



Management's Discussion & Analysis

Form 51-102F1

For the Three Months Ended August 31, 2024

INTRODUCTION

The following management discussion and analysis ("MD&A") of the financial condition and results of operations of the iMetal Resources Inc. (the "Company" or "iMetal") has been prepared by management, in accordance with the requirements of National Instrument of 51-102 as of October 28, 2024 and should be read in conjunction with the unaudited condensed consolidated interim financial statements for the three months ended August 31, 2024 and the related notes contained therein which have been prepared under IFRS Accounting Standards ("IFRS"), the audited consolidated financial statements and the related MD&A for the year ended May 31, 2024 and all other disclosure documents of the Company. The information contained herein is not a substitute for detailed investigation or analysis on any particular issue. The information provided in this document is not intended to be a comprehensive review of all matters and developments concerning the Company. Additional information relevant to the Company's activities can be found on SEDAR+ at www.sedarplus.ca and www.imetalresources.ca.

All financial information in this report has been prepared in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting and all monetary amounts referred to herein, are in Canadian dollars, unless otherwise stated.

FORWARD LOOKING INFORMATION

Certain information in this MD&A, including all statements that are not historical facts, constitutes forward-looking information within the meaning of applicable Canadian securities laws. Such forward-looking information may include, but is not limited to, information which reflect management's expectations regarding the Company's future growth, results of operations (including, without limitation, future production and capital expenditures), performance (both operational and financial) and business prospects (including the timing and development of new deposits and the success of exploration activities) and opportunities. Often, this information includes words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate" or "believes" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

In making and providing the forward-looking information included in this MD&A the Company's assumptions may include among other things: (i) assumptions about the price of base metals; (ii) that there are no material delays in the optimisation of operations at the properties; (iii) assumptions about operating costs and expenditures; (iv) assumptions about future production and recovery; (v) that there is no unanticipated fluctuation in foreign exchange rates; and (vi) that there is no material deterioration in general economic conditions. Although management believes that the assumptions made and the expectations represented by such information are reasonable, there can be no assurance that the forward-looking information will prove to be accurate. By its nature, forward-looking information is based on assumptions and involves known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements, or results, to be materially different from future results, performance or achievements expressed or implied by such forward-looking information. Such risks, uncertainties and other factors include among other things the following: (i) decreases in the price of base metals; (ii) the risk that the Company will continue to have negative operating cash flow; (iii) the risk that additional financing will not be obtained as and when required; (iv) material increases in operating costs; (v) adverse fluctuations in foreign exchange rates; and (vi) environmental risks and changes in environmental legislation.

This MD&A (See "Risks and Uncertainties") contains information on risks, uncertainties and other factors relating to the forward-looking information. Although the Company has attempted to identify factors that would cause actual actions, events or results to differ materially from those disclosed in the forward-looking information, there may be other factors that cause actual results, performances, achievements or events not to be anticipated, estimated or intended. Also, many of the factors are beyond the Company's control. Accordingly, readers should not place undue reliance on forward-looking information. The Company undertakes no obligation to reissue or update forward looking information as a result of new information or events after the date of this MD&A except as may be required by law. All forward-looking information disclosed in this document is qualified by this cautionary statement.

DESCRIPTION OF BUSINESS

iMetal Resources Inc. is a publicly listed company whose principal business activities are the exploration and development of mineral properties. The Company has properties located in Ontario and Quebec, Canada. The Company is a reporting issuer in British Columbia and Alberta, and trades on the Tier 2 on the TSX Venture Exchange under the symbol "IMR.V", on the OTCQB under the symbol "IMRFF" and on the OTCBB under the symbol "IMRFF" as well as on Frankfurt Exchange under the symbol "A7V".

HIGHLIGHTS AND RECENT DEVELOPMENTS

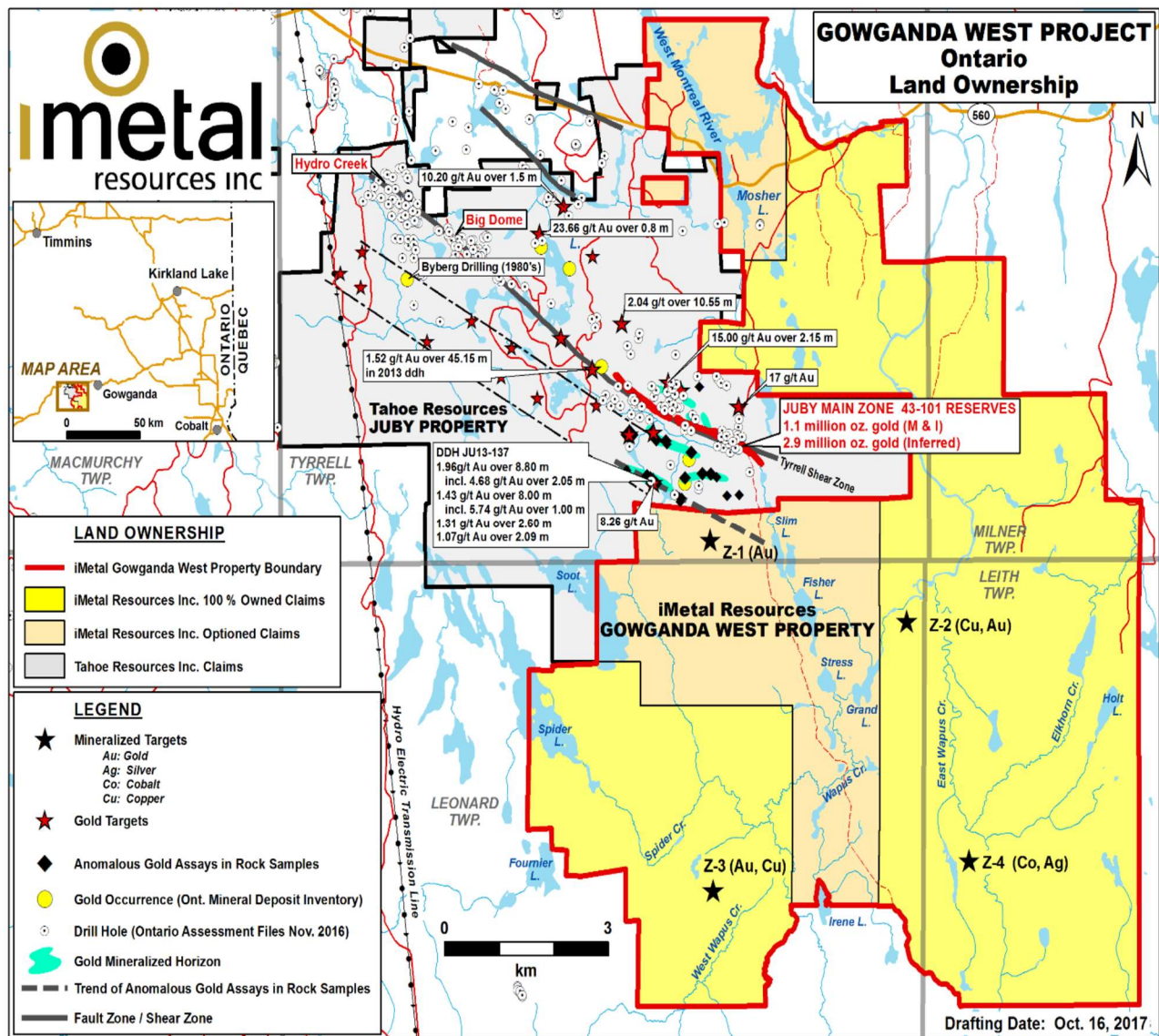
There are no significant updates during the period ended August 31, 2024.

EXPLORATION ACTIVITIES

Gowganda West Property

The 100% owned Gowganda West property, initially acquired in 2016, now covers approximately 147sqkm in the Shining Tree volcano-sedimentary succession of the southwestern Abitibi Greenstone Belt contiguous to the north and west to Aris Mining's Jubby Gold deposit. The western section of Gowganda West is underlain by Archean metasediments and lesser metavolcanics of the Indian Lake Group, while the east section is largely underlain by Proterozoic Gowganda Formation, relatively flat lying, coarse to fine clastic sediments overlying the steeply dipping Archean stratigraphy below. Erosional Archean windows have been mapped within the Gowganda sediments which appear to thin to the west as they overlap the underlying Archean. Exploration is focussed on the Archean stratigraphy.

