



(an exploration stage company)

*Management's Discussion & Analysis
For the Three and Six Months Ended
August 31, 2024
and August 31, 2023*

INTRODUCTION

This Management's Discussion and Analysis ("MD&A") for Waseco Resources Inc., an exploration stage company, ("Waseco" or the "Company") is dated October 29, 2024 and reflects the results for the three and six months ended August 31, 2024 and should be read in conjunction with the audited consolidated financial statements for years ended February 29, 2024 and February 28, 2023 (collectively, the "Financial Statements"). This MD&A and the Financial Statements, as well as press releases issued by the Company and other information, are available at the Company's website: www.wasecoresources.com and at SEDAR: www.sedar.com.

This MD&A is required to contain prospective and forward-looking statements. The Company is not in the practice of making forecasts, financial or otherwise, as it believes its business of mineral exploration and development is not sufficiently foreseeable to permit such forecasts to be made with any accuracy. To the extent that it is obliged to include such prospective information herein, the Company claims the protection of safe harbor legislation and generally cautions readers that all forward-looking statements are subject to change, inherent risks and uncertainties of many kinds. All statements made herein are made in good faith and in their belief as to best information and expectation available, but no guarantee can be provided, nor should any be inferred from any forward-looking statement.

HIGHLIGHTS

During the three and six months ended August 31, 2024 and to the date of this report, the Company was focused on managing its limited cash resources while working to advance its business. Activities have included maintaining its public company disclosure obligations; monitoring exploration operations; reviewing prospective properties; and seeking funding. Significant activities included the following:

- **Shareholder Loans and Director Advances**

During the three months ended August 31, 2024, the CEO of the Company advanced the Company \$42,124 and the Company received \$5,000 in proceeds from a shareholder loan. The funds were used to pay management fees, audit fees and other operating expenses.

- **Annual and Special Meeting of Shareholders held October 10, 2024**

- On October 10, 2024, Paul Bies was elected as a director at the Company's Annual and Special Meeting of Shareholders (the "AGM"). Since 1986, Mr. Bies has served as the President of Mystique Brand Communications, a privately owned Toronto-based brand strategy and communications consulting firm with extensive experience across various sectors, including junior mining.
- Mr. Bies joined the Company to fill the vacancy created on May 17, 2024, when director Derek Bartlett decided not to stand for re-election. The Company thanks Mr. Bartlett for his many years of service and contributions to Waseco.
- Michael Ellingson and Richard Williams were also re-elected as directors of the Company
- Simone and Company LLP, Chartered Accountants, were reappointed as auditors. Simone and Company LLP, and its predecessor companies, have been the auditors of the Company since July, 2004.

- The Company's Stock Option Plan 2013 (the "Plan") was approved at the AGM. The terms of the Plan were unchanged and include amongst other terms, a maximum number of options set at 10% of the issued and outstanding common shares at the time of a stock option grant.

- **Battle Mountain Ridge Project, Nevada**

In July 2020, Waseco entered into a five year Option Agreement with the Marigold Mining Inc. ("Marigold") regarding Waseco's Battle Mountain Ridge Project ("BMR"). Marigold was subsequently acquired by SSR Mining Inc. ("SSR"). SSR previously advised the Company that it had spent US\$547,690 in Qualifying Expenditures, satisfying the Phase 1 Work Requirement of \$500,000 in spending by July 1, 2023 as described in the Option Agreement (s.4.3.1).

SSR released the Technical Report Summary on the Marigold Complex, Nevada dated February 12, 2024 with an effective date of September 30, 2023 (the "Marigold Technical Report"). The Marigold Complex includes the Marigold mine and the Buffalo Valley and Trenton Canyon deposits. The BMR property is included in the Trenton Canyon deposit area for exploration purposes. The Marigold Technical Report includes recommendations for a two-year exploration drilling (2024 and 2025) program with a budget of US\$10,000,000 to advance the Buffalo Valley Deposit and exploration target areas.

The Company has not received information from SSR regarding how SSR might allocate its exploration budget over the next year.

OUTLOOK

The business objectives of the Company continue to include the acquisition, exploration, development and production of mineral resources from properties in Canada and abroad. More particularly, the Company's primary business objective is the development of BMR in Nevada pursuant to the Option Agreement with SSR. Interests in other properties are being maintained, but the Company has insufficient funds to advance them.

