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MANAGEMENT DISCUSSION AND ANALYSIS

October 31, 2024

Form 51-102 F1
Management Discussion and Analysis ("MD&A")
North Arrow Minerals Inc.
Containing Information up to and including December 19, 2024

Description of Business

North Arrow Minerals Inc. ("North Arrow", "NAR" or the "Company") is a Canadian mineral exploration company. North Arrow is currently focused on the evaluation of the Kraaipan Gold Project in Botswana and evaluating spodumene pegmatites at its 100% owned LDG, MacKay, and DeStaffany Lithium Projects (NWT). The Company also maintains interests in several legacy diamond properties including the Naujaat (Nunavut), Pikoo (Saskatchewan) and Loki (Northwest Territories) projects. The common shares of the Company trade on the TSX Venture Exchange ("TSXV") under the symbol NAR.

The following discussion and analysis of the Company's financial condition and results of operations for the three and six months ended October 31, 2024, should be read in conjunction with the financial statements of the Company for the three and six months ended October 31, 2024, and the year ended April 30, 2024, together with the notes thereto. The MD&A supplements but does not form part of the financial statements of the Company. The Company's financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

Unless otherwise noted, all currency amounts are stated in Canadian dollars.

Forward Looking Statements

This document may contain "forward-looking statements" within the meaning of Canadian securities legislation and the United States Private Securities Litigation Reform Act of 1995. These forward-looking statements are made as of the date of this document and the Company does not intend, and does not assume any obligation, to update these forward-looking statements, except as required by law.

Forward-looking statements relate to future events or future performance and reflect management's expectations or beliefs regarding future events and include, but are not limited to, statements with respect to sources of and anticipated financing requirements, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage.

These forward-looking statements include, among others, statements with respect to the Company's objectives for the ensuing year, our medium and long-term goals, and strategies to achieve those objectives and goals, as well as statements with respect to our beliefs, plans, objectives, expectations, anticipations, estimates and intentions. The words "may," "could," "should," "would," "suspect," "outlook," "believe," "plan," "anticipate," "estimate," "expect," "intend," and words and expressions of similar import are intended to identify forward-looking statements. In particular, statements regarding the Company's future operations, future exploration and development activities or other development plans and estimated future financing requirements contain forward-looking statements.

All forward-looking statements and information are based on the Company's current beliefs as well as assumptions made by and information currently available to the Company concerning anticipated financial performance, business prospects, strategies, regulatory developments, development plans, exploration, development and mining activities and commitments. Although management considers these assumptions to be reasonable based on information currently available to it, they may prove to be incorrect.

By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and risks exist that predictions, forecasts, projections and other forward-looking statements will not be achieved. We caution readers not to place undue reliance on these statements as a number of important factors could cause the actual results to differ materially from the beliefs, plans, objectives, expectations, anticipations, estimates and intentions expressed in such forward-looking statements.

These factors include, but are not limited to, developments in world financial and commodity markets, risks relating to fluctuations in the Canadian dollar and other currencies relative to the US dollar, changes in exploration plans due to exploration results and changing budget priorities of the Company or its joint venture partners, changes in project parameters as plans continue to be refined; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing, the effects of competition in the markets in which the Company operates, the impact of changes in the laws and regulations regulating mining exploration and development, judicial or regulatory judgments and legal proceedings, operational and infrastructure risks, and the Company's anticipation of and success in managing the foregoing risks. The Company cautions that the foregoing list of factors that may affect future results is not exhaustive. When relying on our forward-looking statements to make decisions with respect to the Company, investors and others should carefully consider the foregoing factors and other uncertainties and potential events. The Company does not undertake to update any forward-looking statement, whether written or oral, that may be made from time to time by the Company or on our behalf, except as required by law.

Highlights for the six months ended October 31, 2024, and subsequent events up to December 19, 2024

Kraaipan Gold Project, Botswana

- During the six months ended October 31, 2024 the Company acquired an option to earn a 60% interest in the Kraaipan Gold Project, Botswana, by spending US$5 Million prior to June 30, 2027, including a commitment to spend US1 million by June 30 2025.
- Subsequent to the period ended October 31, 2024 the Company announced it had initiated exploration at the Project including completion of 24 reverse circulation (RC) drill holes, 905 line km of airborne drone magnetic surveys and orientation soil sampling.

Hope Bay Oro Gold Property, Nunavut

- On July 2, 2024, the Company sold its 100% interest in the Hope Bay Oro Gold Property, Nunavut to Agnico Eagle Mines Limited ("Agnico") for cash consideration of $1,750,000.

LDG Lithium Project, Northwest Territories

- During the six months ended October 31, 2024, the Company completed surveys of five mineral claims as part of an application to convert them to mining leases.
- The Company also conducted follow up prospecting and mapping of pegmatite showings within the Project area.

MacKay Lithium Project, Northwest Territories

- During the six months ended October 31, 2024, the Company completed prospecting and mapping of pegmatite showings within the Project area.

Corporate

- During the six months ended October 31, 2024, the Company:
  - i) consolidated its share capital on the basis of 10 old shares for 1 new post-consolidated share.
  - ii) completed a private placement for gross proceeds $2,200,000.
- On September 17, 2024 the Company started trading on a post-consolidation basis. All share and per share information reported in this Management Discussion and Analysis have been restated to retroactively reflect the consolidation.
- Subsequent to the six months ended October 31, 2024, the Company entered into an agreement dated December 17, 2024 to sell three lithium properties located in the Northwest Territories Canada to Li-FT Power Ltd. in exchange for 250,000 common shares of Li-FT.

A summary of the exploration activities for the Company follows, as well as a description of other corporate activities. These summaries include some discussion of management's future exploration plans. The reader is cautioned that actual results, performance or achievements may be materially different from those implied or expressed in these statements. The Company's exploration programs are subject to change from time to time, based on the analysis of results and changing corporate priorities, exploration targets and funding consideration.

An overview of the exploration activities for the Company follows. For additional details the reader is referred to the

Company's continuous disclosure documents available on SEDAR+(www.sedar+.ca).

EXPLORATION AND EVALUATION ASSETS

	April 30, 2024	Expenditures	Expensed	October 31, 2024
Lithium Properties				
- DeStaffany, NWT	$ 415,044	$ (29,108)	$ -	$ 385,936
- Bathurst, NU	66,899	15,812	-	82,711
- MacKay, NWT	209,035	66,488	-	275,523
- LDG, NWT	440,012	202,446	-	642,458
Diamond Properties				
- Pikoo, SK	5,717,709	4,160	-	5,721,869
- Loki, NWT	1,268,217	(10,813)	-	1,257,404
- Naujaat, NU	8,705,773	11,755	-	8,717,528
Gold Properties				
- Kraaipan, Botswana	-	306,034	-	306,034
- Hope Bay Oro Gold Property, NU	261,000	-	(261,000)	-
TOTAL	$ 17,083,689	$ 566,774	$ (261,000)	$17,389,463

Unless otherwise stated below, the Company's Canadian exploration activities are conducted under the supervision of Kenneth Armstrong, P.Geo. (NWT, NU, ON), President and CEO of the Company.

