



**GRID METALS CORP.
MANAGEMENT'S DISCUSSION AND ANALYSIS
SEPTEMBER 30, 2023**

This Management's Discussion and Analysis ("MD&A") should be read in conjunction with the December 31, 2022 consolidated financial statements of Grid Metals Corp. ("Grid" or the "Company"), which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). This MD&A includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical fact, that address future exploration activities and events or developments that the Company expects, are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Additional information can be found on SEDAR, www.sedar.com. All amounts are in Canadian dollars, unless otherwise noted.

1. DATE

The date of this MD&A is November 29, 2023.

2. SUMMARY

Grid Metals Corp. has as its primary focus the exploration and development of its 75% owned Donner Lake Lithium Project in southeastern Manitoba Canada. The Company has leased the True North Gold Mill to process its Donner Lake Lithium feed and thereby has a unique opportunity in North America to develop a lithium mine using existing processing infrastructure and tailings capacity. Lithium is a key metal used in electric vehicle batteries and emissions reduction and is central to the decarbonization of the environment. In addition to the Donner Lake Lithium Property the Company owns other lithium interests in southeastern Manitoba including its exploration stage Falcon West Lithium Property.

In July 2023, the Company commissioned a scoping level engineering study to investigate the reconfiguration of the True North Mill for processing lithium spodumene material from Donner Lake to produce lithium concentrate. The study was completed by Primero Group, a leading lithium process engineering consultant. The study concluded that the reconfiguration of the mill was technically feasible and also provided capital and operating cost estimates for the conversion and operation of the mill. The Company is now proceeding with the lease and all aspects of advancing the Donner Lake Lithium Project. The Company has now commissioned an initial Preliminary Economic Assessment (PEA) for the Donner Lake Lithium Project.

Third Quarter 2023 Operational Highlights

True North Mill Transaction – on July 18, the Company announced that it had entered into a lease agreement for the True North Mill, which is located in Bissett Manitoba, approximately 85 kilometers from the Donner Lake Property. The Company engaged Primero Group (a leading process engineering firm to the lithium industry) to produce a scoping level study to analyze the feasibility and capital cost of reconfiguring the True North mill and to estimate the operating costs associated with operating the mill at or near its capacity. The positive results of the Primero Group study led to the decision by the Company to proceed past the due diligence period and to make the next payments due under the lease. The terms of the lease were amended to lower the total payments and announced in October 2023 (overall payments were reduced from \$4.65 million to \$4.2 million). The payments due in October 2023 were reduced from \$1.45 million to \$1 million. The December 31, 2023 payment of \$1 million was cancelled and replaced with a payment of \$500,000 due on April 30, 2024. Full details of the amended terms of the True North lease and details of the Primero Group Study follow under the **True North Mill – Bissett** section of this MD&A.

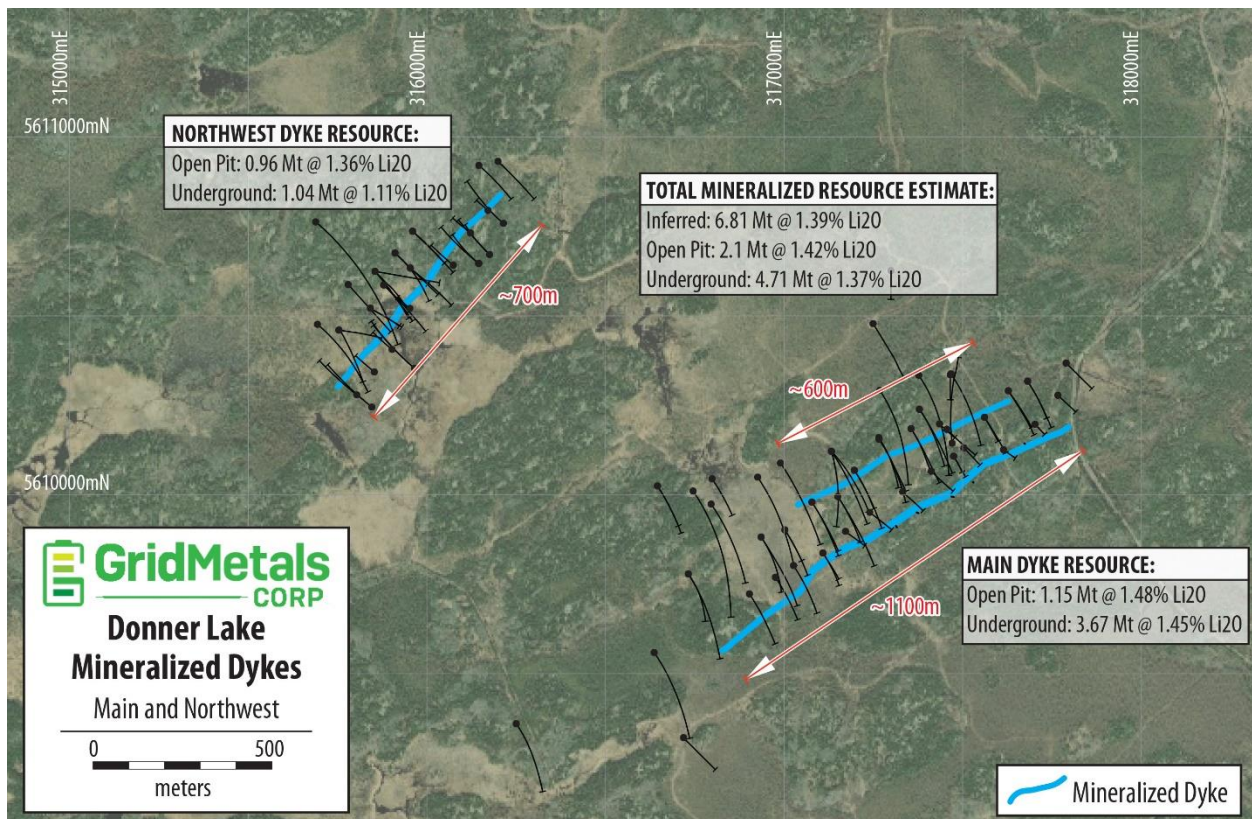
Donner Lake Lithium Property

Resource Estimate On September 6, 2023 the Company announced that it had filed a resource estimate for the Donner Lake Lithium Property prepared in compliance with National Instrument 43-101, the results of which were announced on July 18, 2023. The Mineral Resource Estimate was 6.81 million tonnes ("MMt") (Inferred) grading 1.39% Li₂O. The mineral resource is hosted by steeply dipping pegmatite dykes that are exposed at surface and display consistent widths, spodumene content and lithium grade. Lithium mineralization at the Main and Northwest dykes remains open to depth with strong Li₂O values in many of the deepest holes.

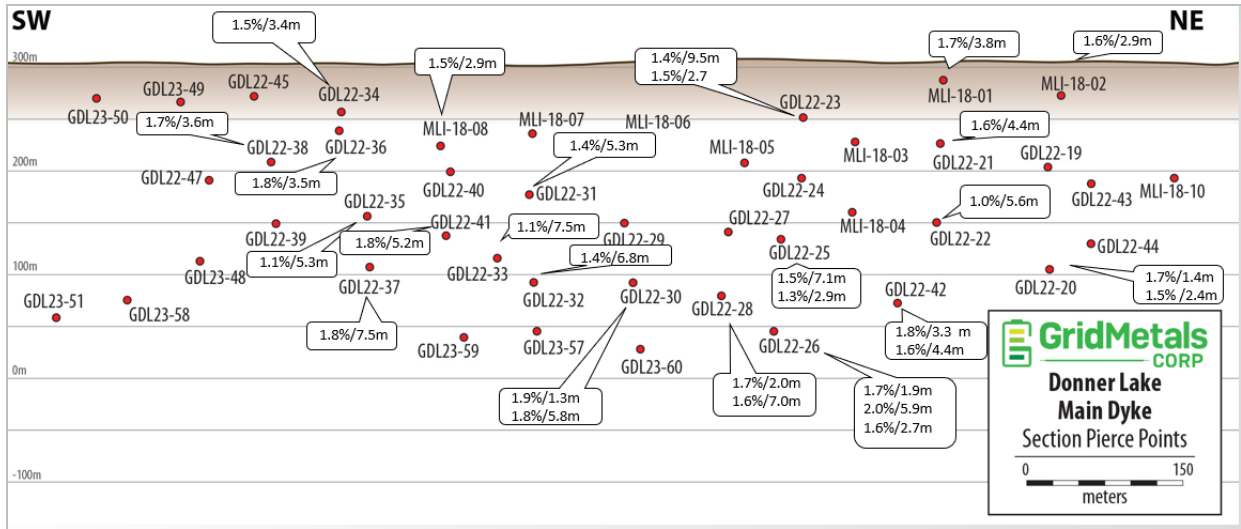
Metallurgical Test Results – additional metallurgical test work on the mineralogy and recovery of lithium from the Main and Northwest Dykes was completed in the quarter by XPS - Expert Process Solutions of Sudbury. This test work was completed concurrently with the Primero Group engineering study in order to inform the design and layout of the True North flowsheet and mill circuit. Test results were positive and in line with recoveries and concentrate grades obtained in previous test work completed at XPS for the Company.

Advanced Exploration Permit – On August 3, 2023, the Company announced that it had submitted a revised Advanced Exploration Permit to enable a 10,000 bulk sample to be completed. The Company was pleased to note that the permit had been submitted to the Province of Manitoba with the support of the Sagkeeng First Nation in whose Traditional Territory the project is located.

