length of 2.44 metres have been intersected in the early 1980's by Corner Bay Exploration (Brunelle, 1983 quoted by Faure, 2012).

### The OLI Gold Occurrence:

The mineralized zones consist of quartz-carbonate-tourmaline-fuschite veins with up to 10% pyrite clusters, and disseminated pyrrhotite, chalcopyrite, sphalerite, and visible gold. Drilling and surface mechanical trenching now suggest that these veins are trending between 060 azimuth with a dip of approximately 65 degrees towards the south. The quartz veins are associated with felsic and mafic dikes. The mineralization is located approximately one kilometre north-east of the R-14 Gold prospect.

#### Gold-Rich Volcanogenic Massive Sulphide Potential:

The potential for gold-rich VMS deposits is well illustrated by the very rich Lemoine past producing mine (1975-83: 757,000t VMS deposit grading 9.52% Zn, 4.18% Cu, 4.56 g/t Au and 82.26 g/t Ag) which is located two kilometres north of the Delta-2 Property limit. The Lemoine deposit is sitting on the Waconichi Formation, and the Delta-2 Property covers well over 20 kilometres of this favourable stratigraphic horizon.

East of the property boundary, the Guillaume-Cartier and Delinel Gold prospects are also gold-rich occurrences showing volcanogenic massive sulphide affinity. Drill hole intercepts of 27,52 g/t Au over 1m; 4,77 g/t Au sur 1m; 1,04 % Cu over 1m; 11,92 g/t Au over 1,0m; 6,65 g/t Au, 7,3 g/t Ag et 1,0 % Cu over 0,3m; 13,05 g/t Au over 1,2m, are reported at Guillaume-Cartier.

# **EXPLORATION WORK:**

### 2019 Exploration work

 In late 2019, three weeks were spent by Delta on geological mapping and prospecting. The initial two weeks were devoted to due diligence work prior to the property acquisition. Two new gold occurrences were discovered during the course of these three weeks (i.e. the Due Diligence Occurrence: up to 55.80 g/t gold in grab samples and the Snowfall gold occurrence up to 11.45 g/t gold in grab samples).

## 2020 Exploration work

• In January and February 2020, a Helicopter Borne VTEM survey covering the central part of the property, and a Drone high resolution magnetic survey in the southern part of the property were completed.

Short, isolated and conformable conductors that reflect the typical strike length of VMS deposits were then selected for field follow-up. No less than 30 conductors that have never been drill-tested or poorly-tested were selected for follow up.

- During the summer and fall of 2020, an extensive field program of geological mapping, sampling, prospecting, and mechanical trenching was carried-out, ground-proofing conceptual gold targets and VTEM anomalies.
- In November and December 2020, Delta completed 20 drill holes for a total of 3,431.5 metres. There were no significant results to report.

### 2021 Exploration work

• From January to March, 2021, Delta completed 18 drill holes for a total of 2,726.5 metres. Drill holes 21 to 25 and 30 and 31 were aimed at VMS targets while drill holes 26 to 29 and 32 to 37 were aimed at gold targets.

Drilling of the gold targets culminated with the new Oli Gold discovery. Significant results are shown below:

Drill Hole No.	From	То	Width	Au
D2-21-28	24.60	27.10	2.50	18.88 g/t
Including			0.90	50.75 g/t
and	120.80	121.60	0.80	14.08 g/t
D2-21-29	25.70	27.00	1.30	3.96 g/t
and	116.40	117.60	1.20	1.81 g/t
D2-21-32	76.6	77.1	0.5	1.13 g/t
D2-21-33	•	No signif	icant values.	
D2-21-34	54.50	57.80	3.30	27.93 g/t
including	57.00	57.80	0.80	106.00 g/t
and	137.80	138.30	0.50	4.39 g/t
D2-21-34b	61.50	63.30	1.80	5.74 g/t
including	62.70	63.30	0.60	12.20 g/t
D2-21-35	54.00	57.50	3.50	12.13 g/t
including	56.80	57.50	0.70	56.70 g/t
D2-21-36	13.90	14.40	0.50	12.20 g/t
D2-21-37		No signif	icant values.	

### TABLE OF COMPLETE DRILL RESULTS SO FAR AT THE OLI-GOLD DISCOVERY

True intercepts are believed to be close to drill intercept lengths.

- During the summer of 2021, Delta completed a gravimetric survey covering a 4.5 square kilometre area. Three residual gravimetric anomalies of 0.6 mgal were detected at the core of a syncline affecting the favourable sulphide-bearing horizon.
- During the summer and fall of 2021, Delta completed a program of geological mapping, sampling, prospecting and mechanical trenching. The program culminated in the discovery of the Lone Pine Gold Occurrence where grab samples returned 18.8 and 21.1 g/t Au.

Three drill holes for a total of 585 metres were also completed to test the depth extent of the OLI gold vein. The host structure was intercepted but the vein was not intersected, and no significant results are reported.