Gold Projects

Kraaipan Gold Project, Botswana

During the six months ended October 31, 2024, the Company entered into an option agreement with Rockman Resources Ltd. under which the Company can earn a 60% interest in the Kraaipan Gold Project in Botswana. The Kraaipan Project comprises a large land package covering 1,266 km^2 of mostly underexplored, Archean greenstone terrain, referred to as the Kraaipan Greenstone Belt ("KGB"). The KGB straddles the Botswana – South Africa border and is prospective for the discovery of both gold and base metal deposits, however, in Botswana, it has undergone limited historical exploration owing to a generally thin (<40m) cover of Kalahari sand that hinders the collection of traditional exploration data using geological mapping, prospecting and geochemical sampling. The South African portion of the KGB is better exposed and explored and is host to numerous mineral occurrences including Harmony Gold's multi-million-ounce Kalgold mine, in operation since the late 1990's and located approximately 40km south of the Kraaipan Project.

The Company plans to systematically explore beneath Kalahari sand cover for orogenic gold mineralization associated with banded iron formation (BIF) units of the KGB. This approach will utilize a technology driven, regional approach to exploration that will include prospectivity analysis using existing and newly generated data sets, as well as proprietary magnetic drone surveying and portable RC drilling to collect basal Kalahari sand and bedrock geochemical samples to rapidly identify geochemical pathfinders and alteration haloes associated with potential gold mineralization, in support of developing priority, hard rock drilling targets.

Subsequent to the period ended October 31, 2024, the company announced completion of initial fieldwork on the project, including collection of 905 line-kms of high-resolution magnetic data, 23 RC drill holes intended to sample bedrock and the basal Kalahari sand cover within a new target area in the central part of the property, and a single RC hole and small orientation soil sampling grid in the southern part of the property within the footprint of a much larger soil sampling grid completed in the 1990's. Ongoing exploration and evaluation work through the end of 2024 is expected to include testing of a smaller RC drill platform to allow for increased production, additional analytical work, including multi-element analyses of existing pulps from 2024 and earlier samples, and ground geophysical surveys of several areas inaccessible to drone surveys due to power lines.

Results from this initial field work and an ongoing comprehensive review of existing regional and project datasets will be used to guide target selection and develop a comprehensive work program for 2025. Expected work streams include additional RC drilling (base of Kalahari and bedrock sampling), surface soil sampling, final collection of high-resolution magnetic data and follow up diamond (core) drilling of identified target areas.

Under the terms of the agreement with Rockman, the Company can earn a 60% interest in the Project by incurring US$5 million in exploration expenditures over three years as follows:

- US$1,000,000 by June 30, 2025
- An additional US$2,000,000 no later June 30, 2026
- An additional US$2,000,000 no later than June 30, 2027

Upon incurring the cumulative US$5,000,000 in expenditures and delivering a written notice of exercise of the option, the Company will issue to Rockman 1,000,000 Company shares at which point the Company will have vested its 60% interest.

Within 60 business days of receipt of the Company's notice of exercise, Rockman may elect to form a joint venture between the Company (60%) and Rockman (40%) or grant the Company the option to acquire an additional 20% interest in the Property by funding continued evaluation of the Project and delivering a Preliminary Economic Assessment (PEA) of the Project. Under the PEA option election, the Company will have earned the additional 20% interest (brining its total interest in the project to 80%) upon delivering a PEA and issuing to Rockman an additional 2,000,000 Company shares.

Lithium Projects

<u>DeStaffany Lithium Project, Northwest Territories</u>

The Company holds a 100% interest in the DeStaffany lithium property, within the Yellowknife Pegmatite Province, NWT. The property covers 1,843 ha located on the north central shore of Great Slave Lake, approximately 18 km northeast of the Nechalacho mine and 115 km east of Yellowknife. The property hosts at least four lithium-tantalum-niobium bearing pegmatites. The Moose 1 and Moose 2 pegmatites were initially evaluated in the 1940's for tantalum and niobium but have never been subject to a focused evaluation of their lithium potential. Both pegmatites are located within 1 km of Great Slave Lake, providing good year-round access to the property from both Yellowknife and Hay River on the south side of the lake.

The Moose 1 pegmatite has been traced over a 370m strike, averaging 4.5m to 6.0m in width, with a maximum width of approximately 11m, and hosts spodumene mineralization that returned 1.5% Li_2O over 7.5m from historic channel sampling in 2009. Additional historic surface samples have returned from background values to 4.1% Li_2O.

The Moose 2 pegmatite has been mapped over a 450m strike length, is up to 30m wide. The pegmatite was bulk sampled and test mined for its tantalum and niobium potential in the 1940's and 1950's, producing tantalum, niobium and lithium concentrates, but has never been evaluated or drilled for its lithium potential. Spodumene mineralization is common throughout the pegmatite, with elevated lithium analyses of up to 2.73% Li_2O returned from samples along at least a 250m strike length of the body.

During the summer of 2023 the Company completed initial field investigations at the property. Spodumene mineralization was identified within the Moose 3 and Moose 4 pegmatites. Mineralogy and zoning within these pegmatites is similar to that of Moose 1 and Moose 2. The size potential of Moose 3 and Moose 4 remains uncertain due to significant overburden cover limiting exposure, however their similarities in mineralogy to Moose 1 and 2 indicate follow-up drill-testing is warranted. Significant lithium mineralization was returned from 9 of 14 rock sawn channels of the Moose 1 pegmatite including 1.81% Li_2O over 4 meters and 1.42% Li_2O over 4 meters from channels MS1-1 and MS1-2 respectively. In addition, 0.84% Li_2O over 4 meters was returned from Channel MS2-1 in an area of Moose 2 pegmatite that was previously mapped as lacking lithium mineralization. Mineralogical characterization samples were also collected, including representative samples of Moose 2 from which initial testing indicates the pegmatites may be suitable for ore sorting technology to produce a spodumene concentrate.

The DeStaffany property is subject to a 2% net smelter returns royalty on future mineral and metal production from the property. One half of the royalty can be purchased from the royalty holder at any time for $2 million.

LDG Lithium Project, Northwest Territories

During the year ended April 30, 2024, the Company concluded an agreement with Arctic Canadian Diamond Company under which the Lac de Gras joint venture was terminated. As a result, the Company retains a 100% interest in the LDG property. The property consists of a block of mineral claims and mining leases located within the Lac de Gras region of the Northwest Territories, directly adjoining the Diavik diamond mine property, located 10 km to the north. The Ekati diamond mine is located within 40 km to the northwest.