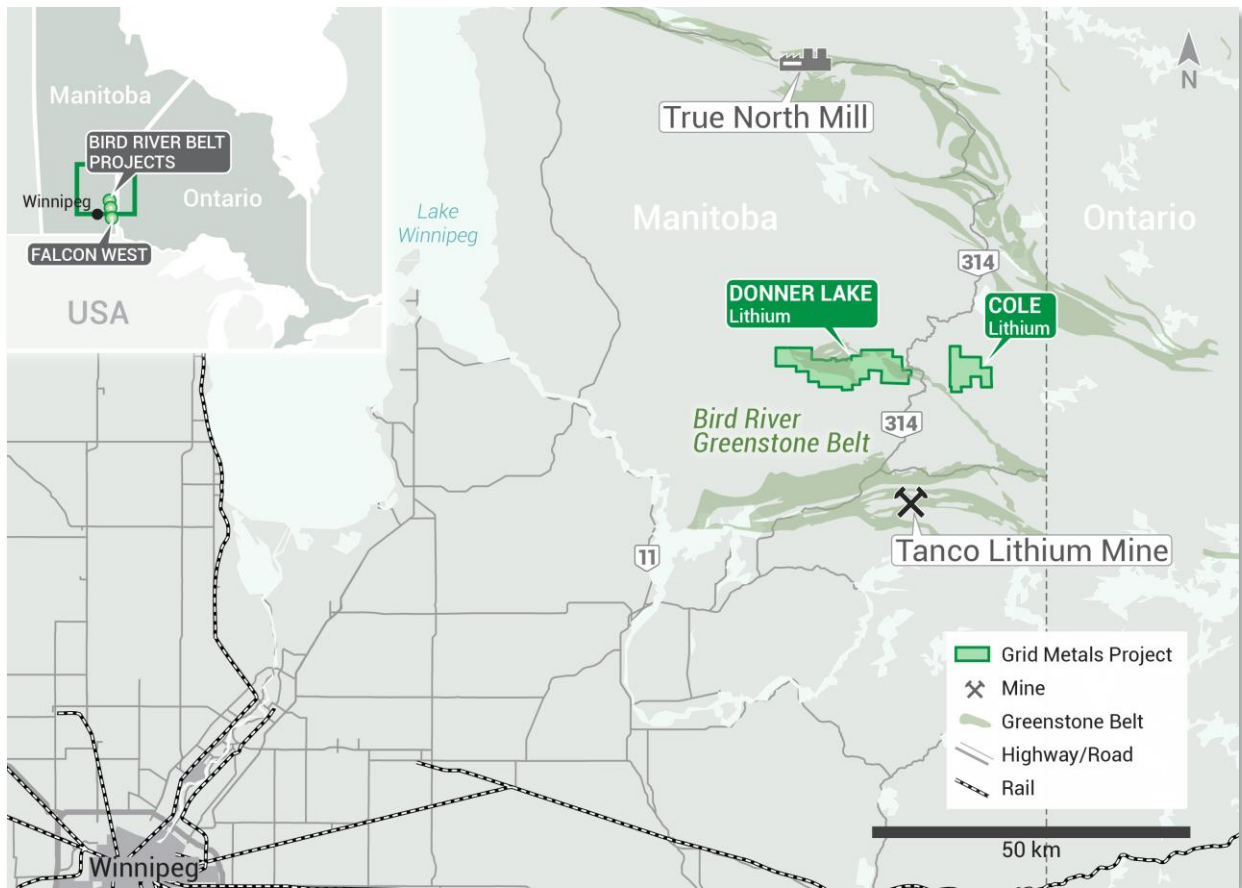
Campus Creek Drilling – The Company announced drilling of its 75% owned Campus Creek Property located 240 km northwest of Thunder Bay Ontario during the quarter. No significant lithium values were obtained from the drill program. Grid intends to focus future lithium exploration efforts for lithium in southeastern Manitoba.



Above: Plan view map showing surface traces of resource delineation drill holes and the three spodumene-rich pegmatite dykes at Donner Lake that host the current lithium resource estimate.



Above: Longitudinal section, looking northwest, showing pierce points of 2018, 2022 and 2023 Main Dyke drill holes. Previously reported interval assays are estimated to represent 50 to 90 percent of the true thickness depending on the dip of the holes.



Above: Location of the True North mill in the Rice Lake greenstone belt showing proximity to the Donner Lake lithium property and the City of Winnipeg.

Falcon West Lithium Property

Following the acquisition of the property in the first quarter of 2023, the Company continued its efforts to obtain exploration permits to enable drilling and other exploration activity at the Falcon West Lithium Property. Limited historical drilling at Falcon West has produced significant lithium, tantalum and cesium values evidencing a highly fractionated pegmatite system. Subsequent to the quarter end the Company received a drilling permit for a first phase drill program at Falcon West. Additional information about the Falcon West Lithium Property follows under the **Property Summaries** section below.

Manitoba - A Tier One Mining Jurisdiction

The Company views southeastern Manitoba as an excellent location for the development of its lithium and nickel projects. The project area has excellent infrastructure, a skilled local workforce and low-cost hydroelectric power. Mining is a major economic driver to the Province and Manitoba has supported mining activities for many years. Southeastern Manitoba has existing road and rail access to both the eastern and western parts of Canada and to the United States. The NDP government was elected in October 2023 and represents a change of governing party. The NDP government has expressed public support for the critical metals sector of the mining industry and mining in general.

Environmental Social and Governance

The Company is committed to expanding its operations, compliance and practices relating to environmental, social issues and governance matters going forward. With respect to environmental stewardship, the Company looks to minimize the footprint of its on-the-ground activities and comply with and exceed all government regulations relating to its activities.

The Company has an agreement with the Sagkeeng First Nation in whose Traditional Territory the Donner Lake and Makwa Mayville projects are located. The purpose of the agreement is to establish a mutually beneficial relationship covering environmental and economic aspects of the project.

PROPERTY SUMMARIES

MANITOBA

Donner Lake Lithium Property

Overview

The Donner Lake Lithium Property is located approximately 140 kilometers northeast of Winnipeg, Manitoba. The Property is subject to a joint venture agreement between Grid (75%) and Lithium Equities Investments LLC (“LEI”), an investment fund managed by Waratah Capital Advisors (25%). Grid Metals is the operator of the Joint Venture. Each party is responsible for its share of the project costs on an ongoing basis or faces dilution of its project interest.

The Bird River Greenstone Belt in southeastern Manitoba hosts several lithium-cesium-tantalum-enriched (“LCT-type”) pegmatite dykes including the world famous Tanco pegmatite and the producing Tanco Mine. The Tanco Mine has produced lithium, tantalum, and cesium products intermittently since 1968. Currently, the Tanco Mine is producing lithium spodumene concentrate. There are a number of pegmatite fields in the Bird River Greenstone area in addition to Bernic Lake. There has been intermittent exploration activity in the belt since the 1950’s. With the recent rise of lithium prices, there has been new exploration activity in the area. New entrants funding exploration include Mineral Resources (ASX:MIN) which is the world’s fifth largest spodumene concentrate producer.

The overall strategy at Donner Lake is to leverage existing milling infrastructure in the region to expedite the mining and processing of lithium to produce a lithium concentrate. The Company has a binding lease agreement with 1911 Gold Corp. (“1911”) to lease and reconfigure the True North gold mill (the “True North Mill”) located in Bisset, Manitoba to produce spodumene concentrate (the “Lease”). The Company also has an MOU with the Tanco Mine to

process lithium material there. Both of these processing options are within trucking distance from Donner Lake. The True North Mill processing option is currently the preferred option for the Company.

Mineral Title:

The Donner Lake Lithium Property comprises 51 crown mineral claims totaling 6,656 hectares. The claims are held in the name of a wholly owned private subsidiary of Grid Metals Corp (1000078824 Ontario Inc.). The property is owned 75% by Grid Metals and 25% by a private equity fund (Lithium Equities Investment LP) owned by Waratah Capital. Lithium Equities also own a 2% gross overriding royalty on future rare metal mine production. A portion of the property is also subject to a 2% NSR royalty on future rare metal production that is owned by the Tantalum Mining Corporation of Canada.

Exploration and Mineral Resources

Since 2018, the Company has completed a total of 98 diamond drill holes totaling 18,231 metres. Most of these holes were drilled through the Main and Northwest dykes – the host to the current mineral resource estimate for the Property.

On July 18, 2023 the Company announced the release of a maiden Inferred Mineral Resource prepared in compliance with National Instrument 43-101. Mineralization at both of the two dykes that host the mineral resource remains open at depth. The current mineral resources for Donner Lake are shown below:

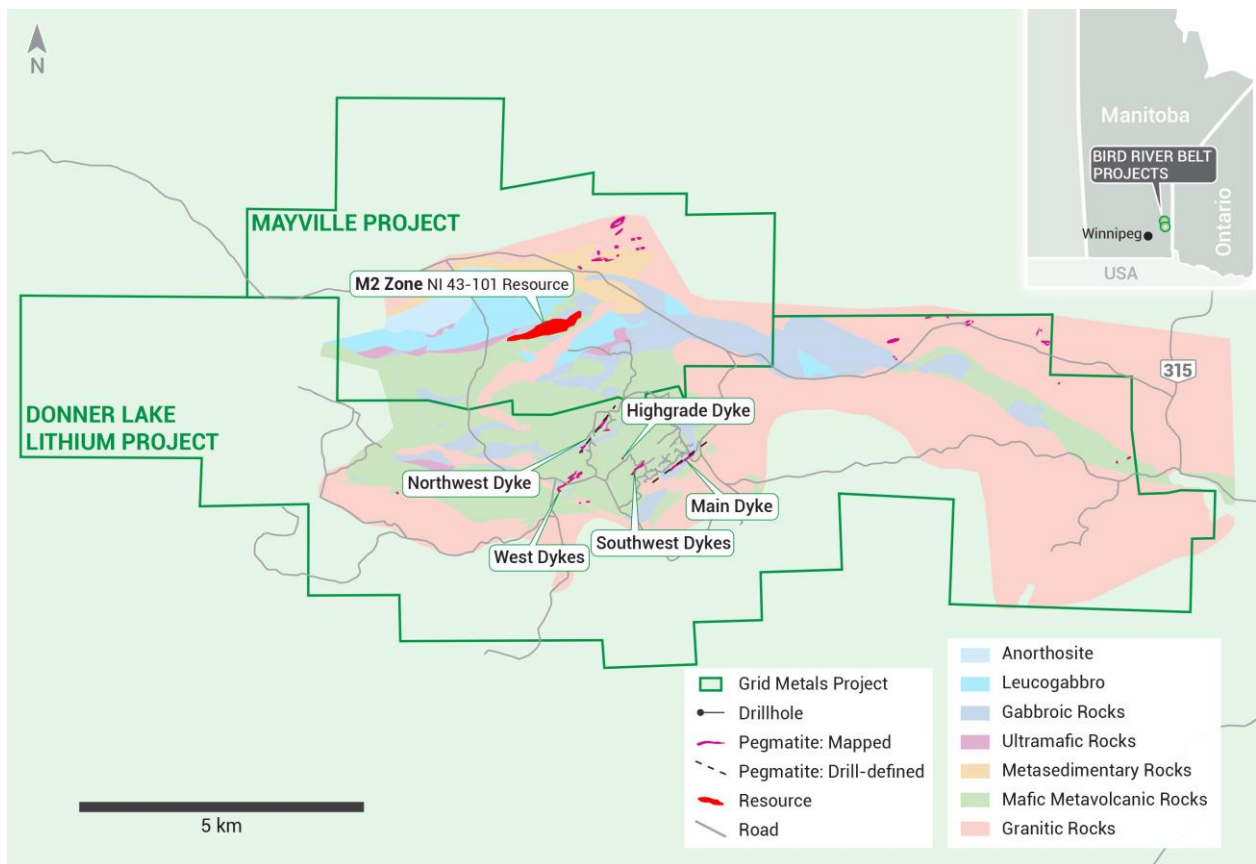
Classification (Cut-Off Grade)	Deposit	Inferred Resource (tonnes)	Grade (% Li ₂ O)
Open Pit (0.3% Li ₂ O)	Main Dyke	1,145,000	1.48%
	NW Dyke	955,000	1.36%
	Total	2,100,000	1.42%
Underground (0.5% Li ₂ O)	Main Dyke	3,669,000	1.45%
	NW Dyke	1,042,000	1.11%
	Total	4,710,000	1.37%
GLOBAL	Main Dyke	4,814,000	1.46%
	NW Dyke	1,997,000	1.23%
	Total	6,810,000	1.39%

