



NEW AGE METALS INC.

Consolidated Financial Statements **30 April 2023 and 2022** **(An Exploration Stage Company)** **(Expressed in Canadian dollars)**



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

Independent Auditor's Report

To the Shareholders of New Age Metals Inc.:

Opinion

We have audited the consolidated financial statements of New Age Metals Inc. (the "Company"), which comprise the consolidated statements of financial position as at 30 April 2023 and 2022, and the consolidated statements of loss and comprehensive loss, cash flows and changes in equity for the years then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 30 April 2023 and 2022, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1.1 to the financial statements, which describes events or conditions that indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters, that in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material Uncertainty Related to Going Concern section, we have determined that there are no other key audit matters to communicate in our report.

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Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Cherry Ho.

A handwritten signature in black ink, appearing to read 'DMCL.', is positioned above the firm's name.

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC

August 28, 2023

New Age Metals Inc.
Consolidated Statements of Financial Position
(Expressed in Canadian dollars)

	Notes	As at 30 April 2023	As at 30 April 2022
		\$	\$
ASSETS			
Current assets			
Cash and cash equivalents	5	4,265,515	7,166,474
Amounts receivable	6	796,788	762,916
Short-term investments	7	222,549	134,932
Prepaid expenses		133,603	136,828
		5,418,455	8,201,150
Exploration and evaluation properties	8	9,017,348	6,840,520
Equipment	9	55,034	78,620
Right-of-use asset	10	137,155	-
Total assets		14,627,992	15,120,290
EQUITY AND LIABILITIES			
Current liabilities			
Trade payables and accrued liabilities	11	241,914	276,845
Due to related parties	17	17,737	6,364
Lease liability – current portion	10	29,380	-
		289,031	283,209
Lease liability – non current portion	10	114,943	-
Total liabilities		403,974	283,209
Equity			
Share capital	12	46,124,362	46,119,362
Reserves	12	18,201,968	18,169,621
Deficit		(50,102,312)	(49,451,902)
Total equity		14,224,018	14,837,081
Total equity and liabilities		14,627,992	15,120,290

Corporate Information and Going Concern (Note 1), Commitments and Contingencies (Note 20)
and Subsequent Events (Note 21)

APPROVED BY THE BOARD:

“Harry Barr”
Director

“John Londry”
Director

The accompanying notes are an integral part of these consolidated financial statements.

New Age Metals Inc.

Consolidated Statements of Loss and Comprehensive Loss

(Expressed in Canadian dollars)

	Notes	Year ended 30 April	
		2023	2022
		\$	\$
Expenses			
Accounting and audit		38,317	33,544
Bank charges and interest		3,134	3,327
Consulting fees	17	144,788	187,896
Depreciation	9, 10	57,882	38,606
Insurance, licenses and fees		38,298	36,299
Legal		-	5,717
Management fees	17, 20	137,705	130,195
Marketing and communications		148,416	334,334
Office and miscellaneous		76,695	57,491
Rent	17, 20	14,645	37,094
Salaries		44,146	-
Share-based payments	13	32,347	426,401
Telephone and utilities		18,022	11,818
Transfer agent and regulatory fees		60,069	94,047
Travel, lodging and food		57,699	19,535
Loss before other items		(872,163)	(1,416,304)
Other items			
Foreign exchange income		820	1,569
Interest income		17,700	17,014
Finance costs	10	(12,472)	(200)
Unrealized gain (loss) on short term investments	7	87,617	(102,265)
Reversal of flow through premium		-	263,017
Other income	8	128,088	54,365
Net loss for the year		(650,410)	(1,182,804)
Loss per share			
Basic and diluted	14	(0.003)	(0.006)

The accompanying notes are an integral part of these consolidated financial statements.

New Age Metals Inc.
Consolidated Statements of Cash Flows
(Expressed in Canadian dollars)

	Notes	Year ended 30 April	
		2023	2022
		\$	\$
OPERATING ACTIVITIES			
Loss for the year		(650,410)	(1,182,804)
Adjustments for:			
Depreciation	9, 10	57,882	38,606
Share-based payments	12, 13	32,347	426,401
Reversal of flow through premium		-	(263,017)
Unrealized (gain) loss on short-term investments	7	(87,617)	102,265
Non cash interest	10	12,472	200
Operating cash flows before movements in working capital			
Increase in amounts receivables		(31,352)	13,747
Decrease in prepaid expenses		3,225	433,624
Decrease in trade payables and accrued liabilities and due to related parties		115,142	(28,791)
Cash used in operating activities		(548,311)	(459,769)
INVESTING ACTIVITIES			
Cash spent on exploration and evaluation properties		(2,437,472)	(4,064,531)
Cost recovery on exploration and evaluation properties	8	119,424	115,307
Purchase of property and equipment	9	-	(28,000)
Proceeds from sale of short-term investment		-	-
Cash used in investing activities		(2,318,048)	(3,977,224)
FINANCING ACTIVITIES			
Proceeds from issuance of common shares		-	2,075,000
Exercise of warrants		-	1,030,750
Exercise of options		5,000	-
Share issue costs		-	(134,875)
Payment of lease liability		(39,600)	(12,031)
Cash from financing activities		(34,600)	2,958,844
Increase in cash and cash equivalents		(2,900,959)	(1,478,149)
Cash and cash equivalents, beginning of year		7,166,474	8,644,623
Cash and cash equivalents, end of year		4,265,515	7,166,474

Supplemental cash flow information (Note 18)

The accompanying notes are an integral part of these consolidated financial statements.

New Age Metals Inc.

Consolidated Statements of Changes in Equity

(Expressed in Canadian dollars)

	Number of shares	Share capital	Share- based payments reserve	Warrant reserve	Deficit	Total
		\$	\$	\$	\$	\$
Balances, 30 April 2021	197,110,752	43,669,307	4,405,595	12,718,795	(48,269,098)	12,524,599
Shares issued for						
Cash	12,968,750	2,075,000	-	-	-	2,075,000
Exercise of warrants	11,957,500	1,030,750	-	-	-	1,030,750
Value assigned to warrants	-	(520,820)	-	520,820	-	-
Warrants issued for Exploration and evaluation properties	-	-	-	98,010	-	98,010
Share-based payments	-	-	426,401	-	-	426,401
Share issue costs	-	(134,875)	-	-	-	(134,875)
Net loss for the year	-	-	-	-	(1,182,804)	(1,182,804)
Balances, 30 April 2022	222,037,002	46,119,362	4,831,996	13,337,625	(49,451,902)	14,837,081
Shares issued for						
Services	-	-	-	-	-	-
Exercise of options	100,000	5,000	-	-	-	5,000
Share-based payments	-	-	32,347	-	-	32,347
Net loss for the year	-	-	-	-	(650,410)	(650,410)
Balances, 30 April 2023	222,137,002	46,124,362	4,864,343	13,337,625	(50,102,312)	14,224,018

The accompanying notes are an integral part of these consolidated financial statements.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

1. CORPORATE INFORMATION AND GOING CONCERN

New Age Metals Inc. (the “Company”) was incorporated under the Business Corporations Act (Alberta) on 29 May 1996 and on 13 July 2004, the Company continued out of the Province of Alberta and into the Province of British Columbia. The Company’s stock is trading on the TSX Venture Exchange (“TSXV”) under the symbol of “NAM”. The Company is in the process of acquiring, exploring and developing platinum group metals (“PGMs”), precious and base metals mineral properties and green metals lithium. The Company will attempt to bring the properties to production, structure joint ventures with others, option or lease properties to third parties, or sell the properties outright. The Company has not yet determined whether these properties contain ore reserves which are economically recoverable and the Company is considered to be in the exploration stage.

The Company’s head office, principal address and records office are located at Suite 101 - 2148 West 38th Avenue, Vancouver, British Columbia, V6M 1R9.

1.1 Going concern

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern which assumes that the Company will be able to continue its operations and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

Several conditions cast significant doubt on the validity of this assumption and ultimately the appropriateness of the use of accounting principles related to a going concern. From inception to date, the Company has incurred losses from operations, earned no revenues and has experienced negative cash flows from operating activities.

The Company had a comprehensive loss of \$650,410 for the year ended 30 April 2023 (2022: \$1,182,804). The Company has not yet achieved profitable operations, the Company has, since inception, accumulated a deficit to 30 April 2023 of \$50,102,312 (2022: \$49,451,902) and management cannot provide assurance that the Company will ultimately achieve profitable operations or become cash flow positive, or raise additional debt and/or equity capital.

As at 30 April 2023, the Company had \$4,265,515 (2022: \$7,166,474) in cash and cash equivalents.

The Company does not currently have revenue-generating properties.

The Company will require additional funding to be able to meet ongoing requirements for general operations and to advance and retain mineral exploration and evaluation property interests. The Company’s continuing operations and the underlying value and recoverability of the amounts shown for mineral properties are entirely dependent upon the existence of economically recoverable mineral reserves, the ability of the Company to obtain the necessary financing to complete the exploration and development of its mineral property interests, and on future profitable production from or proceeds from the disposition of its mineral property interests. These material uncertainties cast significant doubt upon the Company’s ability to continue as a going concern.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

Management has been successful in obtaining sufficient funding for operating, exploration and capital requirements from the inception of the Company to date. There is, however, no assurance that additional future funding will be available to the Company, or that it will be available on terms which are acceptable to the management of the Company.

If the Company is unable to raise additional capital in the immediate future, management expects that the Company will need to further curtail operations, liquidate assets, seek additional capital on less favourable terms and/or pursue other remedial measures including ceasing operations.

These consolidated financial statements do not reflect any adjustments to the carrying values of assets and liabilities and the reported amounts of expenses and balance sheet classifications that would be necessary if the going concern assumption was not appropriate and such adjustments could be material.

2. BASIS OF PREPARATION

2.1 Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries. Subsidiaries are those entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control is obtained to the date control ceases. All inter-company transactions, balances, income and expenses are eliminated in full upon consolidation.

The subsidiaries of the Company as at 30 April 2023 and 2022 are listed below:

Name	Country of incorporation	% equity interest as at	
		30 April 2023	30 April 2022
Subsidiaries			
Pacific North West Capital Corp. USA ⁽¹⁾	United States	100%	100%
Lithium Canada Development Inc. ("LCD") ⁽¹⁾	Canada	100%	100%

(1) Inactive entities.

2.2 Basis of presentation

These consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value, as explained in Note 16, and are presented in Canadian dollars, except where otherwise indicated.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

2.3 Statement of compliance

The consolidated financial statements of the Company and its subsidiaries, including comparatives, have been prepared in accordance with and using accounting policies in full compliance with IFRS and International Accounting Standards (“IAS”) issued by the International Accounting Standards Board (“IASB”) and interpretations of the International Financial Reporting Interpretations Committee (“IFRIC”), effective for the Company’s reporting for the year ended 30 April 2023.

2.4 Adoption of new and revised standards and interpretations

Other accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company’s consolidated financial statements.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Significant accounting judgments, estimates and assumptions

The preparation of the Company’s consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management’s experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments and share-based payments, the recognition and valuation of provisions for decommissioning liabilities, the carrying value of exploration and evaluation properties, the valuation of all liability and equity instruments including warrants and stock options, the recoverability and measurement of deferred tax assets and liabilities and ability to continue as a going concern. Actual results may differ from those estimates and judgments.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the consolidated financial statements within the next financial year are discussed below:

Exploration and evaluation expenditures

The application of the Company’s accounting policy for exploration and evaluation expenditure requires judgment in determining the point at which a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop the property are capitalized into development assets. The determination may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the consolidated statement of loss and comprehensive loss in the year when new information becomes available.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

Determining whether to test for impairment of mineral exploration properties and deferred exploration assets requires management's judgment regarding the following factors, among others: the period for which the entity has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed; substantive expenditure on further exploration and evaluation of mineral resources in a specific area is neither budgeted nor planned; exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or sufficient data exists to indicate that, although a development in a specific area is likely to proceed, the carrying amounts of the exploration assets are unlikely to be recovered in full from successful development or by sale.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined. Identifying the cash-generating units requires management judgment. In testing an individual asset or cash-generating unit for impairment and identifying a reversal of impairment losses, management estimates the recoverable amount of the asset or the cash-generating unit. This requires management to make several assumptions as to future events or circumstances. These assumptions and estimates are subject to change if new information becomes available. Actual results with respect to impairment losses or reversals of impairment losses could differ in such a situation and significant adjustments to the Company's assets and earnings may occur during the next period.

Decommissioning and restoration costs

Management is not aware of any material restoration, rehabilitation and environmental provisions as at 30 April 2023. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measure at fair value and these estimates are updated annually. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the exploration and evaluation property. Such estimates are subject to change based on changes in laws, regulations and negotiations with regulatory authorities.

Impairment of financial assets

At each reporting date the Company assesses financial assets not carried at fair value through profit or loss to determine whether there is objective evidence of impairment. A financial asset is impaired if objective evidence indicates that one or more events occurred during the period that negatively affected the estimated future cash flows of the financial asset.

Objective evidence that financial assets are impaired can include significant financial difficulty of the issuer or debtor, default or the disappearance of an active market for a security. If the Company determines that a financial asset is impaired, judgment is required in assessing the available information in regards to the amount of impairment; however the final outcome may be materially different than the amount recorded as a financial asset.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

Share based payments

Management assesses the fair value of stock options granted in accordance with the accounting policy stated in note 3.7. The fair value of stock options is measured using the Black-Scholes Option Pricing Model. The fair value of stock options granted using valuation models is only an estimate of their potential value and requires the use of estimates and assumptions.