The general outlook for the Company remains unchanged from the previous quarter and year end reports. The Company's operations continue to be funded primarily by the CEO while SSR manages its exploration activities and works toward completing exploration work pursuant to the Option Agreement.

The SSR BMR Report and the Marigold Technical Report are positive indications that SSR and Marigold may advance BMR in accordance with the Option Agreement.

SSR, pursuant to the Option Agreement, have until July 1, 2025 to complete the next earn-in milestone by drilling an additional 20,000 feet or incur an additional US\$942,310 in qualifying exploration expenditures (an aggregate of US\$1,500,000). The Company has not received information regarding SSR's detailed plans but expects SSR to continue its exploration activities.

The Company may review alternative sources of funding its corporate activities to complement the financial support provided by advances from the Company's CEO and the shareholder loans received to date. The

Company requires additional funds to operate while its partners and optionee (SSR) advance their exploration pursuant to the agreements in place. Furthermore, the Company continues to evaluate other projects that might complement its existing properties and lead to additional funding opportunities.

DESCRIPTION OF THE BUSINESS AND PROJECTS

The Company is a Tier 2 junior exploration company, listed on the TSX Venture Exchange ("WRI") and on the Frankfurt Exchange ("WSE"), and is engaged in the acquisition and exploration of mineral properties. The authorized capital is comprised of an unlimited number of no-par value common shares. The Company is a reporting issuer in the provinces of Ontario, Alberta, and British Columbia, with its registered office at Suite 1500, 2 Queen Street East, Toronto, Ontario, MSC 3G5.

The Company's exploration projects include its primary project, the Battle Mountain Ridge Project in Nevada, USA and interests in projects in the Quebec Labrador Trough and James Bay Lowlands and the data gathered from previous activities in Indonesia. A summary of each project is listed below, while additional information is included in "Exploration Activities" section further below.

- Battle Mountain Ridge, Nevada – On July 1, 2020, the Company's wholly owned United States ("USA") subsidiary entered into a five year option agreement (the "Option Agreement") with Marigold, a wholly owned subsidiary of SSR, for 100% of the Company's BMR gold prospect in Nevada. This Option Agreement addressed the Company's short-term working capital concerns. If the option is exercised the Company will receive sufficient funds to eliminate its working capital deficiency.

Under the terms of the Agreement, SSR has an exclusive option to acquire all the rights, title, and interest in Waseco's leased unpatented mining claims within the Option Agreement's five-year term. SSR also assumed Waseco's obligation to pay the annual royalty and quarterly lease payments.

Under the terms of the Option Agreement, SSR has the option, at its sole discretion, to complete minimum earn-in work requirements, which are as follows:

- No later than July 1, 2023, either complete 10,000 feet of drilling or incur US\$500,000 in qualifying exploration expenditures. This milestone was achieved when SSR reported spending US\$547,690 in exploration expenditures before July 1, 2023; and
- No later than July 1, 2025, either complete an additional 20,000 feet of drilling or incur an additional US\$942,310 in qualifying exploration expenditures.

If SSR does not complete the minimum earn-in work requirements, it has the option to pay Waseco an amount equal to the qualifying exploration expenditures for the applicable earn-in period less the qualifying exploration expenditures actually incurred by SSR for the applicable earn-in period. The purchase price is subject to a maximum option price of US\$6.0 million and a minimum option price of US\$1.0 million.

The Company retains a 1% NSR on all gold recovered beyond 300,000 ounces from the property. The Company has received expressions of interest to purchase the royalty from royalty companies but has elected not to pursue these at this time.

The Company considers this transaction to be transformational. Management continues to believe that the option will be exercised and that the Company could receive at least US\$1,000,000 at that time, which could address the present working capital deficit and fund the Company's future operations.

BMR is strategically located on one of the world's most prolific gold belts. It is immediately adjacent to a past producer and on strike with two producing gold mines. Several areas of gold mineralization have been found on the property. The Company's CEO and Technical Advisory Committee, with extensive mineral exploration experience, will be providing the guidance in the evaluation and development of prospective exploration properties going forward.