Above: Inferred Mineral Resource Estimate for Donner Lake Lithium Project

Notes:

1. The Mineral Resource Estimate (“MRE”) has an effective date of the June 27, 2023. The Qualified Persons for the MRE are Mr. Rohan Millar, P.Geol. an employee of SGS.
2. The classification of the current Mineral Resource Estimate into Inferred Resource is consistent with current 2014 CIM Definition Standards - For Mineral Resources and Mineral Reserves.
3. All figures are rounded to reflect the relative accuracy of the estimate and numbers may not add due to rounding.
4. All Resources are presented undiluted and in situ, constrained by continuous 3D wireframe models, and are considered to have reasonable prospects for eventual economic extraction.
5. Mineral resources which are not mineral reserves do not have demonstrated economic viability. An Inferred Mineral Resource has a lower level of confidence than that applying to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.
6. It is envisioned that parts of the Donner Lake deposit may be mined using open pit mining methods. In-pit mineral resources are reported at a cut-off grade of 0.3% Li₂O within a conceptual pit shell.
7. The results from the pit optimization are used solely for the purpose of testing the “reasonable prospects for economic extraction” by an open pit and do not represent an attempt to estimate mineral reserves. There are no mineral reserves on the Property. The results are used as a guide to assist in the preparation of a Mineral Resource statement and to select an appropriate resource reporting cut-off grade.

8. Underground (below-pit) Mineral Resources are estimated from the bottom of the pit and are reported at a base case cut-off grade of 0.5% Li₂O. The underground Mineral Resource grade blocks were quantified above the base case cut-off grade, below the constraining pit shell and within the constraining mineralized wireframes. At this base case cut-off grade the deposit shows good deposit continuity with no orphaned blocks.
9. Bulk density values (specific gravity 2.7 grams per cubic centimetre) were determined based on physical test work from each deposit.
10. The in-pit base case cut-off grade of 0.3% Li₂O considers a lithium concentrate 6% (LC6) Li₂O price of US\$1800/tonne, a mining cost of US\$3.50/t rock and processing, treatment and refining, transportation and G&A cost of US\$45.00/t mineralised material, and an overall pit slope of 55 degrees.
11. The below-pit base case cut-off grade of 0.5% Li₂O considers a lithium concentrate 6% (LC6) Li₂O price of US\$1800/tonne, a mining cost of US\$60.00/t rock and processing, treatment and refining, transportation, and G&A cost of US\$45.00/t mineralised material.
12. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.

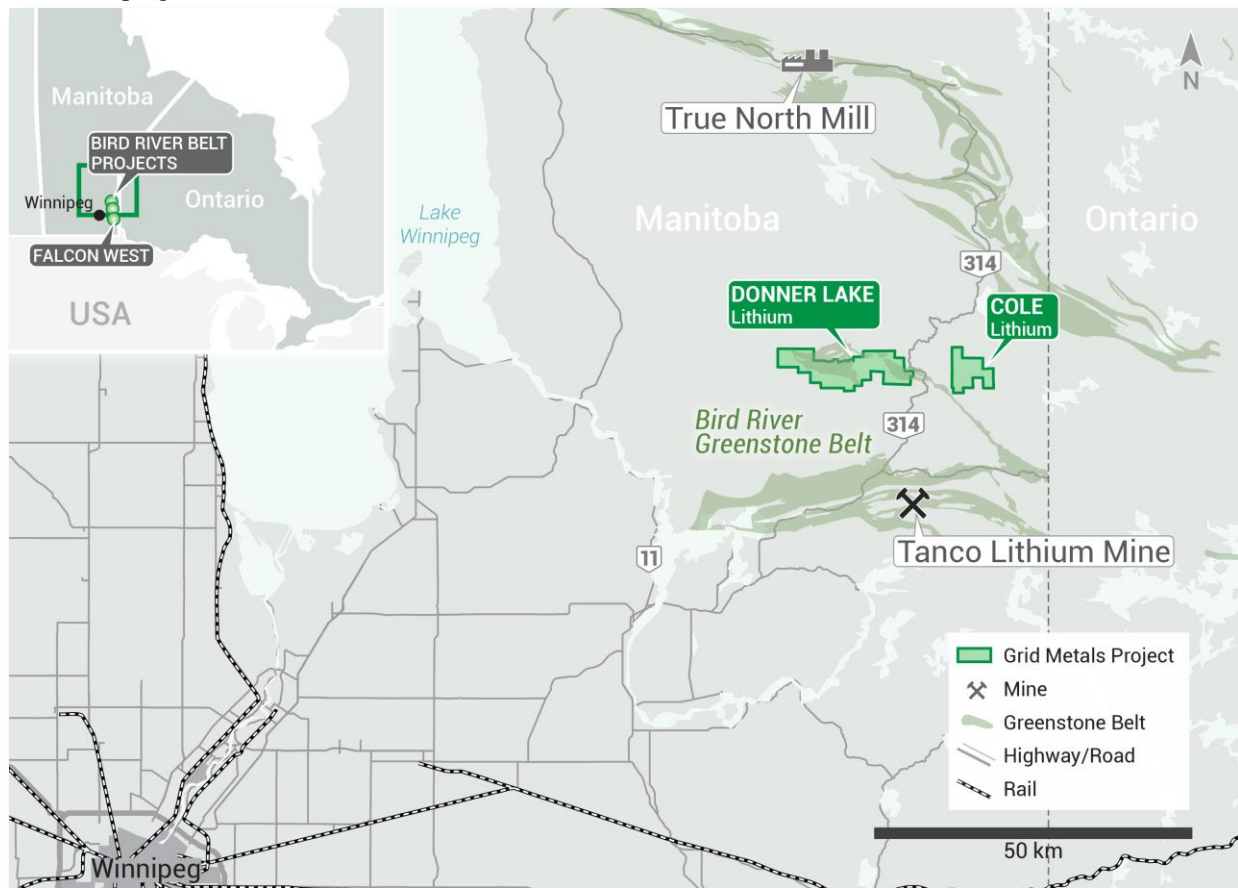


Above: Mayville and Donner Lake Property area. The lithium resource is hosted by the Northwest and Main Dykes.

The Company has completed three metallurgical programs on composites from the Main and Northwest Dykes including a program completed parallel with the Primero Study. The Primero Study used these results to design the flow sheet and estimate recoveries. The flow sheet will utilize flotation to recover lithium which is mainly found in spodumene.

The Company has completed two field seasons of exploration work on the Donner Lake Lithium Property focused on finding other lithium bearing pegmatites. The work has included geological mapping and sampling, geochemical

sampling, and geophysics. Several areas of interest have been identified on the property which will be followed up by future drill programs.



Above: Location of the True North mill in the Rice Lake greenstone belt showing proximity to the Donner Lake lithium property and the City of Winnipeg

True North Mill – Bissett

The Company has completed an initial evaluation of utilizing the True North mill for processing lithium feed from the Donner Lake Property. The evaluation included the Primero Group Study, a third party review of the True North mill tailings facility, geological and legal due diligence, and discussions with other stakeholders and government. The information obtained resulted in the Company announcing its intention to proceed with the True North Mill Lease and commencing with activities to re-permit the mill and tailings for lithium spodumene processing and continued activities to permit the Donner Lake Lithium Property site for mining and shipment of the lithium material to the True North mill for conversion to lithium spodumene concentrate.

On July 18, 2023, the Company announced it had signed the Lease to use the True North Mill in order to process lithium feed from its Donner Lake Lithium Project. The initial Lease term is five years, subject to a two-year notice period for cancellation (a total of 7 years) , which may be extended for an additional five years by mutual agreement after five years.

On October 25, the Company announced that the financial terms of the Lease were amended and are now as follows: An upfront, non-refundable payment of \$300,000 (paid); a \$1,000,000 payment by October 25, 2023 (paid); monthly payments covering certain ongoing site expenses for site security, environmental monitoring and maintenance commencing January 1, 2024; payments for environmental liabilities of \$500,000 on April 30, 2023, \$1,000,000 on December 31, 2024, and \$900,000 on December 31, 2025; \$1,000,000 payable upon commencement of commercial

production by the Company at the True North Mill which is defined as the processing of at least 200,000 tonnes of lithium material; a payment of \$1,000,000 on the fifth anniversary of the Lease; a payment of \$2,000,000 if the Parties agree to extend the lease for an additional five-year period at the end of the first five-year term of the Lease; a 1% net smelter returns royalty in favour of 1911, subject to the Company having the right of first refusal on any disposition of the royalty by 1911; a fee of \$7.50 per tonne of lithium material processed through the True North Mill during the term of the Lease; and, if the Lease is extended, the assumption by the Company of up to \$10,000,000 of reclamation obligations prorated equally over years 6-10 of the Lease.