The Company has adopted a relative fair value method with respect to the measurement of shares and warrants issued as private placement units. The proceeds from private placements are allocated on a relative fair value between the common shares and warrants. The fair value attributed warrants is recorded in warrant reserve within equity. If the warrants are converted, the consideration paid, along with the amount previously recognized in warrant reserve, is recorded as an increase to share capital.

Deferred income taxes

Judgement is required in determining whether deferred tax assets are recognized on the consolidated statement of financial position. Deferred tax assets, including those arising from unutilized tax losses require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that the cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the statement of financial position date, if any, could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company and its subsidiaries operate could limit the ability of the Company to obtain tax deductions in future periods.

Going concern

These consolidated financial statements have been prepared on a basis which assumes the Company will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. In assessing whether this assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period. This assessment is based upon planned actions that may or may not occur for a number of reasons including the Company's own resources and external market conditions (Note 1.1).

Determination of Functional Currency

The functional currency of each of the Company's subsidiaries is the currency of the primary economic environment in which the entity operates. Determination of functional currency may involve certain judgements to determine the primary economic environment and the Company reconsiders the functional currency of its entities if there is a change in events and conditions which determined the primary economic environment. The functional currencies of the Company and its subsidiaries were determined to be the Canadian dollar.

3.2 Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand, and short-term money market instruments with an original maturity of three months or less, which are readily convertible into a known amount of cash.

3.3 Foreign currencies

The Company's reporting currency and the functional currency of all of its operations is the Canadian dollar as this is the principal currency of the economic environment in which it operates.

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive income to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

3.4 Exploration and evaluation properties

Exploration and evaluation expenditures include the costs of acquiring licenses, costs associated with exploration and evaluation activity and the fair value (at acquisition date) of exploration and evaluation assets acquired in a business combination. Exploration and evaluation expenditures are capitalized. Costs incurred before the Company has obtained the legal rights to explore an area are recognized in profit or loss.

Option payments received are treated as a reduction of the carrying value of the related exploration and evaluation properties and deferred costs until the receipts are in excess of costs incurred, at which time, they are credited to income. Option payments are at the discretion of the Optionee, and accordingly, are recorded on a cash basis.

Exploration and evaluation assets are assessed for impairment if (i) sufficient data exists to determine technical feasibility and commercial viability, and (ii) facts and circumstances suggest that the carrying amount exceeds the recoverable amount.

Once the technical feasibility and commercial viability of the extraction of mineral resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified to mining property and development assets within property, plant and equipment.

Recoverability of the carrying amount of any exploration and evaluation asset is dependent on successful development and commercial exploitation, or alternatively, sale of the respective areas of interest.

3.5 Equipment

Equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of property and equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is provided at rates calculated to write off the cost of equipment, less their estimated residual value, using the declining balance method using the following rate:

- Automobile 30%
- Right of use assets Lease term

3.6 Decommissioning, restoration and similar liabilities

The Company recognizes provisions for statutory, contractual, constructive or legal obligations associated with the reclamation of exploration and evaluation properties and retirement of long-term assets, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future cost estimates arising from the decommissioning of plant, site restoration work and other similar retirement activities is added to the carrying amount of the related asset, and depreciated on the same basis as the related asset, along with a corresponding increase in the provision in the period incurred. Discount rates using a pre-tax rate that reflect the current market assessments of the time value of money are used to calculate the net present value.

The Company's estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to the related asset with a corresponding entry to the provision.

Changes in the net present value, excluding changes in the Company's estimates of reclamation costs, are charged to profit or loss for the period. The net present value of reclamation costs arising from subsequent site damage that is incurred on an ongoing basis during production are charged to profit or loss in the period incurred. The costs of reclamation projects that were included in the provision are recorded against the provision as incurred. The costs to prevent and control environmental impacts at specific properties are capitalized in accordance with the Company's accounting policy for exploration and evaluation properties.

New Age Metals Inc.

Notes to the Consolidated Financial Statements

30 April 2023 and 2022

(Expressed in Canadian dollars)

3.7 Share-based payments

Share-based payments to employees are measured at the fair value of the instruments issued and recognized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The corresponding amount is recorded to the share-based payments reserve.

The fair value of options is determined using the Black-Scholes Option Pricing Model which incorporates all market vesting conditions. The number of shares and options expected to vest is reviewed and adjusted at the end of each reporting period such that the amount recognized for services received as consideration for the equity instruments granted shall be based on the number of equity instruments that will eventually vest.

3.8 Financial Instruments

Classification

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

Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment. Amounts receivable and accounts payable are recognized at amortized cost.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the consolidated statements of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the consolidated statements of loss and comprehensive loss in the period in which they arise. Cash and cash equivalents and short-term investments are recognized at FVTPL.

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Debt investments at FVTOCI

These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognized in profit or loss. Other net gains and losses are recognized in other comprehensive income ("OCI"). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVTOCI

These assets are subsequently measured at fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the credit risk of the financial asset has not increased significantly since initial recognition, the Company measures the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in the consolidated statements of loss and comprehensive loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition of assets are recognized in profit and loss.

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expired. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

Gains and losses on derecognition are generally recognized in profit or loss.

3.9 Impairment of non-financial assets

The carrying amount of the Company's assets is reviewed for an indication of impairment at the end of each reporting period. If an indication of impairment exists, the Company makes an estimate of the asset's recoverable amount. Individual assets are grouped for impairment assessment purposes at the lowest level at which there are identifiable cash flows that are largely independent of the cash flows of other groups of assets. Recoverable amount of an asset group is the higher of its fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are adjusted for the risks specific to the asset group and are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money.

Where the carrying amount of an asset group exceeds its recoverable amount, the asset group is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in profit or loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognized.

3.10 Flow-through shares

Any premium received by the Company on the issuance of flow-through shares is initially recorded as a liability and included in trade payables and accrued liabilities. Upon renouncement by the Company of the tax benefits associated with the related expenditures, a deferred tax liability is recognized and the flow-through share premium liability will be reversed. To the extent that suitable deferred tax assets are available, the Company will reduce the deferred tax liability and record a deferred tax recovery.

3.11 Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

3.12 Taxation

Deferred tax is provided, using the liability method, on all temporary differences at the statement of financial position date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

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Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the reporting date.

3.13 Leases

At the inception of a lease contract, the Company assesses whether the contract is or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assess whether: (i) the contract involves the use of an identified asset; (ii) the Company has the right to obtain substantially all the economic benefits from the use of the asset throughout the period, and; (iii) the Company has the right to direct the use of the asset.

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance expense. The finance expense is charged to the consolidated statement of loss over the lease period. The right-of-use asset is depreciated over the shorter of the asset's useful life or the lease term, on a straight-line basis. The depreciation expense is charged to the consolidated statement of loss and comprehensive loss. The Company presents right-of-use assets in Property and Equipment on the consolidated statement of financial position.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments: (a) fixed payments (including in-substance fixed payments), (b) less any lease incentives receivable; (c) variable lease payments that are based on an index or a rate; (d) amounts expected to be payable by the lessee under residual value guarantees; (e) the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be determined, or the Company's incremental borrowing rate.

Payments associated with short-term leases and leases of low-value assets are recognized on a straight-line basis as an expense in the consolidated statement of loss. Short-term leases are leases with a lease term of 12 months or less.

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In the statement of cash flows, the Company includes repayments of the principal portion of the lease liabilities under financing activities. Lease payments for short-term leases, lease payment for leases of low-value assets that are not included in the measurement of the lease liability are classified as cash flows from operating activities.

4. SEGMENTED INFORMATION

The Company's only business activity is exploration and development of exploration and evaluation properties carried out in Canada and the United States.

The breakdown of geographic area as at 30 April 2023 and 2022 as follows:

30 April 2023	Canada	USA	Total
Net loss	\$ 650,410	\$ -	\$ 650,410
Current assets	5,418,455	-	5,418,455
Exploration and evaluation properties	8,513,897	503,451	9,017,348
Equipment	55,034	-	55,034
Right-of-use asset	137,155	-	137,155
Total assets	\$ 14,124,541	\$ 503,451	\$ 14,627,992

30 April 2022	Canada	USA	Total
Net loss	\$ 1,182,804	\$ -	\$ 1,182,804
Current assets	8,201,150	-	8,201,150
Exploration and evaluation properties	6,368,725	471,795	6,840,520
Equipment	78,620	-	78,620
Total assets	\$ 14,648,495	\$ 471,795	\$ 15,120,290

5. CASH AND CASH EQUIVALENTS

The Company's cash and cash equivalents are denominated in the following currencies:

	As at 30 April 2023	As at 30 April 2022
	\$	\$
Denominated in Canadian dollars – cash at bank	4,259,285	5,143,687
Denominated in Canadian dollars – guaranteed investment certificates	-	2,000,000
Denominated in U.S. dollars – cash at bank	6,230	22,787
Total cash and cash equivalents	4,265,515	7,166,474

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6. AMOUNTS RECEIVABLE

The Company's amounts receivable are as follows:

	30 April 2023	30 April 2022
	\$	\$
Goods and Services Tax /Harmonized Sales Tax receivable ("GST/HST")	71,799	43,427
Shared office costs receivable (Note 17)	8,958	7,276
Interest receivable	-	700
Receivable from JV (Note 21)	716,031	711,513
Total amounts receivable	796,788	762,916

Included in amounts receivable of the Company are amounts due from related parties which are disclosed in Note 17. The amounts are unsecured, interest-free and repayable upon written notice given from the Company.

7. SHORT-TERM INVESTMENTS

The Company's available-for-sale investments and share purchase warrants are as follows:

	As at 30 April 2023		As at 30 April 2022	
	Cost	Fair Value	Cost	Fair Value
	\$	\$	\$	\$
MetalQuest Mining Inc (formerly El Nino Ventures Inc.) 1,734,240 shares (2022: 1,734,240 shares)	712,203	208,110	712,203	108,390
Azincourt Energy Corp. 156,000 shares (2022: 156,000 shares)	54,404	7,020	54,404	21,840
Calais Resources Inc. 2,083,000 shares (30 April 2022: 2,083,000 shares)	125,000	-	125,000	-
Idaho Champion Gold Mines 16,267 shares (30 April 2022: 16,267 shares)	29,280	1,708	29,280	976
Others	49,535	5,711	49,535	3,726
Total short-term investments	970,422	222,549	970,422	134,932

During the year ended 30 April 2023, the Company recognized an unrealized gain on short-term investments of \$87,617 (2022 \$102,265 – loss).

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8. EXPLORATION AND EVALUATION PROPERTIES

The Company's exploration and evaluation properties expenditures for the year ended 30 April 2023 are as follows:

	River Valley	Lithium MB	Alaska	Total
	\$	\$	\$	\$
ACQUISITION COSTS				
Balance, 30 April 2022	114,713	21,120	156,419	292,252
Additions	-	264,148	-	264,148
Balance, 30 April 2023	114,713	285,268	156,419	556,400
EXPLORATION AND EVALUATION COSTS				
Balance, 30 April 2022	6,090,142	142,750	315,376	6,548,268
Assaying	230,367	-	-	230,367
Claims and fees	37,241	19,703	28,512	85,456
Drilling	282,543	-	-	282,543
Engineering and consulting	221,994	-	3,144	225,138
Environment	156,094	-	-	156,094
Field expenses	125,650	37,504	-	163,154
PEA	43,520	-	-	43,520
Pre-Feasibility Study	757,018	-	-	757,018
Recoveries	(19,424)	(100,000)	-	(119,424)
Sagkeeng Community Fund	-	88,814	-	88,814
Balance, 30 April 2023	7,925,145	188,771	347,032	8,460,948
Total costs	8,039,858	474,039	503,451	9,017,348

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The Company's exploration and evaluation properties expenditures for the year ended 30 April 2022 are as follows:

	River Valley	Lithium One	Alaska	Total
	\$	\$	\$	\$
ACQUISITION COSTS				
Balance, 30 April 2021	114,713	21,120	156,419	292,252
Additions	-	-	-	-
Balance, 30 April 2022	114,713	21,120	156,419	292,252
EXPLORATION AND EVALUATION COSTS				
Balance, 30 April 2021	2,723,504	9,153	195,391	2,928,048
Assaying	284,487	-	-	284,487
Drilling	886,625	30,600	-	917,225
Engineering and consulting	229,250	16,275	106,257	351,782
Field expenses	378,952	36,862	-	415,814
Geophysics	211,312	97,267	-	308,579
Preliminary Economic Assessment	25,000	-	-	25,000
Pre-Feasibility Study	1,252,103	-	-	1,252,103
Recoveries	(15,307)	(100,000)	-	(115,307)
Claims and fees	16,206	52,593	13,728	82,527
Warrants issued to Nipissing First Nation	98,010			98,010
Balance, 30 April 2022	6,090,142	142,750	315,376	6,548,268
Total costs	6,204,855	163,870	471,795	6,840,520

Project Overview:

River Valley, Ontario

Included in the River Valley Project are the following:

(i) River Valley Property, Ontario

By agreement dated 15 January 1999 and amended 11 March 1999, the Company acquired a 100% interest in 226 claim units, known as the River Valley Property, located in the Dana and Pardo Townships, Sudbury Mining District, Ontario. The property is subject to a 3% Net Smelter Return ("NSR"). The Company, at its option, can purchase up to 2% of the NSR for \$2,000,000.

By agreement dated 27 June 2016, the Company entered into an option agreement to acquire 100% interest in certain mineral claims located in River Valley, Ontario in the McWilliams Townships, Sudbury Mining District, Ontario.