• In November and December 2021, Delta completed 16 drill holes and deepened drill hole D2-21-27, for a total of 2,709 metres. The drilling program was aimed at gold targets between the OLI and R-14 gold occurrences. The structures and some quartz-ankerite-tourmaline veins were intersected during the course of the program. Best results are shown in the table below.

Drill Hole	Azimut	Inci.	Length (m)	UTM NAD83	UTM NAD83	FROM	то	Interval	GRADE g/t	REMARK
D20 21 45	200		150	FE 4000	E 407005	27	28	1m	8.5	Anomalous gold in two different
D2G-21-41	290	-45	156	554333	5497995	101	102	1m	0.173	intervals between 27m and 102m (core length of 75m).
						41	41.8	0.8m	0.101	Anomalous Gold in three different
D2G-21-42	330	-45	150	554250	5497823	82	83	1m	0.387	intervals between 41m and 111m
						109	111	2m	0.203	(core length of 70m).
						40	41	1m	0.265	
						72	73	1m	0.114	
<b>DDDDDDDDDDDDD</b>			474		5400044	77	78	1m	0.17	Anomalous gold in a new structure
D2G-21-43	330	-45	171	554402	5498314	96	98	2.0m	0.55	between 40m and 145m (core length of 105m).
						130	133	3.0m	0.163	
						140	145	5.0m	0.194	
						5	6	1.0m	0.92	
						92	92.4	0.4m	0.262	Drill hole colared in mineralization
D2G-21-44	290	-45	171	554478	5498035	94	95	1.0m	0.118	and anomalous gold is present in five different intervals between between
						110	111	1.0m	0.915	5m and 115m (core length of 110m).
						114	115	1.0m	0.237	
						18	19	1.0m	0.312	Anomalous Gold in three different
D2G-21-45	330	-45	171	554346	5497852	74	75	1.0m	0.183	intervals between 18m and 106m
						105	106	1.0m	0.252	(core length of 88m).
						67	68	1.0m	0.5	Two zones over 21.7m of core length
D2G-21-46	340	-45	135	554454	5497883	85	88.7	3.7m	1.76	within a strongly altered structure
						incl: 86	i.5m-87.6	im: 3.5 g/t	over 1.1m	between 67m and 110m.
D2G-21-47	340	-45	150	554556	5497923	126	127	1.0m	0.137	NSR
						64	71.2	7.2m	0.634	
D00 01 40	200		150	55 4959	5407700	incl: 67	m-68m: 2	2.13 g/t Au	over 1.0m	Three gold anomalous zones
D2G-21-48	290	-45	156	554369	5497793	76.2	76.7	0.05m	0.298	between 64m and 117.2m (53m of core length.)
						116	117.2	1.2m	2.59	
D2-20-27A	Deepening		48	554159	5497817			NSR		
D2G-21-49	330	-45	204	553944	5497596	156	157	1.0m	0.181	Strong potassic alteration from 100m to 200m.
D2G-21-50	330	-45	183	553852	5497554			NSR		
D2G-21-51	330	-45	156	554009	5497689	119	120	1.0m	0.406	Two structures between 30m and 50m, and between 128m and 132m.
						37	46	9.0m	0.316	Gold within a strong and intensely
D2G-21-52	330	-45	189	553628	5497546	incl. 3	9m-40m:	1.01 g/t Au	u over 1m	altered, 40m wide structure between 30m and 70m.
D2G-21-53	330	-45	180	553712	5497576	32	33	1.0m	0.38	Strong and intensely altered structure between 30m and 80m.
						10	15	5.0m	0.81	
									u over 1.0m	
D2G-21-54	330	-45	180	553815	5497614	19	22	3.0m	1.17	Three highly anomalous gold zones
									over 2.0m	over 18m.
						27	28	1.0m	0.83	
D2G-21-55	330	-45	126	553908	5497654	*		NSR	2.00	Strong sericite and ankerite alteration in deformed rocks.
										Strong sericite and ankerite

## 2022 Exploration Work

- 53 drill holes were completed for a total of 10,283 metres aimed at both gold and VMS targets.
- In April 2022, downhole EM geophysics was completed on 18 of the drill holes aimed at VMS targets. Several off-hole anomalies have been detected and are now being evaluated for further testing.
- A 379.7-line km VTEM survey was also completed during the summer of 2022 at the Delta-2 Property. The survey covered the Dollier Property, which is contiguous to the east of the Delta-2 Property, with 346 line-kilometres.
- Following the VTEM survey, a geological mapping, prospecting, sampling and mechanical trenching program was completed during the late-summer and fall of 2022 to ground-proof VTEM anomalies on both the Delta-2 Property and the Dollier option.

# 2023 Exploration Work

The Company did not explore the Delta-2 Property during the year 2023, focusing instead on the contiguous Dollier Property (see below).

## **DOLLIER PROPERTY**

The Dollier Property consists of 40 claims covering 2,228 hectares and is contiguous to the Delta-2 Property to the east. The property is host to the Delinel Gold-Pyrite VMS prospect where best results include 25.1 g/t gold over 1.0m, 13.3 g/t gold over 1.2m and 11.9 g/t gold over 1.0m.

