

ALMADEX MINERALS LTD.
MANAGEMENT'S DISCUSSION AND ANALYSIS
March 31, 2023

INTRODUCTION

This Management's Discussion and Analysis ("MD&A") for Almadex Minerals Ltd. ("Almadex" or the "Company") has been prepared based on information known to management as of May 30, 2023. This MD&A is intended to help the reader understand the condensed consolidated interim financial statements of Almadex.

Management is responsible for the preparation and integrity of the condensed consolidated interim financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management also ensures that information used internally or disclosed externally, including the condensed consolidated interim financial statements and MD&A, is complete and reliable.

The Company's board of directors follows recommended corporate-governance guidelines for public companies to ensure transparency and accountability to shareholders. The board's audit committee meets with management regularly to review the condensed consolidated interim financial statements, including the MD&A, and to discuss other financial, operating and internal-control matters.

All currency amounts are expressed in Canadian dollars unless otherwise noted.

FORWARD-LOOKING STATEMENTS

Information set forth in this MD&A may involve forward-looking statements under applicable securities laws. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. All statements, other than statements of historical fact, included herein including, without limitation, statements about the size and timing of future exploration on and the development of the Company's properties, management's belief that the Company's cash resources are sufficient to meet its working capital and mineral exploration requirements for its next fiscal year, the Company's expectations that it will make expenditures to comply with environmental laws and regulations, the Company's objectives and expectations regarding its capital resources are forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the Company's actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks: the need for additional financing; operational risks associated with mineral exploration; fluctuations in commodity prices; title matters; environmental liability claims and insurance; reliance on key personnel; the volatility of the Company's common share price and volume and other factors beyond the Company's control. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and the Company undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable securities laws. There can be no assurance that such statements will prove to be accurate, and future events and actual results could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from management's expectations are disclosed in the Company's documents filed from time to time via SEDAR with the Canadian regulatory

agencies to whose policies the Company is bound. Investors are cautioned against attributing undue certainty to forward-looking statements.

The users of this information, including but not limited to investors and prospective investors, should read it in conjunction with all other disclosure documents available under the Company's profile on SEDAR (www.sedar.com) and/or on the Company's website at www.almadexminerals.com.

Third-Party Technical Information

Except where otherwise stated, the disclosure herein relating to the Willow, Merit, Nicoamen, El Cobre, Los Venados and Ponderosa properties is based on information publicly disclosed by the owners or operators of these properties and information/data available in the public domain as at the date hereof and none of this information has been independently verified by Almadex. Additionally, as a royalty holder, Almadex has limited, if any, access to the properties subject to the royalties. Although Almadex does not have any knowledge that such publicly disclosed information may not be accurate, there can be no assurance that such third-party information is complete or accurate. Almadex expressly disclaims any responsibility for the accuracy, completeness or fairness of any such third-party information and refers the reader to the public reports filed by the operators for information regarding those properties. Some information publicly reported by the operator may relate to a larger property than the area covered by Almadex's royalty interests. Almadex's royalty interests may cover less than 100% and sometimes only a portion of the publicly reported mineral reserves, mineral resources and production of a property. Unless otherwise indicated, the technical and scientific disclosure contained or referenced in this press release, including any references to mineral resources or mineral reserves, was prepared in accordance with Canadian National Instrument 43-101 ("NI 43-101"), which differs significantly from the requirements of the U.S. Securities and Exchange Commission (the "SEC") applicable to U.S. domestic issuers. Accordingly, the scientific and technical information contained or referenced in this press release may not be comparable to similar information made public by U.S. companies subject to the reporting and disclosure requirements of the SEC. "Inferred mineral resources" have a great amount of uncertainty as to their existence and great uncertainty as to their economic and legal feasibility. It cannot be assumed that all or any part of an inferred mineral resource will ever be upgraded to a higher category. Historical results or feasibility models presented herein are not guarantees or expectations of future performance.

HIGHLIGHTS

During the quarter Almadex continued with the technical review of its active projects in Mexico, the U.S. and Canada, as well as its grassroots prospect generation activity in the U.S.

On March 13, 2023 the Company filed a National Instrument 43-101 technical report with Canadian securities regulators to support the updated mineral resource estimate ("MRE") with respect to the Logan Zinc/Silver project ("Logan", or the "Project") located in Yukon Territory, Canada.

100% Owned Projects

Davis/Paradise Gold-Silver Project, Nevada (wholly owned)

Almadex holds the rights to earn 100% of this property, which covers multiple targets, and is located approximately eight miles southeast of Gabbs, Nevada and five miles northeast of the Paradise Peak gold mine, which was active from 1984 to 1994.

Almadex commenced drilling this project in May 2022, initially targeting the Davis mine area to follow-up and confirm historic results with the aim of defining a second phase of drilling there. The Company also conducted first pass drilling on a sinter zone to test for underlying vein mineralisation.

On July 15, 2022, Almadex announced results from the first two of five holes drilled in the May/June program, with the two holes hitting multiple veins at the Davis Vein Target including 1.70 metres of 11.8 g/t gold and 68.2 g/t silver and 13.70 metres of 2.3 g/t gold and 24.1 g/t silver.

Significant core intervals from the first two holes include:

Hole DP-22-001 From 62.70 to 63.50 (0.80 metres) @ 17.1 g/t gold and 10.3 g/t silver
And From 65.50 to 67.20 (1.70 metres) @ 11.8 g/t gold and 68.2 g/t silver
And From 119.00 to 132.70 (13.70* metres) @ 2.3 g/t gold and 24.1 g/t silver
Including From 119.50 to 122.90 (3.40 metres) @ 3.0 g/t gold and 41.2 g/t silver
And From 130.0 to 130.80 (0.80 metres) @ 18.1 g/t gold and 39.4 g/t silver

Note: Estimated true widths are approximately 73% of the core intersections above.

Hole DP-22-002 From 19.40 to 21.50 (2.10 metres) @ 5.7 g/t gold and 22.3 g/t silver
And From 135.20 to 153.00 (17.80* metres) @ 1.2 g/t gold and 12.3 g/t silver
Including from 135.20 to 139.55 (4.35 metres) @ 1.9 g/t gold and 25.9 g/t silver
And From 146.35 to 153.00 (6.65 metres @ 1.87 g/t gold and 11.9 g/t silver
And From 152.00 to 153.00 (1.00 metre) @ 5.8 g/t gold and 3.5 g/t silver

Note: Estimated true widths are approximately 67% of the core intersections above.

On September 14, 2022 Almadex reported the results of drilling from the final three holes of its May/June 2022 drilling program at Davis/Paradise.

Two holes (DP22-003 and 4) were drilled in the sinter target area of the project (see figure below). The sinter target covers a zone of silicification interpreted to represent an ancient hot spring deposit and paleo water table environment. The hot spring layered silica deposits are locally crosscut by banded epithermal veins which dip to the west and strike roughly N-NE. Two holes were drilled from pads permitted before detailed mapping was conducted in this area. This detailed mapping indicates that the veins may dip away from the drilling, so future drilling is planned to be carried out from pads that can better facilitate holes to drill deep underneath the sinter area and cross cut veins at right angles to the structural measurements made on surface. A summary of results is as follows:

- DP-22-004 intersected a 2.0 metre interval from 59.50 metres averaging 1.16 g/t gold in a crustiform vein.
- DP-22-003 intersected a 0.5 metre interval from 269.0 metres that returned 0.32 g/t gold in a banded vein and a 2.0 metre interval from 304.3 averaging 0.19 g/t gold at the bottom of the hole in altered rock and veined volcanic.
- As noted above, mapping suggests that these holes were not collared optimally to intersect the banded veins mapped on surface in the sinter zone.
- Both sinter holes were associated with elevated epithermal pathfinder elements, supporting the interpretation that the altered zones and veins intersected are at high levels in the epithermal system that formed them.