(ii) Goldwright Property, Ontario

By agreement dated 30 June 1998 and subsequently amended, the Company earned a 25% interest in certain mineral claims known as the Janes property, located in the Janes Township, Sudbury Mining District, Ontario.

On 30 October 2015, the Company signed a Net Smelter Returns Royalty Agreement (“NSR”) whereby a Production Royalty equal to 1% will be paid based on minerals produced, saved and sold from the properties on the terms and subject to the conditions specified in the NSR Agreement.

(iii) Razor Property, Ontario

The Company acquired a 100% interest in certain mineral claims located in the Dana Township, Sudbury Mining District, Ontario.

The property is subject to a 2% NSR.

(iv) Western Front Property, Ontario

By agreement dated 16 November 2001, the Company earned a 70% interest in certain mineral claims known as the Western Front property from a company (the “Optionor”). The Company has the right to purchase an additional 30% interest in the property by paying \$750,000 to the Optionor.

The property is subject to a 3% NSR, the first 1% of which the Company can purchase for \$1,000,000; the second 1% can be purchased for \$2,000,000. The Company and the Optionor will share the NSR buyout privileges in proportion to their respective interests.

During the year ended 30 April 2022, the Company issued 1,000,000 warrants with a fair value of \$98,010 to the Nipissing First Nation for the River Valley Project. Each warrant is exercisable at \$0.20 per share for a period of five years.

Lithium Division, Manitoba

(i) Lithium One

The Company, through its subsidiary, LCD, acquired 100% interest in the Lithium One Project on 31 July 2017 by completing the option payments and exploration requirements in the option agreement dated 18 April 2016.

(ii) Lithium Two Project

The Lithium Two Project is located north of Cat Lake, approximately 145 kilometers (90 miles) northeast of Winnipeg, Manitoba (Canada) and 22 kilometers north of the Tanco Mine Site. Geologically, the project is situated in the Cat Lake portion of the Cat Lake Winnipeg River Pegmatite Field.

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(iii) Lithium West

This project is situated on strike and to the west of the Tanco Pegmatite deposit. Project consists of 3,385 hectares located 12.5 kilometers west of the Tanco Pegmatite. Project is 100% owned by New Age Metals and was previously explored by the Tantalum Mining Corp of Canada in their exploration for Tantalum.

(iv) Lithman East Extension, East Extension, & Lithman North Projects

During the year ended 30 April 2018, the Company acquired 100% of certain mineral claims by way of staking for consideration of \$19,968.

(v) CAT 3 Properties, Manitoba

By agreement dated 27 June 2016, the Company entered into an option agreement with Mustang Minerals Corp. and acquired certain mineral claims located in Winnipeg, Manitoba.

(vi) McLaughlin Lake, Manitoba

On 5 April 2023, the Company acquired 19,321 hectares of mineral exploration license (MEL) area at McLaughlin Lake, Manitoba. The MEL covers approximately 30 kms strike length of the Stull-Wunnummin Fault structure. All the claims are held by Lithium Canada Development, a 100% owned Lithium Division of New Age Metals.

Farm –in and Joint Venture

On 27 September 2021, the Company and its wholly-owned direct subsidiary LCD, entered into a binding term agreement with Australian lithium and iron ore producer, Mineral Resources Limited (“MRL”). The parties signed a farm-in and joint venture agreement for this arrangement on 29 August 2022. Under the terms, MRL can earn up to a 75% interest in NAM’s Manitoba lithium division.

In consideration MRL will pay NAM a sum of \$400,000:

- (i) \$100,000 on the signing date (paid);
- (ii) \$100,000 on the 1-year anniversary (paid);
- (iii) \$100,000 on the 2-year anniversary;
- (iv) \$100,000 on the 3-year anniversary.

MRL has the right to acquire legal and beneficial interests per the following schedule:

Farm-in Date	JV Interests	Obligations
Initial Farm-in Interest	51% MRL; 49% NAM	Complete \$4,000,000 of exploration and development activities within 42 months from the effective date, including \$1,000,000 (met) must be spent within 18 months from the effective date
Further Farm-in Interest	65% MRL; 35% NAM	Fund and complete a National Instrument 43-101 compliant pre-feasibility study, including the completion of a compliance resource statement within 5 years from the effective date

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Final Farm-in Interest	75% MRL; 25% NAM	Fund the project to the point of a final construction/investment decision made by MRL and collectively with the initial Farm-in obligations and further Farm-in obligations
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The Company will charge MRL a management fee for each contract entered into for the purposes of approved exploration and development activities as follows:

- (i) 5% of the contract value for any contract with a contract value equal to or greater than \$100,000; or
- (ii) 10% of the contract value for any contract with a contract value below \$100,000.

During the year ended 30 April 2023, the Company charged MRL management fees of \$128,088 (2022 \$54,365) and recorded in other income.

Alaska Genesis Project, Alaska

On 17 April 2018, the Company entered into an option agreement with Anglo Alaska Gold Corp. ("Anglo") to acquire 100% interest in certain mineral claims in the State of Alaska.

The Company paid the following cash consideration to Anglo:

- (i) \$30,000 on the closing date;
- (ii) \$30,000 on or before the 1-year anniversary of the closing date;
- (iii) \$30,000 on or before the 2-year anniversary of the closing date; and
- (iv) \$30,000 on or before the 3-year anniversary of the closing date.

The Company also issued commons shares of the Company to Anglo per the following schedule:

- (i) 200,000 shares on the closing date;
- (ii) 200,000 shares on or before the 1-year anniversary of the closing date;
- (iii) 200,000 shares on or before the 2-year anniversary of the closing date; and
- (iv) 200,000 shares on or before the 3-year anniversary of the closing date.

The Company completed the following filings and payments:

- (i) Annual payment to the State of Alaska for mining claim rentals of \$8,960 USD, due the year between 1 September and 30 November during which the agreement is in effect.
- (ii) Filing annual Affidavits of Annual Labor with the State of Alaska Recorder's office for the Valdez and Chitina Recording Districts.
- (iii) Filing, maintaining, and closing any and all permits required by the State of Alaska and /or Federal regulatory agencies.
- (iv) Conduct qualifies on-ground work as require by the State of Alaska.

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In year one of the agreement, the Company had the obligation to complete either (i) or (ii) as follows:

- (i) Spend a maximum of \$10,000 to have Avalon Development Corp. update all previous data and geological information and reports on the property before 15 July 2018 (incurred).
- (ii) Spend a minimum of \$25,000 to upgrade current property information and complete confirmation sampling on the property, resulting in a final report.

Upon commencement of commercial production, the Company is required to pay Anglo 3% Net Smelter Royalties. The Company has the right to purchase one half of the Royalties by paying \$500,000 for each half percentage point to a maximum of \$1,500,000.

9. EQUIPMENT

A summary of changes in the Company's equipment for the year ended 30 April 2023 is as follows:

	Automobile
Cost	
Balance, 30 April 2021	\$ 92,132
Addition	28,000
Balance, 30 April 2022	120,132
Addition	-
Balance, 30 April 2023	\$ 120,132
Accumulated amortization	
Balance, 30 April 2021	\$ 13,820
Amortization	27,692
Balance, 30 April 2022	41,512
Amortization	23,586
Balance, 30 April 2023	\$ 65,098
Net book value, 30 April 2022	\$ 78,620
Net book value, 30 April 2023	\$ 55,034

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10. RIGHT-OF-USE ASSET AND LEASE LIABILITY

The Company leased an office under non-cancellable operating lease with a term to 30 April 2027. The Company recognized \$171,451 of right-of-use assets and \$171,451 of lease liabilities. The lease liability was discounted using an incremental borrowing rate as at 1 May 2022 of 8% per annum. The continuity of the lease liability is as follows:

Lease liability – 1 May, 2022	\$ 171,451
Less: lease payments	(39,600)
Interest expense	12,472
	144,323
Less: current portion of lease liability – 30 April 2023	29,380
Long-term portion of lease liability – 30 April 2023	114,943

The continuity of right-of-use asset for year ended 30 April 2023 is as follows:

Cost	
Balance, 1 May 2022	\$ 171,451
Accumulated amortization	
Balance, 1 May 2022	\$ -
Amortization	34,296
Balance, 30 April 2023	\$ 34,296
Net book value, 30 April 2023	\$ 137,155

11. TRADE PAYABLES AND ACCRUED LIABILITIES

The Company's trade and other payables are broken down as follows:

	As at 30 April 2023	As at 30 April 2022
	\$	\$
Trade payables (Note 17.2)	118,100	222,351
Accrued liabilities	123,814	54,494
Total trade payables and accrued liabilities	241,914	276,845

12. SHARE CAPITAL

12.1 Authorized share capital

The Company is authorized to issue unlimited common shares without par value. As at 30 April 2023, there were 222,137,002 common shares issued and outstanding (2022: 222,037,002).

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12.2 Share issuances

During the years ended 30 April 2023 and 2022, the Company issued common shares as follows:

Private Placements

On 25 August 2021, the Company issued 12,968,750 non flow-through units at \$0.16 per unit for gross proceeds of \$2,075,000. Each non flow-through unit consists of share and one half non-transferrable share purchase warrant. Each full warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.20 per for a period of two years. The Company paid share issuance costs of \$134,875 in cash and 842,968 warrants with a fair value of \$56,091.

Others

On 6 June 2022, the Company issued 100,000 common shares related to the exercise of 100,000 options at an exercise price of \$0.05 per share.

On 2 February 2022, the Company issued 3,300,000 common shares related to the exercise of 3,300,000 warrants at an exercise price of \$0.05 per share.

On 2 February 2022, the Company issued 2,245,000 common shares related to the exercise of 2,245,000 warrants at an exercise price of \$0.10 per share.

On 1 February 2022, the Company issued 1,700,000 common shares related to the exercise of 1,700,000 warrants at an exercise price of \$0.10 per share.

On 28 January 2022, the Company issued 1,700,000 common shares related to the exercise of 1,700,000 warrants at an exercise price of \$0.10 per share.

On 19 January 2022, the Company issued 1,500,000 common shares related to the exercise of 1,500,000 warrants at an exercise price of \$0.10 per share.

On 17 January 2022, the Company issued 800,000 common shares related to the exercise of 800,000 warrants at an exercise price of \$0.10 per share.

On 3 December 2021, the Company issued 625,000 common shares related to the exercise of 625,000 warrants at an exercise price of \$0.10 per share.

On 8 November 2021, the Company issued 87,500 common shares related to the exercise of 87,500 warrants at an exercise price of \$0.10 per share.

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12.3 Share purchase warrants

The following is a summary of the changes in the Company's share purchase warrants for the year ended 30 April 2023 and 2022.

	30 April 2023		30 April 2022	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
		\$		\$
Outstanding, beginning	36,407,719	0.20	101,931,200	0.14
Granted	-	-	8,327,343	0.20
Exercised	-	-	(11,957,500)	0.09
Expired	(3,448,076)	0.17	(61,893,324)	0.13
Outstanding, ending	32,959,643	0.21	36,407,719	0.20

The following table summarizes information regarding share purchase warrants outstanding as at 30 April 2023:

Number of warrants	Exercise price	Expiry date
*10,380,251	\$0.20	18 March 2025
*750,000	\$0.25	18 March 2025
*580,172	\$0.20	23 March 2025
*3,625,002	\$0.25	23 March 2025
*9,296,875	\$0.20	31 March 2025
*6,484,375	\$0.20	25 August 2025
842,968	\$0.16	25 August 2023
1,000,000	\$0.20	01 February 2027
32,959,643		

*Expiry date originally expires in 2023 has been extended to 2025 as approved by TSXV.

The fair value assigned to the warrants granted during the ended 30 April 2023 was estimated at \$nil (2022: \$618,830) at the grant date using the Black-Scholes Option Pricing Model. The weighted average assumptions used for the calculations were:

	30 April 2023	30 April 2022
Risk free interest rate	-	0.98-1.65%
Expected life	-	2 - 5 years
Expected volatility	-	130.90 – 154.09%
Expected dividend per share	-	-
Expected forfeiture	-	-

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12.4 Stock options

On 27 October 2022, the Company adopted an incentive stock option plan (the “Option Plan”) which allows the Company’s Board of Directors, at its discretion and in accordance with TSX Venture Exchange requirements, to grant options to directors, officers and consultants for up to 10% of the issued and outstanding common shares. The exercise price of any options granted under the plan will be determined by the Board of Directors, at its sole discretion, but is subject to the Discounted Market Price policies of the TSXV.

The following is a summary of the changes in the Company’s stock option plan for the year ended 30 April 2023 and 2022:

	30 April 2023		30 April 2022	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding, beginning	8,608,331	\$ 0.14	6,800,000	\$ 0.12
Granted	450,000	0.10	1,900,000	0.18
Exercised	(100,000)	0.05	-	-
Expired	(2,625,000)	0.14	(41,669)	0.21
Cancelled	(350,000)	0.14	(50,000)	0.10
Outstanding, ending	5,983,331	0.13	8,608,331	0.14

During the year ended 30 April 2022, the Company extended the expiry date of 983,331 options. The extension resulted in an incremental increase in the fair value of these options by \$138,833.