On November 11, 2024, Delta advised Cartier Resources that it had satisfied all cash and share payments, and work commitments as contemplated in the option agreement signed May 13, 2021 between the companies. Cartier Resources acknowledged Delta's assertion and Delta hereby owns a 100% interest in the Dollier property.

Cartier Resources retains a 2% NSR royalty on the claims and Delta will have the exclusive right to purchase the first 1% NSR for \$2,000,000 and the second 1% NSR for \$15,000,000.

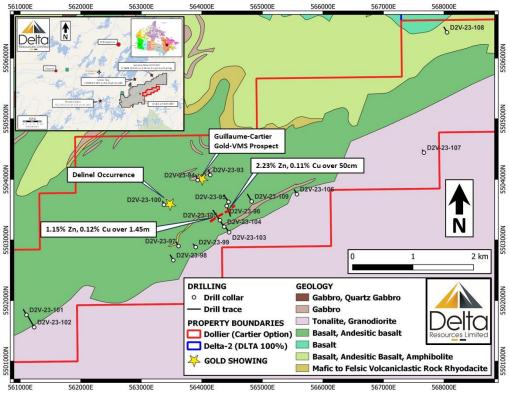
### 2022 Exploration Work

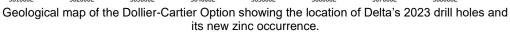
A 346-line km VTEM survey by Geotech Ltd was completed during the summer of 2022, followed by a geological mapping, prospecting and trenching program. Results of these programs are currently being evaluated to plan a drilling program in 2023.

# 2023 Exploration Work

In late 2023, Delta completed 17 drill holes for a total of 3,752 metres. The exploration program was fully funded with Quebec-Flow-Through funds raised in late-2022. The drilling program was designed to test a number of helicopter-borne VTEM anomalies located on the Dollier-Cartier Option which is contiguous to the Delta-2 Property. The objective of the program was to search for a Lemoine-Type VMS deposit, located eight (8) kilometres to the north of the drill program (Lemoine Past Producer 0.76 MT @ 4.2% Cu, 9.6% Zn, 4.5 g/t Au).

A massive to semi-massive sulphide horizon was intersected in drill holes D2V-23-96 and D2V-23-105, over a strike length of 100 metres. The horizon strikes NE, dips steeply towards the SE and is located approximately 600 metres SE of the Guillaume-Cartier Gold-VMS prospect (see figure and table of results below). The horizon is open to the SW and at depth and for approximately 400 metres to the NE.





DDUN	<b>A</b> - <b>i</b> -	la al	Length	Elevation	UTM NAD	83 Zone 18	<b>F</b>	<b>T</b> -	A ( - / · )	A = (= //)	<b>C N</b> /	7	1
DDH No.	Azimuth	Incl.	(m)	(m)	Easting	Northing	From	То	Au (g/t)	Ag (g/t)	Cu %	Zn %	Length
D2V-23-93	340	-50	138	447	564143	5504077				NSR			
D2V-23-94	340	-60	177	451	563932	5503990				NSR			
D2V-23-95	325	-50	201	453	564441	5503640				NSR			
D2V-23-96	160	-45	252	449	564411	5503559	24.5	25.0	-	-	0.11	2.23	0.5
							25.7	26.5	-	0.5	0.21	0.21	0.8
D2V-23-97	330	-70	225	437	563624	5502885				NSR			
D2V-23-98	330	-62	210	428	563526	5502659				NSR			
D2V-23-99	320	-75	243	436	563892	5502881				NSR			
D2V-23-100	340	-70	177	432	563372	5503579	114.25	115.3	0.95	0.3	-	-	1.05
D2V-23-101	330	-60	201.7	434	561104	5501764	8.8	9.4	0.03	0.9	-	0.2	0.6
							12	13.3	0.02	0.7	-	0.24	1.3
							37.15	37.65	-	0.7	0.28	0.03	0.5
							219.5	220	0.035	1.4	0.13	0.49	0.5
D2V-23-102	330	-45	276	439	561239	5501576	115.5	116.8	0.11	0.7	-	0.14	1.3
D2V-23-103	325	-45	219	444	564454	5503125				NSR			
D2V-23-104	325	-45	267	440	564369	5503219	6.3	7.15	0.006	-	-	0.16	0.85
D2V-23-105	330	-45	282	442	564313	5503310	205.5	206.95	0.013	2.36	0.12	1.15	1.45
D2V-23-106	330	-65	205.5	447	565565	5503751				NSR			
D2V-23-107	330	-75	192	413	567669	5504442	66.1	66.6	0.013	0.6	0.03	0.21	0.5
D2V-23-108	330	-70	291	415	568067	5506425				NSR			
D2V-23-109	330	-45	195	433	564818	5503642				NSR			
	Tota	al drilled:	3752.2										

Table of complete drill results from Delta's 2023 drill program at the Dollier Property.

# 2024 Exploration Work

Delta has not worked at the Delta-2 property so far in 2024, instead focussing on its Delta-1 flagship property.