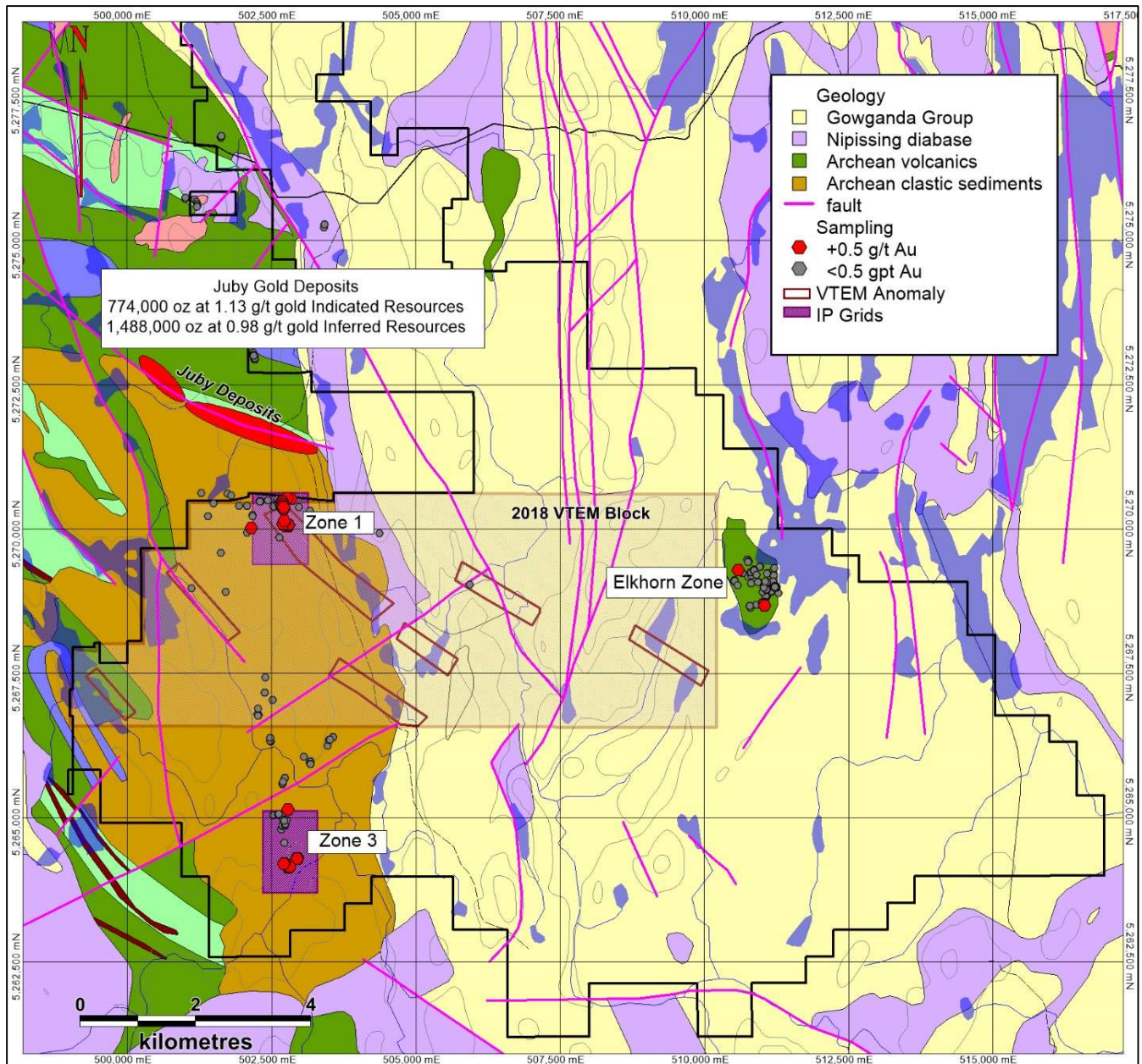
Figure 1. Overview



Gowganda West is contiguous to the northeast and south to Aris Mining’s Juby Deposit, a series of four mineralized alteration zones along the Tyrrell Shear Zone. Gold mineralization at Juby is associated with narrow quartz-carbonate-pyrite veins hosted within 20 to 330 metre wide zones of ankerite-albite-silica-sericite alteration and variable amounts of fine-grained, disseminated pyrite and also with multiple lenses containing narrow (<5m), higher grade quartz-carbonate-pyrite veins hosted within 5 to 50 metre zones of ankerite-albite-silica-sericite alteration and variable amounts of fine-grained, disseminated pyrite. The Juby Deposits host indicated resources of 773,000 ounces at 1.13 g/t Au and inferred resources of 1,488,000 ounces at 0.98 g/t Au. iMetal cautions investors mineralization at Juby is not necessarily indicative of similar mineralization at Gowganda West.

Source: Technical Report on the Updated Mineral Resource Estimate for the Juby Gold Deposit. Dated 2020-Oct-05 By: J. Campbell, A. Sexton, D. Studd, and A. Armitage.

Figure 2. Geology and Current Exploration Focus



Exploration since the 2016 acquisition of Gowganda has concentrated primarily within the Archean stratigraphy in the northwestern section, proximal to the Juby property boundary. Initial prospecting led to the discovery of Zone 1 and Zone 3 and was subsequently followed by detailed chip and channel sampling at both Zones, Airborne VTEM and magnetics over approximately 42sqkm centred on Zone 1, IP surveys over Zone 1 and Zone 3 and preliminary diamond drilling with six holes at Zone 1 and one hole at Zone 3. Two subsequent drill programs concentrated on Zone 1 in late 2022 and in early 2023.

Zone 1

Zone 1 has excellent access and has been traced over 500m south from the Juby property boundary. The surface expression consists of two distinct outcrop areas approximately 300m apart. The northern outcrop zone hosts a 6-10m wide shear zone carrying, north striking, vertical dipping, 2-5cm to 20-30cm gold-bearing quartz-carbonate-sulphide veins, exhibiting pervasive hematite, sericite and pyrite with localized limonitic gossans. The southern

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outcrop consists of a north-south trending, 50m wide package of rusty-weathered and silicified jasper pebble conglomerate and green carbonate-altered diabase, exposed over a length of 60m before disappearing under cover. Subsequent drill programs indicate gold at Zone 1 is associated with fine-grained, disseminated pyrite within an extensive near surface hydrothermal alteration system. Surface sample highlights results from Zone 1 are shown in Table 1.