The fair value of the options granted during the year ended 30 April 2023 was estimated at \$29,907 (2022: \$288,487) at the grant date using the Black-Scholes Option Pricing Model. The weighted average assumptions used for the calculation were:

	30 April 2023	30 April 2022
Risk free interest rate	3.39%	1.00%
Expected life	5 years	5 years
Expected volatility	124.28%	175.82%
Expected dividend per share	-	-
Expected forfeiture	-	-

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The following table summarizes information regarding stock options outstanding and exercisable as at 30 April 2023:

Exercise price	Number of options outstanding	Number of options exercisable	Weighted-average remaining contractual life (years)	Weighted-average exercise price
Options outstanding and exercisable				
\$0.21	983,331	983,331	0.53	\$0.21
\$0.18	1,750,000	1,750,000	0.91	\$0.18
\$0.10	1,800,000	1,800,000	0.68	\$0.10
\$0.05	1,000,000	1,000,000	0.24	\$0.05
\$0.10	450,000	337,500	0.31	\$0.10
	5,983,331	5,870,831	2.67	\$0.13

13. SHARE-BASED PAYMENTS

Share-based payments for the following options granted by the Company will be amortized over the vesting period, of which \$32,347 (2022: \$426,401) was recognized in the years ended 30 April 2023 and 2022:

Grant date of stock options	Fair value of options granted	Amount vested for year ended 30 April 2023	Amount vested for year ended 30 April 2022
	\$	\$	\$
6 June 2022	29,907	29,149	-
14 June 2021	288,487	3,198	279,595
30 July 2020	134,645	-	7,973
15 July 2016	138,833	-	138,833
Total	591,872	32,347	426,401

14. LOSS PER SHARE

The calculation of basic and diluted loss per share is based on the following data:

Year ended 30 April	2023	2022
	\$	\$
Net loss for the year	(650,410)	(1,182,804)
Weighted average number of shares – basic and diluted	222,126,865	209,018,155
Loss per share, basic and diluted	(0.003)	(0.006)

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The basic loss per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. The diluted loss per share reflects the potential dilution of common share equivalents, such as outstanding stock options and share purchase warrants, in the weighted average number of common shares outstanding during the period, if dilutive. All of the stock options and the share purchase warrants were anti-dilutive for the years ended 30 April 2023 and 2022.

15. CAPITAL RISK MANAGEMENT

The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements, continue the development and exploration of its exploration and evaluation properties.

The Company is dependent upon external financing to fund its activities. In order to carry out the planned exploration and to pay for general administration costs, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

The Company is not subject to any externally imposed capital requirements. There were no significant changes in the Company's approach or the Company's objectives and policies for managing its capital.

16. FINANCIAL INSTRUMENTS

16.1 Categories of financial instruments

	As at 30 April 2023	As at 30 April 2022
	\$	\$
FINANCIAL ASSETS		
FVTPL, at fair value		
Cash and cash equivalents	4,265,515	7,166,474
Short-term investments - shares	222,549	134,932
Amortized cost		
Amounts receivable	796,788	762,916
Total financial assets	5,284,852	8,064,322
FINANCIAL LIABILITIES		
Amortized cost		
Trade payables	118,100	222,351
Due to related party	17,737	6,364
Total financial liabilities	135,837	228,715

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16.2 Fair value

The fair value of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the financial statements approximates their fair value due to the demand nature or short-term maturity of these instruments.

The following table provides an analysis of the Company's financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the inputs used to determine the fair value are observable.

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly. As at 30 April 2023 and 2022, the Company does not have any Level 2 financial instruments.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data. As at 30 April 2023 and 2022, the Company does not have any Level 3 financial instruments.

As at 30 April 2023	Level 1	Level 2	Level 3	Total
	\$	\$		\$
Financial assets at fair value				
Cash and cash equivalents	4,265,515	-	-	4,265,515
Short-term investments – Shares	222,549	-	-	222,549
Total financial assets at fair value	4,488,064	-	-	4,488,064

There were no transfers between Levels 1, 2 and 3 in the year ended 30 April 2023 and 30 April 2022.

As at 30 April 2022	Level 1	Level 2	Level 3	Total
	\$	\$		\$
Financial assets at fair value				
Cash and cash equivalents	7,166,474	-	-	7,166,474
Short-term investments – Shares	134,932	-	-	134,932
Total financial assets at fair value	7,301,406	-	-	7,301,406

16.3 Management of financial risks

The financial risk arising from the Company's operations are credit risk, liquidity risk, interest rate risk, currency risk and commodity price risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

Credit risk is the risk of an unexpected loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises primarily from the Company's cash and cash equivalents and amounts receivable. The Company manages its credit risk relating to cash and cash equivalents by dealing only with highly-rated financial institutions. As at 30 April 2023, amounts receivable was mainly comprised of GST/HST receivable, interest receivable, receivable from related party, exploration recovery receivable and receivable from JV (Notes 6).

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they become due (Note 1.1). The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered. The Company has no source of revenue and has obligations to meet its administrative overheads, maintain its mineral investments and to settle amounts payable to its creditors. The Company has been successful in raising equity financing in the past; however, there is no assurance that it will be able to do so in the future. As at 30 April 2023, the Company had working capital of \$5,129,424 (2022: \$7,917,941).

Currency risk

For the year ended 30 April 2023, the Company's operations were mainly in Canada (Note 4). The Company considers its currency risk to be insignificant.

Other risks

Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate risk and commodity price risk arising from financial instruments.

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17. RELATED PARTY TRANSACTIONS

For the year ended 30 April 2023, the Company had related party transactions with the following companies related by way of directors or shareholders in common:

- MetalQuest Mining Inc. (formerly El Nino Ventures Inc.) (“MetalQuest”), a company with management and certain directors in common with the Company. MetalQuest pays shared office costs to the Company on a month-to-month basis (Note 6).
- Canadian Gravity Recovery Inc. (“CGR”), a company owned by the Chief Executive Officer (“CEO”) of the Company. CGR provides management services on a month-to-month basis (Note 20).
- 3699030 Canada Inc., a company owned by the CEO of the Company. 3699030 Canada Inc. provides lease property to the Company (Note 20).
- 873285 BC Ltd., a company owned by the Corporate Secretary of the Company. 873285 BC Ltd. provides consulting services on a month-to-month basis.

17.1 Related party expenses

Year ended 30 April	2023	2022
	\$	\$
Shared office and consulting fees recoveries from MetalQuest	(32,983)	(29,140)
Rent expense before shared office recoveries to the CEO	7,992	7,989
Shared office expenses from 3699030 Canada Inc. (Note 20)	16,924	8,776
Rent expense before shared office recoveries to 3699030 Canada Inc. (Note 20)	-	36,000
Lease payment to 3699030 Canada Inc. (Note 20)	39,600	-
Consulting fees to the Chief Financial Officer (“CFO”)	42,000	42,000
Management fees to Canadian Gravity Recovery Inc. (“CGR”) (Note 20)	120,000	120,000
Consulting fees to 873285 BC Ltd.	31,200	25,800
Consulting fees to former VP of Business Development	-	55,200
Share-based payments	18,337	256,761
Total related party expenditures	243,070	523,386

17.2 Due from/to related parties

The assets and liabilities of the Company include the following amounts due from/(to) related parties:

	30 April 2023	30 April 2022
	\$	\$
CEO	(17,737)	(6,364)
MetalQuest (Note 6)	8,958	7,276
Total amount due from (to) related parties	(8,779)	912

New Age Metals Inc.

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17.3 Key management personnel compensation

The remuneration of directors and other members of key management for the years ended 30 April 2023 and 2022 were as follows:

30 April	2023	2022
	\$	\$
Short-term benefits – management and consulting fees	210,904	253,195
Share-based payments	18,337	256,761
Total key management personnel compensation	229,241	509,956

18. SUPPLEMENTAL CASH FLOW INFORMATION

18.1 Non-cash activities

The Company incurred the following non-cash investing and financing transactions:

During the year ended 30 April 2022, the Company issued 1,000,000 warrants with a fair value of \$98,010 related to exploration and evaluation properties (Note 8).

19. TAXES

19.1 Provision for income taxes

Year ended 30 April	2023	2022
	\$	\$
Loss before tax	(650,410)	(1,182,804)
Statutory tax rate	26.75%	26.75%
Expected tax recovery	(173,985)	(316,400)
Non-deductible items	254,827	41,019
Change in valuation allowance	(80,842)	275,381
Tax recovery for the year	-	-

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19.2 Deferred tax balances

The tax effects of temporary differences that give rise to deferred tax assets are as follows:

As at 30 April	2023	2022
	\$	\$
Tax loss carry-forwards	5,447,795	5,078,830
Short-term investments	200,056	223,494
Equipment	121,733	115,424
Exploration and evaluation properties	860,565	1,244,447
Share issue costs	90,836	139,632
	6,720,985	6,801,827
Valuation allowance	(6,720,985)	(6,801,827)
Deferred tax assets	-	-

19.3 Expiry dates

The Company's recognized and unrecognized deferred tax assets related to unused tax losses have the following expiry dates:

As at 30 April	2023
	\$
Non-capital losses	
2026	851,782
2027	1,271,389
2028	1,336,195
2029	1,530,437
2030	267,302
2031	1,445,791
2032	2,392,285
2033	1,725,235
2034	1,133,146
2035	910,436
2036	356,418
2037	828,165
2038	1,410,087
2039	1,237,101
2040	559,573
2041	923,224
2042	1,059,433
2043	863,669
Total non-capital losses	20,101,668
Total resource-related deduction, no expiry	12,234,415

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As at 30 April 2023, the Company has an amount of \$522,956 (2022: \$522,956) related to capital losses that can be carried forward indefinitely to reduce future capital gains.

20. COMMITMENTS AND CONTINGENCIES

As at 30 April 2023, the Company had the following commitments and contingent liabilities:

	< 1 year	2-5 years	Total
	\$	\$	\$
Management fees	120,000	130,000	250,000
Lease payments	42,000	126,000	168,000
Total commitments	162,000	256,000	418,000

- a) Effective 1 April 2016, the Company is committed to paying a monthly management to a related party for a term of \$10,000 per month, terminating on 30 May 2023. (Note 17). The arrangement was automatically renewed subsequent to year-end for a two-year period, terminating on 31 May 2025. In the event that the amended agreement is terminated or fails to renew due to failure of agreement after the issuance of a non-renewal notice, the related party shall receive a termination fee specified by the terms of the amended agreement.
- b) Effective 1 May 2022, the Company is committed to paying monthly rent of \$3,300 per month during the first year and \$3,500 per month for the remainder of the lease term to a related party for a term of 60 months.
- c) The Company has indemnified the subscribers of flow-through shares of the Company issued in the current and prior years against any tax related amounts that may become payable as a result of the Company not making eligible expenditures.
- d) The Company's exploration and evaluation activities are subject to various Canadian federal and provincial laws and regulations governing the protection of the government. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.
- e) As at 30 April 2023, the Company owns various exploration and evaluation properties (Note 8). Management does not consider that any amounts related to decommissioning liabilities are payable although there is no assurance that a formal claim will not be made against the Company for some or all of these obligations in the future.

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21. SUBSEQUENT EVENTS

On 7 June 2023, the Company announced that the Manitoba Mineral Development Fund (MMDF) has approved grant of \$300,000 for the Company. The allotment of this amount will be in three \$100,000 installments. The first installment of \$100,000 was received subsequent to year-end.

On 17 August 2023, the Company has entered a binding term sheet with Australian junior mining company, Native Mineral Resources (NMR). Under the terms, NMR can earn up to a 75% interest in NAM's McLaughlin Lake Project.

- NMR has the right to acquire an initial 51% interest by completing C\$500,000 of exploration and development activities within 18 months from the Effective Date and pay C\$75,000 cash payment and AUD\$200,000 in NMR shares.
- NMR can earn an additional 9% interest (60%) by completing and additional C\$500,000 (for a total of a C\$1,000,000) of exploration and development activities within 3 years from Effective Date, and making an additional C\$100,000 cash payment and AUD\$200,000 in NMR shares which will be escrowed for 6 months.
- NMR can earn an additional 5% interest (65%) by making a C\$100,000 cash payment and AUD\$350,000 in NMR shares which will be escrowed for 6 months.
- NMR will pay an additional C\$100,000 cash payment at the end of year 4.
- NMR can earn an additional 10% interest (75%) by making a C\$100,000 cash payment and AUD\$650,000 in NMR shares escrowed for 6 months. NMR must also complete a JORC compliant Mineral Resource (Indicated) 10Mt @ minimum 1.25% Li₂O in Spodumene less than 150m, NMR Reserve the right to continue if samples are below 1.25% Li₂O in Spodumene.
- In years 4 and 5 NMR must spend a minimum additional C\$2,000,000 in this agreement for a total of C\$3,000,000 in exploration.
- NAM will be the field manager, and a JV Committee will be formed to approve work programs. NAM will receive 10% on contracts under C\$100,000 and 5% on contracts over C\$100,000.
- NAM will receive a 2% Net Smelter Royalty on the Project with an option to buy down 1% for \$2 million CAD leaving NAM a 1% NSR in the project in perpetuity.
- The parties will have 24 months to negotiate and enter into a formal farm-in and joint venture agreement based on the terms presented in the binding term sheet agreement.
- NAM will pay a finder's fee of AUD\$20,000 in regards to this transaction.

22. APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the Company for the year ended 30 April 2023 were approved and authorized for issue by the Board of Directors on 25 August 2023.



MANAGEMENT DISCUSSION AND ANALYSIS
FOR
NEW AGE METALS INC.