## Person In Charge of Technical Disclosure

Andre C. Tessier, P. Eng and P.Geo. President and CEO of the Company, is the qualified person under *NI 43-101 on standards of disclosure for mineral projects* that has reviewed and approved the technical content of this MD&A for the properties.

# SUMMARY OF QUARTERLY AND YEAR TO DATE RESULTS

## **Summary of Annual Results**

The following tables set out financial performance highlights for the past three fiscal years.

	Year ended December 31, 2023	Year ended December 31, 2022	Year ended December 31, 2021
Interest income	\$184,396	\$8,355	\$3,238
Operating expenses	\$8,358,332	\$4,429,366	\$1,559,441
Net loss and comprehensive loss	(\$7,106,207)	(\$3,943,026)	(\$1,518,060)
Loss per common share	(\$0.077)	(\$0.078)	(\$0.04)
Cash used in operations	(\$7,191,590)	(\$3,478,122)	(\$1,261,379)
Cash, end of year	\$6,098,012	\$2,992,299	\$3,612,736
Assets	\$6,813,943	\$3,471,955	\$4,417,972
Dividends	\$0	\$0	\$0

This selected annual information should be read in conjunction with the audited financial statements filed on www.sedar.com for the year ended December 31, 2023.

## **RESULTS OF OPERATIONS**

### Results of Operations for the nine-month period ended September 30, 2024

The comments below provide an analysis of the operating results for the nine-month period ended September 30, 2024. The selected financial information shown below is taken from the condensed unaudited interim consolidated financial statements for each of the nine-month periods indicated.

The Company recorded a net loss for the nine-month period ended September 30, 2024 of \$4,840,635 compared to net loss of \$5,732,555 for the nine-month period ended September 30, 2023.

#### FINANCIAL HIGHLIGHTS

	September 3	0 (9 months)
	2024	2023
Revenues	\$ 108,077	\$ 99,550
Exploration and evaluation expenditures	4,157,960	5,266,104
Shareholders' information	66,515	111,719
Legal, financial and other corporate expenses	414,890	416,682
Management fees	108,000	106,000
General administrative expenses	198,985	218,039
Depreciation of property and equipment	5,180	4,734
Share-based compensation	112,957	481,663
Other	(590)	26,162
	5,063,897	6,631,103
Income taxes recovery	115,185	798,998
Net loss and comprehensive loss	\$ 4,840,635	\$ 5,732,555
Cash and cash equivalents	\$ 1,671,861	\$ 7,456,664

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#### Revenues

Revenues for the nine-month period ended September 30, 2024, amounted to \$108,077 (\$99,550 in 2023), and consisted in interest income. The increase for the nine-month period ended September 30, 2024 compared to nine-month period ended September 30, 2023 is mainly due to different periods of time during which the Company had investments generating income.

Given its status as an exploration company, the Company does not generate any steady income, and must finance its activities by issuing equity.

#### Exploration and evaluation expenditures

Included in exploration and evaluation expenditures are fees incurred for work done on Delta-1 / Eureka, Delta-1 / Maxwell, Delta-2 / R-14 and Delta-2 / Dollier properties, as well as the issuance of common share under the Agreement on Delta-2 / Dollier, Gold Creek, Laurie & Horne and English Properties and the acquisition of the Hackl, Pete's Backhoe, Gold Creek, Hackl-Bjorkman, Hackl-George, Laurie & Horne, Band-Ore, English and Ternowesky Properties. During the nine-month period ended September 30, 2024 the Company incurred \$4,157,960 (\$5,266,104 in 2023).

#### Shareholders' Information

Shareholders' Information expenses consist of fees paid for website maintenance, SEDAR filings, annual meeting materials, dissemination of press releases and trade shows. The decrease of \$45,204 from the previous period was mainly due to investor relations offset by an increase of shareholder's information expenses.

#### Share-based compensation

Share-based compensation expenses relate to stock options granted. The calculation of this non-cash expense is based on the fair value of the stock options granted, amortized over the vesting period of the option using the graded vesting method. The Company uses the Black-Scholes model to calculate the compensation expense.

There was \$112,957 (\$481,663 in 2023) in share-based compensation for the nine-month ended September 30, 2023. The expenses represent the recognition of charges for a tranche of the 2,113,000 stock options granted to directors, officers, members of its exploration team, consultants and investors relation of the Company.

## Other

Included in Other are taxes payable to federal and provincial authorities for the eligible expenditures renounced by the Company under flow-through share agreement but not yet incurred. Taxes are calculated each month (other than January) of the year following the year in which the flow-through share agreement was entered. An \$590 reduction adjustment was accounted during the nine-month period ended September 30, 2024, compared to \$26,162 during the nine-month period ended September 30, 2023.

### Results of Operations for the three-month period ended September 30, 2024

The comments below provide an analysis of the operating results for the three-month period ended September 30, 2024. The selected financial information shown below is taken from the condensed unaudited interim consolidated financial statements for each of the three-month periods indicated.

The Company recorded a net loss for the three-month period ended September 30, 2024 of \$987,332 compared to net loss of \$2,058,491 for the three-month period ended September 30, 2023.