The Primero Study was commissioned by the Company and completed during the 90 day diligence period which followed the payment of the initial \$300,000 payment to 1911. The Study evaluated whether the True North Mill could be converted to process lithium feed and what the cost of reconfiguring the mill circuit from gold to lithium would be. The Study also estimated the operating costs of the mill. Key findings of the report were:

- Mill capacity was estimated at 450,000 tonnes per annum (“tpa”) of lithium feed for the production of spodumene concentrate, assuming 90% mill availability. The figure was proximal to the stated nominal annual capacity of the current mill configuration of 475,000 tonnes.
- The Study determined that existing mill grinding capacity was not considered a constraint on throughput.
- Initial capex for the mill reconfiguration was estimated at C\$50 million which included a 30% contingency. This included capex relating to crushing, grinding, mica flotation, magnetic separation, spodumene flotation, concentrate handling, and tailings handling. Existing infrastructure and utility connections were anticipated to be used. Capex included the addition of magnetic separation and mica flotation circuits required to produce a marketable spodumene concentrate.
- The processing cost was estimated at C\$34.81/t processed, and G&A was estimated at C\$17.73/t processed. This equates to total milling costs of C\$316.14/t spodumene concentrate produced. Labour and reagents made up 42% and 32%, respectively, of the processing cost. Primero has identified opportunities to reduce G&A costs.
- Primero recommended a value engineering phase to complete further trade-off studies and optimization of the True North Mill for a cost of C\$400,000.
- Primero gave an estimate for an Engineering, Procurement and Construction Management (“EPCM”) study at a feasibility-level design at approximately C\$1.6 million.
- Concurrent to the mill study a metallurgical test program was completed by XPS Process Solutions Laboratories (Falconbridge, Ontario) in order to support the design of the mill circuit.
- The new metallurgical test program resulted in ~70% recoveries using the new flow sheet. The recovery was subject to the mill receiving a crushed (to ~20 microns) and sorted product. The met work aligned well with prior metallurgical test work completed by the XPS that achieved recoveries of up to ~75% (see Grid Metals’ June 26, 2023 press release).
- The new metallurgical testing produced a marketable spodumene concentrate with a grade of 5.5% Li₂O and a low iron content of 1.4% Fe₂O₃.



Above : Aerial View Of True North Mill



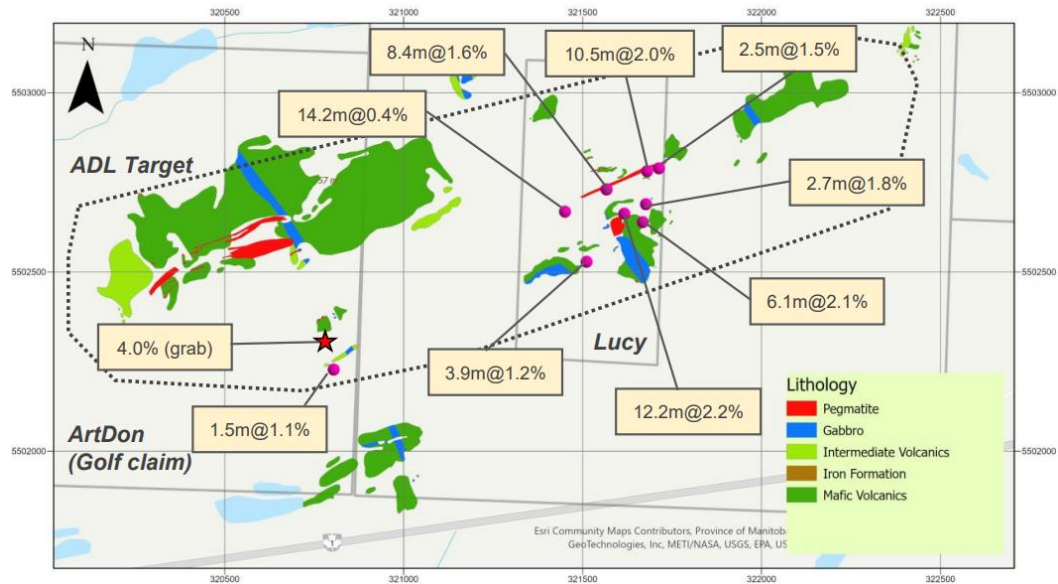
Above: Primary mill at True North



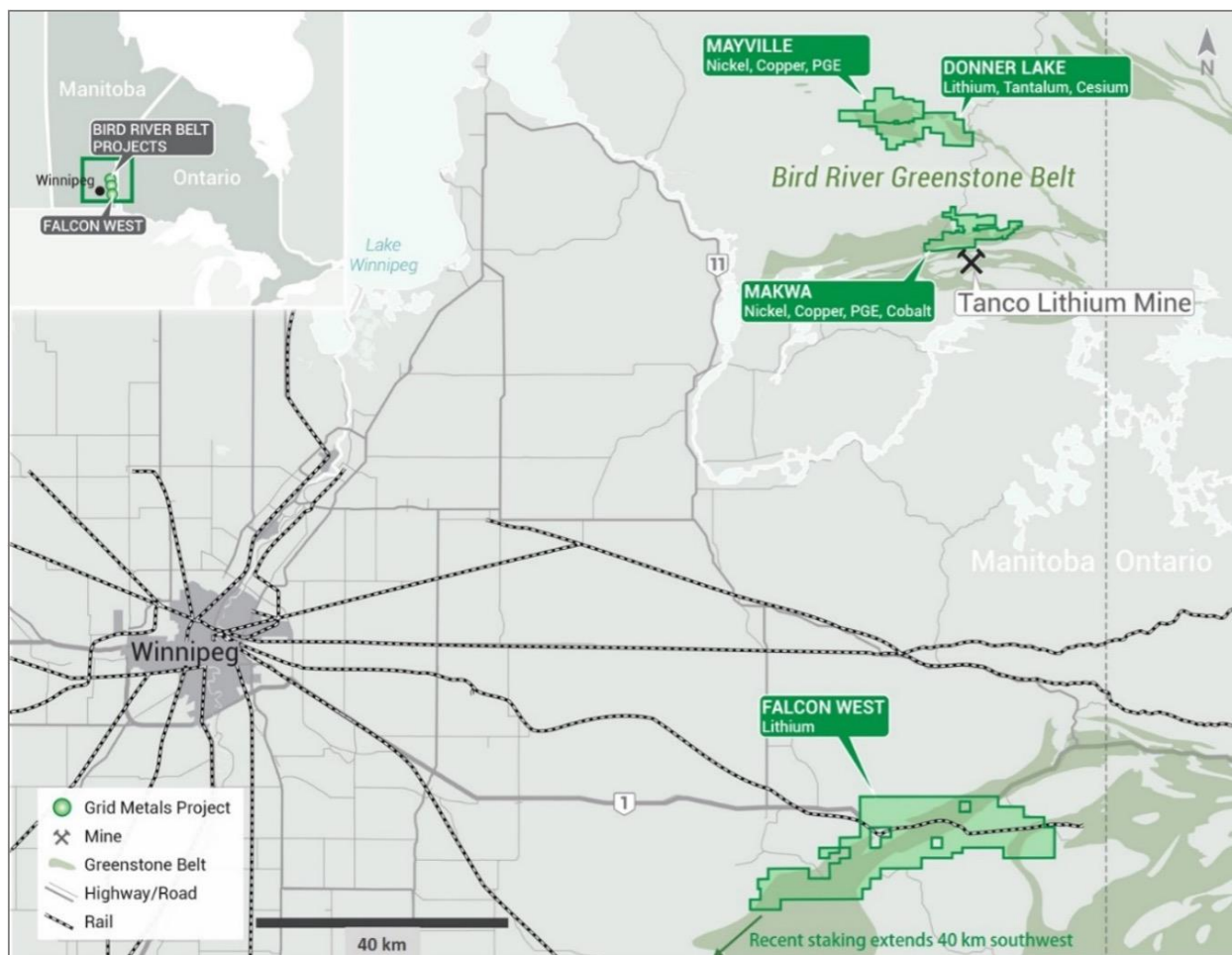
Above : Flotation circuit at True North mill

Falcon West Lithium

The Falcon West property is located within the West Hawk Lake Greenstone Belt area of southeastern Manitoba. The property covers the favourable geology of the next greenstone belt to the south of the Bird River Greenstone belt which hosts the world class Tanco Pegmatite. Lithium-bearing pegmatites that have been historically identified in the area are hosted in mafic volcanic rock units present at the contact between the Wabigoon and Winnipeg River geological Subprovinces. Grid Metals has staked approximately 90 km of this prospective mafic volcanic and granitic contact. The initial focus for exploration is a ~ 1.25 km area (the ArtDon – Lucy trend or the ‘ADL’ target) that has lithium showings on surface and lithium noted in historical drilling.



Above: Historical lithium values along the ArtDon Lucy (“ADL”) trend at Falcon West.



Above: Location of Falcon West Lithium Property. The property is transected by the TransCanada Highway and is approximately 100 km east of Winnipeg, the provincial capital.

The ADL Trend comprises the known ArtDon, Lucy South and Lucy North pegmatites. Several phases of drilling have been completed over the decades by several companies including Sherritt Gordon (1943, 19 drill holes – no analytical data), East Braintree Lithium Corp (1955, 48 holes for 2,986 metres - limited analytical data), Tantalum Mining Corporation of Canada Limited (1983, 4 holes 296 metres - tantalum assays only) and Avalon Ventures (2000 – 10 holes lithium, cesium, and tantalum assays). The last drill holes were completed in 2012 by Mr. William C. Hood P.Ge. but were not analyzed at that time. Earlier this year, core samples from several pegmatite intersections from the 2012 drill core were assayed by Grid Metals. Results were reported on March 28, 2023 and significant values were noted in multiple drill holes. The Company is currently completing engagement activities with First Nations in support of a drill permit for the property.

OTHER PROJECTS

The Company has other projects located in Manitoba and Ontario. The current focus of the Company is to progress the Donner Lake Lithium Property through to production to meet expected demand for lithium in the North America market. However, the Company believes that its base metals projects also have significant merit and is currently assessing a strategy to realize value for these projects in the future. In particular the Makwa Mayville Ni-Cu-PGM-Co Project has a significant resource with good exploration upside.