- Quebec Labrador Trough - A large land position in the Quebec Labrador Trough ("Labrador Trough") that is subject to a joint venture with ORANO Canada Inc., which is a wholly owned subsidiary of ORANO Group S.A., the world's leading integrated nuclear company ("ORANO") (see www.orano.group/canada for more information). The Company continues maintain its interests in the property claims, but its minimal cash resources limit the Company's activities. Activities in the year ended February 29, 2024 and in the prior fiscal year included maintaining land claims as needed, monitoring the uranium market and periodically assessing the appropriateness and nature and timing of future exploration. In April 2013 the Quebec government proposed to impose a moratorium on the exploration of uranium in the province. The development of uranium properties are subject to social acceptability.
- James Bay Lowlands – The Company has 5% interest in a diamond exploration project in close proximity to the DeBeer's Victor mine, in the Attawapiskat region of the James Bay Lowlands of Northern Ontario. There has been no significant changes or advances in this year to date, nor in the year ended February 29, 2024.

The Company does not hold any interests in producing or commercial ore deposits and has no production revenue. There is no operating history upon which investors may rely. Commercial development of any kind will only occur if sufficient quantities of ore containing economic concentrations of uranium, gold or other mineral resources are discovered. If, in the future, a discovery is made, substantial financial resources would be required to establish ore reserves. Additional substantial financial resources would be required to develop mining and processing for any ore reserves that may be discovered. If the Company were to be unable to finance the establishment of ore reserves or the development of mining and processing facilities, it might be required to sell all or a portion of its interest in such property to one or more parties capable of financing such development. As a strategic consideration, the Company may find it more attractive to do so in any event, as it considers its primary business and expertise to be exploration, but it does not rule out the possibility of production in the appropriate circumstances.

The Company is subject to numerous risk factors that may affect its business prospects in the future. These include commodity prices, availability of capital, exploration risks, regulatory risks, environmental risks, competition, dependence on key personnel, potential risks relating to mineral titles and aboriginal land claims, currency risk and potential amendments to tax laws.

REVIEW OF OPERATIONS

The following paragraphs provide an analysis of the financial condition of the Company, results of operations, trends, events, uncertainties and industry and economic factors that affect the Company's performance.

Summary of Select Financial Information

Selected financial information for the last eight quarters appear below:

	FY2025	FY2025	FY2024	FY2024	FY2024	FY2023	FY2023	FY2023
	Q2 Aug-24	Q1 May-24	Q4 Feb-24	Q3 Nov-23	Q2 Aug-23	Q1 May-23	Q4 Feb-23	Q3 Nov-22
Total Assets	6,156	3,368	7,413	5,881	5,021	17,509	2,661	5,826
Accounts Payables & Accruals	68,919	106,100	108,590	88,840	89,838	106,813	103,711	78,805
Advances Payable & Shareholder Loans	596,181	548,581	546,603	530,489	521,538	507,109	492,021	495,077
Working Capital (Deficit)	(658,944)	(629,780)	(612,894)	(592,678)	(585,963)	(576,406)	(593,071)	(568,056)
Accumulated deficit	(7,180,009)	(7,179,695)	(7,242,263)	(7,210,987)	(7,202,414)	(7,194,768)	(7,191,426)	(7,169,413)
Comprehensive Income (Loss)	(7,631)	(3,533)	(31,275)	(8,573)	(7,646)	(3,342)	(39,295)	(8,596)

The Company continues to manage its operations to minimize cash costs, while leveraging management's time and industry relationships to advance its business. The Company's CEO/Director has continued to support the business by providing cash advances, including \$43,718 in the six months ended August 31, 2024. In addition, the Company received shareholders' loans of \$5,000 and \$20,000 in June 2024 and May 2023, respectively. Proceeds from CEO/Director advances and shareholder loans were used in June 2024 to pay for annual reporting and filing expenses and other operating costs.

