

ALMADEX MINERALS LTD.
MANAGEMENT'S DISCUSSION AND ANALYSIS
March 31, 2022

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 27, 2022. 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, Caballo Blanco, 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

100% Owned Projects

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

During the quarter the Company continued work necessary to drill test this project, and drilling has now commenced. As previously announced, 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. As noted in its press release of May 11, 2022, part of the upcoming drill program will be at the Davis mine area to follow-up and confirm historic results with the aim of defining a second phase of drilling. The Company also plans to conduct first pass drilling on a sinter zone to test for underlying vein mineralisation. Recent field work on the sinter zone has identified banded opaline quartz veining up to 3 metres wide which were sampled for analysis. Further drilling is planned for high sulphidation and porphyry target areas at the Paradise portion of the property in the upcoming drill program.

Logan Zinc/Silver Project, Yukon (wholly owned)

Shortly after quarter end, Almadex announced that it had acquired 100% ownership of this property, located on the traditional territory of the Ross River Dena Council and Liard First Nation, 38 km north of the Alaska Highway and 108 km northwest of Watson Lake. The Project consists of 156 contiguous quartz mining claims located in the Watson Lake Mining District, covering over 3,200 hectares.

Logan has been explored by means of sequential programs of mapping, soil sampling, geophysics, and diamond drilling since the 1980s. In 2012, Wardrop, a Tetra Tech Company (Tetra Tech) was retained by a former owner to prepare a Technical Report, including an historical mineral resource estimate, on Logan.

At a 1% zinc cut-off grade, the Logan Main Zone was estimated to contain 42.7 Mt at an average grade of 2.76% zinc and 12.89 ppm silver¹. The 2012 Tetra Tech Technical Report is treated as a historical mineral resource. A Qualified Person has not done sufficient work to classify the historical estimate as a current mineral resource and Almadex is not treating this historical estimate as current mineral resources, however the 2012 Logan historical mineral resource estimate is considered to be relevant and reliable.

The Tetra Tech historical estimate for the Logan Main Zone deposit used sample assay data from 56 drillholes which intersect the deposit containing 4,314 zinc and silver assays. Samples were composited to 2 m lengths and no assay values were capped. The Logan Main Zone deposit was modeled as a single mineralized geological wireframe bounded by two faults (the hanging wall and footwall faults) striking southwest and dipping moderately northwest. Where the position of the upper and lower faults bounds is uncertain a grade cut-off of 0.5% zinc was used to constrain the model. Bulk density values of 2.95 and 2.7 were assigned to mineralization and waste rock based on 53 separate SG determinations from drill core pulp composite samples representing 556 m of diamond drill core. Interpolation was done using Ordinary Kriging on blocks 10 m x 10 m x 10 m in size. Only zinc and silver were consistently assayed throughout the three years of drilling, and therefore these were the only metals estimated.

Subject to permitting and stakeholder engagement, Almadex plans to commence an Independent QP review of the previous work towards the preparation of a new Technical Report and a QP site visit in the summer of 2022 after snow melt. Data review to date indicates that there is potential to enlarge the mineralised envelope of the historic resource as the deposit was generally drilled to 120-240m down dip (only one hole was drilled to 400m down dip), and the deposit remains open, particularly on the northeast side.

Almadex acquired ownership of 100% of the Logan project for CAD\$121,100 and related costs, which included the purchase of the majority 60% interest in the project out of bankruptcy, and the completion of the Spinout of the 40% interest from Almaden to Almadex.

Further detail regarding the Logan project and the transaction is available in the Company's press release of May 26, 2022.

Kristopher J. Raffle, P.Geo. (BC) Principal and Consultant of APEX Geoscience Ltd. of Edmonton, AB, and an independent "Qualified Person" as defined in National Instrument 43-101 – Standards of Disclosure for Mineral Projects, reviewed and approved the scientific and technical contents herein relating to the Logan project.