During the year ended April 30, 2024 the Company completed an initial evaluation of the SD2 and SD4 spodumene-bearing muscovite-tourmaline pegmatites in the northeastern part of the property. Eight rock sawn channel samples from the SD2 spodumene pegmatite returned from 0.25% Li_2O to 1.70% Li_2O, and seven representative grab samples from the SD4 spodumene pegmatite returned from 0.26% Li_2O to 2.17% Li_2O, including five samples over 1.0% Li_2O. Overall, spodumene pegmatites have been traced for over 500m in the SD2 area and the identification of multiple subparallel pegmatites support the Company's thesis that the LDG property could host spodumene pegmatites of similar size and grade to the pegmatites of the Yellowknife Pegmatite Province.

Subsequent to the year ended April 30, 2024, the Company completed surveys of five mineral claims as part of the application process to convert the mineral claims to mining leases. Additional prospecting and mapping of the SD2 and SD4 areas was also completed. The SD2 and SD4 showings represent drill ready lithium targets and the property hosts a number of additional evolved pegmatites that warrant further evaluation.

Pursuant to a previous acquisition agreement between the Company and Springbok Holdings Inc. ("Springbok") (please see the Company's Annual Management Discussion and Analyses for the year ended April 30, 2016, for further details on the acquisition agreement), in the event the Company incurred $2 million in joint venture expenditures on the Lac de Gras Joint Venture Property, the Company was required to issue to Springbok that number of common shares of the Company having a value of $1 million. Effective February 20, 2024, the Company granted Springbok a 2% diamond royalty on the LDG project in exchange for Springbok waiving its right to receive the $1 million share payment. The Company may purchase half of the royalty by making a $2 million payment at any time up to 24 months after the date the first royalty payment is due. A former director of the Company is a principal of Springbok, and was a Company director as at February 20, 2024.

Mackay Lithium Project, Northwest Territories

During the year ended April 30, 2024, the Company acquired by staking the MacKay lithium property, located on MacKay Lake, approximately 20 km south of the spodumene pegmatites on the LDG property and immediately adjacent to the winter road connecting Yellowknife with the Lac de Gras diamond mines. The Company has discovered the MK1 and MK3 spodumene bearing pegmatites on the property.

Mapping and sampling of the MK1 pegmatite was completed in mid-July 2023. MK1 consists of a series of irregular sub-parallel pegmatite dykes ranging from 0.5m to >10m wide. The pegmatites are intercalated with host metasedimentary rocks over an interpreted strike extent of greater than 400m. On September 20, 2023, the Company reported that six of eight 1m long rock sawn channel samples collected from MK1 returned from 1.16% Li_2O to 2.30% Li_2O.

The MK3 spodumene pegmatite was discovered approximately 4.5 km east of MK1. Fourteen of 17 samples collected from MK3 have returned in excess of 1% Li_2O, including a four-metre composite channel sample that returned 2.10% Li_2O.

The MK1 and MK3 showings represent drill ready lithium targets, and the property hosts a number of additional, evolved pegmatites that warrant further evaluation.

Bathurst Inlet Lithium Project, Nunavut

During the year ended April 30, 2023, the Company announced the acquisition of the Bathurst Inlet lithium property, Nunavut. The property covers a series of mapped and interpreted pegmatites located on or within nine kilometres of tidewater at Bathurst Inlet. The southernmost mineral claim lies within 12 km of B2 Gold's port facility, being used to service B2's Back River gold mine. Agnico Eagle's Doris Gold Mine is located approximately 80 km to the northeast of the property.

Subsequent to the year ended April 30, 2024, the Company completed a prospecting program during which several pegmatites were confirmed on the property. Spodumene mineralization was not identified. Representative samples were collected for geochemical analysis and characterization.

Acquisition of the Bathurst property is subject to an agreement with Panarc Resources Ltd. ("Panarc") under which the Company acquired a 100% interest in the property by reimbursing staking costs of $16,515 (paid), issuing 10,000 shares of the Company (issued) and issuing a further 50,000 shares of North Arrow prior to September 30, 2023 (issued). Panarc retains a 2% net smelter returns royalty on future mineral and metal production from the property. One half of the royalty can be purchased at any time for $2 million.

In addition, the Company will issue a further 200,000 shares to Panarc within 15 days of North Arrow's first public disclosure of a new mineral resource (any category) on the property. Issuance of all common shares is subject to the approval of the TSX Venture Exchange.

Diamond Projects

Naujaat Diamond Project, Nunavut

The Naujaat diamond project is located near the community of Naujaat, Nunavut. The Company holds a 60% interest in the project, subject to a February 3, 2023, joint venture agreement with Burgundy Diamond Mines Ltd., owner of the remaining 40% interest in the property.

A total of eight kimberlite pipes have been identified within the project as well as a number of laterally extensive kimberlite dyke systems. The Q1-4 kimberlite, located 7 km from the Company's laydown near the community of Naujaat, is the largest of the kimberlites discovered to date and hosts an important population of Type IaA - Ib fancy coloured, yellow to orangey yellow, diamonds. Evaluation work completed by the Company for the period from 2014 to 2022 included bulk sampling (2014, 2017 and 2021) and delineation drilling (2017). A complete summary of the bulk sampling and drilling results can be found in the Company's Management Discussion and Analysis for the years ended April 30, 2018, through 2023, inclusive.

The purpose of the 2021 bulk sample was to acquire further information on the coarser sizes of the Q1-4 diamond population, with particular emphasis on potential high value fancy colour diamonds. Evaluation of the Q1-4 diamond parcels included test polishing of a small selection of diamonds from the 2021 bulk sample, including 0.31 and 0.21 carat rectangular, radiant cut diamonds, representing the two largest, polished fancy colour diamonds from Naujaat to date. During the period ended October 31, these two diamonds were submitted to the Gemological Institute of America ("GIA") for colour grading and classification. The GIA described the 0.21 carat stone's colour-grade as fancy vivid orange-yellow with a clarity grade of VVS1. The 0.31 carat diamond was given a colour grade of fancy vivid orangey-yellow with a clarity grade of VS1. Both diamonds were described as having even colour distribution throughout.

The Naujaat project is subject to a 0.5% gross overriding royalty ("GOR") and net smelter royalty ("NSR") on diamond, precious metal and base metal production from the project. The holder of this royalty will also receive a payment of $2.5 million at the time the first royalty payment relating to the project is due.

The Naujaat project is also subject to a 2.5% NSR on metals and a 2.5% gross production royalty ("GPR") on the sale of industrial minerals, including diamonds. Subject to a November 2016 amending agreement with the royalty holder, the NSR and GPR, which were 3% each at the time of the amending agreement, may each be reduced to 1% subject to future contingent cash payments to the royalty holder totalling $5.15M and future staged exploration expenditures totalling $20M. During the year ended April 30, 2022, the Company notified the royalty holder that, subject to the terms of the November 2016 amending agreement, sufficient exploration expenditures had been incurred to reduce the NSR and GPR royalties each by 0.5% to 2.5%.