Figure 3. Zone 1

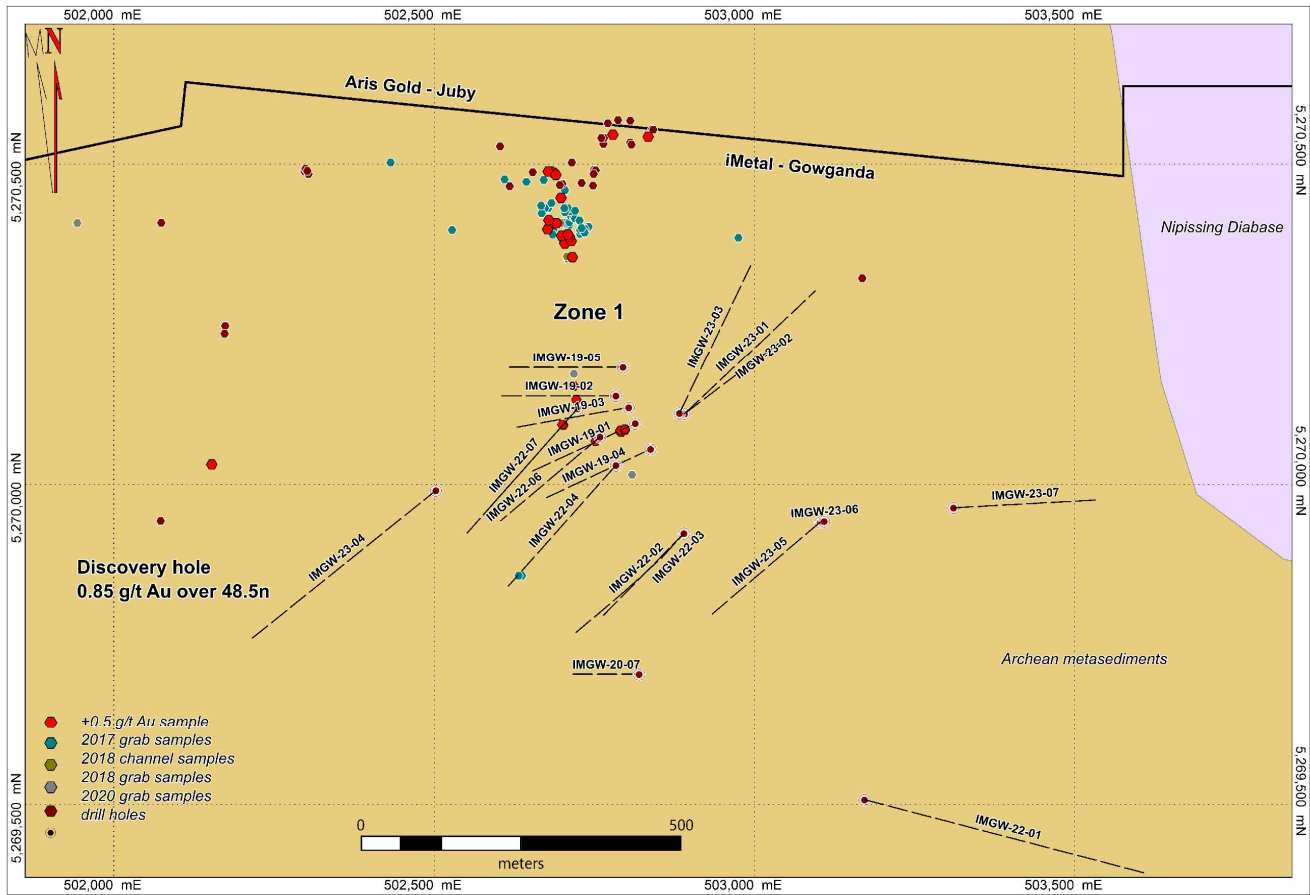


Table 1. Zone 1 Highlight Surface Sampling Results

Year	Sample	Type	ppm Au	Width	Year	Sample	Type	ppm Au	Width
2017	70945	Grab	6.47		2018	5901	Grab	39.3	
2017	70914	Grab	3.38		2018	5927	Grab	16.5	
2017	70921	Grab	3.07		2018	5919	Grab	11.5	
2017	70926	Grab	2.45		2018	5928	Grab	4.47	
2017	70948	Grab	1.13		2018	5920	Grab	4.38	
					2018	5925	Grab	4.3	
2018	5629	Channel	5.1	0.80m	2018	5926	Grab	3.09	
2018	5640	Channel	8.7	0.30m	2018	5921	Grab	1.93	
2018	5643	Channel	1.03	0.50m	2018	5922	Grab	0.60	

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An initial diamond drilling program of 6 holes totaling 2010 metre was completed in February 2019, with 5 of the six holes testing Zone 1 south. A 7th hole was completed further to the south along Zone 1 South in February 2020. A second program of 7 holes totaling 2611 metres was completed in October 2022 and a third program of 7 holes totaling 2490 metres was completed from March to May 2023. The third program intersected the discovery hole of 48.5 metres grading 0.85 g/t gold. The drill holes are shown in Figure 3, the drill details are shown in Table 2 and the key results are shown in Tables 3 through 5.

Table 2. Gowganda Drill Hole Details (NAD83 Z17)

Number	Easting	Northing	Elevation	Azimuth	Dip	Length
IMGW-19-01	502814	5270095	363	245	-45	251
IMGW-19-02	502784	5270138	364	270	-45	251
IMGW-19-03	502804	5270120	360	260	-45	251
IMGW-19-04	502838	5270055	362	245	-45	254
IMGW-19-05	502795	5270183	365	270	-45	251
IMGW-19-06	502780	5263895	358	90	-58	752
IMGW-20-01	502820	5269705	360	270	-70	302
2019 Total						2312
IMGW-22-01	503172	5269508	363	102	-44	601
IMGW-22-02	502890	5269924	361	226	-49	337
IMGW-22-03	502890	5269924	360	224	-61	361
IMGW-22-04	502784	5270030	371	223	-45	349
IMGW-22-05	502759	5270074	368	231	-45	280
IMGW-22-06	502759	5270074	367	48	-43	325
IMGW-22-07	502724	5270118.3	373	224	-45	358
2022 Total						2611
IMGW-23-01	502891	5270110	363	46	-48	411
IMGW-23-02	502891	5270110	363	50	-58	354
IMGW-23-03	502883	5270111	363	25	-42	342
IMGW-23-04	502503	5269991	379	226	-44	501
IMGW-23-05	503103	5269942	357	229	-45	306
IMGW-23-06	503109	5269943	361	165	-90	255
IMGW-23-07	503311	5269964	356	85	-46	321
2023 Total						2490
Total to date						7413

Drilling in 2019/2020 concentrated on a 150-metre section of Zone 1 in the area of the southernmost outcrop, with a series of west to southwest trending holes. All holes intersected fine to coarse grained clastic meta-sediments intruded by a series of hornblende porphyry aplite dykes and feldspar-quartz porphyry dykes. Early Proterozoic diabase dykes, likely related to the Nipissing Diabase cut the entire sequence.

Variable grades of gold mineralization are associated largely with pervasively altered metasediments carrying trace to 5% finely disseminated pyrite with local traces of chalcopyrite. Alteration consists of pervasive silicification as microcrystalline quartz flooding, imparting a grey to grey-white bleached appearance to the core, local pervasive brick red hematite, and strong flecks, wisps and filament lamellae of sericite and fuchsite sericite. Highlight drill intersections (drill widths, not true widths) are shown in Table 3.

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Table 3. 2019/2020 Drill Intersection Highlights (downhole widths, not true widths)

Hole No	m from	m to	m width	g/t Au	Hole No	m from	m to	m width	g/t Au
IMGW-19-01	118.4	125.5	7.1	0.56	IMGW-19-04	89.35	96	6.65	1.07
IMGW-19-01	135	139	4	0.84	IMGW-19-04	165.4	195.65	30.25	0.32
IMGW-19-01	141.5	144	2.5	2.95	IMGW-19-04	202	221.5	19.5	0.41
IMGW-19-01	191	220.4	29.4	0.37	IMGW-19-04	223.5	230	6.5	0.68
IMGW-19-02	119.35	124	4.65	0.42	IMGW-19-05	98	99	1	0.71
IMGW-19-03	40	41	1	0.53	IMGW-19-05	102	106.6	4.6	1.43
IMGW-19-03	219	219.9	0.9	1.55	IMGW-20-01	180.9	185.25	4.35	1.2

All seven holes drilled in 2022 intersected gold mineralization in multiple intervals, with the results strongly suggesting the gold zones intersected in 2019 continue along strike and up dip (towards surface), increasing the length of the system to over 1000m. Equally importantly, the 2022 drilling strongly suggested the gold system appears to be growing as a new gold trend was discovered to the east, part of the multiple parallel gold zones encountered. At the conclusion for the 2022 program the gold system stood at 500m of width, 1000m of strike and 200m of depth. Mineralization continues to show strong similarities to the nearby Jubu Deposits.

All holes passed through altered conglomerate, variably altered greywacke, cherty sediments and then back into altered conglomerate. Occasional felsic dykes were also encountered. Gold seems to be associated with all rock units.

Table 4. 2022 Drill Intersection Highlights (downhole widths, not true widths)

Hole #	m from	m to	m width	g/t Au	Hole #	m from	m to	m width	g/t Au
IMGW-22-01	397	398	1	0.71	IMGW-22-04	224.9	226	1.1	1.32
IMGW-22-02	47.1	47.9	0.8	4.56	IMGW-22-04	271	272.5	1.5	0.92
IMGW-22-02	218.65	219.2	0.55	2.52	IMGW-22-05	161.5	167.4	5.9	0.95
IMGW-22-02	268.4	269.5	1.1	1.01	IMGW-22-06	268	269.5	1.5	1.04
IMGW-22-03	26.5	29.5	3	0.92	IMGW-22-06	304	313	9	0.75
including	27.2	28	0.8	2.41	including	310	310.8	0.8	4.13
IMGW-22-03	245.5	251.5	6	0.52	IMGW-22-07	57.4	60.8	3.4	0.5
including	247	248.5	1.5	1.3	including	57.9	58.6	0.7	1.1
IMGW-22-04	44.5	47.5	3	0.89	IMGW-22-07	105.7	108.1	2.4	1.63
including	46	47.5	1.5	1.45	including	106.3	107.1	0.8	4.1
IMGW-22-04	106	107.5	1.5	1	IMGW-22-07	235	236	1	1.24

All seven holes in the 2023 spring drill program encountered multiple gold intervals, including the discovery intersection of 0.85 g/t gold over 48.5 metres. This round of drilling suggests the strongest mineralization and strongest part of the gold system lies further to the west in a relatively untested area, well within the main conglomerate horizon. Gold horizons encountered in the previous programs were encountered further to along strike and also up dip. Mineralization continues to show strong similarities to the nearby Jubu Deposits.