	September 30 (3 months)				
		2024	2023		
Revenues		17,595	\$	55,510	
Exploration and evaluation expenditures		736,890	\$	2,092,504	
Shareholders' information		35,585	\$	16,247	
Legal, financial and other corporate expenses		85,767	\$	144,940	
Management fees		36,000	\$	76,000	
General administrative expenses		76,339	\$	111,132	
Depreciation of property and equipment		1,740	\$	3,722	
Share-based compensation		32,606	\$	87,741	
Other		-	\$	12,626	
		1,004,927	\$	2,544,912	
Income taxes recovery		-	\$	430,911	
Net loss and comprehensive loss	\$	987,332	\$	2,058,491	
Cash and cash equivalents	\$	1,671,861	\$	7,456,664	

### FINANCIAL HIGHLIGHTS

#### Revenues

Revenues for the three-month period ended September 30, 2024 amounted to \$17,595 (\$55,510 in 2023), consisting in interest income. The decrease for the three-month period ended September 30, 2024 compared to three-month period ended September 30, 2023 is mainly due to lower available cash balances.

Given its status as an exploration Company, the Company does not generate any steady income, and must finance its activities by issuing equity.

### **Exploration and evaluation expenditures**

Included in exploration and evaluation expenditures are fees incurred for work done on Delta-1 / Eureka, Delta-2 / R-14 and Delta-2 / Dollier properties, as well as the issuance of common share under the Agreement on Laurie & Horne Property and the acquisition of the Gold Creek, Laurie & Horne, Band-Ore and Ternowesky Properties. During the three-month period ended September 30, 2024 the Company incurred \$736,890 (\$2,092,504 in 2023).

## Shareholders Information

Shareholders Information expenses consist of fees paid for website maintenance, SEDAR filings, annual meeting materials, dissemination of press releases and trade shows. The increase of \$19,338 from the previous period was mainly due to investor relations expenses and shareholders information expenses.

### Legal, financial and other corporate expenses

Legal, financial and other corporate expenses were \$85,767 for the three-month period ended September 30, 2024, compared to \$144,940 for the three-month period ended September 30, 2023 and was mainly due to an decrease in accounting fees, professional fees and in business development expenses offset by an increase in consultant fees.

### Management fees

Included in Management fees are fees paid to the Chairman of the board of directors of the Company. Fees were \$36,000 for the three-month period ended September 30, 2024 compared to \$76,000 for the three-month ended September 30, 2023. The \$40,000 decrease from the previous period was due to a retroactive in Management fees paid in the three-month period ended September 30, 2023.

#### Share-based compensation

Share-based compensation expenses relate to stock options granted. The calculation of this non-cash expense is based on the fair value of the stock options granted, amortized over the vesting period of the option using the graded vesting method. The Company uses the Black-Scholes model to calculate the compensation expense.

There was \$76,339 (2023 – \$111,132) in share-based compensation for the three-month ended September 30, 2024. The expenses represent the recognition of charges for a tranche of the 2,013,000 stock options granted to directors, officers, members of its exploration team, consultants and investors relation of the Company.

The selected financial information below was taken from Delta's unaudited interim financial statements for each of the following quarters:

	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4
	September 30,	June 30,	March 31,	December 31,	September 30,	June 30,	March 31,	December
	2024	2024	2024	2023	2023	2023	2023	31, 2022
Interest income	\$17,595	\$36,463	\$54,019	\$84,846	\$55,510	\$37,443	\$6,597	\$5,454
Operations expenses	\$1,004,927	\$2,064,244	\$1,994,726	\$5,813,420	2,544,912	\$2,573,008	\$1,513,183	\$883,059
Net loss and comprehensive loss	(\$987,332)	(\$2,027,781)	(\$1,825,522)	(\$1,373,652)	(2,058,491)	(\$2,331,556)	(\$1,342,508)	(\$877,606)
Loss per common share	(\$0.009)	(\$0.020)	(\$0.018)	(\$0.013)	(\$0.020)	(\$0.026)	(\$0.018)	(\$0.016)
Cash used in operations	(\$678,934)	(\$2,640,360)	(\$1,116,519)	(\$1,328,652)	(2,795,748)	(\$2,067,316)	(\$999,874)	(\$70,173)
Cash, end of period	\$1,671,861	\$2,339,795	\$4,980,155	\$6,098,012	\$7,456,664	\$9,746,603	\$2,404,522	\$2,992,299
Assets	\$1,930,154	\$2,655,752	\$5,273,822	\$6,813,943	\$8,231,960	\$10,418,355	\$2,811,687	\$3,471,955
Dividends	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

## LIQUIDITY AND CAPITAL RESOURCES

#### Financings

The Company will look to add to its treasury, whenever necessary, through additional financing efforts to continue working on its exploration program.

The Company defines capital as shareholders' equity. The Company's objectives when managing capital are to:

• ensure sufficient liquidity to support its financial obligations and execute its operating and strategic plans;

- maintain financial capacity and access to capital to support future development of the business while taking into consideration current and future industry, market and economic risks and conditions; and
- utilize short term funding sources to manage its working capital requirements.