Pikoo Diamond Project, Saskatchewan

The Company's 100% owned Pikoo diamond project is located approximately 140 km east of La Ronge, Saskatchewan. An all-season road to the community of Deschambault Lake comes to within 6 km of the project's southern boundary. The Company has discovered 10 discrete kimberlite occurrences on the property. Five of the kimberlites have been confirmed as diamondiferous. A full summary of the initial diamond results from these kimberlites can be found in the Company's MD&As for the years ended April 30, 2014, and 2016 as well as the MD&A for the three months ended July 31, 2016.

Detailed evaluations of the petrography of the discovered kimberlites in conjunction with diamond results, mineral abundances and core logging information have been conducted and indicate that additional, as yet undiscovered kimberlites are located within the property. The Company has identified potential kimberlite targets for drill testing when funding comes available.

The Pikoo project is subject to a 1% GOR and NSR on diamond, precious metal and base metal production and a contingent cash payment of $1.25 million owing to the royalty holder at the time the first royalty payment is due.

Loki Diamond Project – Northwest Territories

The Loki diamond project consists of 26 mineral claims covering approximately 16,909 ha, acquired by staking between 2013 and 2023 in the Lac de Gras region of the Northwest Territories. The Company holds a 100% interest in these claims which are subject to 2.5% royalties on diamonds and base and precious metals. The royalties are held by Umgeni Holdings International Limited (“Umgeni”). The Company can purchase 0.5% of the royalties by paying Umgeni $5,000,000 any time up to 24 months after the start of commercial production from a mine on the property. In addition, the Company will issue to Umgeni 100,000 shares upon the announcement of a new kimberlite discovery on the property and will issue a further 500,000 shares upon the announcement of a mineral resource in respect of a kimberlite within the property. Umgeni is a private company of which a former director of the Company is a beneficiary of the sole shareholder

During the year ended April 30, 2024, the Company completed 11 ground geophysical surveys on the property.

Other Projects

Hope Bay Oro Property – Canada

The Company’s Hope Bay Oro Property is located in the Hope Bay Volcanic Belt in Nunavut approximately 3.25km to the north of Agnico Eagle’s Doris gold mine. Subsequent to the year ended April 30, 2024, the Company sold its 100% interest in the property for gross proceeds of $1,750,000 to Agnico.

SUSEQUENT EVENTS

Subsequent to the six months ended October 31, 2024, the Company entered into an agreement to sell three lithium properties located in the Northwest Territories Canada to Li-FT Power Ltd. in exchange for 250,000 common shares of Li-FT. On closing of the transaction, the Company will transfer to Li-FT a 100% interest in twenty mineral claims and mining leases comprising the DeStaffany, LDG and MacKay lithium properties, subject to existing royalty interests on the DeStaffany and LDG properties. The transfer will also include certain rights and interests in existing land use permits and associated reclamation bonds. The transaction is subject to a number of terms and conditions including approval of the TSX Venture Exchange.

FINANCIAL CONDITION, LIQUIDITY, CAPITAL RESOURCES, OPERATIONS AND FINANCIAL RESULTS

Overall performance

		October 31, 2024		April 30, 2024		April 30, 2023
Current assets	**$**	**2,956,387**	$	523,963	$	296,129
Non-current assets		**17,668,232**		17,377,508		15,886,882
Current liabilities		**(563,771)**		(1,011,654)		(1,116,764)
Long-term liabilities		**(196,973)**		(195,995)		(23,877)
Shareholders’ equity	**$**	**19,863,875**	$	16,693,822	$	15,042,370

Financing/Use of Proceeds

On September 17, 2024, the Company consolidated its common shares on the basis of ten (10) pre-consolidated shares for one (1) post-consolidated share. All share and per share information in the Company’s financial statements have been restated to retroactively reflect the consolidation.

Effective February 17, 2021, the Company entered into a loan agreement with Anglo Celtic Exploration Ltd. (“Anglo Celtic”) to provide North Arrow an unsecured loan of $400,000 (the “Loan”). Anglo Celtic is a private company controlled by D. Grenville Thomas, a director of the Company. Proceeds of the Loan were used to advance the Company’s exploration projects and for general working capital. The Loan was to be repaid in full by February 16, 2022, and carries an interest rate of 10% per annum with accrued interest to be paid at the time of the repayment. The loan was extended three times effective February

16, 2022, February 16, 2023, and February 16, 2024, under the same terms. During the six months ended October 31, 2024, the Company repaid the loan and related interest.

On May 17, 2023, the Company completed two financings consisting of a non-flow through unit financing and a flow through unit financing for gross proceeds of $2,423,940. The non-flow through financing consisted of 2,297,699 units at a price of $0.60 per unit. Each non-flow through unit consisted of one share and one transferable common share purchase warrant. Each non-flow through warrant entitles the holder to purchase one share at a price of $1.00 for a period of 24 months. The flow through unit financing consisted of 1,306,650 units at a price of $0.80 per unit. Each flow through unit consisted of one flow through share and one half of a transferrable non-flow through share purchase warrant. Each whole flow through warrant entitles the holder to purchase a non-flow through share at a price of $1.20 for a period of 24 months. In connection with these financings North Arrow paid finders fees and costs of $100,920 and 67,662 finders warrants. Each finders' warrant has the same terms as the non-flow through warrants.

On October 28, 2024, the Company completed a non-brokered private placement of 11,000,000 post-consolidated units at a price of $0.20 per unit. Each unit consisted of one share and one-half transferable common share purchase warrant. Each whole warrant will entitle the holder to purchase, for a period of 18 months from the date of issue, one additional common share at an exercise price of $0.30. If the closing price for the Company's shares is $0.50 or greater for 10 consecutive days from a date beginning six months following the closing date of the private placement, and the Company so elects, the holders of warrants will have 30 days to exercise their warrants, otherwise the warrants will expire on the 31st day after the election. All securities will be issued using exemptions from the prospectus requirements found in NI 45-106, including Part 5A - Listed Issue Financing Exemption (LIFE). In connection with the financing the Company paid commissions, costs and finders' fees of $89,558 and 349,200 warrants valued at $40,824.

Results of Operations

During the three and six months ended October 31, 2024 (the "current quarter" and current period"), the Company recorded a loss of $233,981 or $0.01 per share and net income of $1,001,449 or $0.06 per share respectively. This is compared with losses of $170,238 or $0.01 per share and $508,963 or $0.03 per share respectively for the three and six months ended October 31, 2023 (the "comparative quarter and comparative period").

Expenses for the current quarter were $235,253 (comparative quarter - $321,197) a decrease of $85,944 from the comparative quarter. The decrease in expenses during the current quarter was largely related to decreased share-based compensation of $23,037 (comparative quarter - $117,176) and decreased advertising, promotion and travel of $25,987 (comparative quarter - $48,003). The decrease in share-based compensation costs is due to the number of option grants vesting in the current quarter.