The 6 eastern most holes from this program encountered rock units similar to those encountered in the 2019 and 2022 drill programs, conglomerate, greywacke and cherty sediments. Hole 2023-07, the easternmost hole encountered increased alteration and anomalous gold toward the base of the 321m hole.

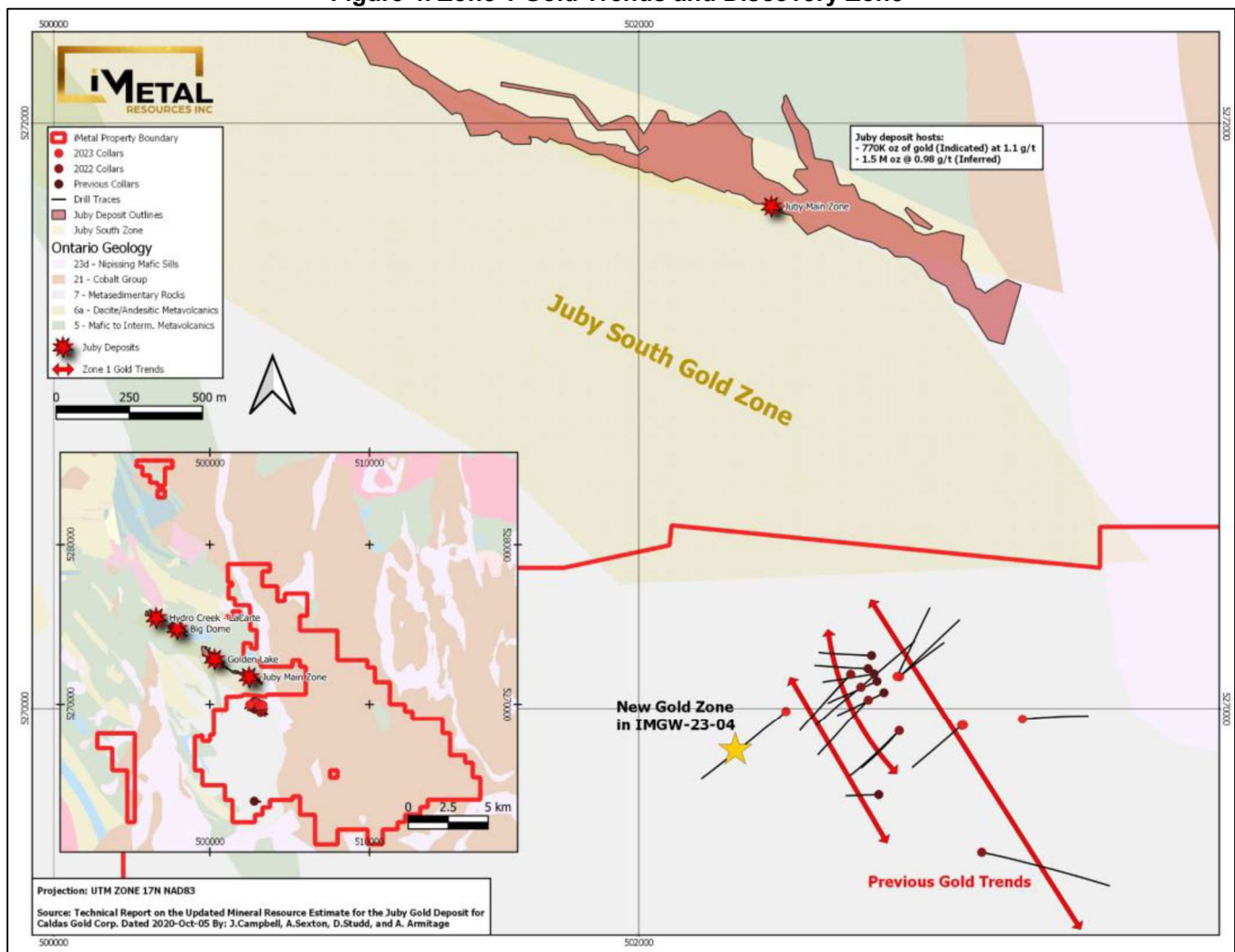
Discovery hole 23-04 was drilled well to the west of the previous holes, testing the width extent of the gold system. The mineralized zone consisted largely of sheared and altered polymictic conglomerate with the strongest gold mineralization associated with increased shearing and silicification and varying amounts of very fine grained pyrite. The discovery zone remains open in all directions.

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Table 5. 2023 Drill Intersection Highlights (downhole widths, not true widths)

Hole #	m from	m to	m width	g/t Au	Hole #	m from	m to	m width	g/t Au
IMGW-23-01	97	98	1	1.08	IMGW-23-04	316.5	365	48.5	0.85
IMGW-23-02	131.1	132.5	1.4	0.61	including	334.5	354.5	20	1.56
IMGW-23-03	66.58	67.85	1.27	0.73	including	346.5	354.5	8	2.97
IMGW-23-03	153	154.5	1.5	1.04	including	350	351.5	1.5	7.8
IMGW-23-03	229.6	230.76	1.16	0.65	IMGW-23-05	93.5	94.04	0.54	0.25
IMGW-23-03	269.15	272.28	3.13	0.5	IMGW-23-06	175	176	1	0.51
IMGW-23-04	42	43	1	2.26	IMGW-23-07	311.5	312.4	0.9	0.38
IMGW-23-04	122	126.1	4.1	0.77					

Figure 4. Zone 1 Gold Trends and Discovery Zone



Zone 3

Zone 3 consists of two distinct areas, 3A and 3B, approximately 6 kilometres due south of Zone 1, underlain by Indian Lake Group clastic metasedimentary rocks including arenite, wacke, argillite, arkose and jasperoid-conglomerate. The sequence and mineralized and altered zones are intruded by a strongly magnetic early Proterozoic diabase dike. Continual surface exploration through 2018/2019 extended southernmost Zone 3A over 100m to toward Zone 3B, 220m to the northeast.

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Zone 3A, initially exposed over 15 metres in outcrop, is characterized by 0.5 - 2 m quartz-carbonate veins striking 290° and dipping 75° -80° north, carrying 0.5-1% fine grained, disseminated pyrite and chalcopyrite. The veins are hosted in moderately silicified, green-grey, medium-grained arkose. Zone 3B, lies 220m to the northeast, and consists of two segments of mineralized quartz veins, carrying trace to 2% pyrite, chalcopyrite and malachite. Quartz veins in the northern segment, traced for 10m in outcrop, are 5-20cm wide, and strike 20° and dip 50° west. Quartz veins in the southern segment, traced for 8-10m, vary from 10-40cm wide and strike 20° and 75° -80° east. These veins are hosted in moderately to intensely silicified Archean units. Highlight assay values are shown in Table 6.

Table 6. Zone 3 Sample Highlights

Year	Sample	Type	Zone	ppm Au	Width	Year	Sample	Type	Zone	ppm Au	Width
2017	5238	grab	3A	56.69		2017	5215	grab	3B	13.66	
2017	5207	grab	3A	34.81		2017	3511	grab	3A	7.35	
2017	3514	grab	3B	19.4		2017	5236	grab	3A	6.03	
2017	5228	grab	3A	15.23		2017	5225	grab	3B	5.59	
2017	3518	grab	3B	11.3		2017	5227	grab	3A	4.7	
2018	8051	channel	3A	9.69	0.85	2018	8017	channel	3A	5.61	1
2018	8053	channel	3A	5.95	1.1	2018	8012	channel	3A	3.98	1

One hole was drilled at Zone 3, testing a 2019 IP target approximately 250m south of Zone 3A. Nothing of significance was encountered in the east-trending drill hole. The main Zone 3 targets remain untested by drilling.