FOR THE YEAR ENDED 30 APRIL 2023

1. MANAGEMENT DISCUSSION AND ANALYSIS

The following discussion and analysis is management's assessment of the results and financial condition of New Age Metals Inc. (the "Company" or "NAM") for the year ended 30 April 2023 and should be read in conjunction with the corresponding consolidated financial statements and related notes. All financial information has been prepared in accordance with International Financial Reporting Standards ("IFRS") and all dollar amounts presented are Canadian dollars ("CAD") unless otherwise stated. The date of this Management Discussion and Analysis is dated 28 August 2023. Additional information on the Company is available on SEDAR at www.sedar.com.

2. BUSINESS OF NEW AGE METALS INC.

NAM is a mineral exploration company focused on the acquisition, exploration and development of Platinum Group Metals (PGMs), precious, base metals, and lithium properties. Management's corporate philosophy is to be a project generator, explorer and project operator with the objective of forming options and/or joint ventures with major mining companies through to production. NAM has begun the evaluation of several potential property acquisitions, including precious and base metal production opportunities. A wholly-owned US and Pacific North West Capital Corp. USA, and Lithium Canada Development Inc., respectively, are being maintained for future property acquisitions.

3. FORWARD LOOKING STATEMENTS

Certain information included in this discussion may constitute forward-looking statements. Forward-looking statements are based on current expectations and entail various risks and uncertainties. These risks and uncertainties could cause or contribute to actual results that are materially different than those expressed or implied. The Company disclaims any obligation or intention to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

4. OUTLOOK

Due to the current downtrend in the financial markets and adverse economic conditions, the Company has implemented a program of economic controls aimed at reducing current consumption. Even though current management has demonstrated its ability to raise funds in the past, with the current financial market conditions and global economic uncertainty, there can be no assurance it will be able to do so in the future. Because of these uncertainties, there is substantial doubt about the ability of the Company to continue as going concern. These financial results and discussion do not include the adjustments that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

On 14 April 2016, the formed a wholly owned subsidiary called Lithium Canada Inc. A new Lithium and Rare Earth Division, the Company's management believes that adding an additional "green metal" to its existing Platinum group metals (PGM's) division is warranted. These new age metals, Lithium, PGM's and Rare Earths, have robust macro trends with surging demands and limited supply. Going forward, this new division will explore for the minerals needed to fuel the demand for energy storage and other core 21st Century Technologies. This new direction will involve the acquisition of new projects and adding to our existing technical team.

The company's new Lithium Division will focus on the acquisition, exploration and development of Lithium Projects in Canada. In the United States the company will use its wholly owned U.S.A subsidiary to acquire and develop projects.

Lithium and Platinum group metal prices have improved dramatically in recent months. Lithium supplies remain in deficit relative to their demand. Both metals groups are used for the expanding worldwide automobile industry (conventional and electric). In the case of PGM's, demand is increasing for auto catalysts, a key component for reducing toxic emissions for automotive, gasoline and diesel engines. In regard to Lithium, there is an ever increasing demand for batteries in cellphones, laptops, electric cars, solar storage, wireless charging and renewable energy products.

5. PROJECT OVERVIEW:

5.1. RIVER VALLEY PROJECT, ONTARIO

The River Valley mineral claims are located in the Sudbury Region of Ontario (Figure 1). NAM optioned the River Valley claims following the discovery of highly anomalous PGM values in grab samples in the Dana Lake and Azen Creek areas. By an agreement dated 15 January 1999 and amended 11 March 1999 (collectively, the "Agreement"), the Company acquired a 100% interest in the River Valley claims from Bailey Resources Ltd., Luhta Resources Ltd., and Pardo Resources Ltd. by issuing 66,667 common shares of NAM and \$265,000 cash (paid). The River Valley claims are subject to a total 3% Net Smelter Return Royalty ("NSR"), of which NAM can purchase up to 2% of the NSR from the vendors for \$2,000,000.

On 14 July 1999, NAM entered into an unincorporated 50/50 joint venture agreement ("JV") over the River Valley property ("River Valley PGM Project") with Kaymin Resources Ltd. ("Kaymin"), a wholly-owned subsidiary of Anglo Platinum Limited ("Anglo"), whereby Kaymin was responsible for funding all exploration to completion of a feasibility study, which would give Kaymin an additional 10% interest. In addition, if Kaymin arranged financing for a mine, it would receive another 5% interest, for a total interest of 65%.

Kaymin continued to fund exploration under the terms of JV until 2007 and invested over \$22,000,000 in the exploration of the River Valley PGM Project; however, as a result of capital expenditure reductions during the global financial crisis in 2008, no new funds were allocated to the River Valley PGM Project, above and beyond the minimal holding costs.

Included in the River Valley PGM Project are the following:

i) River Valley Property, Ontario

On 7 February 2012, NAM received River Valley's Mining Leases. The Mining Leases give NAM security of title on the land and the exclusive right to mine the River Valley deposit. The Mining Leases include surface rights that allow for siting of project infrastructure and processing facilities. The Mining Leases are for a period of 21 years (commencing on 1 November 2011) and are renewable.

The Mining Leases covering the River Valley claims as set out in Table 1.

Table 1: NAM mining leases covering the River Valley claims

Mining Lease/ Claims	Size (Hectares ("ha"))	Township	Recorded	Current expiry date
CLM450	4777.181	Dana	1-Nov-11	31-Oct-32
CLM451	570.308	Pardo	11-Jan-12	28-Feb-33

ii) Goldwright Property, Ontario

By agreement dated 30 June 1998 and subsequently amended, the Company earned a 25% interest in certain mineral claims known as the Janes property, located in the Janes Township, Sudbury Mining District, Ontario.

On 30 October 2015, the Company signed a Net Smelter Returns Royalty Agreement ("NSR") whereby a Production Royalty equal to 1% will be paid based on minerals produced, saved and sold from the properties on the terms and subject to the conditions specified in the NSR Agreement.

iii) Razor Property, Ontario

The Company acquired a 100% interest in certain mineral claims located in the Dana Township, Sudbury Mining District, Ontario for consideration of \$30,000. The property is subject to a 2% NSR.

iv) Western Front Property, Ontario

By agreement dated 16 November 2001, the Company earned a 70% interest in certain mineral claims known as the Western Front property from a company (the "Optionor") with certain directors in common, for consideration of \$55,000 and issuance of 2,222 shares. In addition, an exploration expenditure of \$50,000 was completed.

The Company has the right to purchase an additional 30% interest in the property by paying \$750,000 to the Optionor.

The property is subject to a 3% NSR, the first 1% of which the Company can purchase for \$1,000,000; the second 1% can be purchased for \$2,000,000. The Company and the Optionor will share the NSR buyout privileges in proportion to their respective interests.

In the beginning of 2017, a notice via email was given to Freegold Ventures. The intention of the notice was to terminate the agreement between the parties due to market conditions. Freegold Ventures management did not respond to the email but a meeting was set up and held in Toronto in March 2017. The CEO of New Age Metals and the CEO of Freegold Ventures agreed to finalize the transaction and the negotiations are ongoing.

On 27 June 2016 the Company signed an agreement with Mustang Minerals Corp. to acquire 100% interest in 6, Strategic, Mineralized Claims, of Mustang's River Valley PGM property, near Sudbury, Ontario. The River Valley PGM Extension Claims are adjacent to, and south of, NAM's current River Valley PGM Project mining leases. The acquisition increases the size of NAMS's project footprint to more than 64 km²

(16,000 acres), mainly on the highly PGM mineralized River Valley Intrusion. The six acquired claims overlay a 4-km long PGM mineralized trend, which is the southward continuation of the River Valley PGM Deposit, on NAM's mining leases to the north. With the acquisition, the total strike length of the River Valley PGM Deposit increases to 16 km, on NAM's property.

The six claims were acquired from Mustang Minerals Corp., for \$50,000 cash and shares of NAM. The shares are subject to a regulatory hold of 4 months and 1 day, and TSX Venture Exchange approval of the Transaction. Mustang Minerals Corp. retains a 1% NSR on any production from the six claims. The NSR can be purchased by NAM at any time for \$500,000.

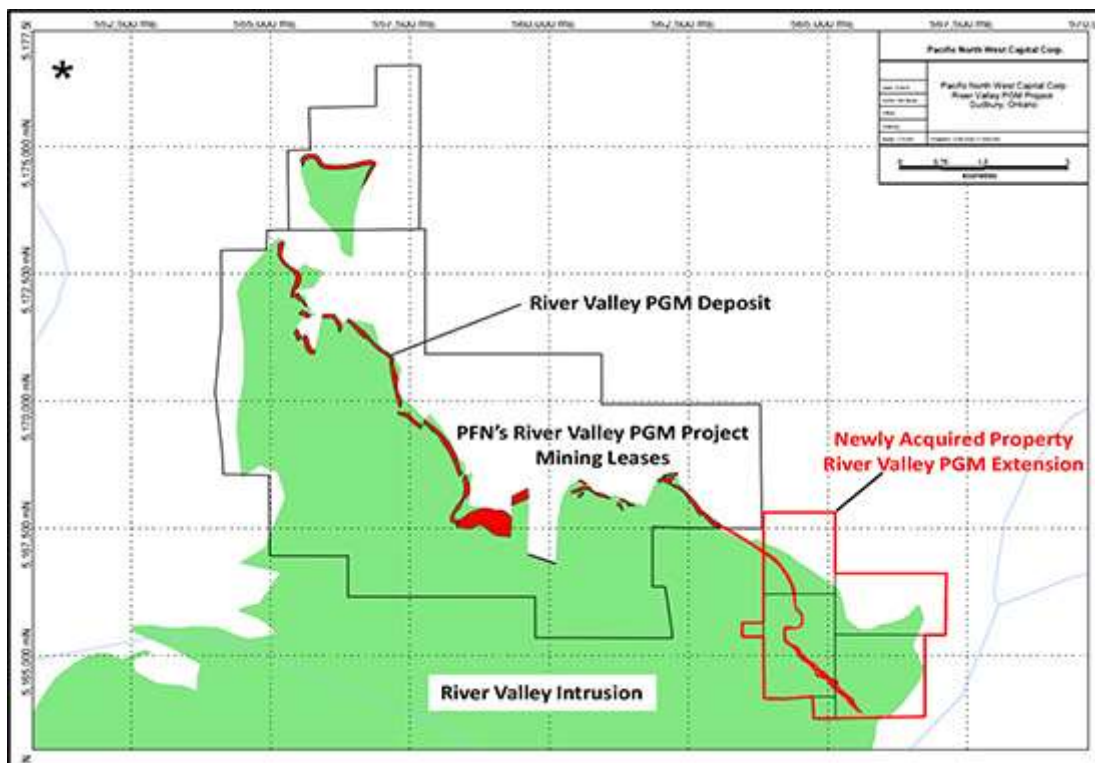


Figure 1: River Valley PGM Project Map

On 26 January 2022, the Company signed an Exploration Memorandum of Understanding with Nipissing First Nation ("NFN") to continue to promote a mutually respectful relationship with First Nations concerning NAM's exploration programs on its mining leases and claims within the River Valley Project. NFN holds inherent Aboriginal rights and treaty rights to and over certain territory within the Company's Project and NFN exercises those rights and asserts certain rights and claims in respect of surface and subsurface rights.

5.1.1 2019 River Valley PGM Project Exploration Program

To date an approximate 155,000 metres (508,530 feet) in 733 drill holes have been conducted by the company as operator on the River Valley Project. Several independent 43-101 compliant resource

estimates have previously been generated for the deposit through the exploration and development phases. The River Valley Deposit's present resource, with approximately 2.9M PdEq ounces in Measured Plus Indicated mineral resources and near-surface mineralization, covers a total of 16 kilometers of strike. The company continues to explore and enhance the River Valley PGM Deposit.

After the ground proofing and surface exploration program conducted in Summer 2018 which followed up on the most recent induced polarization survey by Abitibi, NAM management has designed a 5000 metre drill programs to test the new geophysical anomalies. See Figure 2 below which shows these new geophysical anomalies and potential targets for the next stage of drilling at River Valley superimposed over the upper 4 kilometres of the project map.

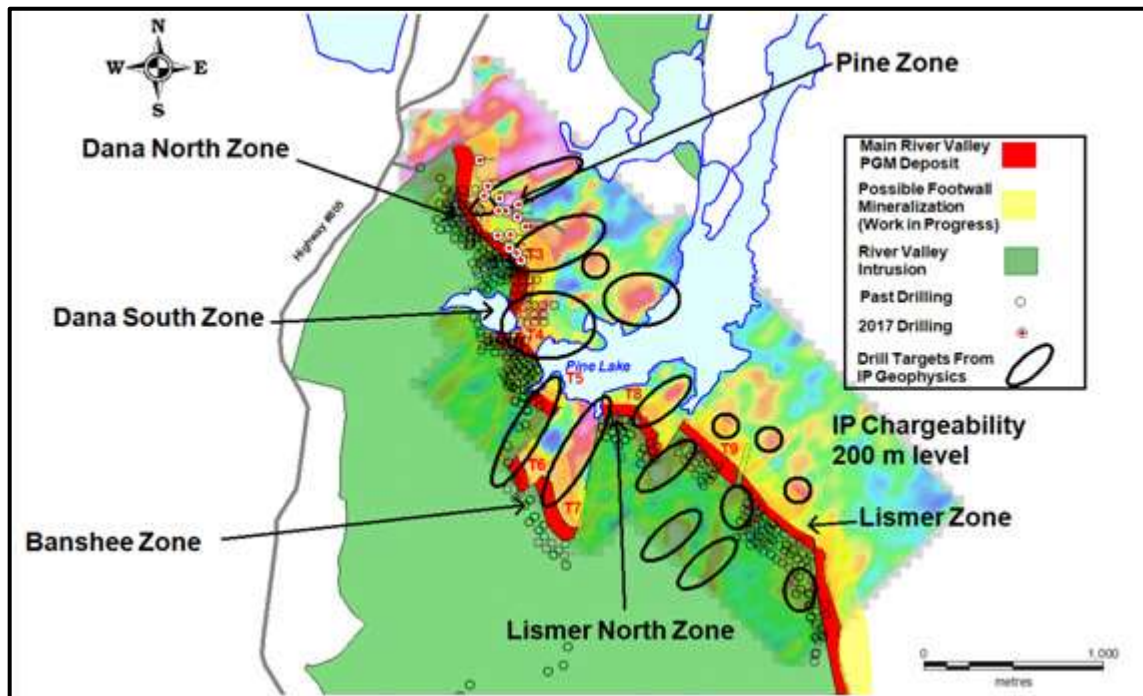


Figure 2: Northern portion of the project with superimposed 2018 merged IP at -100 level. Retrieved from River Valley Geophysical review by Geoscience North (Alan King, P. Geo., M.Sc.)