During the current quarter the Company recorded a loss on marketable securities of $625 (comparative quarter - $833), other income - deferred premium of $2,151 (comparative quarter - $125,900), gain on loan $nil (comparative quarter - $10,000) and interest and foreign exchange of $351 (comparative quarter - $15,892). The reduction in the other income – deferred premium relates to the Company's accounting treatment for the premium investors paid on a flow-through financing issued in the prior year. Under International accounting policies the premium on a flow-through financing is credited to income as eligible expenditures are incurred. During the current quarter the Company completed its flow through expenditure requirement, however, the expenditures incurred were less than in the comparative quarter resulting in reduced other income from the deferred premium.

Expenses for the current period were $443,367 (comparative period - $709,327) a decrease of $265,960 from the comparative period. The decrease in expenses during the current period was largely related to decreased share-based compensation $58,162 (comparative period - $320,729) and decreased advertising, promotion and travel of $33,691 (comparative period - $94,891). The decrease in share-based compensation costs is due to the reduced number of options vesting in the current period compared to the comparative period.

During the current period the Company recorded a loss on marketable securities of $625 (comparative period - $1,041), other income - deferred premium of $31,736 (comparative period - $163,105), interest and foreign exchange $1,446 (comparative period - $28,300) and a $1,412,259 (comparative period - $nil) gain on the sale of the Hope Bay Oro Gold Property. The gain on the Hope Bay Oro Gold Property reflects the sale of the property for gross proceeds of $1,750,000 less related costs.

Summary of quarterly results

The following table sets out selected unaudited quarterly financial information of North Arrow and is derived from the Company's unaudited quarterly financial statements prepared by management. The Company's interim financial statements are prepared in accordance with IFRS and are expressed in Canadian dollars.

Variations in Quarterly Results

Quarter Ending		Interest Income		Net Income (Loss) from Continued Operations and Net Loss		Basic Earnings (Loss) per share from continued operations		Earnings (Loss) per Share
October 31, 2024	$	351	$	(233,981)	$	(0.01)	$	(0.01)
July 31, 2024	$	1,095	$	1,235,430	$	0.07	$	0.05
April 30, 2024	$	5,426	$	(130,445)	$	(0.01)	$	(0.01)
January 31, 2024	$	8,988	$	(268,195)	$	(0.02)	$	(0.02)
October 31, 2023	$	15,892	$	(170,238)	$	(0.01)	$	(0.01)
July 31, 2023	$	12,408	$	(338,725)	$	(0.02)	$	(0.02)
April 30, 2023	$	447	$	(3,656,939)	$	(0.29)	$	(0.29)
January 31, 2023	$	142	$	(210,373)	$	(0.02)	$	(0.02)

The Company's quarterly results can be affected by many factors such as seasonal fluctuations, variations in capital markets, the write-off of capitalized amounts, stock-based compensation costs, tax recoveries, flow-through financings and legal matters.

The $233,981 loss for the second quarter of fiscal 2025 reflects share-based compensation costs of $23,037, other income $2,151 on the crediting of the deferred premium to operations and ongoing administration costs.

The $1,235,430 net income for the first quarter of fiscal 2025 reflects share-based compensation costs of $35,124, other income of $29,585 on the crediting of the deferred premium to operations, a net gain of $1,412,864 on the sale of the Hope Bay Oro Gold Property and ongoing administration costs.

The $130,445 loss for the fourth quarter of fiscal 2024 reflects share-based compensation costs of $56,838, other income $27,290 on the crediting of the deferred premium to operations, the $94,310 write-down of the CSI project, the recovery of $261,000 of costs on the Hope Bay Oro Gold Property and ongoing administration costs.

The $268,195 loss for the third quarter of fiscal 2024 reflects share-based compensation costs of $74,798, other income $39,199 on the crediting of the deferred premium to operations and ongoing administration costs.

The $170,238 loss for the second quarter of fiscal 2024 reflects share-based compensation costs of $117,176, other income $125,900 on the crediting of the deferred premium to operations and ongoing administration costs.

The $338,725 loss for the first quarter of fiscal 2024 reflects share-based compensation costs of $203,553, other income $37,205 on the crediting of the deferred premium to operations and ongoing administration costs.

The $3,656,939 loss for the fourth quarter of fiscal 2023 reflects the $3,414,969 write-down of exploration and evaluation expenditures, ongoing administration costs, amortization of $1,871 related to the bonus shares and warrants and increased professional fees related to financing and flow through tax requirements.

The $210,373 loss for the third quarter of fiscal 2023 reflects ongoing administration costs, amortization of $5,604 related to the bonus shares and warrants issued as consideration to a loan, share based compensation costs of $1,057, a loss of $209 on marketable securities and other income $3,580 on the crediting of the deferred premium to operations.

Financial Position at October 31, 2024, compared to April 30, 2024

At October 31, 2024, the Company had working capital of $2,392,616 (April 30, 2024 – working capital deficiency $487,691) an increase of $2,880,307 largely related to the sale of the Hope Bay Oro Gold Property for gross proceeds of $1,750,000 and the completion of a financing for gross proceeds of $2,200,000.

In addition, at October 31, 2024, the Company had cash and cash equivalents of $2,927,583 (April 30, 2024 - $428,563), security deposits of $243,361 (April 30, 2024 - $243,361), exploration and evaluation assets of $17,389,463 (April 30, 2024 - $17,083,689), current liabilities of $563,771 (April 30, 2024 - $1,011,654), loan payable of $nil (April 30, 2024 - $548,297), reclamation provision of $196,973 (April 30, 2024 - $195,995) and shareholders' equity of $19,863,875 (April 30, 2024 - $16,693,822). During the current period, proceeds from the sale of the Hope Bay Oro Gold Property and the financing have enabled the Company to pay off its loan and other amounts and enter into an option agreement on the Kraaipan gold project in Botswana.

During the current period the Company's activities have focused on work related to the acquisition of the Kraaipan gold project in Botswana and the ongoing exploration and evaluation of its lithium and diamond projects.

Liquidity

At October 31, 2024 the Company had working capital of $2,392,616 compared to a working capital deficiency of $487,691 at April 30, 2024. The increase in the working capital is largely a result of the Company's sale of the Hope Bay Oro Gold Property for gross proceeds of $1,750,000 and a financing for gross proceeds of $2,200,000. Included in accounts payable and accrued liabilities is a provision of $120,500 for future demobilization costs related to the Mel project in Nunavut.

During the current period the Company's cash position increased $2,499,020 (comparative period – $1,006,877). The increase in cash during the current period was a result of $1,417,781 (comparative period – use of $743,957) and $1,527,596 (comparative period - $2,271,744) generated from investing and financing activities respectively. These amounts were reduced by cash expenditures of $446,357 (comparative period - $520,910) used to fund operating activities.

Operating activities

During the current period the Company's operating activities used $446,357 (comparative period - $520,910) of cash. The cash used in operating activities during the current period reflects the Company's net income of $1,001,449 (comparative period – loss of $508,963) adjusted for non-cash gains and expenditures and the reduction in cash of $102,330 (comparative period – $212,939) that resulted from the Company funding changes in receivables, prepaid expenses and accounts payable.