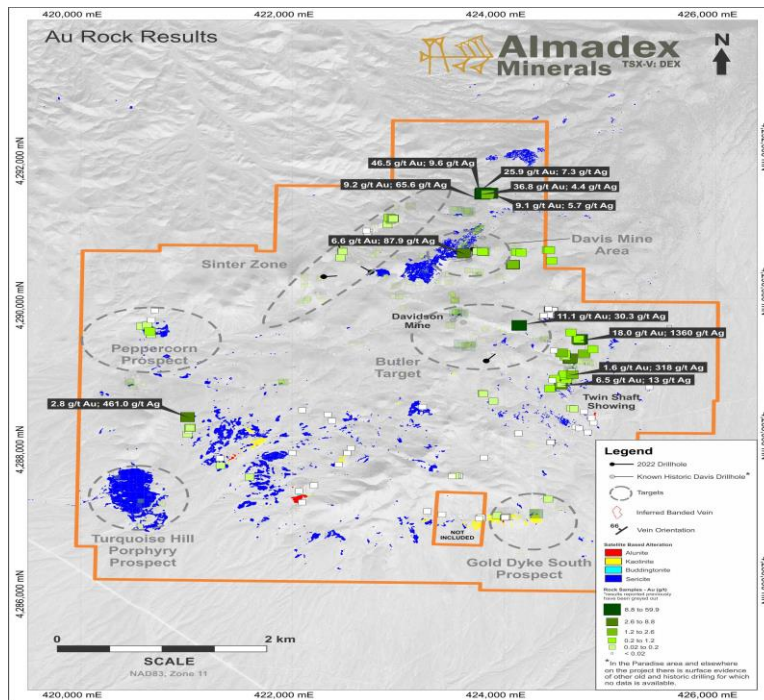
The final hole DP-22-005 was drilled in the Butler area. This first hole into this area did not intersect veining and returned no values of significance.

On September 22, 2022, Almadex reported results of its ongoing surface mapping and sampling program at the property (see figure below). Multiple zones of mineralisation have now been identified. Large zones of pervasive hydrothermal alteration have also been defined. The surface mapping and sampling had two different objectives; general evaluation of known showings and of previous exploration and historic mining areas, and evaluating the size of the southern lithocap zone based on an alteration characterisation study. Highlights of the results are as follows and shown on the figure below:

- At the western Peppercorn showing surface samples returned **0.4 metres @ 1.9 g/t gold and 1330 g/t silver, 0.2 metres @ 2.0 g/t gold and 415 g/t silver and a grab sample returned 6.0 g/t gold and 2410 g/t silver;**
- At the Davis North Zone, located 540 metres north of the Davis vein zone, three grab samples returned **2.1, 18.5 and 36.3 g/t gold;**
- At the Davidson mine, a chip sample over **0.3 metres returned 54.9 g/t gold and 865 g/t silver,** and a **0.2 metre chip sample returned 21.4 g/t gold and 1095 g/t silver;**
- At the Butler mine, a chip sample returned **0.2 metres @ 9.7 g/t gold;**
- At the Twin Shaft showing grab samples returned **38 g/t gold and 261 g/t silver, 9.9 g/t gold and 64.3 g/t silver, 5.2 g/t gold and 122 g/t silver, and 3.5 g/t gold and 35.1 g/t silver.**
- At the southern Gold-Dyke zone mapping has defined a 1.35 kilometre trend of intense high sulphidation alteration with quartz alunite cores surrounded by pyrophyllite and kaolinite-dickite haloes. One of the grab samples in this area returned **8.3 g/t gold;**
- In the Sinter area 30 surface samples were taken averaging **0.2 g/t gold and 2.2 g/t silver** including a 30 cm chip sample of a banded vein crosscutting the sinter which returned **1.2 g/t gold and a grab from a silicified breccia which returned 1.5 g/t gold.**

The project appears to cover three main hydrothermal mineralising events:

1. Gold-silver rich vein style mineralisation (intermediate sulphidation epithermal) at Davis, Davidson, Butler, Peppercorn and Twin Shaft in the Northern part of the project.
2. Auriferous mineralisation found in the advanced argillic alteration zone (high sulphidation epithermal, and porphyry lithocap alteration) at Gold-Dyke within the southern Paradise area of the property. This is described in more depth below.
3. Chalcedony-quartz-adularia banded vein mineralisation (low sulphidation epithermal) associated with paleo water table alteration including a preserved sinter, suggesting the preservation of the high level portion of an epithermal system.



The Company also reported on the results to date of alteration mapping in the southern portion of the property, which has identified a main 1.35km (E-W) zone of advanced argillic alteration associated with high-sulfidation epithermal mineralization and additional multiple regional indications of alteration associated with lithocaps. Strong replacement with vuggy silica texture stands in the center of this large alteration area. This work resolved clear alteration vectors/temperature gradients and defined alteration zoning interpreted to represent a well preserved lithocap with alunite core zones haloed by pyrophyllite, dickite then hypogene kaolinite to dominant muscovite alteration and finally to an outer peripheral propylitic alteration halo. High temperature diaspore was detected indicating the presence of a potential feeder structure.

This new mapping further confirms that the Paradise area represents a large lithocap with potential for both gold-silver high sulphidation mineralisation and porphyry copper mineralisation at depth, similar to that seen at the adjacent Paradise Peak gold deposit where both styles of mineralisation were observed.

On November 1, 2022, Almadex reported that Phase 2 drilling had resumed at this property with the aim of testing several targets, weather permitting, which include the Davis vein, the Turquoise Ridge copper porphyry target and the Sinter Zone target area. On November 22, 2022 the Company reported that it stopped drilling after the first hole due to cold temperatures and moved the drill elsewhere for a short end of year third party contract.

Qualified Persons and QA/QC for Davis/Paradise

Jocelyn Pelletier, P.Geol. a Qualified Person as defined by National Instrument 43-101 ("NI 43-101"), has reviewed, and approved the scientific and technical contents herein relating to Davis/Paradise. The analyses reported were carried out at ALS Chemex Laboratories of Reno, Nevada using industry standard analytical techniques. For gold, samples are first analysed by fire assay and atomic absorption spectroscopy ("AAS"). Samples that return values greater than 10 g/t gold using this technique are then re-analysed by fire assay but with a gravimetric finish. Silver is first analysed by Inductively Coupled Plasma - Atomic Emission Spectroscopy ("ICP-AES"). Samples that return values greater than 100 g/t silver by ICP-AES are then re analysed by HF-HNO₃-HClO₄ digestion with HCL leach and ICP-AES finish. Of these samples those that return silver values greater than 1,500 g/t are further analysed by fire assay with a gravimetric finish. Intervals that returned assays below detection were assigned zero values. Blanks, field duplicates and certified standards were inserted into the sample stream as part of Almadex's quality assurance and control program which complies with National Instrument 43-101 requirements. Several veins were intersected in the initial Davis drilling, suggesting 3 sub-parallel mineralised zones. The mineralised structure appears to strike 350 and dip 68° to the East. While all true widths cannot be accurately calculated at this stage of the program, it assumed that true widths in hole DP-22-001 are 73.1% of the core intersections reported while those in DP-22-002 are 66.9% of the core intersections reported.

