SOLIS MINERALS LTD.

(An Exploration Stage Company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

For the Six Months Ended November 30, 2024

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION

Certain information contained or incorporated by reference in this MD&A, including any information as to our future financial or operating performance, constitutes "forward-looking statements". All statements, other than statements of historical fact, are forward-looking statements. The words "believe", "expect", "anticipate", "contemplate", "target", "plan", "intends", "continue", "budget", "estimate", "may", "will", "schedule" and similar expressions identify forward-looking statements. Forward-looking statements are necessarily based upon a number of estimates and assumptions that, while considered reasonable by us, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking statements. Such factors include, but are not limited to: fluctuations in the currency markets; fluctuations in the spot and forward price of gold or other commodities; changes in national and local government legislation, taxation, controls, regulations and political or economic developments in Canada and in other countries; business opportunities that may be presented to, or pursued by, us; operating or technical difficulties in connection with mining or development activities; employee relations; litigation; the speculative nature of exploration and development, including the risks of obtaining necessary licenses and permits; and contests over title to properties, particularly title to undeveloped properties. In addition, there are risks and hazards associated with the business of exploration, development and mining, including environmental hazards, industrial accidents, unusual or unexpected formations, pressures, cave-ins, flooding and the risk of inadequate insurance, or inability to obtain insurance, to cover these risks. Many of these uncertainties and contingencies can affect our actual results and could cause actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, us. Readers are cautioned that forward-looking statements are not guarantees of future performance. All of the forward-looking statements made in this MD&A are qualified by these cautionary statements.

We disclaim any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise, except to the extent required by applicable laws.

1.1 Date

The following management's discussion and analysis ("MD&A"), which is dated January 14, 2025. The Company had $1,439,897 in cash (May 31, 2024 – $3,921,451) and working capital of $1,240,667 (May 31, 2024 – $3,689,365).

1.2 Outlook and Recent Exploration Activity

For the six months ended November 30, 2024, the Company's focus has been continuing the development of its projects in Peru; continuing its review of other mineral projects that may fit within the Company's portfolio (which led to the announcements on February 15, 2023 and May 31, 2023 of the acquisition in Brazil of greenfield lithium exploration assets, and the Jaguar Lithium project, respectively); and investigating the potential sourcing of other additional funding and/or additional mineral properties. The following information presents details on the Company's properties and recent exploration and evaluation activities in Peru and Brazil.

Mineral Properties

Ilo Norte, Chocolate, Ilo Este, Cinto, Canyon and Regional Projects, Peru

The Company owns a 100% interest in a portfolio of concessions in southern Peru. During the year ended May 31, 2021, the Company settled $135,263 (US$100,000) accrued acquisition costs through the issuance of common shares.

Borborema, Brazil

During the year ended May 31, 2023, Onca entered into an agreement to acquire licences in north-eastern Brazil as part of a share assignment agreement whereby the Company subsequently acquired 100% of Onça, a Brazilian company.

The Company paid US$20,000 and issued 500,000 fully paid ordinary shares of the Company on completion.

Mina Vermelha Project, Brazil

During the year ended May 31, 2024, the Company entered into an option agreement to acquire 100% interest of the Mina Vermelha project in the Borborema province of Brazil upon completion of the following:

i) Cash payment of 500,000 BRL (AUD$155,000) upon signing of the option agreement which granted the Company a 12-month due diligence period (paid);
ii) Cash payment of 10,000,000 BRL (AUD$3,100,000) on or before October 9, 2024;
iii) Cash payment of 10,000,000 BRL (AUD$3,100,000) on or before October 9, 2025; and
iv) Cash payment of 5,000,000 BRL (AUD$1,550,000) on or April 9, 2026.

The agreement is subject to a 1.5% net smelter royalty, which the Company has the right to purchase for an amount to be determined by an independent third-party evaluation of the Mina Vermelha Project.

During the period ended November 30, 2024, the Company decided to cease exploration of the Mina Vermelha Project and terminated the option agreement. The Company wrote-off $820,536 of exploration and evaluation assets to reduce the carrying value to $Nil.