The non-cash gain and expenditure adjustments to the net income (loss) consist of depreciation $20,923 (comparative period - $22,892), share-based compensation $58,162 (comparative period - $320,729), loss on marketable securities $625 (comparative period $1,041), finance costs $18,809 (comparative period - $29,435), other income arising of $31,736 (comparative period - $173,105) and the $1,412,259 (comparative period - $nil) gain related to the sale of the Hope Bay Oro Gold Property.

Investing activities

During the current period the Company's investing activities provided $1,417,781 (comparative period – used $743,957) of cash. The cash provided from investing activities reflects the net cash received on the sale of the Hope Bay Oro Gold Property $1,673,259 (comparative period - $nil), reduced by the cash used for equipment purchases of $5,873 (comparative period - $nil), security deposits $nil (comparative period - $47,366) and net exploration and evaluation cash expenditures of $249,605 (comparative period – $696,591).

Financing activities

During the current period the Company's financing activities provided $1,527,596 (comparative period - $2,271,744) of cash. During the current period the Company received net proceeds from a private placement of $2,110,442 (comparative period – $2,323,020), repaid a bank loan $nil (comparative period - $30,000) and used $22,164 (comparative period - $21,276) for payments related to its lease agreements.

Capital Resources

The Company's financial condition and future prospects are significantly affected by overall economic conditions. The Company has no source of operating revenue and relies on equity financings, joint ventures and warrant and stock option exercises to further exploration on its properties.

The Company's long-term financial success is dependent on management's ability to discover and develop economically viable mineral deposits. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration activity and the Company's ability to raise additional funds on favourable terms. Management recognizes there will be risks involved that may be beyond their control. The Company intends to continue to use various strategies to minimize its dependence on equity capital, including the securing of joint venture partners where appropriate.

The Company's ability to generate cash is very much affected by the current market conditions, its share price and third-party interest in its assets. In the current equity market, funds for companies at an early/grass-roots stage of exploration are limited and dilution to existing shareholders from an equity financing increases as the share price decreases. The Company has limited credit facilities that could be used for ongoing operations because it has no operating cash flow.

In order to finance the Company's exploration programs and to cover administrative and overhead expenses, the Company raises money through equity sales, from the exercise of convertible securities, through debt and, in the past, from the sale of investments. Although the Company has had past success in obtaining financing, there can be no such assurance that it will be able to obtain adequate financing in the future or that the terms of any financing will be favourable. Many factors influence the Company's ability to raise funds, including the state of the resource market and commodities prices and the climate for mineral exploration.

The Company's management actively manages its landholdings in an effort to keep those landholdings with the greatest exploration potential in good standing for as long as possible. The Company's management regularly reviews its cash position against future plans and makes decisions regarding these plans accordingly.

The Company is seeking to minimize variable expenses to the extent possible and may seek joint venture partners to continue further exploration of its mineral properties.

Risks and Uncertainties

Industry

An investment in natural resource companies involves a significant degree of risk. The degree of risk increases substantially where the Company's properties are in the exploration stage as opposed to the development stage. Investment in the securities of the Company should be considered as highly speculative due to the nature of the Company's business. The following additional risk factors should be given special consideration.

Exploration, Development and Mining Risks

Exploring and developing mineral resource projects bears a high potential for all manner of risks. Additionally, few exploration projects successfully achieve development due to factors that cannot be predicted or foreseen. Moreover, even one such factor may result in the economic viability of a project being detrimentally impacted such that it is neither feasible nor practical to proceed. Mineral exploration involves many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of diamonds and base/precious metals, any of which could result in work stoppages, damage to property, and possible environmental damage. If any of the Company's exploration programs are successful, there is a degree of uncertainty attributable to the calculation of resources and reserves and the corresponding grades that could be mined or dedicated to future production. Until reserves are actually mined and processed, calculations of quantity and grade must be considered as estimates only. In addition, the quantity of resources and reserves may vary depending on diamond or metal prices. Any material change in resources and reserves, including grade or recovery ratio, may affect the economic viability of the Company's properties. In addition, there can be no assurance that diamond and metal recoveries in small-scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production. The Company closely monitors its activities and those factors which could impact them, and employs experienced consulting, engineering, and legal advisors to assist in its risk management reviews.

The Company's properties are currently being assessed for exploration and as a result, the Company has no source of operating cash flow. Failure to obtain additional financing could result in a delay or indefinite postponement of further exploration. Development of the Company's mineral properties will only follow upon obtaining satisfactory exploration results. Mineral exploration and development involve a high degree of risk and few properties that are explored are ultimately developed into producing mines. There is no assurance that the Company's mineral exploration and development activities will result in any discoveries of mineralization that can be converted into resources or reserves. The long-term profitability of the Company's operations will be in part directly related to the cost and success of its exploration programs, which may be affected by a number of factors. Substantial expenditures are required to establish resources and reserves through drilling, to develop metallurgical processes to extract the metal or diamonds and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that the funds required for development can be obtained on a timely basis.

Foreign Operation Risks

The Company is primarily exposed to currency fluctuations relative to the Canadian dollar through expenditures that are predominantly denominated in US dollars. The Company is exposed to foreign currency risk through the following financial assets and liabilities denominated in US dollars:

		October 31, 2024		April 30, 2024
Cash	$	581	$	547
Accounts payable	$	306,034	$	-

At October 31, 2024, with other variables unchanged a +/- 10% change in exchange rates would change comprehensive income/loss by $30,500 (April 30, 2024 - $50).

Historically, the majority of the Company's expenses have been denominated in Canadian Dollars so its exposure to foreign exchange risk has been limited. Exploration activities outside of Canada can expose the Company to foreign exchange risk.

The Company's business consists of a single operating segment – the acquisition and exploration of mineral properties. Details on a geographic basis are as follows:

		October 31, 2024		April 30, 2024
Total Non-current long- lived assets				
Canada	$	17,083,429	$	17,083,689
Botswana		306,034		-
	$	17,389,463	$	17,083,689

Insurance

The Company's involvement in the exploration for mineral properties may result in the Company becoming subject to liability for pollution, property damage, personal injury or other hazards. Although the Company may have insurance to address many risks, such insurance has limitations on liability that may not be sufficient to cover the full extent of such liabilities. In addition, such risks may not, in all circumstances, be insurable or, in certain circumstances, the Company may elect not to obtain insurance to deal with specific risks due to the high premiums associated with such insurance or other reasons. The payment of such uninsured liabilities would reduce the funds available to the Company. The occurrence of a significant event that the Company is not fully insured against, or the insolvency of the insurer of such event, could have a material adverse effect on the Company's financial position, results of operations or prospects.

Environmental Risks

All phases of the mineral exploration and development business present environmental risks and hazards and are subject to environmental legislation. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances used and or produced in association with mineral exploration and mining operations. The legislation also requires that facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs. The discharge of pollutants into the air, soil or water may give rise to liabilities to governments and third parties and may require the Company to incur costs to remedy such discharge. No assurance can be given that the application of environmental laws to the business and operations of the Company will not result in a curtailment of production, or a material increase in the costs of production, development or exploration activities or otherwise adversely affect the Company's financial condition, results of operations or prospects.