Logan Zinc/Silver Project, Yukon (wholly owned)

San Pedro Gold-Silver Project, Mexico (wholly owned)

The San Pedro project is 100% owned by Almadex and is located in Jalisco State, Mexico. It is accessed from Guadalajara (the capital city of Jalisco) 115 km along a paved highway, followed by 7km on a maintained dirt road. The project is prospective for epithermal style gold and silver deposits.

The San Pedro project covers an area of high-sulphidation acid sulphate lithocap alteration (north area) as well as breccia zones with sulfides development showing elevated base and precious metals on the southern portion of the project. In 2022, the Company drilled four holes, three of which intersected broad zones of brecciation, with locally significant metals values found as large pervasive disseminated sulfides zone. Hole SP-22-003 intersected 4.51 metres of 656.8 g/t silver and 0.03 g/t gold (see news release of December 6th, 2022), SP-22-004 intersected 1.3 metres of 846.0 g/t silver (see news release of December 12th, 2022) and hole SP-22-005 intersected

2.9 g/t metres of 7.45 g/t gold (see news release of January 9th, 2023). Almadex intends to resume drilling at San Pedro during 2023.

Jocelyn Pelletier, P.Geo, a qualified person as defined by 43-101 reviewed and approved the scientific and technical contents herein relating to the San Pedro project.

Merit Property, British Columbia (wholly owned)

The Merit property consists of four mineral claims covering approximately 1,907 hectares and is located approximately 20 km northwest of Westhaven's Shovelnose Project.

In early 2022, a former option partner, Independence Gold Corp. ("Independence"), discontinued its option to earn a 60% interest in Merit, located in the Spences Bridge Gold Belt in B.C. However, during the option period, Independence reported comprehensive mapping of the property in the summer of 2019 with a total of 110 samples collected from vein and country rocks exposed at surface. The best results were found in chalcedonic quartz veins with dark sulphide bands, which have been defined as belonging to a 'low sulphidation epithermal' style deposit.

Independence further reported that samples from the property returned grades of up to 9.5 grams per tonne gold and 341 g/t silver and were found at several locations across the property. Surface exploration targeted several zones identified during the 2019 field season with the objective of further understanding, delineating and expanding targets.

In 2020, Independence reported that follow up work at the Central Zone found additional chalcedonic quartz material approximately 70m northeast of a 2019 high grade sample and returned 7.69 g/t Au and 447 g/t Ag. Independence reported that additional mapping and structural interpretation indicate that this area is part of the same structure that hosts the Sullivan Ridge veins but has been offset along a northwest to southeast trending fault. Follow up work at the Sullivan Ridge Target in 2020 discovered additional chalcedonic quartz veins that branch off at 10-15 degrees from the main vein. Samples from these veins returned grades of up to 4.35 g/t Au and up to 50 g/t Ag. A 200 m by 100 m area of branching veins were identified through mapping. Outcrops along a 700 m strike length also show potential for similar structures.

Nicoamen Property, British Columbia (wholly owned)

The Nicoamen property consists of nine mineral claims covering approximately 3,332 hectares and is located approximately 40 km northwest of Westhaven's Shovelnose Project.

In early 2022, a former option partner, Independence Gold Corp. ("Independence"), discontinued its option to earn a 60% interest in Nicoamen, located in the Spences Bridge Gold Belt in B.C. However, during the option period, Independence reported that exploration in 2019 included the collection of 41 surface rock samples, and a ground magnetic survey covering 50% of the property. Independence noted that the magnetic survey highlighted a "magnetic low" structural corridor that was coincident with mineralized chalcedonic quartz veins, returning up to 4.46 g/t gold. Access to several prospective areas was restricted in 2019 due to active logging and to Almadex's knowledge no further work was conducted at the property during the option period.

The Nicoamen property is fully permitted for a drill program.

Optioned Properties and Royalty Interests

Willow Copper-Gold Project, Nevada (wholly owned, optioned to third party)

The Willow property is optioned to Abacus Mining and Exploration ("Abacus") who announced on February 24th, 2022 that in 2021 three holes totaling approximately 1700 metres on Willow were drilled and that all holes intersected the Luhr Hill granite porphyry, which is the host rock of the four known porphyry copper-molybdenum (Cu-Mo) deposits in the Yerington camp. Two holes drilled on Willow by Abacus in 2018 were also reported to have intersected this porphyry granite rock, with one hole intersecting the Luhr Hill just before being lost. On April 20, 2022, Abacus

reported that all 2021 holes hit significant composited intervals of low-grade copper and molybdenum mineralization, and that all were well mineralized and altered, with individual intervals as high as 0.37% Cu over 1.1 m in AW21-001 and 0.38% Cu over 0.2 m in AW21-003. Abacus stated that the results indicate close proximity to a porphyry copper centre and clearly indicate that further drilling is warranted.

On January 12, 2023, the Company reported that it agreed to amend its option agreement with Abacus regarding the property. Under the original agreement, which was announced on February 15, 2017, Abacus could earn an initial 60% interest in the Property by incurring work expenditures totaling US\$3,000,000 and issuing a total of 2,500,000 shares (416,668 post-consolidation shares) to the Company over a five-year period. Upon having earned this initial interest, Abacus would be required to incur minimum annual exploration expenditures of US\$500,000 on Willow and, within 10 years, deliver a Feasibility Study in respect of the Willow to Almadex, subject to certain rights of extension. Abacus would earn an additional 15% interest in Willow upon delivery of a Feasibility Study to Almadex, at which point a 75:25 joint venture would be formed.

However, Abacus did not complete the necessary US\$3,000,000 in cumulative expenditures required to earn its initial 60% interest in the Property prior to the deadline under the option agreement. The agreement was therefore amended such that, in return for the issuance of 2,000,000 shares of Abacus to Almadex, Almadex agreed to extend Abacus's earn-in period to December 31, 2025, on the condition that AME completes US\$5,000,000 in total expenditures by that time.

Ponderosa gold-silver project, British Columbia (Sold to AU Gold Corp.)

The Ponderosa project lies within the Spences Bridge Gold Belt, British Columbia and roughly 20 km northwest of Westhaven Gold Corp.'s Shovelnose project. This project was under optioned to Au Gold Corp ("Au Gold") and on April 19, 2022, Au Gold announced that it had begun a diamond drill program at Ponderosa, and that the program would comprise a minimum 1,500 m of HQ diameter core drilling in 10 to 14 holes targeting the Tomahawk and Flat Iron Zones in the central part of the property.

On June 1, 2022, Au Gold announced that it had increased the drill program to 20 holes and approximately 2,200m. On August 4, 2022, Au Gold announced that it had received all assays from the diamond drill program, and that it successfully identified the structural hydrothermal system associated with the gold-bearing Tomahawk trench exposures and the surface alteration identified at the Flatiron target. Au Gold reported that drilling at both targets confirmed the shallow subsurface geometry of the silica-associated structural zones striking north-northeast and dipping moderately to the west, and that the drill program only partially tested two of four epithermal gold targets identified on the property.

On February 7, 2023, the Company announced that AU Gold had earned its 60% interest in Ponderosa under the option agreement with Almadex, and that Almadex had entered into an agreement (the "Agreement") to sell its remaining 40% interest in the property Au Gold in return for the following:

1. 750,000 shares of AUGC payable on closing;
2. The grant of a 2.0% NSR to Almadex;
3. 500,000 shares of AUGC conditional upon definition of a mineral resource of at least 250,000 ounces gold.

El Cobre Royalty (1.75% NSR)

During the quarter, Azucar Minerals continued its drill program at El Cobre and on October 6, 2022, announced completion of its second hole into the large lithocap target discussed in its press release of March 10, 2022.