Quality assurance/quality control Spring 2023 Drill Program Gowganda West

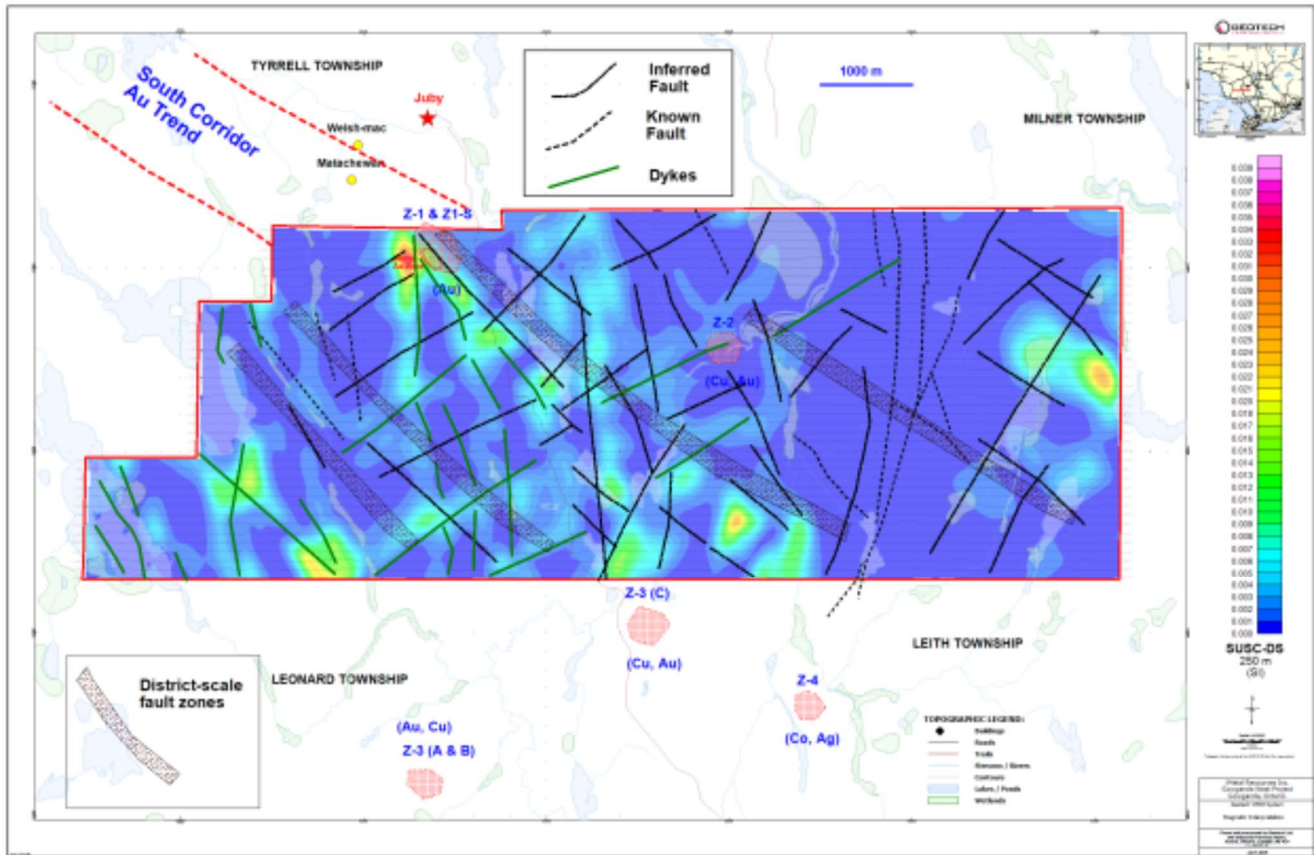
iMetal adheres to a strict QA/QC program for core handling, sampling, sample transportation and analyses. Drill core was securely transported to the rented core facility near Cobalt which has gate only access. Samples were sawn in half, labelled, placed in sealed, securitized bags and shipped directly to ALS Laboratories in Sudbury for analysis. ALS Geochemistry Sudbury is a Standards Council of Canada (SCC) accredited facility that conforms with both CAN-P-1579 and CAN-P-4E ISO/IEC 17025.

QA/QC control procedures included the systematic insertion of duplicate, blank, and certified reference materials (CRM) at a rate of approximately one CRM per 16 samples into the sampling stream. Geochemistry analyses consisted of gold by fire assay and atomic absorption spectrometry (Au-AA26) with overlimit values subsequently analyzed using the gravimetric finish (Au-GRA22) technique. No anomalies were noted in the QA/QC.

VTEM Survey

A May 2019 VTEM magnetic and EM survey was completed over a 42sqkm section of the Gowganda West property covering the area immediately south of the boundary shared with Aris Gold. Geotech Ltd. carried out airborne inductively induced polarization (AIIP) chargeability mapping, MVI 3D inversions, and geophysical interpretation of the VTEM data with the objective of identifying exploration targets for polymetallic vein gold mineralization. A series of 7 target areas were identified, with the key take-away the inferred continuation of the Tyrrell Shear Zone, host of the Jubly deposits, almost 6kms into the iMetal ground. (Figure 5).

Figure 5. VTEM Magnetic Vector Inversion



Property Wide Sampling

The Company initiated a sampling program during the summer of 2020 to test areas of the property peripheral to Zones 1 and 3, concentrating largely in the western section of the claim group within the Archean stratigraphy, with the exception of the Archean erosional window at Elkhorn Lake in the east. Sampling extended Zone 1 70 metres to the north and 100 metres to the east. Initial indications of potential gold mineralization was also found in the Archean erosional window at Elkhorn Lake.

Table 7. 2020 Sample Highlights

Year	Sample	Type	ppm Au	Year	Sample	Type	ppm Au
2020	936397	Grab	1.49	2020	936407	Grab	1.51
2020	936399	Grab	1.25	2020	936408	Grab	1.3
2020	936404	Grab	5.13	2020	936422	Grab	0.62
2020	936405	Grab	2.01	2020	936442	Grab	0.73
2020	936406	Grab	1.02	2020	936458	Grab	2.32

A total of 268 grab samples were taken during the 2020 prospecting program, with the highlights shown in Table 7. Thirty of the samples returned gold values in excess of 0.1 g/t Au with 10 of those exceeding 0.5 g/t Au including 8 that exceeded 1 g/t Au. Given the reconnaissance nature of the prospecting program, the Company is very pleased with these results.

iMetal completed LiDar and digitally enhanced prospecting over the western area of the claim group concentrating on the Archean lithologies to the south and west of Zone 1 and Zone 3. Several outcrops were identified and areas of interest were sampled with a highlight of 5.58 grams per tonne (g/t) gold (Au) from an outcrop chip sample, among numerous anomalous gold hits.

Table 8 – DEP Sampling Significant Results (NAD83 UTM Zone 17N)

Sample #	Easting	Northing	Au (g/t)
F471838	502882	5268834	1.19
F471870	502412	5269931	0.20
F471878	502268	5269331	0.30
F471875	502051	5265295	0.10
F471876	502051	5265295	5.58

iMetal cautions readers all samples are grab samples which are selective by nature and are not necessarily indicative of similar mineralization on the property. These are the highlight samples from a total of 77 grab sample taken.

Gowganda West Exploration Completed During the Period ended August 31, 2024

None

Gowganda West Exploration Completed Subsequent to the Period ended August 31, 2024

None.

Ghost Mountain Property

During the year ended May 31, 2017, the Company entered into an option agreement for mineral properties in Kirkland Lake, Ontario. The option agreement includes cash payments totalling \$50,000 and share issuances totalling 60,000 which have been completed in full.

Ghost Mountain, lying within the Abitibi Greenstone Belt, has a long, sporadic exploration history going back to the 1950s. Originally, the ground around Ghost Mountain was prospected and drilled for asbestos with one hole completed on the current claim block. The hole appears to have been drilled perpendicular to stratigraphy, intersecting peridotite from bedrock to full depth at 695 feet (211.8 metres). The next drilling took place in 1974, with one hole drilled within the claim block. Intermediate volcanics, rhyolite, graphitic tuff and andesite were interested with several areas of quartz veins and sulphides noted. A further drill hole was completed in 1983, in the opposite direction to the 1974 hole, intersecting metasediments and andesites, with local areas of quartz veins and sulphides. One hole was drilled south of the claim block in 1991, with the last 75 metres underlying the current claim block, intersecting mafic and ultramafic volcanics. The ultramafic carried ankerite, sericite and fuchsite with fracture filling pyrite. The final historic drilling was completed in 1993, with one hole lying within the current property. This hole was an extension of an earlier hole, intersecting mafic to ultramafic volcanics with strong to pervasive ankerite and local sericite and fuchsite. There were no assays filed with any of the drill logs.

Ghost Mountain Exploration Completed During the Period ended August 31, 2024

None.

Ghost Mountain Exploration Completed Subsequent to the Period ended August 31, 2024

None.