¹ Harder, M. P.Geo. and O'Brien, M. Msc., Pr.Sci.Nat., FGSSA, FAusIMM, MSAIMM (2012) NI 43-101 Technical Report on the Logan Property, Yukon prepared for Yukon Zinc Corp., Effective Date May 30, 2012, Wardrop, Tetra Tech, pp. 95

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

Almadex is planning further drilling at San Pedro in 2022 to test features discovered in recent prospecting, along a structural trend and associated float rock of vein material coincident with past soil anomalies. An initial two-hole exploratory drill program completed in December 2021 which targeted high chargeability induced polarisation geophysical anomalies did not return any significant intersections. The project is accessed from Guadalajara, 115 km along a paved highway. Jocelyn Pelletier, PGeo, a qualified person as defined by 43-101 reviewed and approved the scientific and technical contents herein relating to the San Pedro project.

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.

Ponderosa gold-silver project, British Columbia (wholly owned, optioned to third party)

The Ponderosa project is optioned to Au Gold Corp (“Au Gold”) and lies within the Spences Bridge Gold Belt, British Columbia and roughly 20 km northwest of Westhaven Gold Corp.’s Shovelnose project. On April 19, 2022, Au Gold announced that it had begun a diamond drill program at Ponderosa, and that the fully funded program will 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.

Merit and Nicoamen projects, British Columbia (wholly owned)

During the quarter Independence Gold Corp. (“Independence”) discontinued its option to earn a 60% interest in these two properties, located in the Spences Bridge Gold Belt in B.C. During the option period, Independence announced encouraging sampling results from both properties, summarised as follows:

Merit Property

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.

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

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.

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.

Almadex intends to review the data collected by Independence at Merit and Nicoamen prior to determining the next steps for the properties.

El Cobre Royalty (1.75% NSR)

Shortly after quarter end, the operator of the El Cobre property, Azucar Minerals Inc., announced that it had commenced drilling a large lithocap target defined by several overlapping target methodologies, including geophysics, mineralogy, geochemistry and past drilling campaigns at the property.

El Encuentro Royalty (2.0% NSR)

During the quarter the Company received an advance royalty payment of US\$33,332 relating to the royalties on this property. These advance royalties are now payable in January of each year going forward.

Caballo Blanco Royalty (1.5% NSR)

The operator of the Caballo Blanco property, Candelaria Mining Corp. ("CAND"), has previously reported that it has completed a financing the majority of which is intended to be used for a drill program at this property, subject to receipt of the necessary permits and approvals. Almadex understands that CAND has applied for the necessary permits and approvals to commence drilling and is excited to see an active exploration program at the property.

Los Venados Property (2% NSR)

The operator of this property, Aloro Mining Corp. ("AORO") has completed its purchase of 100% of this property from Almadex and has since entered into an option agreement with Alamos Gold Inc. under which Alamos can earn a 70% interest in the property from AORO. Almadex holds a 2% NSR on the Los Venados claim and received 2,000,000 shares of AORO during the option earn-in period.

Third-Party Drill Contracting Activities

The Company remained active as a contract driller to arms-length companies in North America during the quarter. The Company has deployed some of its idle drill rigs and staff to these jobs and 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 is planning to conduct first pass drilling of several targets identified at Davis/Paradise, with drilling expected to commence by June, 2022.

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 wholly-owned subsidiary, Minera Gavilán.

Recent Updates

An initial two-hole exploratory drill program was completed by Almadex in December 2021. No significant intersections were returned from this drilling which targeted high chargeability induced polarisation geophysical anomalies. Subsequent surface exploration work has defined a structural trend and associated float rock of vein material also coincident with past soil anomalies. Further drilling is planned in 2022 to test these features. 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 2022, 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 Gavilán, a wholly-owned subsidiary of Almadex. 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.

During 1997, Yago was acquired by Gavilán (at the time, a wholly-owned subsidiary of Almadex, and now a wholly-owned subsidiary of the Company). 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.

Nueva España – Mexico

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, 2022, the Company incurred in acquisition and exploration costs of \$43,902 (2021 - \$72,162) on mainly a care-and-maintenance basis before recovery of \$Nil (2021 - \$49,747). The difference was recorded as a write-down of \$43,902 (2021 - \$22,415) 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;
- 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;
- conflict of interest; and
- Impact of COVID-19 Pandemic.