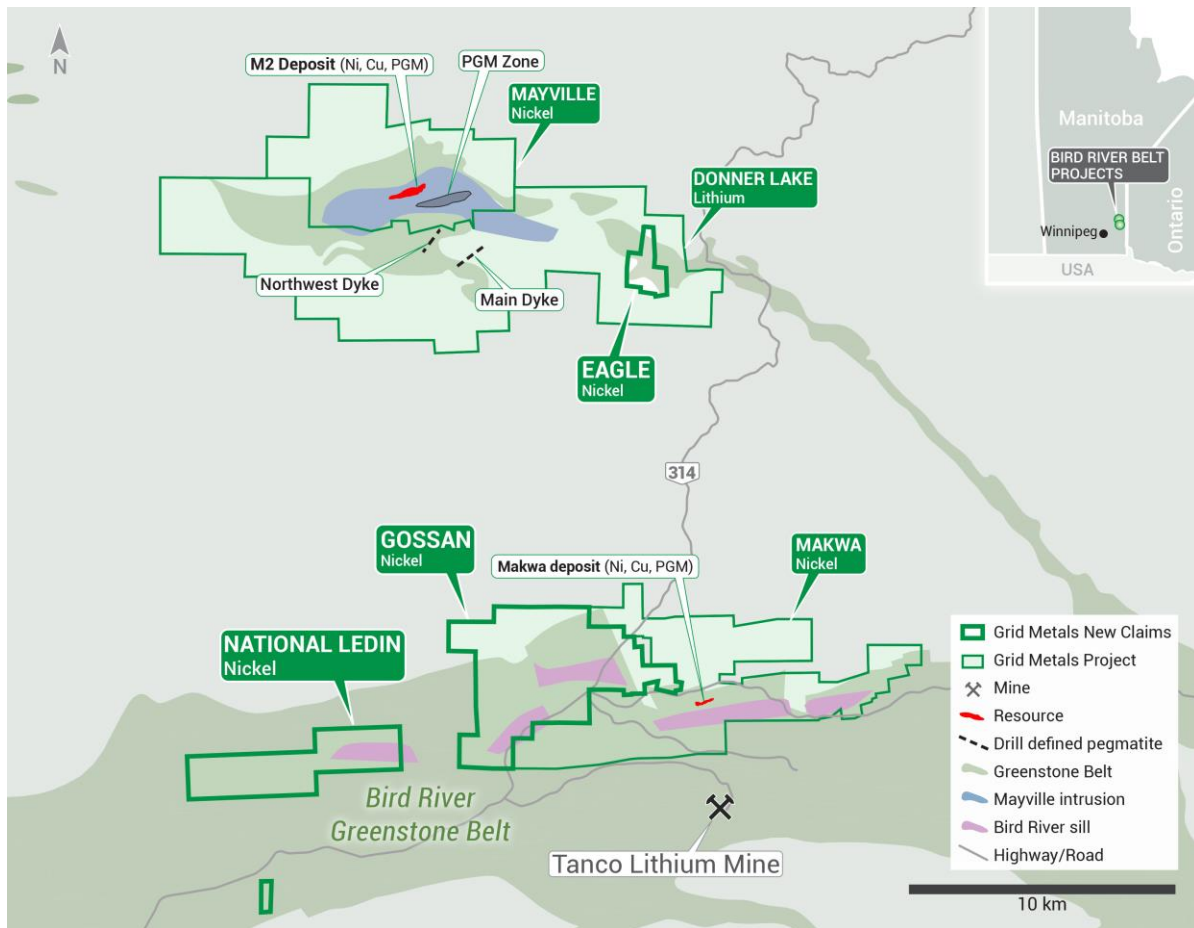
Makwa Mayville Ni-Cu-PGM-Co Project

Overview

The Makwa Mayville Ni-Cu-PGM-Co property is located ~145 kilometres northeast of Winnipeg, Manitoba. The mineral title to the property is held via several blocks of mining claims and a mineral lease over the Makwa Nickel deposit. The Mayville part of the property is subject to a joint venture between Grid (60%) and Maskwa Nickel Chrome Mines Limited (40%). Makwa Nickel Chrome Mines Limited is a 72.56% owned subsidiary of Grid.

There are two NI 43-101 defined resources making up the project resource: (1) Makwa, where the predominant metal is nickel with by-product credits of copper and platinum group metals (mostly palladium); and (2) Mayville, which is a copper-dominant copper-nickel sulfide deposit with significant platinum group metals credits. The two deposits are approximately 35 km apart and the current Technical Report, a Preliminary Economic Assessment published in 2014, envisaged a central concentrator located at Mayville and treating feed from both deposits there. Over the past two decades Grid has spent over \$25 million in exploration and development on the two properties.

The overall strategy for the Makwa Mayville project is to expand the resources (RPA, 2014 – see below) to exceed the following threshold values: 200,000 tonnes of contained nickel, 250,000 tonnes of contained copper and 1 million ounces of contained palladium + platinum + gold. To increase the potential of achieving this resource expansion target, the Company announced the acquisition of three mineral deposits and associated prospective nickel sulfide exploration ground known as the Page-Ore Fault-Chrome property (Gossan claims, adjacent to Makwa) and the Eagle property (adjacent to Mayville). In addition, the Company recently staked several claims covering the western extension of the Bird River Sill (National Ledin claims). The Company anticipates completing an updated PEA for the project if the resource can be increased above the threshold values mentioned above.



Above: Map of Bird River Greenstone belt showing Grid properties and the recently acquired National Ledin, Gossan and Eagle properties.

The most recent economic study at the Makwa Mayville Project was a Preliminary Economic Assessment completed in April 2014 and authored by RPA Associates. Since 2014, additional metallurgical test work was completed for the Mayville deposit. The test work concluded that nickel recoveries from the Mayville resource could be significantly improved over the levels that were used in the 2014 PEA.

The current mineral resources for Makwa Mayville as stated in the 2014 PEA are tabulated below.

Makwa-Mayville Project – Mineral Resource Summary As Of November 27, 2013

Class and Deposit	Tonnes (Mt)	Ni (%)	Cu (%)	Pt (g/t)	Pd (g/t)	Au (g/t)	Co (%)
Indicated							
Makwa	7.2	0.61	0.13	0.10	0.36	N/A	0.01
Mayville	26.6	0.18	0.44	0.05	0.14	0.05	N/A
Total Indicated	33.8	0.27	0.37	0.06	0.19	N/A	N/A
Inferred							
Makwa	0.7	0.27	0.08	0.05	0.14	N/A	0.02
Mayville	5.2	0.19	0.48	0.06	0.15	0.04	N/A
Total Inferred	5.8	0.19	0.43	0.06	0.15	N/A	N/A

Notes:

1. CIM Definition Standards have been followed for classification of Mineral Resources
2. Mineral Resources are reported at a net smelter return (NSR) cut-off value of C\$15/tonne at Mayville and C\$20.64/tonne at Makwa.
3. At Mayville, NSR values are calculated in C\$ using factors of \$51 per % Cu and \$41 per % Ni. These factors are based on metal prices of US\$3.40/lb Cu and US\$8.50/lb Ni, estimated recoveries and smelter terms, and a US\$/C\$ exchange rate of 0.97.
4. The Makwa Mineral Resources are estimated using metal prices of US\$3.40/lb Cu and US\$8.50/lb Ni, estimated recoveries and smelter terms, and a US\$/C\$ exchange rate of 0.97. The NSR factors used are: \$87.33 per % Ni, \$29.65 per % Cu, \$38.25 per % Co, \$0.14 per g/t Pt and 0.08 per g/t Pd.
5. Totals may not add correctly due to rounding.
6. Mineral resources that are not Mineral Reserves do not have demonstrated economic viability.

Mineral Title

The mineral rights of the **Makwa Property** consist of a mineral lease with an unexpired term of 19 years, a surface lease, and exploration claims held by the Company. An annual payment of approximately \$10,000 must be made to the province of Manitoba to keep the mineral lease and surface lease in good standing. There is a 1.0% NSR royalty on the Makwa property. The Company has the option to purchase 0.5% of the NSR royalty for \$500,000.

The Company owns a cumulative 89% interest in the **Mayville Property** (consisting entirely of Crown Mineral Claims) in 2005. A direct 60% interest was acquired from a vendor for consideration of \$90,000 in cash, a note for \$165,000 due 18 months from closing (which was paid during 2006), and 700,000 common shares of the Company (issued in 2005). The additional 29% interest was acquired through the acquisition of a 72.56% interest in Maskwa Nickel Chrome Mines Limited (“MNCM”), a company which holds the remaining 40% interest in the Mayville property subject to a joint venture agreement. If a party to the joint venture agreement is diluted below 10% then their respective interest converts to a 10% Net Profits Interest which is payable after all capital investment and exploration and development costs have been recouped by the operating party. Grid is the operator of the joint venture. The shares in MNCM were acquired through the issuance of 400,000 common shares of the Company and a cash payment of \$120,000. A royalty payment in the amount of \$210,000 will be due in five equal annual payments upon the commencement of commercial production on any portion of the MNCM property. In January 2022, 25% of the lithium rights and a 2% royalty on the original Tanco Claims and fifteen of the original Mayville mining claims were sold.

Both Makwa and Mayville are located on the Traditional Territory of the Sagkeeng First Nation.