Exploration Highlights

In Peru, as of November 30, 2024, Solis Minerals held 76 concessions totalling 65,100Ha, of which 45 concessions are fully granted (37,900Ha) and 31 concessions are being processed (27,200Ha including new applications). On July 1, 2024, the Company relinquished one granted concession of 700Ha where exploration data indicated no further potential discovery, and three applications of 2,000Ha in the border area with Chile where exploration potential was not considered sufficient to warrant the administrative burden in this area.

Ilo Norte (Peru)

The Ilo Norte Project in southern Peru is an Iron Oxide Copper Gold (IOCG) and porphyry copper exploration target with significant potential. Work prior to 2022 concentrated on a relatively small portion of the prospective part of the lease holding. Subsequently, remote sensing and in-field mapping has demonstrated that a silica and potassic alteration halo exists at the known IOCG mineralisation, which is repeated with phyllic and jarosite alteration in the south-west of the property – an area with no previous drilling. Results of Worldview-3 satellite imagery received also outlined a new target area in the east of the property as well as confirming previous anomalies from regional remote sensing data. Field exploration initiated in April 2023 and aided the delineation of target areas. A drone magnetometry survey was completed in May 2023 over previously unsurveyed areas. Geochemical sampling was completed in target zones identified from the magnetic and remote sensing data. A compilation of the above data outlined an area in the southwest of the property, known as Chancho Al Palo, considered to be prospective for both IOCG and porphyry-style mineralisation. An induced polarisation survey (IP) was completed at Chancho Al Palo in December 2023 and, combined with mapping, geochemistry, and ground magnetometry programs, delineated target areas for drilling. Drill permitting was initiated in May 2024 and, at the date of this report, is considered well advanced.

Ilo Este (Peru)

Ilo Este, also in southern Peru, is a copper-gold porphyry occurrence that has been eroded down to the mid-level of the system in the eastern part of the permit. Since exploration initiated with Solis in 2022, WorldView-3 satellite imagery enabled an analysis of the alteration zones on a permit-wide scale with the identification of prospective areas in the west of the permit. Geochemical sampling in the western area identified zones of elevated copper and gold in rocks. Historical data from the previous drilling has been extensively re-assessed, and a magnetic vector inversion carried out on a previous ground magnetometry survey using modern techniques which showed an undrilled magnetic anomaly in the west of the permits. A subsequent IP survey in this area identified a significant chargeability anomaly with drill targets. A drone magnetometry survey to the south-east of the main anomaly was undertaken in December 2023 and two additional exploration permits were applied for in the area one of which has been granted. The permitting process for drilling is considered well advanced.

Cinto Copper (Peru)

The Cinto Copper Project is in the southern Peruvian Copper belt located near Toquepala mine and is situated on, or adjacent to, the regional-scale Incapuquio Fault system. Various prospective rocks are exposed north of the fault and are hidden by cover further south. WorldView-3 satellite analysis was commissioned by Solis and exploration targets were identified. Field visits confirmed the nature of the alteration and exploration mapping and regional rock geochemistry has been carried out since late 2023. An area of in-situ copper oxide mineralisation was encountered in old workings in the north-east of the property and rock sampling initiated. Several samples returned assays in excess of 1% Cu (highest 7.14% Cu) in a circular area roughly 100m in diameter. The host rock is a fine-grained volcanic exhibiting argillic alteration. Further work is underway to evaluate this area as well as continued geological mapping of the permits.

During August and September 2024, a magnetic survey was completed over the Cinto permits using drone and terrestrial equipment. Results indicated two east-west trending areas of low magnetic intensity, interpreted as hydrothermal alteration of 5,000m x 1,100m in the north and 5,000m x 1,500m in the south, probably magnetite destruction, enveloping a central magnetic batholith area. The hydrothermal alteration is largely coincident with alteration indicated by the previous Worldview-3 survey. The copper oxide mineralisation described above occurs on the margin of the alteration area and extends into the area of low magnetism. The area is being followed up by rock geochemistry and mapping programs.