Prices, Markets and Marketing of Diamonds and Base/Precious Metals

The Company's revenues, if any, are expected to be in large part derived from the mining and sale of diamonds and base/precious metals or interests related thereto. The price of those commodities has fluctuated widely, particularly in recent years, and is affected by numerous factors beyond the Company's control including international economic and political trends, expectations of inflation, currency exchange fluctuations, interest rates, global or regional consumptive patterns, speculative activities, increased production due to new mine developments and improved mining and production methods. The effect of these factors on the price of diamonds and base/precious metals, and therefore the economic viability of any of the Company's exploration projects, cannot accurately be predicted.

The marketability of any minerals acquired or discovered may be affected by numerous factors which are beyond the control of the Company, and which cannot be accurately predicted, such as the proximity and capacity of milling facilities, mineral markets and processing equipment and governmental regulations including regulations relating to royalties, allowable production and importing and exporting of minerals.

Substantial Capital Requirements and Liquidity

The Company anticipates that it will make substantial capital expenditures for the acquisition, exploration, development and production of its mineral properties in the future. The Company currently has no revenue and may have limited ability to expend the capital necessary to undertake or complete future drilling programs. There can be no assurance that debt or equity financing, or cash generated by operations will be available or sufficient to meet these requirements or for other corporate purposes or, if debt equity financing is available, that it will be on terms acceptable to the Company. Moreover, future activities may require the Company to alter its capitalization significantly. The inability of the Company to access sufficient capital for its operations could have a material adverse effect on the Company's financial condition, results of operations or prospects.

Issuance of Debt

From time to time the Company may enter into transactions or activities that may be financed with debt which could impair the Company's ability to obtain additional financing in the future. The inability of the Company to access sufficient capital for the repayment of any debt could have a material effect on the Company's financial condition, results of operations or prospects.

Outstanding Share Data

The Company's authorized capital is unlimited common shares without par value.

As at December 19, 2024, the Company had the following shares, options and warrants outstanding:

		Number
Shares issued and outstanding		28,580,224
Options:		
Expire December 17, 2025	$1.00	40,000
Expire June 3, 2026	$1.20	102,500
Expire June 1, 2028	$0.80	862,500
Expire February 28, 2029	$0.80	50,000
Warrants		
December 28, 2024	$1.00	1,679,000
May 17, 2025	$1.20	653,325
May 17, 2025	$1.00	2,365,362
April 28, 2026	$0.30	5,849,200
Fully diluted		40,182,111

Stock options and warrants

At the Company's Annual General meeting held on December 15, 2023, the shareholders of the Company ratified an amended stock option plan (the "Plan"). The Plan gives the directors the authority to grant options to directors, officers, employees and consultants. The maximum number of shares to be issued under the Plan is 10% of the issued and outstanding common shares at the time of the grant. The exercise price of each option granted shall not be less than the market price at the date of grant less a discount up to 25% in accordance with the policies of the TSXV.

Options granted can have a term of up to 5 years with vesting provisions determined by the directors in accordance with TSXV policies for Tier 2 Issuers, with a typical vesting period of 25% upon grant and 25% every six months thereafter.

Transactions with Related Parties

The Company incurred the following transactions in the normal course of operations in connection with companies which have an officer and/or director in common during the six months ended October 31, 2024.

- Paid or accrued consulting fees of $5,250 (comparative period - $4,500) to the Corporate Secretary of the Company. This amount is included in salaries disclosed below.
- Charged related parties $6,130 (comparative period - $4,500) for fees, rent, office, and administrative costs.
- Included in accounts payable is $nil (comparative period - $168,545) due to directors and officers.
- Interest of $12,385 (comparative period - $25,338) has been accrued on a loan from a company controlled by a director

The remuneration of directors and key management personnel during the six months ended October 31, 2024, was as follows:

	October 31, 2024	October 31, 2023
Salaries[1]	$ 91,125	$ 86,027
Salaries in exploration costs[1]	-	60,973
Share-based compensation[2]	46,232	249,524
Total	$ 137,357	$ 396,524

1 – When key management is working specifically on mineral properties their time is capitalized against the mineral property.
2 – Share-based compensation is the fair value of options that have been granted to directors and key management personnel.

During the year ended April 30, 2016, the Company entered into an employment agreement with a senior employee and officer for his services requiring a minimum annual payment of $225,000. In addition, the employment agreement contains clauses which could provide for a payment or payments in excess of $450,000 on termination of employment or conclusion of a change in control or similar transaction.

CHANGES IN ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES, JUDGMENTS AND ASSUMPTIONS

NATURE AND CONTINUANCE OF OPERATIONS

North Arrow Minerals Inc. (the “Company”) was incorporated federally under the laws of the Canada Business Corporations Act. On January 25, 2023, the Company was continued into British Columbia, from the jurisdiction of Canada, under the Business Corporations Act.

The Company trades on the TSX Venture Exchange (TSXV – NAR) and its registered office address is Ste. #960-789 West Pender Street, Vancouver, BC, Canada V6C 1H2.

The Company’s principal business activity is the acquisition and exploration of exploration and evaluation assets. To date, the Company has not generated significant revenues from operations and is considered to be in the exploration stage.

The Company’s financial statements have been prepared on a going concern basis which assumes the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. At October 31, 2024, the Company had an accumulated deficit of $29,435,092 (April 30, 2024 - $30,436,541), incurred ongoing losses and has no source of recurring revenue. These material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern. The Company’s financial statements do not reflect the adjustments to the carrying values of assets and liabilities, the reported amounts of expenses and the classification of statement of financial position items if the going concern assumption was inappropriate. These adjustments could be material.

The Company’s continuation as a going concern is dependent on the successful results from its mineral property exploration activities, its ability to reduce or defer discretionary expenditures and its continued ability to raise equity capital or borrowings sufficient to meet current and future obligations.

Statement of Compliance

The Company's financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and specifically IAS 34, Interim Financial Reporting. The accounting policies applied in preparation of these financial statements are consistent with those applied and disclosed in the Company's financial statements for the year ended April 30, 2024. The Company's financial statements are presented Canadian dollars, its functional currency, unless otherwise noted.

Historical cost

The Company's financial statements have been prepared on a historical cost basis except for certain financial instruments measured at fair value.

Significant accounting judgments, estimates and assumptions

The preparation of financial statements in conformity with IFRS requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported revenues and expenses during this period.