Kerrs Gold Property

On January 25, 2022, iMetal optioned the road accessible Kerrs gold deposit, 90 kilometres (km) east-northeast of Timmins, Ont., in the Abitibi greenstone gold belt. The 802 hectare property consists of 44 claim units. The terms of the option agreement are as follows:

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Table 9. Kerrs Gold Agreement Terms

Due date	Cash	Common shares
Upon receipt of the TSXV's approval on April 1, 2022	\$60,000 (Paid)	350,000 (issued)
On April 1, 2023	\$50,000 (Paid)	-
On April 1, 2024*	\$40,000	-
On April 1, 2025*	\$60,000	-

* On March 12, 2024, the Company announced the termination of its option on the Kerrs Gold property.

Following completion of the above cash payments and share issuances, the company will acquire the deposit and will grant to the vendors a 3-per-cent royalty on net smelter returns from the deposit. The company may acquire 2 per cent of the royalty from the vendors at any time by completing a one-time cash payment of \$2,000,000.

On September 28, 2022, the Company further completed and expanded its existing option agreement with Gravel Ridge Resources Ltd. And 1544230 Ontario Inc. (collectively, the "Vendors") to expand the scope of the Kerrs Gold Deposit by acquiring an additional 137 hectares of the Property. As a result of the extension of acquisition, the Company issued the Vendors a further 20,000 common shares at a fair market value of \$16,000 and reimbursed the Vendor for the expenses of \$48,130 associated with maintaining the additional area. The Company also incurred acquisition cost of \$400 related to an application for a claim extension for the Kerrs Gold Property.

The Kerrs gold deposit comprises a series of gold-bearing pyritized quartz vein replacement breccias enveloped by quartz fuchsite carbonate vein breccias averaging 10 metres in thickness. The deposit hosts an historical resource estimate of 7,041,460 tonnes grading 1.71 grams per tonne (g/t) gold yielding 386,467 ounces at a 0.5-gram-per-tonne gold cut-off. Drilling subsequent to the historic estimate appears to have extended the mineralized zone along strike and downdip.

The Kerrs gold historical resources estimate was disclosed in "NI 43-101 Resource Estimation on the Kerrs Gold Deposit, Matheson, Ontario," prepared for Sheltered Oak Resources Inc. by Garth Kirkham, PGeo, of Kirkham Geosystems Ltd., and dated June 10, 2011. The company considers the resource estimate relevant as it will drive further exploration by the company and reliable, as it was completed by a competent qualified person to the standards of the day. The resource estimation methods and parameters were as follows:

- Forty-one drill holes were utilized to interpolate the KBX zone.
- Composite length of two metres (m) was chosen and composites were weighted by length.
- Sectional interpretations were wire framed to create 3-D (three-dimensional) solids of the zones.
- Zones were coded to the composites and the block model to constrain the modelling process.
- Composites for the mineralized zone were used to interpolate into the blocks for each zone.
- Ordinary kriging was used as the interpolator.
- Relative elevation modelling was used to guide the ellipse orientation that accounts for the variation in dip due to the synclinal structure.
- A minimum of two composites were used for each block and a maximum of two composites were used per drill hole; a maximum of 12 composites were used per hole.
- A cutting factor was applied for gold with outlier composites limited to 10 g/t gold (Au) based on cumulative frequency plots. A zero cut-off grade was used for the manual polygonal method.
- Minesight software was used to perform the block modelling and estimations.
- The Kerrs historic estimate is an inferred resource as defined in National Instrument 43-101. The company is not aware of any more recent resource estimates, though there was further drilling completed after the historic estimate was released. The company will need to review the historical drilling and analyses and will need to twin a number of the historic holes to bring the historic estimate current. The company's qualified person has not done sufficient work to classify the historic estimate as a current mineral resource.

iMetal is not treating the historical estimate as a current mineral resource.

The deposit was discovered by Noranda in the late 1970s to early 1980s by following glacial dispersion trains up ice to the source. Drilling continued into the late 1980s, with further drilling in the early to late 2000s and early 2011s. The drilling database was used to calculate the 2011 historic resource estimate, with further drilling completed subsequent to the release of the estimate. The Kerrs gold deposit consists of a series of gold-bearing

pyritized quartz vein replacement breccias enveloped by quartz fuchsite carbonate vein breccias averaging approximately 10 metres and alteration envelopes varying up to 40 metres in thickness. Gold is directly related to pyrite content which ranges to 10 per cent and is commonly found as disseminations and crystal aggregates in the sheeted, quartz vein replacement breccias. These breccias, averaging 31 per cent quartz, exhibit reasonable correlation conforming to volcano-stratigraphic contacts, as well as moderate to good continuity in grade correlations at the lower and upper boundaries of the vein breccia and alteration envelope assemblages.

The Kerrs gold deposit is strata bound, occurring at the contact of a thick, mafic pillow flow sequence overlying an ultramafic, magnetite-rich flow sequence. Quartz feldspar porphyry sills are spatially located above and below the breccia zones. This stratigraphy is synclinally folded with the deposit lying 350 metres (m) to 425 m below surface. Drilling has traced the main zone 800 metres and remains open in both directions and at depth.

On March 12, 2024, the Company announced the termination of its option on the Kerrs Gold property and recorded a write-down of exploration and evaluation assets of \$1,189,513.

Carheil Property

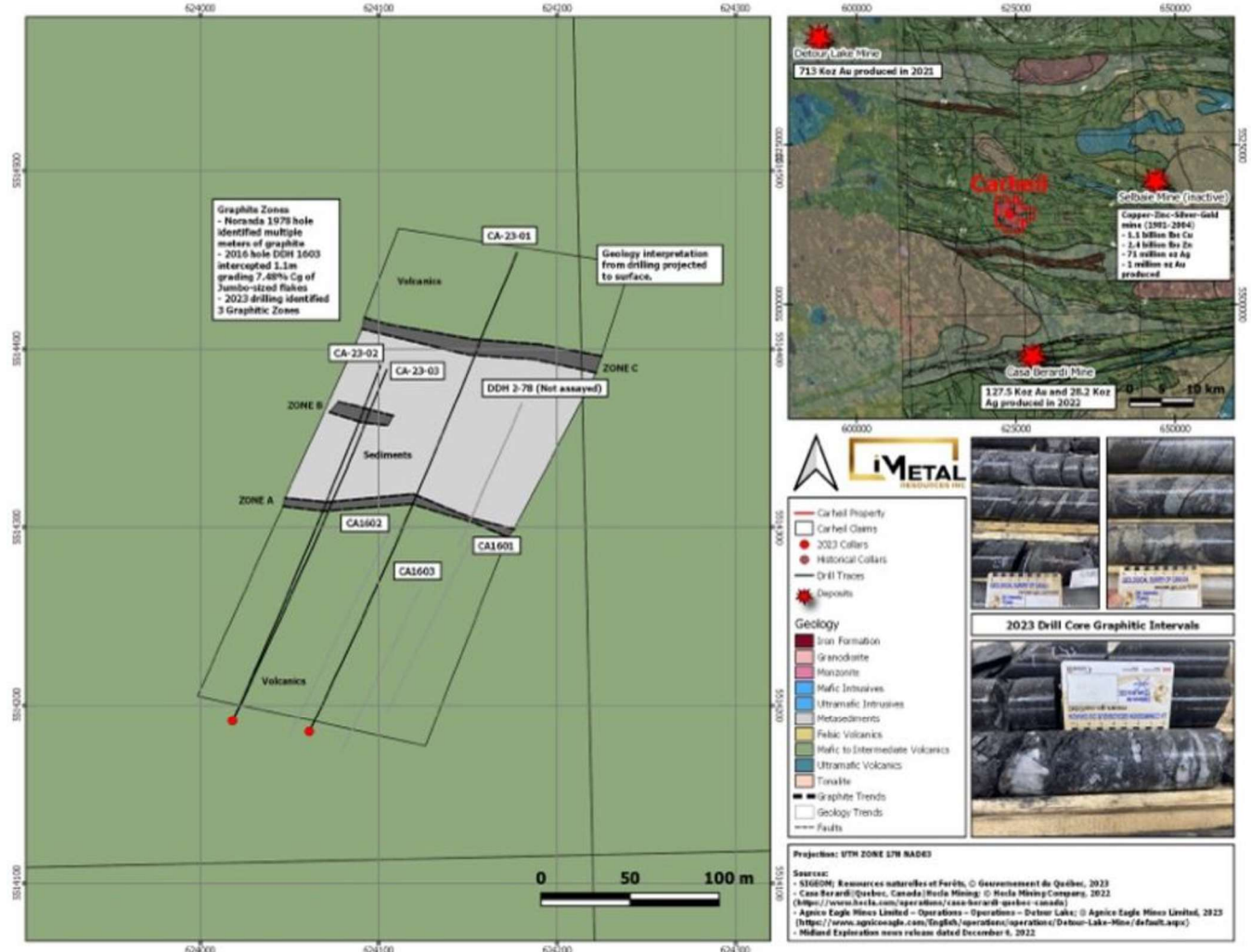
The Carheil graphite project consists of 54 mineral claims, totaling 3,004 hectares and lies approximately 280 km NNW of Val-d'Or, QC and 80 km north of the Town of Villebois, QC. The Property is also approximately 19 km north of the Casa Berardi gold mine operated by Hecla Mining Company.