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, 2022, the Company concluded that impairment indicators existed with respect to certain of its exploration and evaluation assets. An impairment of acquisition and deferred exploration costs of \$43,902 for the three months ended March 31, 2022 (2021 - \$81,677) 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 2022 Quarter	Q4 December 2021 Quarter	Q3 September 2021 Quarter	Q2 June 2021 Quarter
	\$	\$	\$	\$
Total revenue	1,068,400	1,329,388	705,579	244,702
Income (loss) and comprehensive income (loss)	503,523	764,241	12,875,481	(592,731)
Loss per share – basic	0.01	0.01	0.21	(0.01)
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	-	-	-	-

	Q1 March 2021 Quarter	Q4 December 2020 Quarter	Q3 September 2020 Quarter	Q2 June 2020 Quarter
	\$	\$	\$	\$
Total revenue	123,287	344,023	98,106	80,487
Income (loss) and comprehensive income (loss)	(1,007,752)	(417,519)	(7,659,395)	560,860
Income (loss) per share – basic	(0.02)	(0.00)	(0.14)	0.01
Income (loss) per share – diluted	(0.02)	(0.00)	(0.14)	0.01
Total assets	11,201,193	12,177,128	11,273,530	18,850,728
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 exploration 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, 2022 compared to the three months ended March 31, 2021

For the three months ended March 31, 2022, the Company recorded a net income and comprehensive income of \$503,523 (2021 – net loss of \$1,007,752) or a basic and diluted net income of \$0.01 (2021 – basic and diluted net loss of \$0.02) per share mainly due to the proceeds from exploration and drilling services in Mexico and USA. The revenue of \$1,068,400 (2021 - \$123,287) during the three months ended March 31, 2022 is mainly due to the increase of \$991,155 (2021 - \$53,273) from exploration and drilling services from contract drilling for third parties. The Company began contract drilling for third parties in July 2021 to monetize the use of idle drill equipment. Total revenue also consists of interest income of \$3,209 (2021 - \$2,852) from cash balances; and financing fees of \$74,036 (2021 - \$67,162) earned from the gold loan to Almaden.

A significant portion of total expenses of \$362,961 (2021 - \$281,200) during the three months ended March 31, 2022 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 \$171,071 compared to \$163,523 during 2021 is due to an increase in oversight of the exploration and drilling services to third party operations. The administration service fees were paid to Almaden during the three months ended March 31, 2022 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, 2022 included impairment of exploration and evaluation assets of \$43,902 (2021 - \$81,677), unrealized loss on marketable securities and investments of \$105,296 (2021 - \$270,075) and unrealized gain on gold loan receivable of \$207,523 (2021 - loss of \$413,151), gain on sale of exploration and evaluation assets of \$10,000 (2021 - \$11,667). 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, 2022. Gain on sale of exploration and evaluation assets relates to share proceeds received from options of the Willow project.

Liquidity and Capital Resources

At March 31, 2022, the Company had working capital of \$18,725,514, including cash and cash equivalents of \$17,240,034.

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 monetized non-core assets.

Three months ended March 31, 2022

Net cash from operations during the three months ended March 31, 2022 was \$250,807, after adjusting for non-cash activities. Net cash used in operations during the three months ended March 31, 2021 was \$325,542.

Net cash used in investing activities of \$227,254 (2021 - \$73,727) during the three months ended March 31, 2022 relates to expenditures on exploration and evaluation assets of \$168,113 (2021 - \$78,756), property and equipment purchase of \$96,847(2021- \$10,201) and net proceeds from sale of property and equipment of \$37,706 (2021 - \$Nil).

Net cash from financing activities during the three months ended March 31, 2022 was \$Nil (2021 - \$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, 2020	60,584,969	\$23,307,146
December 31, 2021	60,584,969	\$23,307,146
May 27, 2022	60,609,969	\$23,313,896

Share issuances during fiscal 2022

The Company has no share issuances as at March 31, 2022.