Regional Exploration

The Company continues to expand its knowledge base especially in the coastal areas of Southern Peru. Based on interpretation of geological data from Ilo Norte and Ilo Este, a prospective Coastal Belt was identified consisting of batholith-adjacent formations that the Company considers favourable to host porphyry copper-gold deposits. Combined with a compilation of historical data and recent remote sensing analyses (satellite platforms), the Company thus continued to expand its exploration in Southern Peru by obtaining 11 more concessions in 2023. Four of these concessions augment the area of Ilo Norte and expand into prospective ground to the north based on MVI magnetic interpretation of existing data. Seven applications in May 2024 between Ilo Norte and Ilo Este form the basis of the Chocolate Project in prospective ground on the Coastal Belt.

Chocolate Project (Peru)

During August 2024, the Chocolate permits were surveyed using drone magnetometry. Results showed areas of responsive magnetism on the batholith contact that strongly resemble mineralised areas at Ilo Este – particularly one area known as the Southern Anomaly which occurs some 7km to the N-W along strike from Ilo Este. Approximately 1km north of the Southern Anomaly, two rock samples were collected in potassically-altered and silicified hornfels with copper oxides. The samples assayed 0.37 and 0.14% Cu respectively, and also reported >0.1g/t Au – a degree of mineral content similar to that observed at Ilo Este. Aided by the magnetometry survey, further mapping and sampling is underway with a view to identifying prospective areas for IP surveys.

The Chocolate permit applications were reviewed by the Peruvian mining authority and sent for publication in the national press (a pre-requisite) with granting of title for five concessions confirmed and the remaining two applications anticipated to be granted before the end of 2025.

Canyon Project (Peru)

In October 2024, Solis Minerals made applications for 27 exploration concessions, totalling 25,600Ha, in a contiguous block known as the Canyon Project, approximately 150km south-east of Lima. The target is copper porphyry mineralisation, principally oxides, situated on a NW-SE prospective trend with known porphyry occurrences just outside the application area, as well as reported exploration activities within the area itself. The application area contains a belt of intrusive rocks known as the Coastal Batholith that stretches from the Ecuadorian border in the north to the Chilean border in the south along the coast of Peru and also contain the Ilo Este, Ilo Norte, and Chocolate Projects.

In October-November 2024, initial reconnaissance sampling confirmed the presence of copper oxide mineralisation at the Canyon Project. The mineralisation was found in joints and faults in road-cuts over a distance of about 1km in discontinuous patches. Two samples returned high copper and molybdenum values indicating a porphyry-style mineralisation. Some quartz-veining and alteration was observed in porphyritic quartz diorites indicating the primary controls on mineralisation.

Borborema (Brazil)

The Company announced on February 15, 2023 it had secured the acquisition of 22 licence areas in north-eastern Brazil. The tenements cover a total area of 24,800 hectares in predominantly greenfields terrain. The tenements have yet to be exposed to systematic modern exploration techniques targeting LCT-bearing pegmatite systems. Historically, the pegmatite Borborema province has been reported to host several mineralised pegmatite occurrences and artisanal works producing Be, Nb-Ta, Li, Sn, gems, quartz, feldspar and others. Historical mining in the region, and the presence of the Niobium-Tantalum, Lithium and feldspars, indicate the area to contain LCT-bearing pegmatite systems.

The Company completed a compilation of available historical geological data and commenced follow up with a comprehensive field programme aimed at generating near-term drill targets. Following transaction completion (which occurred during the year ended May 31, 2024), a systematic regional mapping and soil and rock chip geochemical sampling survey was undertaken with 843 sample locations sampled across a surface soil grid area on an approximate 200m x 100m pattern. Assay results to date have been received for 585 locations with no significant base, precious or battery metal anomalies identified. Geochemical sampling and assaying has been halted and no field work was completed during the period.