Although management uses historical experiences and its best knowledge of the amount, events or actions to form the basis for judgments and estimates, actual results may differ from these estimates. The most significant accounts that require estimates as the basis for determining the stated amounts include the recoverability of exploration and evaluation assets and the valuations for share-based payments, marketable securities, deferred premiums, deferred tax amounts, reclamation provision, right-of-use assets and lease liabilities.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are as follows:

i) Economic recoverability and probability of future benefits of exploration and evaluation costs.
Management has determined that exploration, evaluation and related costs incurred which were capitalized may have future economic benefits and may be economically recoverable. Management uses significant judgement when assessing several criteria in determining economic recoverability and probability of future economic benefits including geologic and other technical information, history of conversion of mineral deposits with similar characteristics to its own properties to proven and probable mineral reserves, the quality and capacity of existing infrastructure facilities, evaluation of permitting and environmental issues and local support for the project.

ii) Valuation of share-based payments and warrants recorded as marketable securities
The Company uses the Black-Scholes Option Pricing Model for valuation of share-based payments and warrants recorded as marketable securities. Option pricing models require the input of subjective assumptions including expected price volatility, interest rates and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and Company's earnings and equity reserves.

iii) Income taxes
In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax 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.

iv) Valuation of deferred premiums and flow-through shares
On issuance the Company bifurcates the flow-through share into a flow-through share premium liability based on the estimated premium the investor pays for the flow through share and share capital. When qualifying expenses are incurred the Company derecognizes the liability and the premium is recognized as other income.

v) Valuation of marketable securities
Marketable securities are valued at fair market value based on quoted prices in active markets. Changes in market prices can materially affect the fair value estimate and the Company's earnings.

vi) Valuation of right-of-use assets and related lease liabilities
Lease liabilities are initially measured at the present value of the lease payments discounted using the Company's estimated incremental borrowing rate or the interest rate implicit in the lease. Lease payments are allocated between the lease liability and the finance cost. The finance cost is charged to profit or loss using the effective interest method. The right-of-use assets are initially measured at cost or the corresponding lease liability plus direct costs. They are subsequently measured at cost less depreciation and any impairment losses. Right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

vii) Reclamation provision
The reclamation provision represents the value of future estimated costs for the reclamation of the Company's exploration and evaluation projects. The estimate includes assumptions as to the future activities, costs and timing of reclamation work.

New Accounting pronouncements

Certain pronouncements and amendments have been issued by the IASB but are not yet effective as at May 1, 2024. The Company intends to adopt these standards when they become effective.

Amendments to IFRS 9 and IFRS 7
IASB issued amendments to IFRS 9 and IFRS 7, updating classification, measurement and disclosure requirements for financial instruments. These amendments take effect from January 1, 2026. The Company is currently evaluating their impact on its financial statements.

IFRS 18
IFRS 18 will be the new standard for financial statement presentation and disclosure with a focus on the statement of profit and loss. IFRS 18 will replace IAS 1. The new standard is effective for annual reporting periods beginning on or after January 1, 2027. The Company is currently assessing the effect of this amendment on its financial statements.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 – Inputs that are not based on observable market data.

The Company's financial instruments consist of cash and cash equivalents, marketable securities, receivables, accounts payable and accrued liabilities, loan payable, and lease liabilities. The carrying value of cash and cash equivalents, receivables, accounts payable and accrued liabilities and loan payable approximate their fair values due to their immediate or short-term maturity. Marketable securities consisting of common shares are recorded at fair value based on the quoted market prices in active markets at the reporting date, which is consistent with Level 1 of the fair value hierarchy.

The Company is exposed to a variety of financial risks by virtue of its activities, including credit risk, interest rate risk, liquidity risks, foreign currency risk, and equity market risk. The Company's objective with respect to risk management is to minimize potential adverse effects on the Company's financial performance. The Board of Directors provides direction and guidance to management with respect to risk management. Management is responsible for establishing controls and procedures to ensure that financial risks are mitigated to acceptable levels.

Credit risk

Credit risk is the risk of financial loss to the Company if a counter-party to a financial instrument fails to meet its contractual obligations. The Company manages credit risk by investing its excess cash in short-term investments with investment grade ratings, issued by a Canadian chartered bank. The Company's receivables consist primarily of sales tax receivables due from the federal government and receivables from companies with which the Company has exploration agreements or options. The maximum exposure to credit risk at the reporting date is the carrying value of the Company's receivables and cash and cash equivalents.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Financial assets and liabilities with variable interest rates expose the Company to interest rate risk with respect to its cash flow. It is management's opinion that the Company is not exposed to significant interest rate risk.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise the funds required through future equity financings, debt, asset sales or exploration option agreements, or a combination thereof. The Company has no regular cash flow from its operating activities. The Company manages its liquidity risk by forecasting cash flow requirements for its planned exploration and corporate activities and anticipating investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of annual budgets and significant expenditures and commitments. Failure to realize additional funding could cast significant doubt on the Company's ability to continue as a going concern. As at October 31, 2024, the Company had cash and cash equivalents of $2,927,583 (April 30, 2024 - $428,563) available to settle current liabilities of $563,771 (April 30, 2024 - $1,011,654).

Foreign currency risk

The Company is primarily exposed to currency fluctuations relative to the Canadian dollar through expenditures that are predominantly denominated in US dollars. The Company is exposed to foreign currency risk through the following financial assets and liabilities denominated in US dollars:

	October 31, 2024	April 30, 2024
Cash	$ 581	$ 547
Accounts payable	$ 306,034	$ -

At October 31, 2024, with other variables unchanged a +/- 10% change in exchange rates would change comprehensive income/loss by $30,500 (April 30, 2024 - $50).

Equity market risk

The Company is exposed to equity price risk arising from its marketable securities, which are classified as fair value through profit (loss). The Company plans to sell its marketable securities as market conditions permit, or as is required to finance the Company's operations from time-to-time.

Capital Management

The capital of the Company consists of the items included in shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. The Company's objective for capital management is to plan for the capital required to support the Company's ongoing acquisition and exploration of its mineral properties and to provide sufficient funds for its corporate activities.

The Company's exploration and evaluation assets are in the exploration stage. As an exploration stage company, the Company is currently unable to self-finance its operations. The Company has historically relied on equity financings to finance its operations. In order to carry out the Company's planned exploration programs and to pay for administrative costs, the Company will have to raise additional funds as required. To effectively manage the Company's capital requirements, the Company's management has in place a planning and budgeting process. The Company has made no changes to its objective, nor is the Company subject to external capital requirements.

Additional Disclosure for Venture Issuers Without Significant Revenue

Additional disclosure concerning the Company's general and administrative expenses and exploration and evaluation assets and expenses is provided in the Company's statement of financial position, statement of changes in equity, statement of loss and comprehensive loss and the exploration and evaluation assets note contained in its financial statements for the six months ended October 31, 2024 and 2023. These statements are available on SEDAR+ at www.sedar+.ca.

Additional Information

Additional information relating to the Company is on SEDAR+ at www.sedar+.ca and is available on the Company's website at www.northarrowminerals.com.

Approval

The Board of Directors of the Company has approved the disclosure contained in this MD&A. A copy of this MD&A will be provided to anyone who requests it.