5.1.2 Ground IP Geophysics

Second phase of ground IP geophysics completed on an area south of the Pine Zone and over the T4 to T9 target anomalies. The new survey area represents a strike length of approximately 2000 metres. Based on the senior geophysicist's recommendations, the company will outline a series of drill programs to test the new geophysical anomalies generated from the survey and outline additional drilling in the Pine Zone through to the T9 areas. The geophysical survey was a high-resolution OreVision® IP survey, which can reveal targets at four times the depth of conventional IP without compromising near-surface resolution.

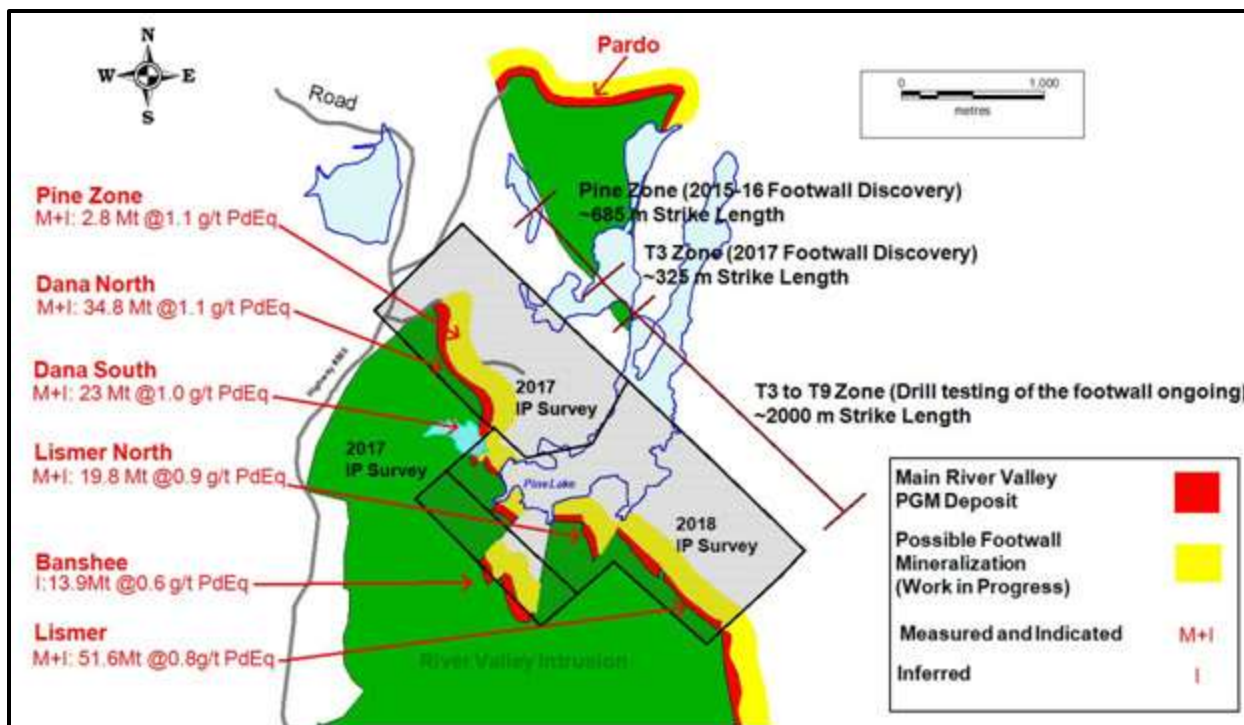


Figure 3: Northern Portion of the River Valley PGM Deposit Showing Regions of Current IP Geophysics.
NOTE: Image only represents approximately 3.5 km of the overall strike length of the River Valley PGM deposit.

5.1.3 NI 43-101 Technical Report for Preliminary Economic Assessment on the River Valley PGM Project;

NAM files NI 43-101 Technical Report for Preliminary Economic Assessment on the River Valley PGM Project titled “Technical Report, Updated Mineral Resource Estimate and Preliminary Economic Assessment of the River Valley Project” with an Effective Date of 27 June 2019, on SEDAR at www.sedar.com. **The PEA demonstrates positive economics for a large-scale open pit mining operation, with 14 years of Palladium and Platinum production.”**

PEA Highlights (CDN\$ unless otherwise noted):

- Life of mine (LOM) of 14 years, with 6 million tonnes annually of potential process plant feed at an average grade of 0.88 g/t Palladium Equivalent (PdEq) and process recovery rate of 80%, resulting in an annual average payable PdEq production of 119,000 ounces.
- Pre-Production capital requirements: \$495 M
- Undiscounted cash flow before income and mining taxes of \$586M
- Undiscounted cash flow after income and mining taxes of \$384M
- Average unit operating cost of \$19.50/tonne over the life-of-mine
- LOM average operating cash cost of \$971 per ounce (US\$709/oz) and all-in sustaining cash cost of \$972 per ounce (US\$709/oz) at a 1.37 CDN: USD exchange rate.
- A mining contractor will be engaged for the open pit mining
- Pre-tax NPV (5%): \$261M, After-tax NPV (5%): \$138 M

- Pre-tax IRR: 13%, After-tax IRR: 10%
- Assumed metal prices of US\$1,200/oz Pd, US\$1,050/oz Pt, US\$1,350/oz Au, US\$3.25/lb Cu, US\$8.00/lb Ni, US\$35/lb Co
- Using a + 20% Pd price sensitivity (to the base case of US\$1,200/oz Pd) US\$1,440 /oz Pd returns a pre-tax IRR of 19% and an after tax-IRR of 15%.
- River Valley process plant feed will be treated by a conventional sulphide flotation process plant to produce a single saleable PGE concentrate that will be transported to the Sudbury area for smelting/refining
- Potential for up to 325 jobs at the peak of production

Project Economics and Sensitivities

The economic results of the PEA are summarized in Table 2 on an after-tax basis. The sensitivities and the impact of cash flows have been calculated for +/- 20% variations against the base case.

Table 2: Project Economics Sensitivity. All values shown are on an after-tax basis.

Project Sensitivity Analysis									
Pd Price Sensitivity									
%	-20%	-15%	-10%	-5%	Base Case	+5%	+10%	+15%	+20%
US\$/oz	960	1,020	1,080	1,140	1,200	1,260	1,320	1,380	1,440
NPV (CDN\$ M)	-23	16	59	98	138	179	220	260	300
IRR (%)	4	6	7	8	10	11	12	13	15
OPEX Sensitivity									
%	-20%	-15%	-10%	-5%	Base Case	+5%	+10%	+15%	+20%
Cost Per Tonne	16	17	18	18	19	20	21	22	23
NPV (CDN\$ M)	212	194	175	157	138	120	102	83	68
IRR (%)	14	12	11	10	10	9	8	7	7
CAPEX Sensitivity									
%	-20%	-15%	-10%	-5%	Base Case	+5%	+10%	+15%	+20%
CAPEX (CDN\$ M)	397	422	446	471	496	521	546	570	595
NPV (CDN\$ M)	284	248	212	175	138	102	64	28	-6
IRR (%)	14	13	12	11	10	8	7	6	5

5.1.4 2020 River Valley PGM Project Exploration Programs;

2020 Phase 1 Drill Program; 2020 River Valley Phase 1 drilling program.

This Program consisted of drilling 8 holes with a total of 1,685.5 meters and was successful in extending the known limits of the Pine Zone Palladium mineralization 50 metres up-dip to the north and 50 metres along strike to the east. The Palladium mineralization is still open to expansion by drilling to the east, particularly testing a strong IP chargeability high located about 400 metres along strike, and also by drilling down-dip to the south (see Figure4). The 2020 drilling was also successful at broadly establishing the presence of Palladium mineralization at the connection of the Pine Zone to the Dana North Zone.”

2020 Phase 1 Highlights;

Highlights of the Phase 1 2020 drill program are as follows:

- Hole PZ-20-04 intersected 1101 ppb Pd+Pt+Au (1.250 g/t PdEq) over 12 metres from 50 metres downhole, including 1361 ppb Pd+Pt+Au over 8 metres in the Pine Zone; and
- Hole PZ-20-01 intersects 1287 ppb Pd+Pt+Au (1.477 g/t PdEq) over 3 metres from 168 metres downhole in the Pine Zone
- Hole T3-20-01 intersected 17 metres grading 0.744 g/t PdEq from 248 metres downhole;
- T3-20-02 intersected 17 metres of 0.622 g/t PdEq from 318 metres downhole; and 3) PZ-20-03 intersected 0.412 g/t PdEq from 197 metres downhole.

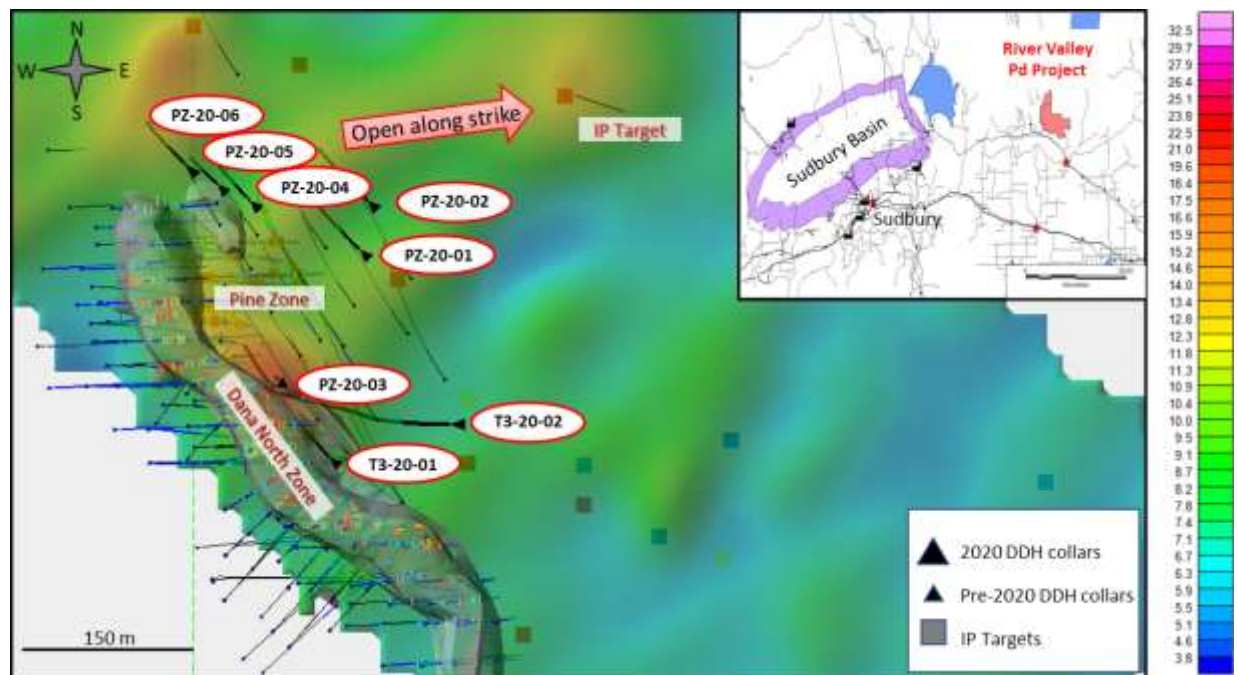


Figure 4: Location of 2020 Phase 1 drill holes (labelled) and previously drilled holes plotted on an inverted IP chargeability image (coloured) and 3-D wireframe model of the Dana North Zone and Pine Zone (covered), River Valley Palladium Project near Sudbury (Ontario, Canada).

Following completion of NAM’s successful Phase 1 drill program in May 2020 (see press release dated June 2, 2020), Phase 2 of the 2020 field season commenced in June 2020.

In September 2020 New Age Metals announced results from the Phase 2 exploration drill program and surface prospecting activities at its 100% owned River Valley Palladium Project.

2020 Phase 2 Highlights;

2020 Phase 2 Drill Program; Holes T3-20-03, T3-20-04 and PZ-20-07 were drilled during 2020 Phase 2 exploration program. A total of 792 metres was drilled during this phase.

Hole T3-20-03 was drilled as an infill hole within the Pine Zone-T3 Target. The hole intersected three mineralized intervals:

- 1) 5 metres grading 0.21 g/t Pd+Pt+Au and 0.05% Cu or 0.30 g/t PdEq from 236 metres down hole;
- 2) 9 metres grading 0.27 g/t Pd+Pt+Au and 0.02% Cu or 0.32 g/t PdEq from 247 metres downhole; and 3) 6 metres grading 0.30 g/t Pd+Pt+Au and 0.02% Cu or 0.37 g/t PdEq from 259 metres downhole. The results confirm presence of the Pine Zone mineralization.