Similar to the first hole (see Azucar release dated May 27, 2022), the second hole in this area (EC-22-115) passed through typical clay dominant lithocap alteration into phyllic alteration. Large intervals of brecciated rock were intersected possibly reflecting a diatreme like body that may have disrupted any earlier porphyry alteration zonation in this area. Alteration data has been collected from the core using a Terraspec infrared spectrometer along with samples for assay and fluid inclusion analysis.

Azucar reported that any future drilling in this area will be guided by the results and interpretation of these analyses from both holes.

Los Venados Royalty (2% NSR)

During the quarter, Aloro Mining Corp. (“Aloro”) announced that it and Alamos agreed to extend the term of the Option Agreement on the property by a period of 3 years to October 19, 2025. Aloro noted that Alamos must have expended a total US\$5,000,000 by the end of the term of the Option in order to earn their 70% interest in the Los Venados Project.

Almadex holds a 2% NSR on the Los Venados claim and received 2,000,000 shares of Aloro during the option earn-in period.

El Encuentro Royalty (2.0% NSR)

Shortly after quarter end the Company received an annual advance royalty payment of US\$33,332 relating to this royalty. These advance royalties are payable in January of each year.

Contract Drilling Activities

The Company remained active seeking drill contracts to arms-length companies in North America during the quarter. The Company will deployed some of its idle drill rigs and staff to jobs where it anticipates that the drill contracts will off-set some of the prospect development activities it is engaged in this year.

OVERALL PERFORMANCE

Background

The Company was incorporated on February 26, 2018 under the laws of the Province of British Columbia. The Company’s business activity is the acquisition and exploration of mineral properties in Canada, the United States and Mexico.

Almadex’s management team has been focused on exploration and discovery in Mexico, the United States and Canada for the past 35 years. Traditionally, management has managed risk by forming joint ventures in which partner companies explore and develop projects in return for the right to earn an interest in them. This approach has exposed shareholders to discovery and capital gains without as much funding and consequent share dilution as would be required through sole development of exploration properties. In some cases, projects were advanced further when they were considered of such merit that the risk/reward ratio favored that approach. In other cases, if a property was optioned out with unsatisfactory results and returned to management but considered by management to still have merit, the property rights were retained in order to demonstrate further potential. This is the fashion in which the Ixtaca and El Cobre discoveries were made by Almadex’s management team, as the underlying projects were optioned to several different partners prior to discovery. Ixtaca and El Cobre are currently held in separate public companies, Almaden Minerals Ltd. (“Almaden”) and Azucar Minerals Ltd (“Azucar”), respectively, although Almadex retains an NSR royalty on both projects.

Company Mission and Focus

Almadex is an exploration company specializing in the discovery of new mineral prospects. The Company currently has an asset portfolio comprised of over numerous exploration properties, NSR royalties, gold bullion, equities and cash.

This portfolio of assets is the direct result of over 35 years of prospecting, discovery and deal making by Almadex's management team. Almadex seeks to continue the legacy of discovery by its respected technical team through responsible and cost-effective idea generation and exploration using its seasoned staff of Mexican geologists and drillers, company-owned drills, and strong working capital position.

Qualified Person

Unless noted otherwise, Morgan Poliquin, Ph.D., P.Eng., a qualified person under the meaning of National Instrument 43-101 ("NI 43-101"), and the President, Chief Executive Officer and a director of Almadex, has reviewed and approved the technical disclosure in this MD&A.

MINERAL PROPERTIES

Following is a brief description of the more active mineral properties owned by the Company. Additional information can be obtained from Almadex's website www.almadexminerals.com.

Davis/Paradise Project - Nevada

Almadex consolidated the Davis/Paradise Valley area during 2019 by optioning from the underlying owners the Davis property, which adjoins the Paradise Valley property which had been staked by Almadex's predecessor company. Almadex then optioned the combined properties to another company in 2020, prior to terminating that option agreement in accordance with its terms in August, 2021, thus retaining rights to acquire 100% of the project, subject to an underlying royalty as disclosed in its press release of August 11, 2021.

The project is located in the Walker Lane, a structural zone of mainly northwest-trending, strike-slip faults along the western edge of the Great Basin that hosts significant, historic and currently producing, epithermal precious metal deposits including the Comstock Lode at Virginia City, the Round Mountain gold deposit, Paradise Peak, Tonopah and Goldfield.

The Northern Davis portion of the property covers an area of high-level epithermal alteration and veining, as well as an area of alteration interpreted to represent a sinter and breccia system, extending over 1.5 km in length running parallel to the Davis zone. These exposed vein hosted gold-silver zones have seen historic mining and various exploration drill programs. The property was held by USSRAM Exploration from 1979 to around 2004, during which time various exploration and drilling programs were carried out on the property, including eleven drill holes to investigate mineralisation in the historic Davis mine area. While this historic Davis Mine area drilling cannot be verified by the Company, as it was not completed in accordance with NI 43-101, it provides a clear exploration focus. One of the significant intercepts from this historic drilling program is reported to have returned 40 feet (12.2 metres) of 0.18 oz/t gold (6.2 g/t gold) and 0.62 oz/t silver (21 g/t silver). The strike and dip of the Davis vein was interpreted by the historic operators but cannot be verified by the Company at this time so true widths cannot be estimated or confirmed by the Company.

The Southern Paradise portion of the property covers high level acid sulphate quartz alunite alteration as well as a zone of phyllic alteration identified by past alteration mapping and a recent WorldView remote sensing study conducted by the Company in 2020 with results received in 2021. This new data suggests that the Paradise area represents a large lithocap with potential for both gold-silver high sulphidation mineralisation and porphyry mineralisation at depth, similar to that seen at the adjacent Paradise Peak gold deposit where both styles of mineralisation were

observed. There is evidence of historic drilling on the Paradise property with unknown results. In early 2022 a claim internal to the Almaden claim package was optioned under terms to acquire a 100% interest through a series of payments. Field work conducted in April on the claim mapped an area of strong phyllic alteration associated with several styles of quartz veining with pyrite and chalcopyrite evident, suggesting a porphyry style of mineralisation. Samples were collected for assay and fluid inclusion petrography to confirm this interpretation.

Location and Ownership

Davis/Paradise comprises 358 claims totalling approximately 2,800 hectares with multiple targets, located approximately eight miles southeast of Gabbs, Nevada and five miles northeast of the Paradise Peak gold mine, which was active from 1984 to 1994. Almadex Minerals holds the right to acquire 100% of the project, subject to an underlying royalty as disclosed in its press release of August 11, 2021.

Recent Updates

Almadex intends to drill several targets at Davis/Paradise during 2023, including the Davis vein, the Turquoise Ridge copper porphyry target and the broad Paradise high sulphidation alteration areas.

Logan – Yukon Territory, Canada

Almadex announced that it had acquired 100% ownership of the Logan Zinc, Silver project (“Logan”, or the “Project”) on May 26, 2022. Logan is located 108 km northwest of Watson Lake in south central Yukon. The Project consists of 156 contiguous quartz mining claims located in the Watson Lake Mining District, covering over 3,200 hectares. The Project is located on the traditional territory of the Ross River Dena Council and Liard First Nation, 38 km north of the Alaska Highway. Access for past major work programs was facilitated with a 52 km long winter road from the Alaska Highway. In 1987, a 700 m long by 20 m wide gravel airstrip was established on the Property; future use of the airstrip would require surface re-levelling, but small, short runway aircraft may be able to land at this time. The winter road permit was not renewed past 2009 and re-opening the road would require further permitting. Currently, the Project can be accessed via helicopter.

On September 13, 2022, Almadex reported the completion of a site visit to Logan by an independent geological team.