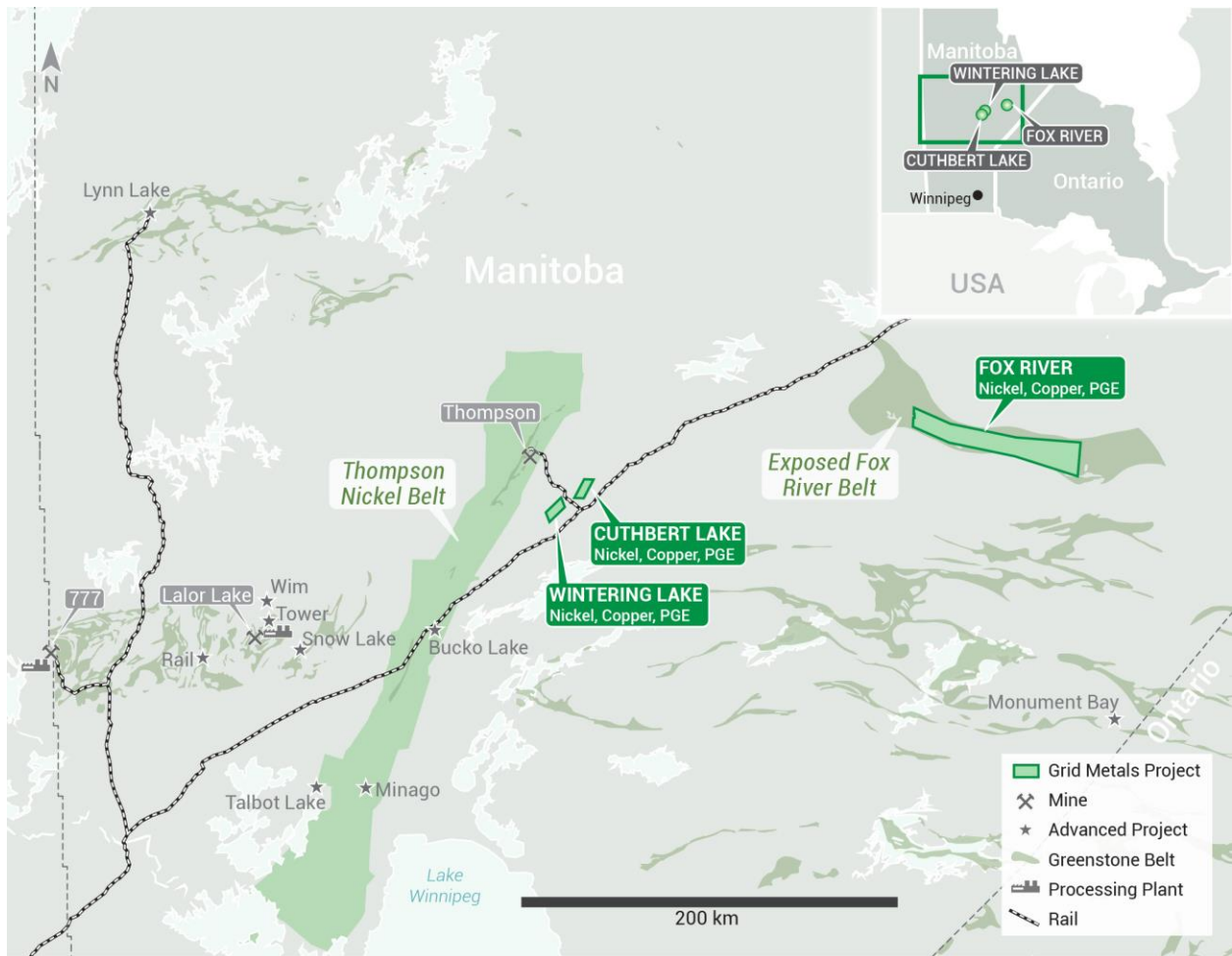
Northern Manitoba Mineral Exploration Licenses

In September 2021, the Company acquired the mineral rights for five Mineral Exploration Licenses (MELs) located in northern Manitoba. Three of the licenses cover a large section of the Proterozoic Fox River Belt, situated on the Superior Boundary Zone – host to a majority of Canada’s major nickel sulfide mining camps at Thompson Manitoba, Sudbury Ontario, and the Raglan Camp of northern Quebec. The other two licenses cover prospective mafic-ultramafic intrusions and known Ni-Cu-PGE surface showings in the Pikwitonei Granulite Domain directly east of the Thompson Nickel Belt and the mining city of Thompson. A tabulation of the MEL numbers and their size and annual holding costs are given in the table below.

Type of License	Regular MEL – Zone A	Special MEL – Zone B
Deposit (with application)	\$0.50/hectare	\$0.50/hectare
Zone	Zone A	Zone B
Annual Assessment Requirement	\$1.25/hectare in Year 1 increasing to \$7.50 per hectare in Year 3	\$0.50/hectare in Year 1 increasing to \$4.00 per hectare in Year 5
Initial Ownership Term	3 years	5 years
Renewal Term	3 years	5 years
Grid Property & MEL#	Thompson East: 1134A (Cuthbert Lake), 1135A (Wintering Lake)	Fox River Belt: 1153B, 1132B, 1133B
Area of Grid MELs	10,500 hectares	102,600 hectares
Year 1 2021/22 Cost	\$13,250	\$51,269
Year 1 Anniversary	Sept. 8, 2022	Sept. 8, 2022
Year 1 Expiry Date	Dec. 7, 2022	Dec. 7, 2022
Year 2 2022/23 Cost	\$53,000	\$102,537
Year 2 Expiry Date	Dec. 7, 2023	Dec. 7, 2023

In September 2023, the Company received approval for three additional MELs – all of which directly adjoin the existing Wintering Lake license #1135A. The expiry date for these three licenses is December 2024, and the annual work requirements follow the same fee schedule as shown for MEL #'s 1134A and 1135A, above.

Although the Company remains committed to maintaining a focus on southeastern Manitoba assets, the acquisition of the Fox River MELs represented a very rare opportunity to gain a large land position in both an established (Thompson Belt) and highly prospective frontier belt (Fox River) at a time of increasing investor interest in nickel sulfide projects located in Tier 1 jurisdictions. The Company will be exploring different options at its disposal to fund and manage future exploration of these MELs including, but not limited to, partnering with an established nickel sulfide mining company and vending a NSR royalty.



Above: Location of Grid’s northern Manitoba Mineral Exploration Licenses acquired in September, 2021

ONTARIO

East Bull Lake Palladium Property

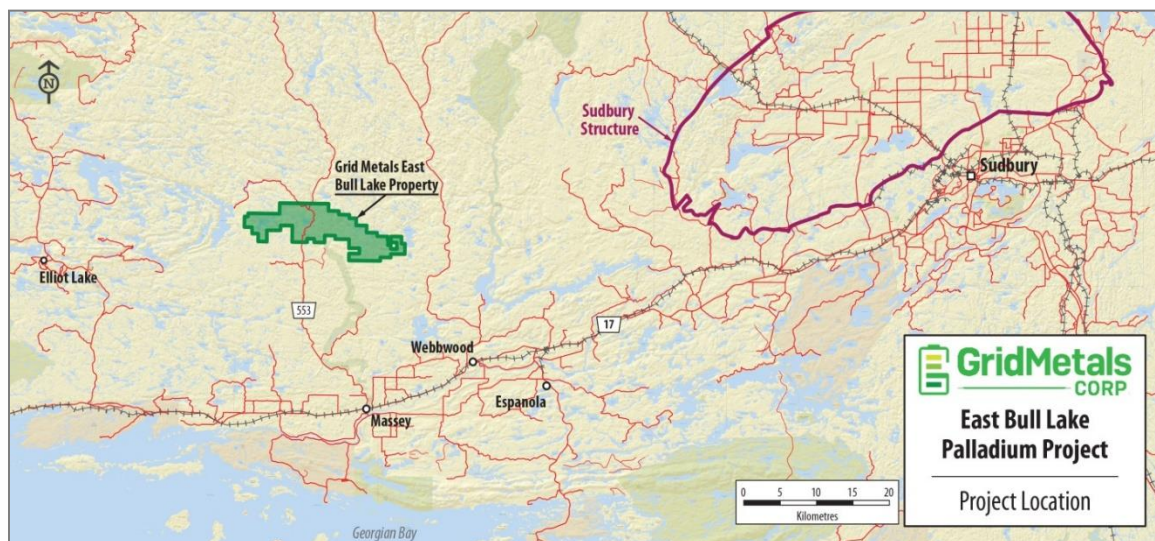
Overview

The East Bull Lake Palladium Property (“EBL”) consists of unpatented mining claims which cover ~80% of the ~22km x ~4 km layered intrusion that hosts widespread, palladium-dominant disseminated sulfide mineralization. Grid focused the exploration at EBL for palladium in the area of the south margin looking for mineralization occurring in embayments or feeder structures in the intrusion.

Mineral Title:

The 9,732 hectare EBL property consists of 466 unpatented mining claims held 100% by the Company and assembled over a 25 year period via staking and option and purchase agreements with third party vendors.

EBL is subject to underlying royalties held by the original optionors of the property of up to 3%.



Above: Location of East Bull Lake Palladium Property

The Company completed 31 drill holes totalling 8,021 metres during 2020 and 2021 at EBL targeting palladium-rich disseminated sulfide mineralization. There were many localized occurrences of significant palladium values and several narrow intercepts of high-grade massive sulfides in the footwall. No zones of economic significance at long term forecast palladium prices were identified in the drilling programs. No further work at EBL is planned at this time but geochemical interpretations completed subsequent to the recent drilling programs highlight the potential for Sudbury-type, structurally-controlled massive nickel-copper sulfide mineralization below the palladium-rich mineralization.

Campus Creek Lithium Property

Overview

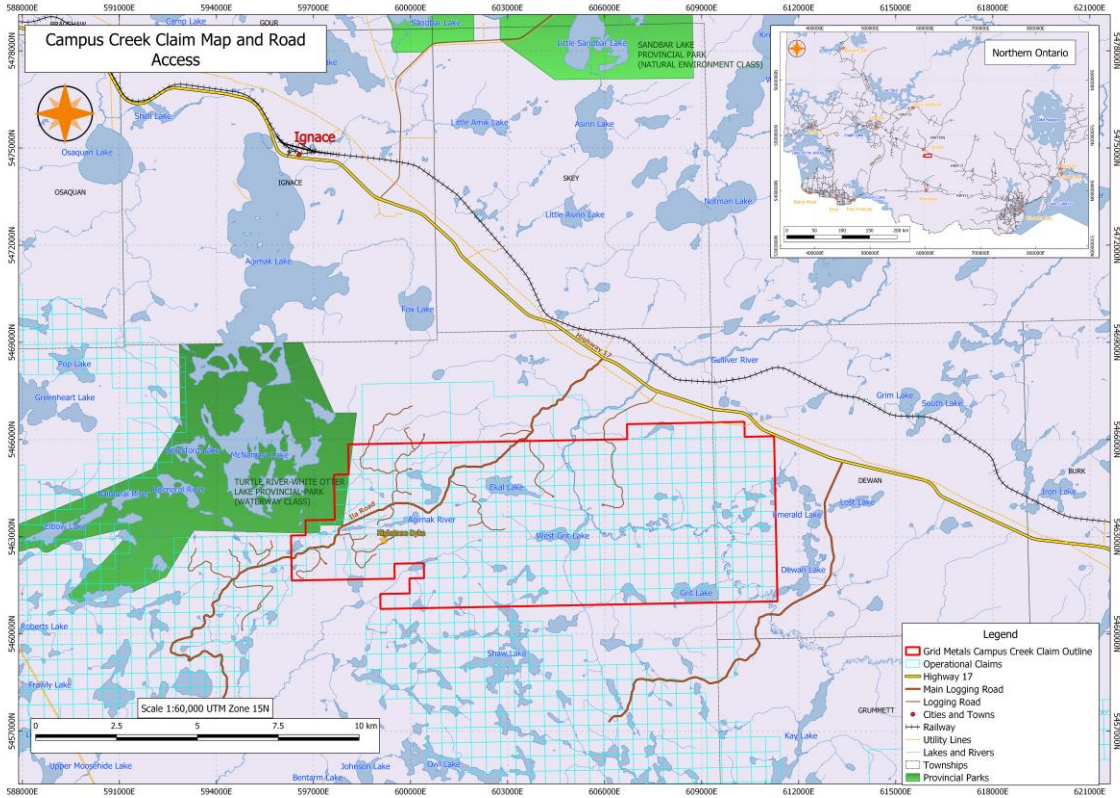
The Company owns a 100% interest in the early-stage Campus Creek lithium exploration project located near the town of Ignace in northwestern Ontario. The Property is subject to a joint venture agreement between Grid (75%) and Lithium Equities Investments LLC (LEI), an investment fund managed by Waratah Capital Advisors (25%). Grid Metals is the operator of the Joint Venture. The Campus Creek property is located adjacent to International Lithium’s Raleigh Lake property which hosts a maiden Measured and Indicated resource of 2.293 million tonnes grading 0.64% Li₂O (see International Lithium Corp. news release dated April 13, 2023).