Hole T3-20-04 was drilled to expand the boundaries of the Pine Zone-T3 Target eastwards and southwards. The hole intersected the favorable Breccia Unit, but failed to intersect significant intervals of mineralization. Best assay result is 1 metre grading 0.64 g/t Pd+Pt+Au and 0.02% Cu from 307 metres downhole.

PZ-20-07 was drilled to test an IP chargeability feature 250 m east along strike from the Pine Zone. The hole was abandoned at 166 metres depth, due to the presence of lengthy intersections of heavy pyrite coatings on fractures in core of the Archean basement. No assays were generated, but the IP chargeability feature is explained.

2020 Phase 2 Mineral Prospecting;

Mineral prospecting activities in Q3 2020 focused on Dana South and Pardo Zones). At the Dana South Zone, the covered area between the eastern boundary of the mineral resources and the western shoreline of Dana Lake was prospected and sampled. Samples collected from here previously returned assays of up to 4.91 g/t Pd+Pt+Au and 0.25% Cu (see press release dated December 6, 2016). The purpose of returning was to confirm the presence of the favourable River Valley Breccia Unit and Cu-Fe sulphide mineralization in outcrop.

Significant assays were returned for seven of the 14 outcrop samples please see NAM's press release. The highest assay result is a remarkable 8.29 g/t Pd+Pt+Au and 0.24% Cu. Evidently, the confirmed surface mineralization means that either the footprint of the Dana South Zone is larger than the modelled mineral resources or it represents discovery of a potential new zone located approximately 50 m to 100 m to the east of Dana South. The surface mineralized area is planned to be stripped and drilled when conditions allow in 2021.

At Pardo, the northernmost mineralized zone of the River Valley Deposit (2 km north-northeast of Dana North; Figure 5), four samples were taken to confirm the presence of surface mineralization indicated in historic sampling. Three of the four samples returned assays indicative of palladium mineralization. The highest assay result was 1.46 g/t Pd+Pt+Au and 0.12% Cu. With such confirmed indications of palladium mineralization on surface, and in historic drilling (eleven holes drilled in 2004), Pardo Zone is under consideration for additional mineral prospecting and mapping surveys and trenching and drilling, in order to ultimately support an NI 43-1010 compliant Mineral Resource Estimate.

Figure 6 below illustrates the Pardo mineralized zone, 2 km north-northeast of the Dana North and Pine Zones.

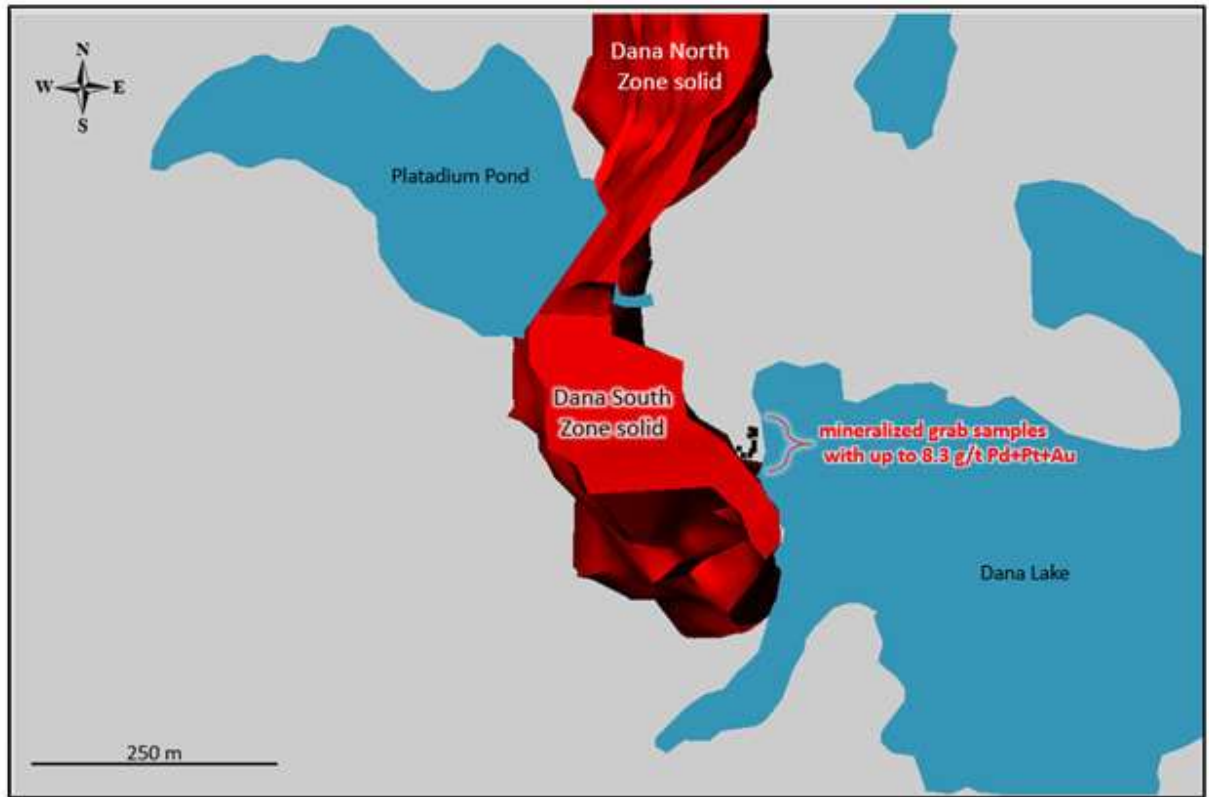


Figure 5: Mineralized surface grab sample locations outside to the east of the 2019 mineral resources model (red) at Dana South Zone.

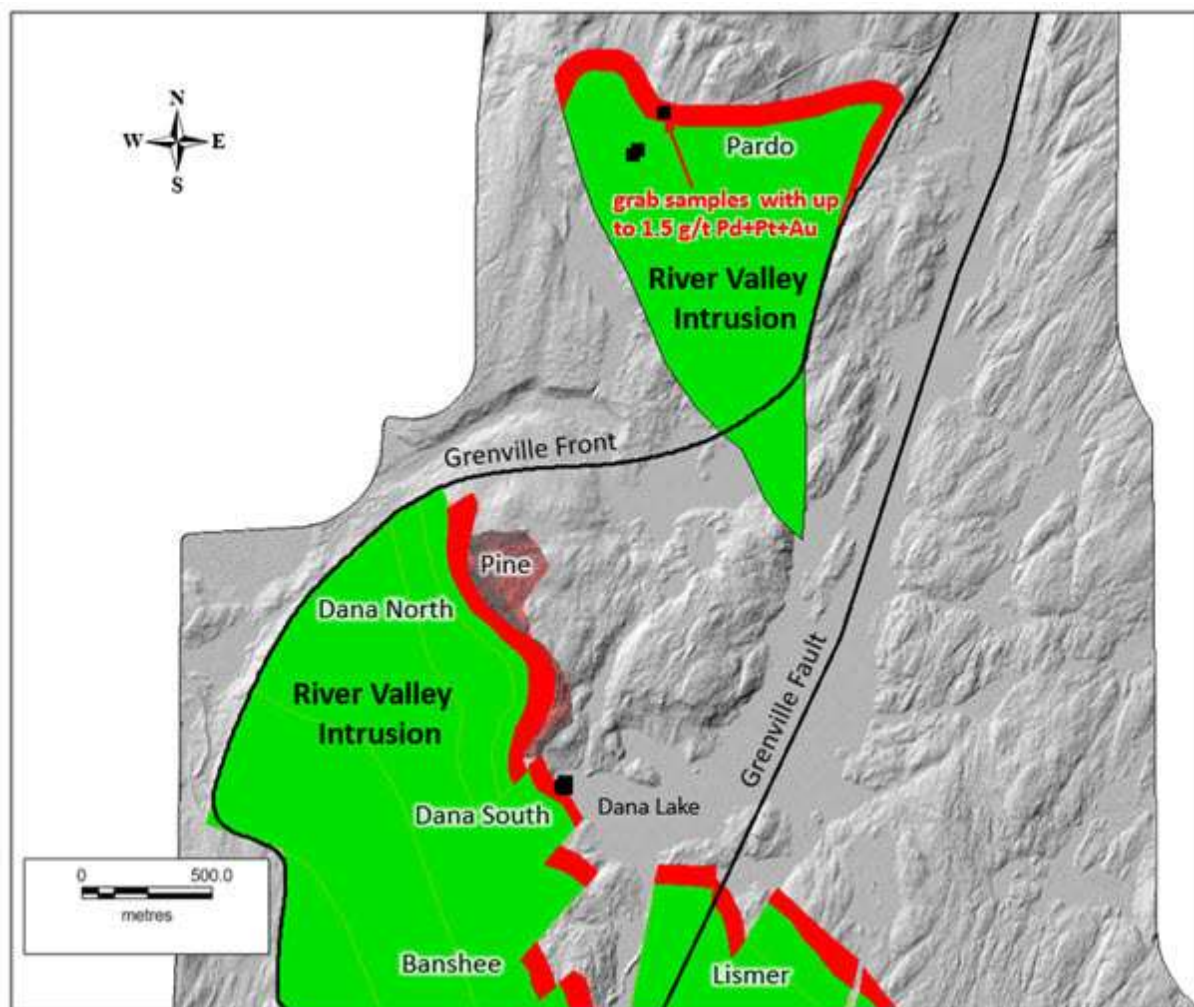


Figure 6: Location of the Pardo mineralized zone (red), 2 km north-northeast of the Dana North and Pine Zones.

On 29 September 2020 the Company announced its plans for the third phase of exploration and development work at the flagship River Valley Palladium Project which includes the initiation of a project wide rhodium evaluation program and the second round of environmental baseline work. Story Environmental have scheduled the delivery of a final report presenting their work for the end of January 2021. The stated objective of the rhodium evaluation program is to ultimately evaluate the feasibility of including rhodium as a payable metal as part of the River Valley Project's payable metal suite, that includes palladium, platinum, gold, copper, and nickel. The work in the final quarter of 2020 was focused on assaying historical River Valley samples for rhodium and other metals. This work will require follow-up metallurgical test work to prove rhodium recoverability.

5.1.5 River Valley PGM Project Pre-Feasibility Study

On 12 April 2021 NAM announced agreements with leading engineering firms to complete a Pre-Feasibility Study of its 100% owned River Valley Palladium Project near Sudbury, Ontario (Canada). The Pre-Feasibility Study is slated to be complete by the end of third quarter of 2022.

The Pre-Feasibility Study will be completed by four engineering firms: P&E Mining Consultants Inc. for Initial Mineral Reserve estimation, mine planning, economic analysis and Project Lead; SGS Canada Inc. and D.E.N.M. Engineering Ltd. for mineral processing and metallurgical test work; Knight-Piésold

Consulting for design of the tailings facility and open pit geotechnical engineering; and Story Environmental for environmental and community impact interactions and permitting. P&E Mining Consultants Inc. will be updating the Mineral Resource Estimate and leading the preparation of the Pre-Feasibility Study NI 43-101 Technical Report.

Figure 6 below, shows four of the northwestern most mineralized zones and design open pits from the 2019 Preliminary Economic Assessment of the River Valley Palladium Project.

Overall, the Pre-Feasibility Study as led by P&E will consider optimized mine production and mineral processing rates based on a potentially more valuable Updated Mineral Resource Estimate than that which underpinned the 2019 PEA. The 2019 PEA had a positive economic outcome. For the Pre-Feasibility Study, however, River Valley Project economics are expected to benefit markedly from historically high palladium and rhodium metal prices, new more tightly constrained domain models of the mineralized zones, and a shift to Net Smelter Return-based reporting. In tandem with the Pre-Feasibility Study, NAM plans to continue exploration geophysical and drilling programs to add, expand and upgrade Mineral Resources and investigate the grades and distribution of rhodium in the priority mineralized zones of the River Valley Palladium Project.

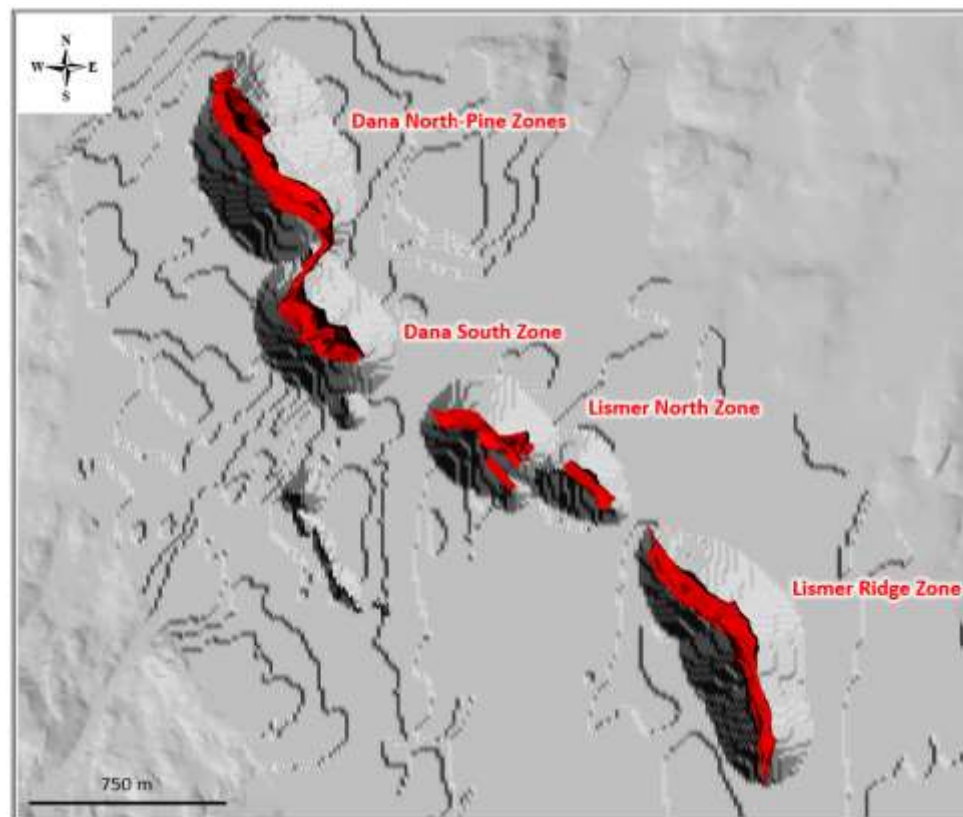


Figure 6: Four of the northwestern most mineralized zones and design open pits from the 2019 Preliminary Economic Assessment of the River Valley Palladium Project. The mineralized zones and design open pits models will be updated as part of the Pre-Feasibility Study.