The historic drill core was identified on site, select intervals were re-sampled, and a suite of samples for specific gravity (density) determination were collected to verify the historic drilling results with the aim of producing a current mineral resource estimate.

In total, 232 verification samples were collected from representative mineralized intercepts geographically separated across the deposit (including 15% QA/QC duplicate, standard and blank samples) comprising 231 metres of half drill core from three separate holes from the 1986, 1987 and 1998 historical drill campaigns.

Subsequent to quarter-end, the Company announced completion of an updated mineral resource estimate (“MRE”) at Logan.

The Logan deposit consists of fracture and vein hosted zinc-silver mineralization within a granitic intrusion. The Main Zone occurs along an 8,000m long NE-trending fault-related structure. The Main Zone is tabular, dips 70 degrees to the NW, extends for 1,100m along strike, varies from 50m to 150m in width, and has been traced to depths of 275m and remains open. The mineralization is up to 90 metres thick in relatively gentle terrain and minimal overburden, making it potentially attractive for open pit mining. Recent drill core re-analysis indicated potentially economically significant values of the critical metal indium (In), not historically assayed for, averaging 35 parts-per-million (ppm) In and up to 273 ppm In. Indium is integral to solar panel manufacturing and a key input in semiconductors and many materials needed for advanced vehicle manufacturing.

The Mineral Resource Estimate (MRE) is presented in Table 1.

Table 1 – Logan Project Open Pit Constrained Mineral Resource Estimate

Classification	Zn Cutoff (%)	Tonnes	Zn (%)	Ag (g/t)	Zn (Mlb)	Ag (Moz)
Indicated	1.6	2,620,000	5.1	23.1	294	1.94
Inferred	1.6	16,930,000	4.3	18.2	1622	9.98

Notes:

1. *Mr. Mike Dufresne, P.Geol., P.Geo. of APEX Geoscience Ltd., who is deemed a qualified person as defined by NI 43-101 is responsible for the completion of the updated mineral resource estimation, with an effective date of January 17, 2023.*
2. *Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.*
3. *The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.*
4. *The Inferred Mineral Resource in this estimate has a lower level of confidence than that applied to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of the Inferred Mineral Resource could potentially be upgraded to an Indicated Mineral Resource with continued exploration.*
5. *The Mineral Resources were estimated in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions (2014) and Best Practices Guidelines (2019) prepared by the CIM Standing Committee on Reserve Definitions and adopted by the CIM Council.*
6. *The cut-off grade of 1.6% Zn is based on metal prices of US\$1.30/lb Zn and US\$19/oz Ag and 0.77 US\$ per C\$, with process recoveries of 95% Zn and 80% Ag.*
7. *The constraining pit optimization parameters assumed C\$3.50/t mineralized and waste material mining cost, 45° pit slopes and a process + G&A cost of C\$35/t, using a 1.5 revenue factor that equates with metal price assumptions of US\$1.95/lb Zn, US\$28.50/Oz Ag and 0.77 US\$ per C\$.*
8. *The effective date of the Mineral Resources Estimate is January 17, 2023.*

Mineral Resource Estimation Methodology

Modeling was conducted in the Universal Transverse Mercator (UTM) coordinate space relative to the North American Datum (NAD) 1983, and UTM zone 9N. The mineral resource block model utilized a block size of 6 m (X) x 6 m (Y) x 6 m (Z) to honour the mineralization wireframes. The percentage of the volume of each block below the bare earth surface, below the modeled waste overburden surface and within each mineralization domain was calculated using the 3D geological models and a 3D surface model. For the open pit optimisation, block values were diluted. The MRE is reported as undiluted with an effective date of January 17, 2023.

The Logan Property drillhole database consists of 58 drill holes that intersected the interpreted mineralization wireframes. The zinc and silver assays were composited to 2-meter composites lengths and the estimation utilized 2,651 composited samples. A total of 1.2% of the total drilled meters inside the interpreted mineralization wireframes were not sampled, assumed to be waste, and assigned a nominal waste value of half the detection limit of modern assay methods (0.0005 % Zn, 0.3429 g/t Ag).

Zinc and silver estimation was completed using Ordinary Kriging. The search ellipsoid size used to estimate the Zn and Ag grades was defined by the modelled variograms. Block grade estimation employed locally varying anisotropy, which uses different rotation angles to define the principal directions of the variogram model and search ellipsoid on a per-block basis. Blocks within estimation domains are assigned rotation angles using a modelled 3D mineralization trend surface wireframe, which allows structural complexities to be reproduced in the estimated block model. The number of variogram structures, contributions of each structure, and their ranges are set per estimation domain and do not vary within the estimation domain.

A total of 201 bulk density samples are available from the Logan Property drillhole database. APEX personnel performed exploratory data analysis of the bulk density samples available and the density was assigned for each domain in the Logan Property. The density of the deposits ranged from 2.63 g/cm³ to 2.66 g/cm³. The non-mineralized zones were assigned density based on lithological unit. The modeled overburden was assigned a density of 1.8 g/cm and the remaining country rock was assigned a density of 2.57 g/cm³.

The unconstrained resource block model was subjected to several open pit optimization scenarios to establish that the Logan Project has the potential for future economic extraction. Blocks partially outside the mineralized wireframes were diluted with a nominal waste value of 0.0005 % Zn and 0.3429 g/t Ag based on the volume of the block outside of the mineralized wireframes. The process + G&A cost of C\$NSR cutoff of \$35/t is used to determine potential mill feed and is approximately equivalent to a 1.6 % Zn cutoff grade. Mr. Dufresne considers the parameters reasonable to constrain the mineral resource estimate and establish that the Logan Project has the potential for future economic extraction. The overall strip ratio for the Logan Property Open Pit is approximately 5.3:1.

There are no other known factors or issues known by the QP that materially affect the MRE other than normal risks faced by mining projects. The Logan Project is subject to the same types of risks that large base metal projects experience at an early stage of development in Canada. The nature of the risks relating to the Project will change as the Project evolves and more information becomes available. The Company has engaged experienced management and specialized consultants to identify, manage and mitigate those risks.

QAQC

The historical zinc and lead analyses which underpin the MRE were carried out at Bondar Clegg and ALS Chemex Laboratories at North Vancouver, British Columbia. Preparation of samples for assaying is assumed to have involved standard crushing, grinding and pulverization to produce pulps for assaying via hot aqua-regia and analysis via atomic absorption.

The QP's conducted re-assaying of select mineralized intervals (approximately 5% of the drill database) and collected a suite of samples for specific gravity (density) determination to verify the historic drilling results. In total 232 verification samples were collected from representative mineralized intercepts geographically separated across the deposit (including 15% QA/QC duplicate, standard and blank samples) comprising 231 metres of half drill core from three separate holes from the 1986, 1987 and 1998 historical drill campaigns. Replicate samples were submitted for analysis to ALS Canada Ltd. ("ALS") at their Whitehorse, YT (sample preparation) and Vancouver (ICP-MS), B.C. facilities. ALS is an ISO-IEC 17025:2017 and ISO 9001:2015 accredited geoanalytical laboratory and is independent of the Almadex and the QP. Drill core samples were subject to crushing at a minimum of 70% passing 2 mm, followed by pulverizing of a 250-gram split to 85% passing 75 microns. A 0.1-gram sample pulp was then subject to multi-element ICP-MS analysis via four acid digestion to determine individual metal content (ME-MS61). Zinc and silver values greater the 1% and 100 ppm, respectively were subject to overlimit analysis via four-acid ICP-AES (ME-OG62). The QP followed industry standard procedures for the work carried out on the Logan Project, with a quality assurance/quality control ("QA/QC") program. Blank, duplicate, and standard samples were inserted into the sample sequence sent to the laboratory for analysis. The QP detected no significant QA/QC issues during review of the data. Almadex and the QP's are not aware of any drilling, sampling, recovery, or other factors that could materially affect the accuracy or reliability of the data referred to herein.