	Financing sources table							
Date	Туре	Financings	Amount	General description of the use of proceeds				
May 2023	Bought deal private placement	Common shares	\$5,500,000	The net proceed of the financing was used to: Fund the general administrative expenses, investing activities and other working capital needs.				
July 2024	Exercise of stock options	Common shares	\$11,000	The net proceeds of the financing will be used for exploration and development purposes, fund the general administrative expenses as well as for other working capital needs.				
November 2024	Charity Flow- Through	Common shares	\$5,000,000	The net proceeds of the financing will be used for exploration and development purposes				

As at September 30, 2024, the Company's cash and cash equivalents were \$1,671,861. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. In order to continue its operations, the Company will have to find additional financing and despite the fact it has been successful in the past at raising funds, there can be no assurance the Company will be able to secure financing in the future or that these sources of funding will be available. There is a significant risk that the Company will be unable to secure further financing.

### **Cash Flow Information**

	September 30 (9 months)		
	2024	2023	
Operating activities	\$ (4,435,813)	\$ (5,862,938)	
Investing activities	-	(20,111)	
Financing activities	9,662	10,347,414	
	\$ (4,426,151)	\$ 4,464,365	
Cash and cash equivalents	\$ 1,671,861	\$ 7,456,664	

### **Operating Activities:**

During the nine-month period ended September 30, 2024 and 2023, funds used for operating activities were spent primarily to administer the Company and advance its goals.

### **Financing Activities:**

During the nine-month period ended September 30, 2024, the financing activities consisted of exercise of stock option cost compared to the nine-month period ended September 30, 2023, where the financing activities consisted primarily of the exercise of stock option, warrants and broker warrants and the issuance of shares following private placements.

## Disclosure of Outstanding common shares and warrants as at September 30, 2024

### (a) Common shares and warrants

Authorized: An unlimited number of common shares, without par value:

Changes in Company's common shares and warrants were as follows:

	September 30, 2024		December 31, 2023	
	Number	Amount	Number	Amount
		\$		\$
Balance, beginning of period	101,738,488	47,649,454	73,444,508	38,259,528
Common shares issued pursuant to private placements <sup>(15)(19)</sup>	-	-	16,722,400	5,950,080
Common shares issued pursuant to flow- through placement <sup>(16)</sup>	-	-	7,143,000	3,642,930
Common share issuance in consideration of exploration and evaluation expenditures				
(1)(3)(4)(5)(6)(7)(8)(13)(17)	5,016,667	577,083	380,000	141,700
Stock options exercised <sup>(2)(10)(12)</sup>	100,000	19,851	800,000	244,535
Warrants exercises <sup>(9)(11)(14)</sup>	-	-	3,003,930	575,983
Broker warrants exercised (18)	-	-	244,650	71,421
Share issue costs	-	(1,338)	-	(1,236,723)
Balance, end of period	106,855,155	48,245,050	101,738,488	47,649,454

# For the nine-month period ended September 30, 2024

- (1) On September 24, 2024, the Company issued 2,000,000 common shares under the Option Termination related to the Laurie & Horne property. The total fair value of the common shares issued of \$220,000 was determined using the closing price on the TSX Venture Exchange as at September 23, 2024. The Company also issued 1,500,000 warrants of Delta, at a price of \$0.12, for a period of 24 months.
- (2) On July 4, 2024, the Company received \$11,000 following the exercise of 100,000 stock options at a price between \$0.11 each. An amount of \$8,851 has been recorded and transferred from contributed surplus.
- (3) On June 28, 2024, the Company issued 666,667 common shares under the Option Agreement pursuant to the signature related to the Gold Creek Property. The total fair value of the common shares issued of \$73,333 was determined using the closing price on the TSX Venture Exchange as at June 28, 2024.
- (4) On June 28, 2024, the Company issued 400,000 common shares under the Option Agreement pursuant to the signature related to the English property. The total fair value of the common shares issued of \$44,000 was determined using the closing price on the TSX Venture Exchange as at June 28, 2024.
- (5) On June 10, 2024, the Company issued 1,400,000 common shares following the acquisition of a 100% interest in the Laurie & Horne property. The total fair value of the common shares issued of \$175,000 was determined using the closing price on the TSX Venture Exchange as at June 10, 2024.
- (6) On May 27, 2024, the Company issued 200,000 common shares under the Option Agreement pursuant to the third anniversary related to the Dollier/Cartier property. The total fair value of the

common shares issued of \$28,000 was determined using the closing price on the TSX Venture Exchange as at May 27, 2024.

(7) On February 14, 2024, the Company issued 350,000 common shares following the acquisition of a 100% interest in 21 claims on the Dollier property. The total fair value of the common shares issued of \$36,750 was determined using the closing price on the TSX Venture Exchange as at January 18, 2024.