Carheil is located in the Northern Abitibi Greenstone Belt, within an Archean-age volcano-sedimentary assemblage. Property geology consists of a sequence of intermediate and mafic volcanics, interlayered with interflow sedimentary bands containing conductive graphitic or sulphidic horizons and magnetic iron formations. These sequences have a consistent southeast strike.

The area has been actively explored since the late 1950s, with 27 known drillholes drilled on the Property between 1958-1988. The Project was acquired by iMetal predecessor company Adroit Resources Inc. in 2015. In 2016 iMetal drilled three diamond drill holes as a follow-up to a Noranda 1978 drill hole that reported a graphitic zone. All three 2016 holes intersected graphitic sediments including 1.1 meters of 7.48% Cg (Graphitic Carbon), which petrology also revealed to contain Jumbo flakes.

Mineralization so far encountered at the Project consists of several graphite sequences hosted by sediments sandwiched between two mafic volcanic units. Graphite concentration varies but the highest grades appear to be associated with structural features including faults and in situ breccias. Historical drilling on the Property also encountered anomalous gold, zinc, and copper grades.

Figure 6. Plan Map of Carheil April 2023 drilling results



iMetal completed a three hole 1053m confirmation drilling program in April 2023 to confirm the historic drill results and extend the graphite horizons along strike. The program was successful as all three holes intersected graphite and extended the horizons along strike. In addition, a third previously unknown horizon was also intersected. Highlight down-hole length graphite intersections include:

Hole CA-23-01

- 3.90 m at 7.08% Cg, from 151.1 metres, including 11.5% Cg over 1.9 m (ZONE A)
- 8.45 m at 2.53% Cg, from 237.6 m, including 7.05% Cg over 1.5 m (ZONE C)

Hole CA-23-02

- 4.65 m at 5.11% Cg, from 138.8 m, including 12.9% Cg over 1.2 m (ZONE A)
- 10.55 m at 2.89% Cg, from 196.5 m (ZONE B)
- 5.30 m at 4.25% Cg, from 242.9 m, including 7.90% Cg over 1.2 m (ZONE C)

Hole CA-23-03

- 4.90 m at 1.93% Cg, from 156.1 m (ZONE A)
- 4.70 m at 2.76% Cg, from 263.3 m, including 4.70% Cg over 2.1 m (ZONE C)

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Table 10. 2023 Drillholes Carheil (NAD83 Z17)

Hole #	Easting	Northing	Azimuth	Dip	m Length
CA-23-01	5514185	624061	25	-44	400
CA-23-02	5514191	624018	24	-45	301
CA-23-03	5514191	624018	25	-53	352
2023 Total					1053

Drilling encountered a graphite-bearing sedimentary unit sandwiched between volcanic units. This sedimentary unit contained several multi-meter graphite-rich horizons, one on the hanging-wall contact (ZONE A), one on the footwall contact (ZONE C), and at times an interior horizon (ZONE B). ZONE A corresponds with graphite results from the 2016 drilling program on the property, while ZONE B and ZONE C have not been previously assayed. Graphite horizons have thus far been delineated over 50-100m of strike and 50-100m of down-dip extent and remain open in all directions.

Table 11. 2023 Drilling Significant Results Carheil (down hole widths, not true widths)

Hole #	m from	m to	m length	Cg (%)	Hole #	m from	m to	m length	Cg (%)
CA-23-01	151.1	152	0.9	9.42	CA-23-02	204	205.5	1.5	2.35
CA-23-01	152	153	1	13.3	CA-23-02	205.5	207	1.5	1.27
CA-23-01	153	154	1	4.5	CA-23-02	241.4	242.9	1.5	0.28
CA-23-01	154	155	1	1.32	CA-23-02	242.9	244	1.1	1.21
CA-23-01	155	156.45	1.45	0.45	CA-23-02	244	245	1	2.09
CA-23-01	237.6	239	1.4	1.14	CA-23-02	245	246	1	4.04
CA-23-01	239	240.5	1.5	1.62	CA-23-02	246	247	1	5.6
CA-23-01	240.5	242	1.5	1.34	CA-23-02	247	248.2	1.2	7.9
CA-23-01	242	243.2	1.2	1.75	CA-23-03	156.1	157.5	1.4	0.93
CA-23-01	243.2	244	0.8	1.98	CA-23-03	157.5	159	1.5	3.79
CA-23-01	244	245.5	1.5	7.05	CA-23-03	159	160	1	1.4
CA-23-01	245.5	246.05	0.55	1.97	CA-23-03	160	161	1	1.05
CA-23-02	138.8	140	1.2	12.9	CA-23-03	263.3	264	0.7	0.04
CA-23-02	140	141.05	1.05	4.09	CA-23-03	264	265	1	0.11
CA-23-02	141.05	142	0.95	1.79	CA-23-03	265	266.5	1.5	0.42
CA-23-02	142	143.45	1.45	1.57	CA-23-03	266.5	267.5	1	0.09
CA-23-02	196.45	198	1.55	3.92	CA-23-03	267.5	269	1.5	0.89
CA-23-02	198	199.5	1.5	2.8	CA-23-03	269	270.1	1.1	1.63
CA-23-02	199.5	201	1.5	3.49	CA-23-03	270.1	271	0.9	5.13
CA-23-02	201	202.5	1.5	3.42	CA-23-03	271	272.2	1.2	4.37
CA-23-02	202.5	204	1.5	2.97					

Quality assurance/quality control Spring 2023 Drill Program Carheil

QA/QC control procedures included the systematic insertion of certified blanks, and two different graphite certified reference materials (CRM) at regular intervals (one QAQC sample for every 20 core samples) into the sampling stream. Geochemistry analyses consisted of Graphitic carbon by IR Spectroscopy (C-IR18), which uses an HCl leach to remove carbonates and roasting to remove organic carbon in order to only identify carbon in graphitic form in the samples. Select samples were checked for gold by fire assay and atomic absorption spectrometry (Au-AA26) with overlimit values subsequently analyzed using the gravimetric finish (Au-GRA22) technique.

Carheil Exploration Completed During the Period ended August 31, 2024

The results of the January 2024 drill program remain outstanding as of the date of this MD&A.

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Carheil Exploration Completed Subsequent to the Period ended August 31, 2024

The results of the January 2024 drill program remain outstanding as of the date of this MD&A.

R. Tim Henneberry, P. Geo (BC), and a Director of iMetal Resources Inc., is the qualified person who has reviewed and approved the technical content of this MD&A on behalf of the Company.

SELECTED ANNUAL INFORMATION

	For the years ended		
	May 31, 2024	May 31, 2023	May 31, 2022
	\$	\$	\$
Net loss	(2,264,170)	(2,145,220)	(1,656,691)
Basic (loss) per share	(0.43)	(0.53)	(0.12)
Total assets	5,795,327	7,421,935	6,459,468
Working capital/(deficiency)	(593,376)	731,423	1,826,507

RESULTS OF OPERATIONS

As at August 31, 2024, total assets were \$5,783,746 (2023 - \$7,072,084), exploration and evaluation assets totalled \$5,713,545 (2023 - \$6,404,288). The details of the cost breakdown are contained in the schedule of Exploration and Evaluation Assets in the notes to the condensed consolidated interim financial statements for the period ended August 31, 2024 (Note 3).

Revenues

Due to the Company's status as an exploration and development stage mineral resource company and a lack of commercial production from its properties, the Company currently does not have any revenues from its operations. Its only source of revenue is interest income.

Operating expenses

For the three months ended August 31, 2024 and 2023

The net loss for the three months ended August 31, 2024 ("Q1-2025") was \$133,130 as compared to a loss of \$271,772 for the three months ended August 31, 2023 ("Q1-2024").

Consulting fees decreased \$12,906 in comparison to Q1-2024. The decrease in current period is mainly due to Company decreased the business consulting activities.