The scientific and technical information relating to the above MRE on Logan has been reviewed and approved by Michael Dufresne, M.Sc., P.Geol., P.Geo. (AB-BC), Kristopher J. Raffle, P.Geo. (BC) and Alfonso Rodriguez, M.Sc. P.Geo. (BC), President, Principal and Consultant, and Senior Geologist, of APEX Geoscience Ltd. of Edmonton, AB, who are independent "Qualified Persons" as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects. Mr.

Dufresne, Mr. Raffle and Mr. Rodriguez verified the data disclosed which includes a review of the analytical and test data underlying the information and opinions contained therein.

A National Instrument 43-101 technical report (“NI 43-101” or “Technical Report”) Logan has been filed with Canadian securities regulators to support the MRE. The Technical Report is available on SEDAR and on Almadex’s website.

San Pedro – Mexico

The project is prospective for epithermal style gold and silver deposits. Past work by Almadex and previous operators includes surface sampling, geophysics, and drilling. A 55-sample reconnaissance rock chip sampling program conducted by APEX Geoscience Ltd. for a previous operator returned gold values from below detection to 12.4 g/t gold (averaging 0.44 g/t gold) and 0.07 to 2,490 g/t silver (averaging 71.0 g/t silver). Historical reports in the Company’s possession indicate that past (ca. 2006) reverse circulation drilling results included 6.08 metres drilled width averaging 1.65 g/t gold and 19.5 g/t silver. The estimated true width of the mineralized zone is unknown, and additional drilling will be required to verify the reported results, which appear to have targeted high gold, silver, and base metals in soil anomalies.

Location and Ownership

The 100% owned San Pedro Property has a total area of 990 hectares and is located in Jalisco State, Mexico. It is accessed from Guadalajara, 115 km along a paved highway. The San Pedro mining claim is registered to Almadex’s Mexican subsidiary, Minera Gavilán.

Recent Updates

In 2022, the Company drilled four holes, three of which intersected broad zones of brecciation, with locally significant metals values found as large pervasive disseminated sulfides zone. Hole SP-22-003 intersected 4.51 metres of 656.8 g/t silver and 0.03 g/t gold (see news release of December 6th, 2022), SP-22-004 intersected 1.3 metres of 846.0 g/t silver (see news release of December 12th, 2022) and hole SP-22-005 intersected 2.9 g/t metres of 7.45 g/t gold (see news release of January 9th, 2023). The project is accessed from Guadalajara, 115 km along a paved highway.

Jocelyn Pelletier, P.Geo., a qualified person as defined by 43-101 reviewed and approved the scientific and technical contents herein relating to the San Pedro project.

Lajas - Mexico

The Lajas Project is 100% owned by Almadex, located in Zacatecas State, and comprises 2,113 hectares. The property covers a low-lying area with exposed epithermal veins. Veining was first identified by the Company during a regional exploration program and the property was acquired by staking. In the past, the Company completed mapping, sampling and IP geophysical surveys. A field program completed in late 2021 was successful in refining targets to test exposed epithermal veins prior to a first pass diamond drill program planned for once all permits and permissions are in place.

Yago – Mexico

The Yago Property (“Yago”) is comprised of 23 mineral claims that total approximately 3,846 hectares, and is owned 100% by Minera Gavilán, Almadex’s Mexican subsidiary. The claims are subject to two royalties; a 1% NSR royalty which applies to all claims and is capped at CAD\$1,000,000, and a 2% NSR (on gold and silver) on the Yago Sur claim, which is capped at US\$250,000.

Yago is located in the state of Nayarit near the Pacific Coast of Mexico, seven kilometres from highway 15 which is one of the major thoroughfares from the United States to Mexico City. The project covers an area of extensive epithermal quartz-adularia veining. Many of the veins have had historic production. In the La Sarda area of the property, minor production was underway in shallow workings on four separate veins until February 2000.

Yago was acquired by Gavilán in 1997. From 1998 to 2009, Yago was optioned by several different companies, and on June 10, 2013, Gavilán sold Yago to Tarsis Minerals (now Alianza Minerals Ltd.) as part of a package of properties for 4,000,000 common shares of Tarsis and a 2% Net Smelter Return (“NSR”) royalty on future production on all these properties. On February 16, 2016, Gavilán re-purchased Yago from Alianza in return for a 1% NSR royalty capped at CAD\$1,000,000.

The Company completed some prospect drilling at Yago in fiscal 2019, as reported in news releases of February 26 and April 3, 2019, and is currently considering alternatives for further advancing the property.

Victoria – Mexico

The Victoria Project (formerly referred to as the Nueva España project) covers an area of historic mining which targeted epithermal silver rich veins and is in Puebla State. The Company intends to review the past data and conduct some surface exploration work to define targets for a potential future drill program to test beneath the level of historic mining.

Upcoming / Outlook

The Company anticipates further work at projects in the Company portfolio, as well as continued regional exploration and generative work in North America.

Other Properties

Other properties consist of a portfolio of early-stage exploration projects located in Canada, the United States of America, and Mexico. During the three months ended March 31, 2023, the Company incurred acquisition costs and exploration costs of \$28,978 (2022 - \$43,902) on mainly a care-and-maintenance basis before recovery. The difference was recorded as a write-down of \$129,596 (2022 - \$43,902) with respect to these properties.

RISK FACTORS

The Company is engaged in exploration for mineral deposits. These activities involve significant risks which, even with careful evaluation, experience and knowledge, may not, in some cases, be eliminated. The Company’s success depends on a number of factors, many of which are beyond its control. The primary risk factors affecting the Company include inherent risks in the mining industry, metal price fluctuations and operating in foreign countries and currencies. In addition to the risks described herein, readers of this MD&A are encouraged to read the “Risk Factors” contained in the Company’s annual management discussion and analysis filed on and available under the Company’s SEDAR profile on www.sedar.com. Important risk factors to consider among others are:

- inherent risks within the mining industry;
- market volatility for marketable securities and investments;
- mineral resource estimates;
- prices of gold, silver and other metals;
- cash flows and additional funding requirements;
- exchange rate fluctuations;
- Impact of COVID-19 Pandemic
- environmental;
- laws, regulations and permits,
- political, economic and social environment;
- title to mineral properties;
- possible dilution to present and prospective shareholders;
- material risk of dilution presented by large number of outstanding share purchase options and warrants;
- trading volume;

- volatility of share price;
- competition;
- dependence on management; and
- conflict of interest.

Impairment of Exploration and Evaluation Assets

The Company assesses its exploration and evaluation assets quarterly to determine whether any indication of impairment exists. Common indications of impairment, which is often judgemental, include, but are not limited to, that: the right to explore the assets has expired or will soon expire and is not expected to be renewed, substantive expenditure of further exploration is not planned, or the results are not compelling enough to warrant further exploration by the Company.

At March 31, 2023, the Company concluded that impairment indicators existed with respect to certain of its exploration and evaluation assets. An impairment of deferred exploration costs of \$129,596 for the three months ended March 31, 2023 (2022 - \$43,902) has been recognized.