The following table summarizes information about warrants outstanding at May 27, 2022:

Expiry date	Exercise Price	December 31, 2021	Issued	Exercised	Expired	May 27, 2022
October 16, 2022	\$ 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

The table in Note 10(c) to the consolidated financial statements summarizes information about warrants outstanding at December 31, 2021.

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 10(d) to the consolidated financial statements for the period ended December 31, 2021, which are available on SEDAR at www.sedar.com.

The following table summarizes information about stock options outstanding at May 27, 2022

Expiry date	Exercise price	December 31, 2021	Granted	Exercised	Expired/ cancelled	May 27, 2022
May 9, 2022	\$ 0.19	425,000	-	(25,000)	(400,000)	-
December 23, 2022	\$ 0.21	330,000	-	-	-	330,000
May 11, 2023	\$ 0.26	2,849,200	-	-	-	2,849,200
June 14, 2023	\$ 0.27	433,000	-	-	-	433,000
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
Options outstanding and exercisable		5,870,000	50,000	(25,000)	(400,000)	5,495,000
Weighted average exercise price		\$ 0.27	\$ 0.31	\$ 0.19	\$ 0.19	\$ 0.27

As of date of this MD&A, there were 60,609,969 common shares issued and outstanding and 71,504,969 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, 2022	Fees⁽¹⁾	Share-based Payments	Total
	\$	\$	\$
Chairman	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

Three months ended March 31, 2021	Fees⁽¹⁾	Share-based Payments	Total
	\$	\$	\$
Chairman	27,000	-	27,000
President & CEO	38,812	-	38,812
CFO	26,438	-	26,438
VP Corporate Development	24,975	-	24,975
	117,225	-	117,225

⁽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, 2022, included in trade and other payables is \$168,959 (December 31, 2021 - \$69,298) due to Almaden. Amounts owing to related parties are unsecured, non-interest bearing and due on demand.

Other

During the three months ended March 31, 2022, exploration and drilling services revenue of \$991,155 (2021 - \$53,273) was billed by the Company to Almaden \$Nil (2021 - \$11,123) and Azucar \$Nil (2021 - \$36,908) and third parties \$991,155 (2021 - \$5,242) for mining exploration services in Mexico and US of which \$72,932 (2021 - \$72,130), \$82,213 (2021 - \$81,309) and \$580,296 (2021 - \$486,735) are recorded in accounts receivable in relation to Almaden, Azucar and third parties respectively.

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, 2022, 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	15,267,826	329,162
Account receivables and prepaid expenses	591,506	159,448
Gold loan receivable	4,498,534	-
Total assets	20,357,866	488,610
Trade and other payables	64,137	115,373
Total liabilities	64,137	115,373
Net assets	20,293,729	373,237

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

A 10% change in the Mexican peso exchange rate relative to the Canadian dollar would change the Company's profit or loss by \$37,000.

(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 equipment rental fees 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, 2022, 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.

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 \$45,000.

(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	1,643,765	93,000	-	1,736,765
Contingent shares receivable	-	11,700	-	11,700
Gold loan receivable	4,498,534	-	-	4,498,534

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.

(g) Concentration risk

Concentration risk of 71.8% of accounts receivable is due from one customer.

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 April 29, 2022, the Company received \$4,750 on the exercise of 25,000 stock options with exercise price of \$0.19.

On May 13, 2022, the Company paid \$50,000 USD to the Optionor of the Davis property.

Information on the Board of Directors and Management

Directors:

Duane Poliquin, P.Eng

Morgan Poliquin, P.Eng, Ph.D.

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, Ph.D.

Lawrence Segerstrom, MBA, MSc.

Tracey Meintjes, P.Eng.

Management:

Duane Poliquin, P.Eng – Chairman

Morgan Poliquin, Ph.D., P.Eng – Chief Executive Officer, President

Korm Trieu, CPA, CA – Chief Financial Officer, Corporate Secretary

Douglas McDonald, M.A. Sc, B.Com. – Executive Vice President