### For the year ended December 31, 2023

- (8) On November 28, 2023, the Company issued 100,000 common shares under the Option Agreement pursuant to the second anniversary related to the Beaucage Property. The total fair value of the common shares issued of \$9,500 was determined using the closing price on the TSX Venture Exchange as at November 28, 2023.
- (9) On September 11, 2023, the Company received \$31,250 following the exercise of 125,000 warrants at \$0.25 each.
- (10) On September 8, 2023, the Company received \$130,000 following the exercise of 750,000 stock options at a price between \$0.10 and \$0.26 each. An amount of \$92,683 has been recorded and transferred from contributed surplus.
- (11) On August 10, 2023, the Company received \$360,000 following the exercise of 2,000,000 warrants at \$0.18 each.
- (12) On June 2, 2023, the Company received \$13,000 following the exercise of 50,000 stock options at \$0.26 each. An amount of \$8,852 has been recorded and transferred from contributed surplus.
- (13) On May 26, 2023, the Company issued 200,000 common shares under the Option Agreement pursuant to the second anniversary related to the Dollier Property. The total fair value of the common shares issued of \$89,000 was determined using the closing price on the TSX Venture Exchange as at May 26, 2023.
- (14) Between April 27 and May 19, 2023 and April 27, 2023, the Company received \$184,733 following the exercise of 878,930 warrants at \$0.25 and \$0.18 each.
- (15) On May 17, 2023, the Company issued 635,555 units to directors and key management personnel and 11,586,845 units to third parties at a price of \$0.45 per unit, for gross proceeds of \$5,500,080. Each unit consists of one common share and one half share purchase warrant. Each warrant entitles its holder to purchase one common share of the Company at \$0.63 for a 24-month period.
- (16) On May 17, 2023, the Company issued 7,143,000 National Flow-Through units at a price of \$0.63 per unit, for gross proceeds of \$4,500,090. Each unit consists of one common share and one half share purchase warrant. Each warrant entitles its holder to purchase one common share of the Company at \$0.63 for a 24-month period. An amount of \$4,500,090 was allocated to common shares and warrants, while an amount of \$857,160 was attributed to other liabilities related to flow-through shares (Note 10).
- (17) On May 16, 2023, the Company issued 80,000 common shares under the Option Agreement related to the Tremblay Property. The total fair value of the common shares issued of \$43,200 was determined using the closing price on the TSX Venture Exchange as at May 16, 2023.
- (18) Between March 16, 2023 and May 16, 2023, the Company received \$61,162 following the exercise of 244,650 broker warrants at \$0.25 each. An amount of \$10,259 has been recorded and transferred from contributed surplus.
- (19) On January 30, 2023 the Company completed a non-brokered private placement by issuing 4,500,000 units of the Company at a price of \$0.10 per unit, for gross proceeds of \$450,000. Each unit consists of one common share and one common share purchase warrant exercisable for up to 24 months from closing at \$0.18.

# (b) Warrants

 Warrants	Price	Expiry
3,322,419	0.25	December 15, 2024
2,790,068	0.25	December 22, 2024
9,585,000	0.18	December 22, 2024
2,000,000	0.18	January 30, 2025
9,682,700	0.63	May 17, 2025
 1,500,000	0.12	September 24, 2026
28,880,187		

At September 30, 2024, the following exercisable warrants were outstanding:

## (c) Broker Warrants

At September 30, 2024, the following exercisable broker warrants were outstanding:

Broker warrants	Price	Expiry
235,538	0.25	December 15, 2024
630,369	0.25	December 22, 2024
35,000	0.25	January 30, 2025
1,095,256	0.45	May 17, 2025
1,996,163		

## (d) Stock options

At September 30, 2024, the following exercisable stock options were outstanding:

Stock options	Exercisable	Price	Expiry
1,180,000	1,180,000	0.26	July 10, 2025
100,000	25,000	0.12	August 26, 2025
200,000	200,000	0.40	August 24, 2025
1,700,000	1,700,000	0.25	January 7, 2027
2,530,000	2,530,000	0.10	February 14, 2028
550,000	550,000	0.41	April 4, 2028
150,000	150,000	0.32	July 6, 2028
1,863,000	931,500	0.265	August 21, 2028
200,000	200,000	0.105	February 6, 2029
8,473,000	7,466,500		

## **OFF-BALANCE SHEET ARRANGEMENTS AND COMMITMENTS**

The Company has no off-balance sheet arrangements.

#### Commitments

In June 2023, the Company signed a lease contract for its Ontario office, starting August 1, 2023 and expiring in July 31, 2024. The lease contract was renewed on August 1, 2024 for a one year period. Remaining minimum payments, totaling \$19,680, will be paid in 2024.

Under rules established by the ministère de l'Énergie et Ressources naturelles of the province of Québec, the Company already spend the amount required to maintain the claims on its properties in 2024.