Mineral Title

The property consists of 329 mineral claims covering an area of ~7,000 hectares.

Exploration

The Company completed an 885m drill program during the third quarter which was focused on the area of the Highstone Dyke and a spodumene showing there. There were no significant lithium values obtained in any of the eight drill holes completed. The Company believes that additional exploration work is warranted to investigate the potential for other spodumene showings on the Property.



Above: Location map of the Campus Creek lithium property

3. SELECTED ANNUAL INFORMATION

Selected audited annual information for the three most recently completed fiscal years, all reported under IFRS, are as follows:

Years ended December 31,	2022	2021	<i>Restated</i> 2020
	\$	\$	\$
Net income (loss) before provision for income taxes	275,756	(3,852,670)	(3,202,263)
Net income (loss) after provision for income taxes	275,756	(3,852,670)	(3,202,263)
Basic and diluted loss per share	(0.00)	(0.04)	(0.05)
Total assets	12,901,272	3,001,530	3,170,526

4. DISCUSSION OF OPERATIONS

Overview

The following table provides selected financial information that should be read in conjunction with the interim unaudited condensed consolidated financial statements of the Company for the three and nine months ended September 30, 2023 and 2022.

	For the three months ended		For the nine months ended	
	September 30,		September 30,	
	2023	2022	2023	2022
Exploration and evaluation expenses	\$ 1,408,331	\$ 931,372	\$ 7,133,491	\$ 5,311,220
Net operating expenses	(2,086,508)	(1,288,744)	(9,040,336)	(7,007,310)
Other income (loss) and realized gains on transactions	17,238	(61,250)	(142,712)	7,593,652
Net income (loss)	(2,069,270)	(1,349,994)	(9,183,048)	586,342
Net loss per share	(0.01)	(0.01)	(0.05)	0.01
Total assets	\$ 4,903,118	\$ 12,901,272	\$ 4,903,118	\$ 12,901,272

Revenues

None of the Company's properties have advanced to the point where a production decision can be made. As a consequence, the Company has no producing properties and no sales or revenues. From time to time the Company will earn interest from funds on deposit and other income from sale of property interests.

Other Income

The major items of other income for the three and nine months ended September 30, 2023 and 2022 are summarized as follows:

	For the three months ended		For the nine months ended	
	September 30,		September 30,	
	2023	2022	2022	2021
Gain on disposition of exploration and evaluation properties	\$ -	\$ -	\$ 133,750	\$ 8,697,750
Unrealized gain (loss) on marketable securities	(46,875)	(61,250)	(131,319)	(1,104,098)
Realized loss on marketable securities	-	-	(347,021)	-
Other income (expense)	64,113	-	201,878	-
	\$ 17,238	\$ (61,250)	\$ (142,712)	\$ 7,593,652

The major expense items for the three and nine months ended September 30, 2023 and 2022 are summarized as follows:

	For the three months ended September 30,		For the nine months ended September 30,	
	2023	2022	2023	2021
Exploration and evaluation expenses	\$ 1,408,331	\$ 931,372	\$ 7,133,491	\$ 5,311,220
Office, general and administrative	104,594	79,717	575,707	427,580
Professional and consulting fees	189,170	194,055	494,503	405,017
Management fees and directors fees	176,546	38,766	716,044	181,266
Public company costs	52,070	44,840	161,940	117,722
Share-based payments	148,618	(5,147)	701,244	549,779
Amortization	7,179	5,141	21,407	14,726
Flow-through share premium recovery	-	-	(764,000)	-
	\$ 2,086,508	\$ 1,288,744	\$ 9,040,336	\$ 7,007,310

Exploration and Development Expenditures

For the nine months ended September 30, 2023										
	Donner								Other	Total
	Makwa	Mayville	Lake Lithium	Eagle	Gossan	Campus Creek	Falcon West			
Acquisition	\$ -	\$ -	\$ 857,142	\$ 335,150	\$ 710,000	\$ -	\$ 358,020	\$ (3,750)	\$ 2,256,562	
Assays	-	134,755	346,106	-	-	44,723	10,923	-	536,507	
Consulting	55,368	49,607	372,399	7,563	11,690	7,517	30,477	34,580	569,201	
Drilling	-	330,714	2,311,604	-	-	144,249	-	-	2,786,567	
Geological	54,627	78,439	127,773	-	-	-	-	16,344	277,183	
Geophysics	3,790	28,677	140,660	20,375	4,200	-	-	32,475	230,177	
Labour	38,236	52,416	181,719	1,741	-	40,637	1,966	6,707	323,422	
Other	98,210	59,808	449,808	-	-	5,932	132,664	32,742	779,164	
Project Development	-	-	191,018	-	-	-	-	-	191,018	
Staking	-	-	-	-	-	-	-	22,577	22,577	
Subtotal	\$ 250,231	734,416	4,978,229	364,829	725,890	243,058	534,050	141,675	7,972,378	
Advances by minority joint arrangement partner ⁽¹⁾	\$ -	-	(838,887)	-	-	-	-	-	(838,887)	
Total	\$ 250,231	\$ 734,416	\$ 4,139,342	\$ 364,829	\$ 725,890	\$ 243,058	\$ 534,050	\$ 141,675	\$ 7,133,491	

For the nine months ended September 30, 2022										
	Donner								Other	Total
	Makwa	Mayville	Lake Lithium	Eagle	Gossan	Campus Creek	Falcon West			
Acquisition	\$ 20,000	\$ 50,284	\$ -	\$ -	\$ -	\$ 286,380	\$ 20,000	\$ 137,447	\$ 514,111	
Assays	76,940	-	74,973	-	-	5,770	-	142,039	299,722	
Consulting	225,254	20,040	274,488	-	-	7,522	810	27,648	555,762	
Drilling	1,890,147	-	1,315,877	-	-	-	-	-	3,206,024	
Geological	29,656	-	7,733	-	-	1,943	-	100,237	139,569	
Geophysics	-	-	332,908	-	-	1,464	-	-	334,372	
Labour	48,726	-	106,284	-	-	2,864	-	72,902	230,776	
Other	152,261	-	211,742	-	-	-	-	146,692	510,695	
Project Development	-	-	87,635	-	-	-	-	-	87,635	
Staking	-	-	59,000	-	-	-	-	-	59,000	
Subtotal	\$ 2,442,984	70,324	2,470,640	-	-	305,943	20,810	626,965	5,937,666	
Advances by minority joint arrangement partner	\$ -	-	(624,146)	-	-	(2,300)	-	-	(626,446)	
Total	\$ 2,442,984	\$ 70,324	\$ 1,846,494	\$ -	\$ -	\$ 303,643	\$ 20,810	\$ 626,965	\$ 5,311,220	

5. SUMMARY OF QUARTERLY RESULTS

Selected financial information for the last eight fiscal quarters:

	2023 Q3	2023 Q2	2023 Q1	2022 Q4
	\$	\$	\$	\$
Net income (loss)	(2,069,270)	(3,181,161)	(3,932,612)	(310,587)
Basic and diluted loss per share	(0.01)	(0.02)	(0.02)	0.00

	2022 Q3	2022 Q2	2022 Q1	2021 Q4
	\$	\$	\$	\$
Net income (loss)	(1,349,994)	1,168,003	768,333	(872,045)
Basic and diluted loss per share	(0.01)	0.01	0.01	(0.01)

Comments on quarterly results

2023 – Q3

Results for the quarter were a net loss of \$2,069,270 vs a net loss of \$1,349,994 for the 2022 period. The 2023 period included exploration and evaluation expense of \$1,408,331 (2022 - \$931,372), management fees and directors fees of \$176,546 (2022 - \$38,766), share-based compensation of \$148,618 (2022 - \$(5147)), an unrealized loss on marketable securities of \$46,875 (2022 - \$61,250), and other income of \$64,113 (2022 - \$201,878).

2023 – Q2

Results for the quarter were a net loss of \$3,181,161 vs net income of \$1,168,003 for the 2022 period. The 2023 period included exploration and evaluation expense of \$1,975,598 (2022 - \$1,382,550), share-based compensation of \$542,201 (2022 - \$3,957), an unrealized gain on marketable securities of \$262,577 (2022 - loss of \$1,049,848), a realized loss on the sale of marketable securities of \$289,359 (2022 - \$nil), and a gain on disposition of exploration and evaluation properties of \$nil (2022 - \$4,202,000). During the three months ended June 30, 2022 the Company sold the Bannockburn property for \$4,020,000 of Canada Nickel Inc. shares, the fair value of which was reduced by \$1,049,848 at June 30, 2022, based on the trading price of Canada Nickel Inc.

2023 – Q1

Results for the quarter were a net loss of \$3,932,612 vs net income of \$768,333 for the 2022 period. The 2023 period included exploration and evaluation expense of \$3,749,562 (2022 - \$2,997,298), share-based compensation of \$10,425 (2022 - \$550,969), and a gain of \$133,750 from the assignment of certain claims to Usha Resources Ltd compared to a gain of \$4,677,750 during the period realized on the financing arrangement with Lithium Royalty Corp.