Material Financial and Operations Information

Summary of Quarterly Results

The following is a summary of the Company's financial results for the Company's eight most recently completed fiscal quarters stated in Canadian dollars in accordance with IFRS:

	Q1 March 2023 Quarter	Q4 December 2022 Quarter	Q3 September 2022 Quarter	Q2 June 2022 Quarter
	\$	\$	\$	\$
Total revenue	252,180	1,727,299	2,703,508	1,534,906
Income and comprehensive income	253,146	247,768	1,806,915	661,939
Income per share – basic	0.00	0.01	0.03	0.01
Income per share – diluted	0.00	0.01	0.03	0.01
Total assets	28,685,677	28,438,939	28,661,486	26,453,112
Cash dividends declared	-	-	-	-

	Q1 March 2022 Quarter	Q4 December 2021 Quarter	Q3 September 2021 Quarter	Q2 June 2021 Quarter
	\$	\$	\$	\$
Total revenue	1,489,651	2,000,568	1,593,072	375,207
Net income (loss) and comprehensive income (loss)	503,523	764,241	12,875,481	(592,731)
Income (loss) per share – basic	0.01	0.01	0.21	(0.01)
Income (loss) per share – diluted	0.01	0.01	0.21	(0.01)
Total assets	26,340,751	25,917,277	24,369,833	11,444,404
Cash dividends declared	-	-	-	-

Quarterly variances in total revenue are dependent on the interest income earned from various levels of cash balances, exploration and drilling services to various mining companies and financing fees from the gold loan to Almaden. The main causes of change in net income (loss) from quarter to quarter are dependent on revenue earned during the quarter; operating expenses for general and administration and other income (loss) from various sources as discussed in Review of Operations and Financial Results section below.

Results of Operations and Financial Results

Results of Operations for the three months ended March 31, 2023 compared to the three months ended March 31, 2022

For the three months ended March 31, 2023, the Company recorded a net income and comprehensive income of \$253,146 (2022 – \$503,523) or a basic and diluted net income of \$0.00 (2022 – \$0.01) per share mainly due to the decrease in revenue from exploration and drilling services in Mexico and USA. The revenue of \$252,180 (2022 - \$1,489,651) during the three months ended March 31, 2023, is much lower than the revenue generated the same time last year due to the lack of contract exploration and drilling services performed. Total revenue also consists of interest income of \$118,607 (2022 - \$3,209) from higher yields on cash balances; and financing fees of \$88,618 (2022 - \$74,036) earned from the gold loan to Almaden.

A significant portion of total expenses of \$566,716 (2022 - \$784,212) during the three months ended March 31, 2023 were related to general and administrative expenses incurred by the Company to review business opportunities and to administer the on-going business activities. An increase in administrative services fee of \$255,820 compared to \$171,071 during 2023 is due to an increase in oversight of the exploration and prospecting services. The administration service fees were paid to Almaden during the three months ended March 31, 2023 for providing office rent, executive management services, marketing support and technical oversight to Almadex.

Significant non-cash items during the three months ended March 31, 2023 included impairment of exploration and evaluation assets of \$129,596 (2022 - \$43,902), unrealized gain on marketable securities and investments of \$174,253 (2022 – unrealized loss of \$105,296) and unrealized gain on gold loan receivable of \$359,699 (2022 – \$207,523). Impairment of exploration and evaluation assets fluctuates period to period based on management’s evaluation of the carrying value of each exploration and evaluation asset interest held at that time. Unrealized loss on marketable securities relates to share price fluctuations in the capital markets. The unrealized loss on gold loan receivable relates to the fluctuation in spot gold price in the commodities market at March 31, 2023.

Liquidity and Capital Resources

At March 31, 2023, the Company had working capital of \$19,477,480, including cash and cash equivalents of \$18,128,763.

Management believes that the Company’s cash resources are sufficient to meet its working capital and mineral exploration requirements for its next fiscal year, as these expenditures are considered discretionary by management. The Company has no material commitments for the next fiscal year. Management has a proven track record to be able to raise money and monetize non-core assets.

Three months ended March 31, 2023

Net cash from operations during the three months ended March 31, 2023 was \$21,772 (2022 - \$250,807), after adjusting for non-cash activities.

Net cash used in investing activities during the three months ended March 31, 2023 was \$289,181 (2022 - \$227,254) relates to expenditures on exploration and evaluation assets of \$285,176 (2022 - \$168,113), and property and equipment purchases of \$4,005 (2022- \$96,847).

Net cash used in financing activities during the three months ended March 31, 2023 was \$Nil (2022 - \$Nil).

Disclosure of Outstanding Share Data

The authorized share capital of the Company consists of an unlimited number of common shares without par value.

	Number of Common Shares Issued & Outstanding	Share Capital Amount
December 31, 2021	60,584,969	\$23,307,146
December 31, 2022	60,702,521	\$23,322,121
May 30, 2023	60,980,918	\$23,538,300

Share issuances during fiscal 2023

The Company had no share issuances as at March 31, 2023.

The following table summarizes information about warrants outstanding at May 30, 2023:

Expiry date	Exercise Price	December 31, 2022	Issued	Exercised	Expired	May 30, 2023
October 16, 2023 ⁽¹⁾	\$ 0.40	5,400,000	-	-	-	5,400,000
Warrants outstanding and exercisable		5,400,000	-	-	-	5,400,000
Weighted average exercise price		\$ 0.40	-	-	-	\$ 0.40

⁽¹⁾ On September 23, 2022, warrants with an expiry date of October 16, 2022 were extended to October 16, 2023.

The table in Note 9(c) to the consolidated financial statements summarizes information about warrants outstanding at December 31, 2022.

The Company grants directors, officers, employees and contractors options to purchase common shares under its Stock Option Plan. This plan and its terms are detailed in Note 9(d) to the consolidated financial statements for the period ended December 31, 2022, which are available on SEDAR at www.sedar.com.

The following table summarizes information about stock options outstanding at May 30, 2023

Expiry date	Exercise price	December 31, 2022	Granted	Exercised	Expired/ cancelled	May 30, 2023
May 11, 2023	\$ 0.26	2,579,200	-	(2,118,200)	(461,000)	-
June 14, 2023	\$ 0.27	353,000	-	-	-	353,000
July 8, 2023	\$ 0.30	757,800	-	-	-	757,800
December 5, 2023	\$ 0.31	1,075,000	-	-	-	1,075,000
January 26, 2024	\$ 0.31	50,000	-	-	-	50,000
May 31, 2027	\$ 0.28	425,000	-	-	-	425,000
December 17, 2027	\$ 0.34	-	330,000	-	-	330,000
May 12, 2023	\$ 0.31	-	2,693,200	-	-	2,693,200
Options outstanding and exercisable		5,240,000	3,023,200	(2,118,200)	(461,000)	5,684,000
Weighted average exercise price		\$ 0.28	\$ 0.31	\$ 0.26	\$ 0.26	\$ 0.31

As of the date of this MD&A, there were 60,980,918 common shares issued and outstanding and 72,064,918 common shares outstanding on a diluted basis.

Environmental Provisions and Potential Environmental Contingency

The Company's mining and exploration activities are subject to various federal, provincial and state laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations. The Company estimates that future reclamation and site restoration costs based on the Company's exploration activities to date are not significant however the ultimate amount of reclamation and other future site restoration costs to be incurred in the future is uncertain.

Off-Balance Sheet Arrangements

None.

Contractual Commitments

None.

Proposed Transactions

None.