### **RELATED PARTY TRANSACTIONS**

The following table reflects the remuneration of key management and directors of the Company:

	September 30, 2024 \$	September 30, 2023 \$
Employee benefits, included in General administrative expenses <sup>(1)</sup>	95,3331	169,283
Management fees <sup>(2)</sup>	108,000	106,000
Professional fees <sup>(3)</sup>	46,035	37,610
Directors' fees <sup>(4)</sup>	6,250	-
Exploration and evaluation expenditures <sup>(1)</sup>	63,284	36,711
Share-based compensation	71,891	237,481
	390,791	527,085

(1) During the nine-month ended September 30, 2024, a total of \$158,615 (2023- \$205,994) was paid to André C. Tessier, President and Chief Executive Officer of the Company. That total included (i) \$ \$95,331 (2023 - \$169,283) as employee benefits, included in general administrative expenses, (ii) \$63,284 (2023 - \$14,016) for exploration and evaluation expenditures of the Company. In relation with these transactions, no amount was payable as at September 30, 2024 (2023 - \$63,415).

(2) During the nine-month ended September 30, 2024, the Company incurred management fees in the amount of \$108,000 (2023 - \$106,000), with 9132-8757 Québec Inc., a company owned by Frank Candido, Chairman of the board of directors of the Company. In relation with these transactions, no amount was payable as at September 30, 2024 and 2023.

(3) During the nine-month ended September 30, 2024, the Company incurred professional fees in the amount of \$46,035 (2023 - \$37,610), with Nathalie Laurin, the Chief Financial Officer of the Company. In relation with these transactions \$2,389 payable as at September 30, 2024 (2023 – \$3,980).

(4) During the nine-month ended September 30 2024, the Company approved a compensation for independent directors. An accrued liability was accounted for \$6,250 as at September 30, 2024 (2023 – Nil).

The transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

### **CRITICAL ACCOUNTING ESTIMATES, JUDGMENTS AND ASSUMPTIONS**

When preparing its financial statements, management undertakes a number of judgments, estimates and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgments, estimates and assumptions made by management.

Critical judgments in applying the Company's accounting policies are detailed in Note 4 of the most recent annual financial statements, filed on SEDAR+ at <u>www.sedarplus.ca</u>.

### MATERIAL ACCOUNTING POLICIES

For more information on material accounting policies of the Company, please refer to Note 4 to the most recent annual financial statements.

### **RISKS AND UNCERTAINTIES**

#### Nature of Mineral Exploration and Development Projects

Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that exploration efforts will continue to be successful. Success in establishing reserves is a result of several factors, including the quality of management, the Company's level of geological and technical expertise, the quality of land available for exploration and other factors. Once mineralization is discovered, it may take several years in the initial phases of drilling until production is possible, during which time the economic feasibility of production may change. Substantial expenditures are required to establish proven and probable reserves through drilling, to determine the optimal metallurgical process to extract the metals from the ore and, in the case of new properties, to construct mining and processing facilities.

Because of these uncertainties, no assurance can be given that exploration programs will result in the establishment or expansion of resources or reserves. Whether a resource deposit will ultimately be commercially viable depends on several factors, including the particular attributes of the deposit such as the deposit's size; its proximity to existing infrastructure; financing costs and the prevailing prices for the applicable minerals. Development projects have no operating history upon which to base estimates of future cash operating costs.

Particularly for development projects, resource estimates and estimates of cash operating costs are, to a large extent, based upon the interpretation of geologic data obtained from drill holes and other sampling techniques, and feasibility studies, which derive estimates of cash operating costs based upon anticipated tonnage and grades of ore to be mined and processed, ground conditions, the configuration of the ore body, expected recovery rates of minerals from the ore, estimated operating costs, anticipated climatic conditions and other factors. As a result, it is possible that actual cash operating costs and economic returns could differ significantly from those estimated for a project before production. It is not unusual for new mining operations to experience problems during the start-up phase, and delays in the commencement of production often can occur. The Company's business of exploring for mineral resource industry. The Company attempts to mitigate these risks and minimize their effect on its financial performance, but there is no guarantee that the Company will be profitable in the future, and the Company's common shares should be considered speculative.

There can be no assurance that any funding required by the Company will become available to it, and if so, that it will be offered on reasonable terms, or that the Company will be able to secure such funding through third party financing or cost sharing arrangements. Furthermore, there is no assurance that the Company will be able to secure new mineral properties or projects, with or without the Share Consolidation, or that they can be secured on competitive terms.

## Canada Customs and Revenue Agency

No assurance can be made that Canada Customs and Canada Revenue Agency will agree with the Company's characterization of expenditures as Canadian exploration expenses or Canadian development expenses or the eligibility of such expenses as Canadian exploration expenses under the *Income Tax Act (Canada).* 

### **Disclosure controls and procedures**

Based on continual evaluations of the Company's disclosure controls and procedures, the Company's Chief Executive Officer and Chief Financial Officer have concluded that, as of September 30, 2024, the design and operation of these disclosure controls and procedures are effective at the reasonable assurance level to ensure that material information relating to the Company would be made known to them by others within the entity, particularly during the period in which the MD&A and the financial statements contained in this report were being prepared.

### Internal controls over financial reporting

The Company's Chief Executive Officer and Chief Financial Officer have designed, or have caused to be designed under their supervision, internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with IFRS. The Chief Executive Officer and Chief Financial Officer concluded that there has been no change in the Company's internal control over financial reporting during the nine-month period ended September 30, 2024 that has materially affected, or is reasonably likely to materially affect, the Company's internal controls over financial reporting.