2022 – Q4

Results for the quarter were a net loss of \$310,586 vs a loss of \$872,045 for the 2021 period. The decreased loss in the 2022 period was mainly due to increased exploration and evaluation expense of \$2,028,659 (2021 - \$349,667) and the realized loss on the disposition of Canada Nickel shares of \$260,256 (2021 - \$nil) offset by flow-through share premium recovery of \$1,203,090 (2021 - \$nil) and the unrealized gain on marketable securities of \$1,153,912 (2021 - \$nil) due to the appreciation of Canada Nickel shares during the quarter.

6. LIQUIDITY

The Company has no significant revenues and no expectation of significant revenues in the near term. The cash position of the Company is reduced as exploration and overhead expenses are incurred.

The Company has working capital at September 30, 2023 of \$4,397,420 (December 31, 2022 - \$11,486,257).

7. CAPITAL RESOURCES

During the nine months ended September 30, 2023, there were no unusual factors that affected the Company's capital resources.

8. OFF-BALANCE SHEET ARRANGEMENTS

At September 30, 2023 and 2022, the Company did not have any off-balance sheet arrangements.

9. TRANSACTIONS BETWEEN RELATED PARTIES

Director's fees, professional fees and other compensation of directors and key management personnel were as follows for the nine months ended September 30, 2023 and 2022:

Nine months ended September 30,	2023	2022
	\$	\$
Short-term compensation and benefits	966,234	447,465
Share-based payments (stock option, RSU and DSU grants)	423,914	444,654
Total key management compensation	1,390,148	892,119

Short-term compensation and benefits charged to exploration and evaluation expenditures during the nine months ended September 30, 2023 amounted to \$105,315 (2022 – \$113,249).

Amounts due to key management personnel included in accounts payable amounted to \$22,645 (2022 – \$22,645).

Legal fees were charged by a legal firm during the period ended December 31, 2022, of which an officer of the Company is an employee, for legal and corporate secretarial services in the amount of \$91,124 (2022 - \$61,858). Accounts payable and accrued liabilities includes \$24,994 owing to the legal firm (2022 – \$nil).

See also Notes 8(b) and 10 of the Company's interim unaudited condensed consolidated financial statements for the nine months ended September 30, 2023 and 2022.

10. PROPOSED TRANSACTIONS

There are no proposed transactions contemplated as of the date hereof.

11. CRITICAL ACCOUNTING ESTIMATES

The preparation of consolidated financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting periods. Estimates and judgments are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual outcomes can differ from these estimates. The key sources of estimation uncertainty that have a significant risk of causing material adjustment to the amounts recognized in the financial statements are:

Income taxes and recoverability of potential deferred tax assets

The Company is subject to income, value added, withholding and other taxes in various jurisdictions. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations often involving multiple jurisdictions. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing

temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting year.

Share-based payments

Management determines the valuation of share-based payments and warrants using market-based valuation techniques. The fair value of the market-based and performance-based share awards and warrants are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments may include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviors and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Mineral reserve estimates

The figures for mineral reserves and mineral resources are determined in accordance with National Instrument 43-101, "Standards of Disclosure for Mineral Projects", issued by the Canadian Securities Administrators. There are numerous uncertainties inherent in estimating mineral reserves and mineral resources, including many factors beyond the Company's control. Such estimation is a subjective process, and the accuracy of any mineral reserve or mineral resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. Differences between management's assumptions including economic assumptions such as metal prices and market conditions could have a material effect in the future on the Company's financial position and results of operation.

Commitments and contingencies

Refer to Notes 9 and 10 of the Company's interim unaudited condensed consolidated financial statements for the nine months ended September 30, 2023 and 2022.

12. FINANCIAL ASSETS, AND OTHER INSTRUMENTS

Financial assets

Initial recognition and measurement

Non-derivative financial assets within the scope of IFRS 9 are classified and measured as "financial assets at fair value", as either Fair Value through Profit or Loss ("FVPL") or Fair Value through Other Comprehensive Income ("FVOCI"), and "financial assets at amortized costs", as appropriate. The Company determines the classification of financial assets at the time of initial recognition based on the Company's business model and the contractual terms of the cash flows.

Subsequent measurement – financial assets at amortized cost

After initial recognition, financial assets measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the Effective Interest Rate ("EIR") method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR.

Subsequent measurement – financial assets at FVOCI

Financial assets measured at FVOCI are non-derivative financial assets that are not held for trading and the Company has made an irrevocable election at the time of initial recognition to measure the assets at FVOCI. The Company does not measure any financial assets at FVOCI.

After initial measurement, investments measured at FVOCI are subsequently measured at fair value with unrealized gains or losses recognized in other comprehensive income or loss in the consolidated statements of comprehensive

income (loss). When the investment is sold, the cumulative gain or loss remains in accumulated other comprehensive income or loss and is not reclassified to profit or loss.

Dividends from such investments are recognized in other income in the consolidated statements of earnings (loss) when the right to receive payments is established.

Subsequent measurement – financial assets at FVPL

Financial assets measured at FVPL include financial assets management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial assets measured at FVPL are carried at fair value in the consolidated statements of financial position with changes in fair value recognized in other income or expense in the consolidated statements of earnings (loss). The Company's marketable securities are classified as financial assets at FVPL.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flows from the asset expire, or the Company no longer retains substantially all the risks and rewards of ownership.

Impairment of financial assets

The Company's only financial assets subject to impairment are other accounts receivable, which are measured at amortized cost. The Company has elected to apply the simplified approach to impairment as permitted by IFRS 9, which requires the expected lifetime loss to be recognized at the time of initial recognition of the receivable. To measure estimated credit losses, accounts receivable has been grouped based on shared credit risk characteristics, including the number of days past due. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases, and the decrease can be objectively related to an event occurring after the initial impairment was recognized.

Financial liabilities

Initial recognition and measurement

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVPL as is the case for held for trading or derivative instruments, or the Company has opted to measure the financial liability at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities and lease obligations, which are each measured at amortized cost. All financial liabilities are recognized initially at fair value and in the case of long-term debt, net of directly attributable transaction costs.

Subsequent measurement – financial liabilities at amortized cost

After initial recognition, financial liabilities measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. The EIR amortization is included in finance cost in the consolidated statements of operations.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled, or expires with any associated gain or loss recognized in other income or expense in the consolidated statements of operations.

Credit Risk

The Company's credit risk is primarily attributable to accounts receivable. The Company has no significant concentration of credit risk arising from operations. Management believes that the credit risk concentration with respect to the financial instrument included in amounts receivable is remote.

Liquidity Risk

The Company's main source of liquidity is derived from its common stock issuances and exploration property transactions. As at September 30, 2023, the Company had current assets of \$4,841,502 (December 31, 2022 - \$12,818,249) to settle current liabilities of \$444,082 (December 31, 2022 - \$1,331,992). All the Company's financial liabilities have contractual maturities that are subject to normal trade terms. Current liabilities include exploration program advances of \$nil (December 31, 2022 - \$279,260) and un-renounced flow through share premium, which will be a non-cash item on settlement, of \$nil (December 31, 2022 - \$764,000). All of the Company's financial liabilities have contractual maturities that are subject to normal trade terms.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company has cash balances and no interest-bearing debt. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company monitors its cash balances and is satisfied with the creditworthiness of its banks. As a result, the Company's exposure to interest rate risk is minimal.

Market Risk

Foreign Currency Risk

The Company's functional and reporting currency is the Canadian dollar, and all expenditures are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is minimal.

Price Risk

The Company is exposed to price risk with respect to commodity prices. The Company closely monitors commodity prices to determine the appropriate course of action to be taken by the Company. As the Company's properties are in the exploration stage and to date do not contain any identified mineral resources or reserves, the Company does not hedge against commodity price risk.

Sensitivity Analysis

Management's view with respect to interest rate and foreign exchange risks is as follows:

- (i) The Company receives low interest rates on its cash and cash equivalent balances and, as such, the Company does not have significant interest rate risk.
- (ii) The Company does not have exposure to foreign exchange risk.

Land access and permitting

The Company is required to obtain permits to conduct exploration and evaluation activities on its properties and part of that process requires consultations with First Nations. In management's view there is uncertainty concerning the First Nation's consultation process, and there are risks of permitting delays. The impact of any delays on the Company's operations is unknown.

Operating Risk

All assets of the Company are either at the exploration or development stage. The Company faces a number of risks to the successful exploration and/or development of its properties. These include the availability of capital, technical risk, permitting risk and environmental risk. There is no certainty the Company will be able to fund or complete the required work in order to build a mine or profitably divest any of its assets. The Company is required to engage with First Nations in order to obtain exploration permits and there is ongoing uncertainty with respect to the permitting process.

13. DISCLOSURE OF OUTSTANDING SHARE DATA

Share Capital

Common Shares

As at September 30, 2023, and the date hereof, there were 175,415,714 common shares of the Company outstanding (December 31, 2022 – 165,162,706).

Warrants

At September 30, 2023, and the date hereof, there were a total of 12,410,000 warrants outstanding (December 31, 2022 – 26,603,300).

Options

At September 30, 2023, and the date hereof, there were a total of 11,220,000 stock options outstanding (December 31, 2022 – 5,670,000).

Deferred Share Units

At September 30, 2023, and at the date hereof, there were 2,150,000 deferred share units of the Company outstanding (December 31, 2022 – 2,150,000).

Restricted Share Units

At September 30, 2023, and at the date hereof, there were 1,600,000 restricted share units outstanding (December 31, 2022 – 100,000).

Subsequent Events

On October 25, 2023, the Company announced that it was proceeding with the Lease agreement for the True North Mill. Please see the “True North Mill – Bissett” section on page 8 for more information.

On November 29, 2023, the Company announced a non-brokered private placement consisting of a total of up to 30 million special flow-through common shares of the Company to be sold by way of a charitable flow-through offering at a price of \$0.18 for gross proceeds of up to \$5,400,000.

Directors and officers of the Company

Robin E. Dunbar	President, Chief Executive Officer, and Director
Dave Peck	Vice President
Brandon Smith	Chief Development Officer
Nadim Wakeam	Corporate Secretary
Doug Harris	Chief Financial Officer
Grant McAdam	Director
Thomas Meredith	Director
Edward Munden	Director
Patrick Murphy	Director

Dave Peck, P.Geo, is the Qualified Person for Grid Metals Corp. for the purposes of National Instrument 43-101 and has reviewed the technical content of this document.

Additional Information

Additional information about the Company including the financial statements, press releases and other filings are available on the internet at www.sedar.com and additional supplemental information is available on the Company website at www.gridmetalscorp.com