Mina Vermelha (Borborema, Brazil)

Solis' geologists identified nine outcropping pegmatite bodies at the Mina Vermelha project. A diamond drill programme comprising eight diamond drill holes for 1,609m of drilling into multiple targets along the 2km strike of the Mina Vermelha project area was completed in January 2024. Pegmatites were intersected in all drillholes although none returned material values of lithium mineralisation.

Due to the lack of exploration success, the Company decided to not proceed with the exercise of its option agreement to acquire ownership interest for the Mina Vermelha project.

Estrela Project (Borborema, Brazil)

Fifteen drillholes were completed into six separate outcropping pegmatite bodies for 2,082m core on the Estrela tenement. All outcropping pegmatites were mapped and sampled with confirmed spodumene mineralisation encountered at surface. Diamond drilling was completed in January 2024 and all samples submitted to SGS in Belo Horizonte for analysis. No lithium mineralisation of potential economic grades was reported. The mineralisation in the intercepted pegmatites at Estrela is considered to be pod-like, dispersed and not representative of a large volume of lithium bearing pegmatite.

Qualified Person

(Expressed in Canadian Dollars – Unaudited)

Technical information in this MD&A has been reviewed and approved by Michael Parker, Fellow AUSIMM, a director of the Company and a qualified person as defined in National Instrument 43-101.

1.3 Summary of Quarterly Results

The following table sets out certain unaudited financial information of the Company for each of the last eight quarters. This financial information has been prepared in accordance International Accounting Standard ("IAS") 34 Interim Financial Reporting using accounting policies consistent with IFRS issued by the International Accounting Standards Board ("IASB").

Quarterly results are highly variable for exploration companies depending, in particular, on whether the Company has any property write-downs, share-based payments expenses and gain or losses resulting from foreign exchange.

	Income (Loss) per quarter	Fully diluted income (loss) per share
Dec 1, 2022 – Feb 28, 2023	$ (720,699)	$ (0.01)
Mar 1, 2023 – May 31, 2023	$ 78,077	$ 0.00
Jun 1, 2023 – Aug 31, 2023	$ (12,291,045)	$ (0.14)
Sep 1, 2023 – Nov 30, 2023	$ 1,950,531	$ 0.02
Dec 1, 2023 – Feb 29, 2024	$ (800,344)	$ (0.01)
Mar 1, 2024 – May 31, 2024	$ (828,455)	$ (0.01)
Jun 1, 2024 – Aug 31, 2024	$ (1,400,884)	$ (0.01)
Sep 1, 2024 – Nov 30, 2024	$ (570,043)	$ (0.01)

During the three-month period ended November 30, 2024, the Company incurred a loss of $570,043 compared to $1,400,884 in the previous period. The difference was primarily a result of the write-off of exploration and evaluation assets of $830,713 in prior period.

During the three-month period ended August 31, 2024, the Company incurred a loss of $1,400,884 compared to $828,455 in the previous period. The difference was primarily a result of the write-off of exploration and evaluation assets of $830,536.

During the three-month period ended May 31, 2024, the Company incurred a loss of $828,455 compared to $800,344 in the previous period. The difference was primarily a result of a decrease in office expenses.

During the three-month period ended February 29, 2024, the Company incurred a loss of $800,344 which was primarily attributable to consulting fees of $222,982 and share-based compensation of $265,020.

During the three-month period ended November 30, 2023, the Company incurred an income of $1,950,531 which was primarily attributable to gain on change in fair value of warrants of $2,832,071, offset by write off of exploration and evaluation assets of $379,715 and consulting fees of $200,824.

During the three-month period ended August 31, 2023, the Company incurred a loss of $12,291,045 which was primarily attributable to loss on change in fair value of warrants of $7,388,568 and write off of exploration and evaluation assets of $1,040,179.

During the three-month period ended May 31, 2023, the Company incurred an income of $78,077 which was primarily attributable to gain on change in fair value of warrants of $491,776.

During the three-month period ended February 28, 2023, the Company incurred a loss of $720,699 which was primarily attributable to loss on change in fair value of warrants of $374,110 and consulting fees of $115,789.