Transactions with Related Parties

(a) Compensation of key management personnel

Key management personnel include those persons having the authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The aggregate value of compensation to key management personnel was as follows:

Three months ended March 31, 2023	Fees ⁽¹⁾	Share-based Payments	Total
	\$	\$	\$
Chair	23,400	-	23,400
President & CEO	56,063	29,400	85,463
CFO	40,625	12,600	53,225
EVP	40,625	4,200	44,825
Directors	-	-	-
	160,713	46,200	206,913

Three months ended March 31, 2022	Fees ⁽¹⁾	Share-based Payments	Total
	\$	\$	\$
Chair	16,200	-	16,200
President & CEO	38,813	-	38,813
CFO	28,125	-	28,125
EVP	28,125	-	28,125
Directors	-	-	-
	111,263	-	111,263

⁽¹⁾ Management fees are recorded within the administrative services fee.

Fees are paid to Almaden for services provided by key management pursuant to the Administrative Services Agreement between Almadex and Almaden, as further described below.

(b) Other related party transactions

Administrative Services Agreement

The Company paid administrative services fees to Almaden pursuant to an Administrative Services Agreement dated May 18, 2018, under which Almaden provides the Company with office space, executive management, marketing support, technical oversight, and financial/corporate secretary duties, amongst other administrative services.

At March 31, 2023, included in trade and other payables is \$178,988 (December 31, 2022 - \$117,044) due to Almaden. Amounts owing to related parties are unsecured, non-interest bearing and due on demand.

Other

Recorded in accounts receivable as at March 31, 2023 are \$87,174 (December 31, 2022 - \$80,727) and \$98,267 (December 31, 2022 - \$90,999) due from Almaden and Azucar with respect to 2021 mining exploration services rendered in Mexico.

Financial Instruments

The fair values of the Company's cash and cash equivalents, accounts receivable and trade and other payables approximate their carrying values because of the short-term nature of these instruments. The fair value of the gold loan receivable is based on the gold market price as at each reporting date.

The Company's financial instruments are exposed to certain financial risks, including currency risk, credit risk, liquidity risk, interest rate risk and commodity and equity price risk.

(a) Currency risk

The Company's property interests in Mexico make it subject to foreign currency fluctuations and inflationary pressures which may adversely affect the Company's financial position, results of operations and cash flows. The Company is affected by changes in exchange rates between the Canadian dollar and foreign currencies. The Company does not invest in foreign currency contracts.

As at March 31, 2023, the Company is exposed to foreign exchange risk through the following financial assets and liabilities denominated in currencies other than the functional currency of the applicable subsidiary:

All amounts in Canadian dollars	US dollar	Mexican peso
	\$	\$
Cash and cash equivalents	15,466,219	1,168,456
Account receivables and prepaid expenses	18,151	187,361
Gold loan receivable	5,330,283	-
Total assets	20,814,653	1,355,817
Trade and other payables	97,268	49,879
Total liabilities	97,268	49,879
Net assets	20,717,385	1,305,938

A 10% change in the US dollar exchange rate relative to the Canadian dollar would change the Company's profit or loss by \$2,070,000.

A 10% change in the Mexican peso exchange rate relative to the Canadian dollar would change the Company's profit or loss by \$130,000.

(b) Credit risk

The Company's cash and cash equivalents are held in large Canadian and Mexican financial institutions. The Company's accounts receivable consists primarily of receivables on drilling services charged to third parties, Almaden and Azucar. The Company also has a gold loan receivable from Almaden. The Company is exposed to credit risks through its accounts receivable and gold loan receivable.

To mitigate exposure to credit risk on cash and cash equivalents, the Company has established policies to limit the concentration of credit risk with any given banking institution where the funds are held, to ensure counterparties demonstrate minimum acceptable credit risk worthiness and ensure liquidity of available funds.

To mitigate exposure to credit risk on the gold loan receivable, the Company has secured the gold loan receivable with certain equipment related to Almaden's Rock Creek Mill, and also has been monitoring the share price of Almaden to ensure the loan can be settled with Almaden's common shares according to the terms of the loan agreement.

As at March 31, 2023, the Company's maximum exposure to credit risk is the carrying value of its cash and cash equivalents, accounts receivable and gold loan receivable.

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risk through the management of its capital structure and cash flow from exploration and drilling services.

Trade and other payables are due within twelve months of the statement of financial position date.

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to varying interest rates on cash and cash equivalents. The Company has no interest-bearing debt.

A 1% change in the interest rate does not have a significant impact on the Company's net loss.

(e) Commodity and equity price risk

(i) Commodity price risk

The ability of the Company to explore its exploration and evaluation assets and the future profitability of the Company are directly related to the market price of gold and other precious metals. The Company is exposed to the commodity price risk on fluctuation of gold prices on its gold loan receivable. The Company monitors gold prices to determine the appropriate course of action to be taken by the Company.

A 1% change in the price of gold would affect the fair value of the Company's gold loan receivable by \$50,000.

(ii) *Equity price risk*

Equity price risk is defined as the potential adverse impact on the Company's operations due to movements in individual equity price or general movements in the level of the stock market. The Company closely monitors the individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

(f) Classification of financial instruments

IFRS 13 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value as follows:

Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table sets forth the Company's financial assets measured at fair value by level within the fair value hierarchy.

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Marketable securities and investments	1,367,626	-	-	1,367,626
Gold loan receivable	5,330,283	-	-	5,330,283

Level 2 inputs used in determining the fair value of contingent shares receivable includes the use of quoted market prices for the underlying shares of the public companies, as well as estimates regarding the likelihood of achieving certain milestones that would trigger the collection of the contingent shares receivable by the Company.

Level 2 inputs are also used in determining the fair value of warrants received from Almaden as an arrangement fee to cover the administrative costs of setting up the gold loan using the Black-Scholes option-pricing model. This also includes warrants received from Star Royalties valued using the Black-Scholes option-pricing model.

Management of Capital

The Company considers its capital to consist of components of equity. The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its exploration and evaluation assets and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares and, acquire or dispose of assets.

In order to maximize ongoing exploration efforts, the Company does not pay out dividends. The Company's investment policy is to invest its short-term excess cash in highly liquid short-term

interest-bearing investments with short-term maturities, selected with regards to the expected timing of expenditures from continuing operations.

The Company expects its current capital resources will be sufficient to carry its exploration plans and operations through its current operating period. There have been no changes to the Company's capital management approach during the period. The Company is not subject to externally-imposed capital requirements.

Subsequent events

On May 12, 2023, the Company made an option payment of USD\$50,000 to acquire a claim at Davis property in Nevada, USA.

On May 12, 2023, the Company granted certain employees, consultants, officer, and directors an aggregate of 2,693,200 stock options in accordance with the terms of the Company's stock option plan, each of which is exercisable into one common share at an exercise price of \$0.31 per share until May 12, 2028.

Information on the Board of Directors and Management

Directors:

Duane Poliquin, P.Eng.
Morgan Poliquin, P.Eng., PhD.
Douglas McDonald, M.A.Sc., B.Com.
Lawrence Segerstrom, MBA, MSc.
Darcy Marud, P.Geo.
Tracey Meintjes, P.Eng.

Audit Committee members:

Lawrence Segerstrom, MBA, MSc.
Darcy Marud, P.Geo.
Douglas McDonald, M.A.Sc., B.Com.

Compensation Committee members:

Duane Poliquin, P.Eng.
Lawrence Segerstrom, MBA, MSc.
Darcy Marud, P.Geo.

Nominating & Corporate Governance Committee members:

Morgan Poliquin, P.Eng., PhD.
Lawrence Segerstrom, MBA, MSc.
Tracey Meintjes, P.Eng.

Management:

Duane Poliquin, P.Eng. – Chair of the Board
Morgan Poliquin, P.Eng., PhD. – Chief Executive Officer, President
Korm Trieu, CPA, CA – Chief Financial Officer, Corporate Secretary
Douglas McDonald, M.A.Sc., B.Com. – Executive Vice President