Marketing expenses decreased by \$93,543 in comparison to Q1-2024 as the Company undertook less marketing, conferencing, and other promotional activities during the period.

Travel and promotion expenses for Q1-2025 was \$8,922 compared to \$31,394 for Q1-2024. The decrease is due to less conferencing activities in the current period.

The amortization of flow-through premium liability decreased \$7,158 in comparison to Q1-2024 as the Company's flow-through eligible expenditures decreased compared to Q1-2024.

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LAST EIGHT QUARTERLY RESULTS

Quarter ended	Net Loss \$	Basic Loss per Share \$
August 31, 2024	(133,130)	(0.02)
May 31, 2024	(172,352)	(0.03)
February 29, 2024	(1,433,784)	(0.26)
November 30, 2023	(386,262)	(0.01)
August 31, 2023	(271,772)	(0.01)
May 31, 2023	(1,058,835)	(0.22)
February 28, 2023	(848,867)	(0.21)
November 30, 2022	(114,571)	(0.00)

During the three months ended August 31, 2024, the Company recorded consulting fees of \$78,630, marketing fees of \$7,500, transfer agent and filing fees of \$5,898, professional fees of \$10,133 and share-based payments of \$2,054.

During the three months ended February 29, 2024, the Company recorded consulting fees of \$75,765, marketing fees of \$53,180, professional fees of \$35,662 and share-based payments of \$6,165. A write-down of exploration and evaluation assets of \$1,188,957 was recorded due to the Company's termination on its option on the Kerrs Gold Property subsequent to the period end.

During the three months ended May 31, 2023, the Company recorded consulting fees of \$127,872, marketing fees of \$761,797, professional fees of \$70,078 and share-based payments of \$3,945.

There are no significant variations in other quarterly results.

INDUSTRY AND ECONOMIC FACTORS

The Company's future performance is largely tied to the outcome of its exploration programs, the price of precious and base metals, and the overall health and stability of junior capital markets, inclusive of the TSX Venture Exchange. The financial markets, upon which the Company is reliant, are subject to potential volatility, reflective of investor anxiety with regard to the strength and longevity of the global economy, global growth prospects, and their associated impact upon liquidity, security and return. This uncertainty has led to continued volatility in commodity markets.

Furthermore, unprecedented uncertainty in the credit markets has also led to increased difficulties in accessing capital. Junior exploration companies worldwide at times have been hit particularly hard by these trends. Accordingly, the Company may have difficulty raising additional equity financing for the purposes of gold and other precious mineral exploration without significantly diluting the position of its current shareholders.

FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

Currently, the Company has no operating revenues and does not anticipate any operating revenues until the Company is able to find or acquire and place in production an operating mining property. Historically, the Company has raised funds through loans, shares for debt settlements, private placements and the exercise of options and warrants.

Management is still working on raising additional capital, as further financing is required to continue with the Company's ongoing exploration and development plans as well as to pay for office and other administrative expenses. Management is constantly actively seeking additional financing, and while it has successfully done this in the past, there is no assurance that it will continue to be able to do so in the future. The Company's ability to continue as a going concern depends on management's continual success in raising funds.

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The Company has not yet determined whether its properties contain ore reserves that are economically recoverable. The recoverability of amounts shown for mineral properties is dependent upon the discovery of economically recoverable ore reserves in its mineral properties, the ability of the Company to obtain the necessary financing to complete development, confirmation of the Company's interest in the underlying mineral claims and leases and upon the future profitable operation of or obtaining sufficient proceeds from the disposition of its mineral properties.

The market price of metals is highly speculative and volatile. Instability in metal prices may affect the interest in mining properties and the development of and production from such properties. Any down-turn may adversely affect the Company's ability to raise capital to explore existing or new mineral properties.

The Company has incurred losses since inception. As at August 31, 2024, the Company had a working capital deficiency of \$731,957 (May 31, 2024 – \$593,376), and management must continue to be successful in raising financing. Failing that, the Company faces a serious threat of insolvency and its ability to continue as a going concern.

OFF-BALANCE SHEET ARRANGEMENTS

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, an effect on the results of operations or financial condition of the Company.

CONTINGENCIES

In June 2019, the Company received a lawsuit in the Supreme Court of British Columbia from a shareholder citing that the Company terminated a consulting agreement between the shareholder and the Company and is seeking damages for breach of contract. However, in the opinion of management, the claim is without merit and the outcome is unknown. No provision has been recorded for this lawsuit.

RELATED PARTY TRANSACTIONS

Key management personnel

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers and/or companies controlled by those individuals. The aggregate value of compensation with key management for the period ended August 31, 2024 was \$67,500 (2023 - \$124,500) and was comprised of the following:

		Period ended August 31, 2024	Period ended August 31, 2023
Management and consulting fees	\$	59,130	77,036
Exploration and evaluation expenditures		6,700	47,464
Property investigation fees		1,670	-
Share-based compensation		-	-
Total remuneration	\$	67,500	\$ 124,500

As at August 31, 2024, the Company owed \$251,117 (2023 - \$42,773) to related parties.

RECENT ACCOUNTING POLICIES

Please refer to the May 31, 2024 audited consolidated financial statements on www.sedarplus.ca.

FINANCIAL INSTRUMENTS

Please refer to the August 31, 2024 condensed consolidated interim financial statements on www.sedarplus.ca.

RISKS AND UNCERTAINTIES

The Company is engaged in the acquisition and exploration of exploration and evaluation assets. These activities involve significant risks which careful evaluation, experience and knowledge may not, in some cases eliminate the risk involved. The commercial viability of any material deposit depends on many factors not all of which are within the control of management. Some of the factors that affect the financial viability of a given mineral deposit include its size, grade and proximity to infrastructure. Government regulation, taxes, royalties, land tenure, land use, environmental protection and reclamation and closure obligations, have an impact on the economic viability of a mineral deposit.

The preparation of financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Annual losses are expected to continue until the Company has an interest in an exploration and evaluation asset that produces revenues. The Company's ability to continue its operations and to realize assets at their carrying values is dependent upon the continued support of its shareholders, obtaining additional financing and generating revenues sufficient to cover its operating costs. The Company's accompanying financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in the accompanying financial statements.

Any forward-looking information in this MD&A is based on the conclusions of management. The Company cautions that due to risks and uncertainties, actual events may differ materially from current expectations. With respect to the Company's operations, actual events may differ from current expectations due to economic conditions, new opportunities, changing budget priorities of the Company and other factors.

PROPOSED TRANSACTIONS

There are no proposed transactions that have not been disclosed herein.

CRITICAL ACCOUNTING ESTIMATES

The preparation of financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual reports could differ from management's estimates.

INTERNAL CONTROLS OVER FINANCIAL REPORTING

Changes in Internal Control over Financial Reporting ("ICFR")

In connection with National Instrument 52-109, Certification of Disclosure in Issuer's Annual and Interim Filings ("NI 52-109") adopted in December 2008 by each of the securities commissions across Canada, the Chief Executive Officer and Chief Financial Officer of the Company will file a Venture Issuer Basic Certificate with respect to financial information contained in the unaudited interim consolidated financial statements and the audited annual consolidated financial statements and respective accompanying Management's Discussion and Analysis. The

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Venture Issue Basic Certification does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in NI52-109.

MANAGEMENT'S RESPONSIBILITY OF FINANCIAL STATEMENTS

The information provided in this report, including the financial statements, is the responsibility of management. In the preparation of these statements, estimates are sometimes necessary to make a determination of future values for certain assets or liabilities. Management believes such estimates have been based on careful judgments and have been properly reflected in the financial statements.

OTHER MD&A REQUIREMENTS

Additional disclosure of the Company's technical reports, material change reports, news releases and other information can be obtained on SEDAR+ at www.sedarplus.ca.

OUTSTANDING SHARES, STOCK OPTIONS, AND WARRANTS

As at the date of this report, the Company had the following outstanding:

	Number of shares	Exercise Price (\$)	Expiry Date
Common shares issued and outstanding	5,607,960		
Stock options	38,700	7.00	November 18, 2025
Stock options	21,000	1.60	December 31, 2025
Stock options	190,000	3.30	April 8, 2027
Stock options	50,000	0.75	September 28, 2027
Warrants	15,050	3.50	December 30, 2024
Warrants	200,000	3.50	March 31, 2025
Warrants	12,000	3.50	March 31, 2025
Warrants	312,500	3.00	April 6, 2025
Warrants	6,000	3.00	April 6, 2025
Warrants	36,400	0.70	December 13, 2025
Fully diluted, October 28, 2024	6,489,610		