The Company's operating expenses follow:

	Three months ended		Six months ended	
	August 31, 2024	August 31, 2023	August 31, 2024	August 31, 2023
Expenses				
General and administrative	150	483	(715)	716
Professional fees	2,200	3,253	4,400	5,253
Shareholder relations and regulatory fees	4,804	5,786	6,619	6,886
Foreign exchange (gains) losses	-	37	-	37
Interest expense	477	384	860	392
	7,631	9,943	11,164	13,284
Net Loss and Comprehensive Loss	\$ (7,631)	\$ (9,943)	\$ (11,164)	\$ (13,284)

The Company's quarterly losses for the three months ending May 31, 2024 and 2023 are attributed to the following:

- General and administrative expenses include bank charges and other minor expenses and the reversal of an old liability for \$1,000.
- Professional fees related to quarterly accounting and financial reporting fees. The fees were lower in the three and six months ending August 31, 2024 compared to the comparative periods due to the timing of recording additional fees related to fiscal year end reporting.
- Shareholder and regulatory fees relate to transfer agent expenditures and news release charges, which were \$265 lower in the six months ending August 31, 2024 compared to the comparative period in 2023.
- Interest expense increased over the prior year due the longer period the shareholders' loans were outstanding and the \$5,000 loan received June, 3, 2024, which added to the \$20,000 in shareholder loans received in May 2023.

Exploration Activities

Battle Mountain Ridge

Exploration activities in the three and six months ended August 31, 2024 at the Battle Mountain Ridge Project are summarized in the Highlights section above.

Quebec Labrador Trough Project

Exploration activities this fiscal year will be limited to paying provincial fees to maintain the Company's claim's, which is routinely completed in the second half of the fiscal year.

James Bay Lowlands

No additional amounts have been invested during the periods under review, but it is anticipated that there may be further investment and takes on an added role during any new joint exploration and development

program. Any additional investment and activity would be subject to the Company obtaining additional financing, which has been difficult to obtain in the past two years.

Outstanding Share Capital

Waseco is authorized to issue an unlimited number of common shares. The issued and outstanding share capital at October 29, 2024 consists of 41,681,390 common shares.

On April 9, 2024, 2,400,000 stock options expired and on August 18, 2024, 400,000 stock options expired.

There are no outstanding options at August 31 2024. The following table summarizes stock options issued, expired and outstanding:

	Number of Stock Options	Weighted Average Exercise Price
Balance – February 28, 2023	2,800,000	\$ 0.071
Changes in the period	-	-
Balance – August 31, 2023	2,800,000	\$ 0.071
Changes in the period	-	-
Balance – February 29, 2024	2,800,000	\$ 0.071
Expired in the period	(2,800,000)	0.071
Balance – August 31, 2024	-	-

Other Statement of Financial Position Comparisons

On June 3, 2023, the Company received \$5,000 in proceeds from a shareholder loan, which increased the loan amount received on May 29, 2023 of \$20,000 pursuant to three shareholder loans, which included interest at 7.5% per annum and a maturity date of July 30, 2025. The funds were used in June 2023 to pay for the year end audit services, regulatory fees and past due invoices.

In the three and six months ended August 31, 2024, the Company's CEO advanced the Company \$42,124 and \$43,718, respectively (six months ended August 31, 2023 \$9,126), which was used to pay amounts owing to vendors, including to pay for the year end audit services. The advance is non-interest bearing and with no fixed term of repayment.

The Company's desire to conduct exploration and development on its properties has traditionally been primarily based upon its ability to enter into attractive joint venture arrangements with third parties to undertake exploration and development expenditures on its behalf or by funding the programs directly.

It is also the Company's intention to pursue introducing a joint venture partner to achieve a return on its intellectual property bearing on the development of its former Indonesian project, which, in the context of current prices for gold and zircon, may become an important by-product in the project. Unfortunately, market conditions have not facilitated discussions with potential partners during the past few years.

Dividends

The Company has neither declared nor paid any dividends on its Common Shares nor has any intention to do so in the foreseeable future. The Company intends to retain its earnings, if any, to finance growth and expand its operations and does not anticipate paying any dividends on its Common Shares in any near future short of establishing profitable production which there is no assurance of ever taking place.

Off Balance Sheet Arrangements

There are no off-balance sheet arrangements.

Related Party Transactions

Related party transactions include advances from, and consulting fees, management fees and compensation paid to key management personnel or to companies controlled by such individuals. Key management personnel are defined as officers and directors of the Company.