1.4 Results of Operations

Six Months Ended November 30, 2024

Total loss and comprehensive loss for the six months ended November 30, 2024 was $2,216,488 compared to a total loss and comprehensive loss of $3,043,767 for the six months ended November 30, 2023. During the period ended November 30, 2024:

i) Accounting, audit, and legal decreased to $184,347 (2023 – $310,853) due to decreased legal services rendered in the current period.

ii) Consulting fees decreased to $325,464 (2023 – $343,900) due to decreased business advisory and business development services rendered in the current period.

iii) Foreign exchange loss decreased to $47,868 (2023 – $139,904) due to fluctuations in the currency exchange in the current period.

iv) Loss on change in fair value of warrants decreased to $Nil (2023 – $57,655) due to revaluation of derivative liability associated with the unit warrants in the comparative period, driven by volatility in the Company's common stock prices.

v) Regulatory and filing fees decreased to $67,416 (2023 – $176,351) due to lower fees incurred from fewer share activities during the current period.

vi) Share-based compensation decreased to $91,787 (2023 – $265,329) due to fewer options granted and vested during the current period.

vii) Shareholder communications increased to $182,360 (2023 – $113,432) primarily as a result of the Company using more marketing and investor relations consultants during the current period.

viii) Travel and related decreased to $19,629 (2023 – $84,997) due to fewer number of operational, business development and investor trips taken by management.

ix) Write-off of exploration and evaluation assets of $830,713 (2023 – $1,419,894) related to the Company's decision to not continue with the Mina Vermelha project during the current period.

Three Months Ended November 30, 2024

Total loss and comprehensive loss for the three months ended November 30, 2024 was $665,617 compared to a total income and comprehensive income of $1,940,057 for the three months ended November 30, 2023. During the period ended November 30, 2024:

i) Consulting fees decreased to $158,252 (2023 – $200,824) due to decreased business advisory and business development services rendered in the current period.

ii) Foreign exchange loss increased to $39,792 (2023 – gain of $22,061) due to fluctuations in the currency exchange in the current period.

iii) Loss on change in fair value of warrants decreased to $Nil (2023 – $2,832,071) due to revaluation of derivative liability associated with the unit warrants in the comparative period, driven by volatility in the Company's common stock prices.

iv) Regulatory and filing fees increased to $26,287 (2023 – $14,493) due to annual listing fees incurred during the current period.

v) Share-based compensation decreased to $33,837 (2023 – $53,266) due to fewer options granted and vested during the current period.

vi) Shareholder communications increased to $106,242 (2023 – $80,087) primarily as a result of the Company using more marketing and investor relations consultants during the current period.

vii) Travel and related decreased to $13,283 (2023 – $32,907) due to fewer number of operational, business development and investor trips taken by management.

viii) Write-off of exploration and evaluation assets of $Nil (2023 – $379,715) related to the write-down of Jaguar Lithium during the comparative period.

1.5 Liquidity and Going Concern

The recovery of the Company's investment in exploration and evaluation properties and the attainment of profitable operations are dependent upon the discovery and development of economic precious and/or base metal or related reserves, and the ability of management to joint venture or profitably dispose of a development asset to a third party, or to arrange sufficient financing to bring a project into production. The ultimate outcome of these matters cannot presently be determined.

As the Company is in the exploration stage, no mineral producing revenue has been generated to date. The ability of the Company to meet its obligations and continue the exploration and development of its mineral properties is dependent upon its ability to continue to raise adequate financing. Historically, operating capital and exploration requirements have been funded primarily from equity financing, joint ventures, disposition of mineral properties and investments. There can be no assurance that such financing will be available to the Company in the amount required at any time or for any period or, if available, that it can be obtained on terms satisfactory to the Company. Based on the amount of funding raised, the Company's exploration program may be tailored accordingly.