Directors do not have employment contracts with the Company and receive no cash compensation, while officers may have consulting contracts for providing their services. Both directors and officers are also eligible for share-based payments. As of August 31, 2024, no such stock options are outstanding. Expenditures recorded are summarized below:

	Three months ended August 31, 2024	Three months ended August 31, 2023	Six months ended August 31, 2024	Six months ended August 31, 2023
Management compensation	\$ 2,200	\$2,000	\$ 4,400	\$ 4,000

At August 31, 2024, amounts owing to the key management personnel include advances payable of \$564,171 (February 29, 2024 - \$520,453), shareholder loan of \$5,000 (February 28, 2024 - \$5,000), accounts payable and accrued liabilities of \$4,686 (February 29, 2024 - \$22,583).

These transactions are measured and recorded at their exchange amounts, being the amounts agreed to by the related parties and are not in excess of fair market values.

Liquidity Risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities as they become due. At August 31, 2024, the Company had a working capital deficiency of \$658,944 (deficiency at February 29, 2024 - \$626,630). To meet its longer-term working capital and property exploration expenditures, the Company will use its best efforts to secure further financing to ensure that those obligations are properly discharged. The Company received shareholder loans from three shareholders in the aggregate of \$20,000 in May 2024, and an additional \$5,000 in June 2024.

There can be no assurance that Waseco will be successful in its efforts to arrange additional financing on

terms satisfactory to the Company. In the meantime, the Chief Executive Officer, who is also a Director of the Company, has been supporting the Company's operations by extending shareholder advances to the Company with neither interest nor fixed repayment terms. If additional financing is raised by the issuance of shares from the treasury of the Company, control of Waseco may change and shareholders may suffer additional dilution.

Additional Capital

The continued exploration work by the Company may require substantial additional financing. There can be no assurance that additional capital or other types of financing would be available if needed or that, if available, the terms of such financings would be favorable to the Company. In addition, changes in commodity prices may affect the Company's ability to obtain financing as mineral property investment, which constitutes the primary activity of the Company, is linked to such prices.

Significant Accounting Policies

The Company's significant accounting policies are included in Note 2 of the Financial Statements and in Note 3 of the Company's audited consolidated financial statements for the year ended February 29, 2024, and they have been applied consistently to all periods presented.

Internal Control over Financial Reporting

Management is responsible for designing internal controls over financial reporting, or supervising their design, in order to provide reasonable assurance regarding the reliability of financial reporting and preparation of consolidated financial statements for reporting purposes in accordance with IFRS.

There was no change in the Company's internal controls over financial reporting that occurred in the year ended February 29, 2024 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

The control framework has been designed by management with assistance from accounting consultants. Based on a review of its internal control procedures at the end of the period covered by this MD&A, the conclusion of management is that the internal control over financial reporting is appropriately designed and operating effectively as of February 29, 2024.

Evaluation of Disclosure Controls and Procedures

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported to senior management, including the Company's President and Chief Executive Officer, on a timely basis so that appropriate decisions can be made regarding public disclosure.

As at the end of the period covered by this Management's Discussion and Analysis, management of the Company evaluated the effectiveness of the Company's disclosure controls and procedures as required by Canadian securities laws. Based on that evaluation, the President and Chief Executive Officer and the Chief Financial Officer have concluded that the disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed in the Company's annual

Certification of Disclosure in Issuers' Annual and Interim Filings and other reports filed or submitted under Canadian securities laws is recorded, processed, summarized and reported within the time periods specified by those laws and that material information is accumulated and communicated to management of the Company, including the President and Chief Executive Officer, as appropriate to allow timely decisions regarding required disclosure.

Timely Disclosure, Confidentially and Insider Trading Policy

Management has adopted the policy to ensure that Waseco and all persons to whom this Policy applies meet their obligations under the provisions of security laws and stock exchange rules by establishing a process for the timely disclosure of all Material Information.

Proposed Transactions

Management is continuously examining potential acquisitions or options of additional properties as they are presented to the Company. No such proposed transactions are presently pending. If the Company makes any commitments because of such transactions, it would be announced by way of a prompt press release.

TRENDS

There are no unusual trends, commitments, events or uncertainties presently known or identifiable to management that would reasonably be expected to have a material effect on the Company's business, financial condition or results of operations beyond the junior mining sector's continuing challenge to raise funds in the capital markets. This adverse trend continued for an unusually extended period. Although prospects for funding may have improved, the pricing of new capital may be excessively dilutive. It is also difficult to achieve material share appreciation based upon exploration funding, activity, and the time to generate successful results. The nature of the Company's business is demanding of capital for property acquisition costs, exploration commitments and holding costs. The Company intends to utilize cash on hand to meet these obligations and will continue to raise funds, as necessary, to augment this cash position. In recent times, Mr. Williams, the Chief Executive Officer, has been supportive in the Company's operations by extending advances to the Company with nil interest, no fixed terms of repayment or other considerations.