Other than those obligations disclosed in the notes to its condensed interim consolidated financial statements and discussed in this MD&A, the Company has no other long-term debt, capital lease obligations, operating leases, or any other long-term obligations. The Company has no outstanding debt facility upon which to draw.

The Company's cash position as at November 30, 2024 was $1,439,897 (May 31, 2024 – $3,921,451) and had working capital of $1,240,667 (May 31, 2024 – $3,689,365).

During the period ended November 30, 2024, cash flow used in operating activities was $1,044,080 (2023 – $1,402,677) relating to general operating expenses detailed on the statement of loss and comprehensive loss.

During the period ended November 30, 2024, cash flow used in investing activities was $1,418,462 (2023 – 1,642,837). It consists primarily of exploration and evaluation expenditures.

During the period ended November 30, 2024, cash flow used in financing activities was $7,760 (2023 – provided by $10,171,500). It consists primarily of payments of the office lease in current period and proceed from share issuance in comparative period.

Historically, the Company's primary source of funding has been the issuance of equity securities for cash. The Company has issued common share capital pursuant to private placement financings, and the exercise of warrants and options. The Company's access to exploration financing is always uncertain. There can be no assurance of continued access to significant equity funding.

The Company's ability to raise additional funds may be impacted by future exploration results and changes in metal prices or market conditions.

1.6 Capital Resources

During the period from June 1, 2024 to January 14, 2025, the Company had no capital activity.

1.7 Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

(Expressed in Canadian Dollars – Unaudited)

1.8 Transactions with Related Parties

Key management personnel are persons responsible for planning, directing and controlling the activities of the entity, and include all directors and officers. Key management compensation during the period ended November 30, 2024 and 2023 were as follows:

	Six months ended November 30, 2024		Six months ended November 30, 2023	
Short-term benefits	$	299,161	$	340,350
Performance rights		16,916		-
Total	$	316,077	$	340,350

Included in short-term benefits are the following:

(i) $Nil (2023 - $30,000) in management fees paid or accrued to a company controlled by Jason Cubitt, the Company's former Chief Executive Officer.

(ii) $9,000 (2023 - $9,000) in consulting fees paid or accrued to Rachel Chae, the Company's Chief Financial Officer.

(iii) $36,183 (2023 - $34,986) in director fees paid or accrued to Christopher Gale, a director of the Company.

(iv) $30,000 (2023 - $30,000) in director fees paid or accrued to Kevin Wilson, a director of the Company.

(v) $30,000 (2023 - $30,000) in director fees paid or accrued to Chafika Eddine, a director of the Company.

(vi) $45,000 (2023 - $30,000) in director fees and $20,324 (2023 - $Nil) in consulting fees paid or accrued to Michael Parker, a director of the Company.

(vii) $69,259 (2023 - $71,240) capitalized in exploration and evaluation assets paid or accrued to a company controlled by Michael Parker, a director of the Company.

(viii) $79,719 (2023 - $105,124) in director fees paid or accrued to Matthew Boyes, the Company's former Executive Director.

Included in receivables is $16,800 (May 31, 2024 - $16,800) receivable from Volatus Capital Corp., a Company with a shared former director, for sublease office rent expenses.

Included in accounts payable and accrued liabilities is $48,695 (May 31, 2024 - $97,543) in key management compensation payable to directors.

Included in accounts payable and accrued liabilities is $11,826 (May 31, 2024 - $15,050) due to Latin Resources Limited, a company with a common director.

1.9 Recent Accounting Pronouncements and new standards and interpretations

Please refer to the condensed interim consolidated financial statements for the six months ended November 30, 2024 on www.sedarplus.ca.

1.10 Financial Instruments and Other Instruments

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the classification under IFRS 9:

Financial assets/liabilities	New Classification IFRS 9
Cash	FVTPL
Receivables	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Lease liability	Amortized cost

The Company's risk exposure and the impact on the Company's financial instruments are summarized below.

a) Credit risk

Credit risk is the risk of loss associated with the counterparty's inability to fulfil its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash and receivables. To minimize the credit risk the Company places these instruments with a high-quality financial institution. The Company's receivables consist of amounts due from a former related party. Some amounts are settled past normal trade terms and in cases where amounts become uncollectible the Company recognizes bad debt expense to write off the uncollectible amounts.

b) Market Risk

Market risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will significantly fluctuate due to changes in market prices. The value of financial instruments can be affected by changes in interest rates, foreign currency rates and other price risk.