RISKS

There are certain risk factors that could have material effects on the Company that are not quantifiable at present due to the nature of the Company's industry segment and other considerations.

Exploration Development and Operating Risk

Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration and development, any of which could result in work stoppages, damage to property, and possible environmental damage.

None of the properties in which the Company has an interest has a current known body of commercial ore as defined under NI 43-101. Development of the Company's mineral properties would follow only upon obtaining satisfactory exploration results.

Mineral exploration and development involve a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration and development activities will result in any discoveries of commercially viable bodies of ore. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors.

Substantial expenditures are required to establish reserves through drilling, to develop metallurgical processes to extract the metal from the resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development could be obtained on a timely basis.

Business Risk

The success of the operations and activities of the Company is dependent to a significant extent on the efforts and abilities of its management, outside contractors, experts, and other advisors. Investors must be willing to rely to a significant degree on management's discretion and judgment, as well as the expertise and competence of the outside contractors, experts, and other advisors. The Company does not have a formal program in place for succession of management and training of management. The loss of one or more of the key employees or contractors, if not replaced on a timely basis, could adversely affect the Company's operations and financial performance.

Under the terms of the Option Agreement, SSR has the option, at its sole discretion, to complete minimum earn-in work requirements at BMR. The advancement of exploration activities at BMR is dependent upon SSR to allocate funding and resources to BMR, which will be subject to exploration development and operating risks and business risks similar to those noted above that may impact SSR.

Commodity Prices

The price of the Company's common shares, its financial results, and its exploration and development activities have been, or may in the future be, adversely affected by declines in the price of gold, uranium and/or other metals. Metal prices fluctuate widely and are affected by numerous factors beyond the Company's control such as the sale or purchase of commodities by various central banks and other financial institutions, expectations of inflation or deflation, currency exchange fluctuations, interest rates, global or regional consumption patterns, international supply and demand, speculative activities and increased production due to new mine developments, improved mining and production methods and international economic and political trends. The Company's revenues, if any, would be in large part derived from mining and sale of precious and base metals or interests related thereto. The effect of these factors on the price of precious and base metals, and therefore the economic viability of any of the Company's exploration projects, cannot accurately be predicted.

Market Volatility

In recent years, the securities markets in the United States and Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. There can be no assurance that continual fluctuations in price will not occur.

Additional Capital

The exploration activities of the Company may require substantial additional financing. Failure to obtain sufficient financing may result in delay or indefinite postponement of exploration and development of any and all of the Company's properties. There can be no assurance that additional capital or other types of financing would be available if needed or that, if available, the terms of such financings would be favourable to the Company. In addition, low commodity prices may affect the Company's ability to obtain financing.

Environmental and Permitting

All phases of the Company's operations are subject to environmental regulation in the various jurisdictions in which it operates. These regulations, among other things, mandate the maintenance of air and water quality standards, land reclamation, transportation, storage and disposal of hazardous waste. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors, and employees. There is no assurance that future changes in environmental regulation, if any, would not adversely affect the Company's operations.

Acquisition

The Company uses its best judgment to acquire mining properties for exploration and development. In pursuit of such opportunities, the Company may fail to select appropriate properties or acquisition candidates or negotiate acceptable agreements, including arrangements to finance the acquisitions and their development, or integrate such opportunity and their personnel with the Company. The Company cannot assure that it can complete any acquisition that it pursues on favourable terms, or that any acquisition completed would ultimately benefit the Company.

Competition

The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than it. Competition in the mining business could adversely affect the Company's ability to acquire suitable producing properties or prospective properties for mineral exploration in the future.

Land Title

The Company has not sought formal title opinions on its mineral property interests in Canada, the United States and in Indonesia. Any of the Company's properties may be subject to prior unregistered agreements or transfers or native land claims and title may be affected by undetected defects. The

Company has no present knowledge of any material defect in the title to any of the properties in which the Company has or may acquire an interest.