(i) Interest rate risk

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short-term.

The Company has not entered into any derivative instruments to manage interest rate fluctuations.

(ii) Currency risk

The Company's expenses are denominated in Canadian dollars. The Company's corporate office is based in Canada and current exposure to exchange rate fluctuations is minimal.

The Company does not have any significant foreign currency denominated monetary liabilities.

The Company is exposed to currency risk to the extent that expenditures incurred by the Company are denominated in currencies other than the Canadian dollar including Chilean peso and United States dollar. The Company does not manage currency risk through hedging or other currency management tools.

(Expressed in Canadian Dollars – Unaudited)

The Company's net exposure to foreign currency risk is as follows (denominated in the currency of each country):

(iii) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or currency risk. The Company is not exposed to other price risk.

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 has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash.

The following is an analysis of the contractual maturities of the Company's non-derivative financial liabilities at November 30, 2024:

	Within 60 days	Between 61-90 days	More than 90 days
Accounts payable	$ 325,573	$ -	$ -
Accrued liabilities	95,282	-	-
	$ 420,855	$ -	$ -

The following is an analysis of the contractual maturities of the Company's non-derivative financial liabilities at May 31, 2024:

	Within 60 days	Between 61-90 days	More than 90 days
Accounts payable	$ 310,260	$ -	$ -
Accrued liabilities	112,000	-	-
	$ 422,260	$ -	$ -

(Expressed in Canadian Dollars – Unaudited)

1.11 Other MD&A Requirements

Disclosure of Outstanding Share Data

As at January 14, 2025, the Company had the following securities issued and outstanding:

	Number	Exercise Price	Expiry Date
Common Shares	87,844,883		
Options			
	850,000	$0.175	October 27, 2025
	1,750,000	AUD $0.09	December 31, 2025
	100,000	$0.30	June 18, 2026
	600,000	AUD $0.60	August 11, 2026
	3,300,000		
Performance rights	3,000,000		August 21, 2026
Total diluted at January 14, 2025	94,144,883		

The performance rights vest over a period of 36 months from date of issue of August 21, 2023, or pursuant to specific performance criteria associated with the Company's exploration and evaluation assets, and have zero exercise price.

Risks and uncertainties

The Company is in the business of acquiring and exploring mineral properties, which is a highly speculative endeavour, and the Company's future performance may be affected by events, risks or uncertainties that are outside of the Company's control.

The Company's management consider the risks disclosed to be the most significant to potential investors of the Company, but not all risks associated with an investment in securities of the Company. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the directors are currently unaware or which they consider not be material in relation to the Company's business, actually occur, the Company's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected.

In such circumstances, the price of the Company's securities could decline, and investors may lose all or part of their investment.

Further Information

Additional information about the Company is available at the Company's website at www.solisminerals.com.

Commitments

The Company is committed to certain cash payments, and exploration expenditures in connection with its mineral property claims.

The Company is party to certain consulting agreements. These agreements contain clauses requiring additional payments to be made upon the occurrence of certain events such as change of control. As the likelihood of these events taking place is not determinable, the contingent payments have not been provided for in the condensed interim consolidated financial statements.

On May 30, 2023, the Company entered into an investor awareness services contract whereby the Company agreed to issue 2,500,000 common shares. During the year ended May 31, 2024, this was fully settled by the issuance of 1,750,000 options and payment of AUD$307,500.

Change in Management

On July 18, 2023, Jason Cubitt resigned as a director of the Company.

On August 21, 2024, the Company announced the resignation of Matthew Boyes as Executive Director effective from August 7, 2024 and the appointment of Michael Parker as Executive Director.