On 19 November 2021, the Company announced the filing of an independent Technical Report in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects (“NI 43-101”) on its 100% owned River Valley Palladium Deposit,. The Technical Report, titled “Technical Report

and Updated Mineral Resource Estimate of the River Valley Palladium Project, Dana, Janes, McWilliams, and Pardo Townships, Sudbury Mining Division, Ontario”, dated 29 November 2021 (effective date 14 September 2021) was prepared by P&E Mining Consultants Inc., and is available on SEDAR (www.sedar.com) under NAM’s issuer profile.

The updated 2021 Mineral Resource Estimate of River Valley, with an effective date of September 14, 2021, is summarized in Figure 7 and presented in Table 3.

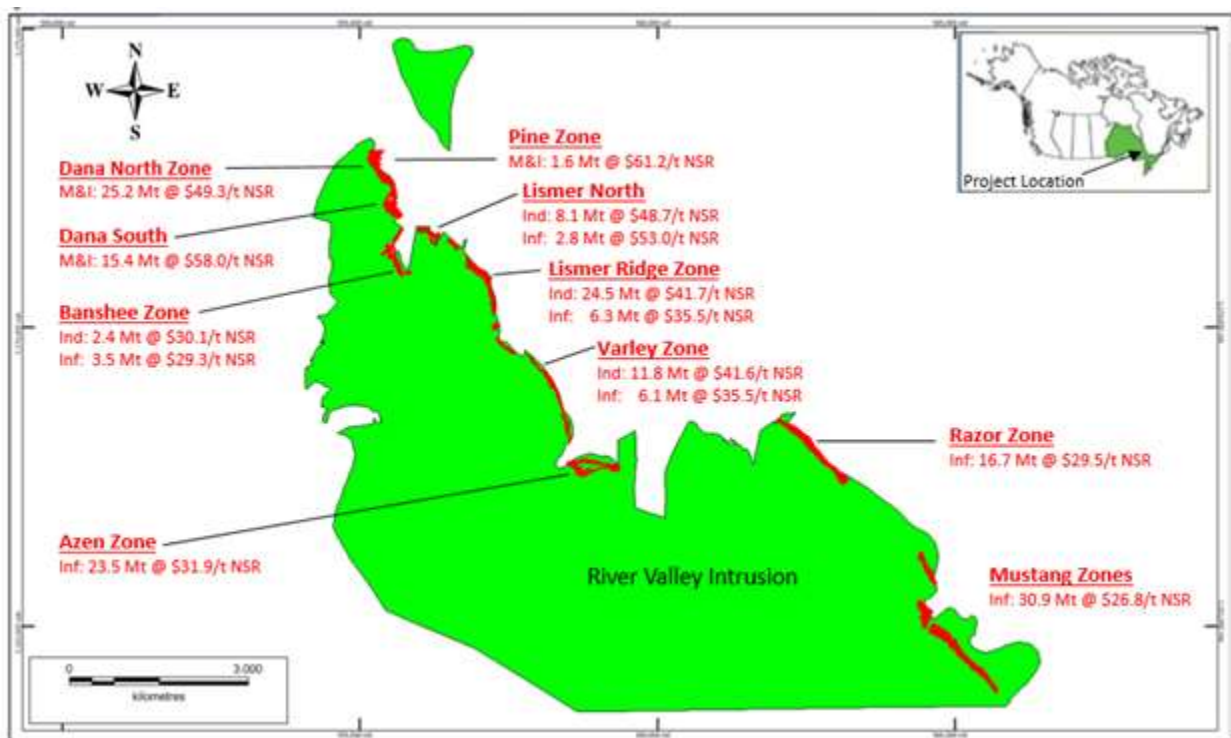


Figure 7. Distribution of pit constrained Mineral Resources at CDN\$15/t NSR cut-off by mineralized zone at River Valley. Grenville, Huronian and Nipissing units not shown for clarity. Note that the Pine Zone is not exposed at surface. M&I = Measured and Indicated, Ind: = Indicated, Inf = Inferred, NSR = net smelter return.

Table 3: River Valley Pit Constrained Mineral Resources @ CDN\$15/t NSR Cut-Off

Zone	Class	Tonnes (k)	Pd (g/t)	Pd (koz)	Pt (g/t)	Pt (koz)	Au (g/t)	Au (koz)	Cu (%)	Cu (Mlb)	Co (%)	Co (Mlb)	Ni (%)	Ni (Mlb)	Rh (g/t)	Rh (koz)	Ag (g/t)	Ag (koz)	NSR (CDN\$/t)
Total	Measured	15,485	0.70	347.1	0.25	122.4	0.05	22.7	0.1	23.7	0.003	0.9	0.02	5.2	0.02	10.8	0.49	242.3	59.53
	Indicated	73,513	0.51	1,198.9	0.2	476.7	0.03	82.7	0.1	89.9	0.002	4	0.01	22.4	0.02	42.3	0.22	512.7	44.70
	Meas + Ind	88,998	0.54	1,546.0	0.21	599.1	0.04	105.4	0.06	113.6	0.002	4.9	0.010	27.6	0.02	53.1	0.26	755.0	47.28
	Inferred	92,679	0.35	1,033.3	0.15	461.8	0.03	91.8	0	86.1	0.002	3.2	0.02	41.4	0.01	41.9	0.25	740.7	31.06

River Valley Out-of-Pit Mineral Resources @ CDN\$50/t NSR Cut-Off																			
Zone	Class	Tonnes (k)	Pd (g/t)	Pd (koz)	Pt (g/t)	Pt (koz)	Au (g/t)	Au (koz)	Cu (%)	Cu (Mlb)	Co (%)	Co (Mlb)	Ni (%)	Ni (Mlb)	Rh (g/t)	Rh (koz)	Ag (g/t)	Ag (koz)	NSR (CDN\$/t)
Total	Measured	2.9	1.05	0.10	0.37	0.03	0.07	0.01	0.1	0.01	0.003	0	0.03	0	0.03	0	0.51	0.05	89.72
	Indicated	639.3	1.08	22.21	0.35	7.26	0.06	1.25	0.1	1.06	0.003	0.04	0.02	0.28	0.03	0.66	0.23	4.79	88.46
	Meas + Ind	642.1	1.08	22.31	0.35	7.29	0.06	1.25	0.1	1.07	0.003	0.04	0.02	0.28	0.03	0.66	0.23	4.84	88.47
	Inferred	1,589.2	0.79	40.38	0.37	18.82	0.05	2.44	0.1	2.04	0.002	0.07	0.02	0.56	0.04	1.79	0.30	15.29	68.14

River Valley Total Mineral Resources @ CDN\$15 & CDN\$50/t NSR Cut-Off																			
Zone	Class	Tonnes (k)	Pd (g/t)	Pd (koz)	Pt (g/t)	Pt (koz)	Au (g/t)	Au (koz)	Cu (%)	Cu (Mlb)	Co (%)	Co (Mlb)	Ni (%)	Ni (Mlb)	Rh (g/t)	Rh (koz)	Ag (g/t)	Ag (koz)	NSR (CDN\$/t)
Total	Measured	15,488	0.70	347.20	0.25	122.4	0.05	22.7	0.1	23.7	0.003	0.9	0.02	5.2	0.02	10.8	0.49	242.4	59.54
	Indicated	74,152	0.51	1,221.10	0.20	484.0	0.04	84.0	0.1	91.00	0.002	4.0	0.01	22.7	0.02	43.0	0.22	517.5	45.08
	Meas + Ind	89,640	0.54	1,568.30	0.21	606.4	0.04	106.7	0.1	114.7	0.002	4.9	0.01	27.9	0.02	53.8	0.26	759.8	47.58
	Inferred	94,268	0.35	1,073.70	0.16	480.6	0.03	94.2	0	88.1	0.002	3.3	0.02	42.0	0.01	43.7	0.25	756.0	31.69

Notes: Class = Classification, Meas + Ind = Measured and Indicated classifications.

- 1 Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
- 2 The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.
- 3 The Inferred Mineral Resource in this estimate has a lower level of confidence than that applied to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of the Inferred Mineral Resource could potentially be upgraded to an Indicated Mineral Resource with continued exploration.
- 4 The Mineral Resources were estimated in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions (2014) and Best Practices Guidelines (2019) prepared by the CIM Standing Committee on Reserve Definitions and adopted by the CIM Council.
- 5 The Mineral Resource Estimate is based on US\$ metal prices of \$1,850/oz Pd, \$900/oz Pt, \$1,600/oz Au, \$3.00/lb Cu, \$16/lb Co, \$6.50/lb Ni, \$8,000/oz Rh, \$18.50/oz Ag. The US\$:CDN\$ exchange rate used was 0.75.
- 6 The NSR estimates use flotation recoveries of 80% for Pd, 80% for Pt, 80% for Au, 85% for Cu, 25% for Co, 90% for Ni, 80% for Rh and 65% for Ag and smelter payables of 80% for Pd, 80% for Pt, 85% for Au, 85% for Cu, 50% for Co, 90% for Ni, 80% for Rh and 65% for Ag.
- 7 The pit optimization used a mining cost of \$2.25/t mined, combined processing and G&A costs of CDN\$15/t, and pit slopes of 50°. The out-of-pit Mineral Resources used underground mining, processing and G&A cost of CDN\$50/t.
- 8 Out-of-pit Mineral Resources were determined to be potentially extractable with the longhole mining method.

The Mineral Resource Estimate is sensitive to the selection of a reporting NSR cut-off value for pit constrained Mineral Resources. At a cut-off of \$CDN25/t NSR, pit constrained Mineral Resources are presented in Table 4.

Table 4: River Valley Pit Constrained Mineral Resources @ CDN\$25/t NSR Cut

Zone	Class	Tonnes (k)	Pd (g/t)	Pd (koz)	Pt (g/t)	Pt (koz)	Au (g/t)	Au (koz)	Cu (%)	Cu (Mlb)	Co (%)	Co (Mlb)	Ni (%)	Ni (Mlb)	Rh (g/t)	Rh (koz)	Ag (g/t)	Ag (koz)	NSR (CDNS/t)
Total	Measured	11,272	0.89	322.2	0.30	109	0.06	20.0	0.1	19.5	0	0.7	0	4.4	0.03	9.8	0.53	191	74.51
	Indicated	48,795	0.67	1,047.8	0.25	397	0.04	68.3	0	64.7	0	3.1	0	16.0	0.02	35.7	0.24	378	57.31
	Meas + Ind	60,066	0.71	1,370.0	0.26	506	0.05	88.4	0	84.2	0	3.8	0	20.4	0.02	45.4	0.29	569	60.54
	Inferred	48,426	0.48	751.0	0.20	310	0.04	57.3	0	47.4	0	1.8	0	21.8	0.010	15.2	0.28	438	41.48

The updated 2021 Mineral Resource Estimate is based on all historical and 2020 diamond drilling, more conservative mineralized domain wireframing strategy and revised mineralized domain modelling, inverse distance grade interpretation methodology, and higher overall metal prices, particularly for palladium. As a result, Measured and Indicated Mineral Resources increased compared to the 2019 updated Mineral Resource Estimate. At the CDN\$15/t NSR cut-off, the pit constrained Measured & Indicated Mineral Resources total of 89 Mt grading 0.79 g/t Pd+Pt+Au (2.3 Moz) reported herein significantly exceeds the potentially extractable Mineral Resources total of 78 Mt grading 0.79 g/t Pd+Pt+Au (2.0 Moz) reported in the 2019 Preliminary Economic Assessment of River Valley.

The company initiated a Pre-Feasibility Study (PFS) in April 2021 and plans to complete it in Q4 2022.

5.2 LITHIUM DIVISION, MANITOBA

The Company's Lithium Division is focused on the acquisition, exploration and development of Lithium Projects in Canada. The portfolio of 11 Lithium Pegmatite projects which the company holds, are situated in the Winnipeg River-Cat Lake Pegmatite Field of Southeast Manitoba. This pegmatite field is host to the world-class Tanco Pegmatite, which is a highly-fractionated, Lithium-Cesium-Tantalum (LCT)-type pegmatite that has been mined at the Tanco Mine, in various capacities, since 1969 for Lithium-bearing minerals (Spodumene), Tantalum, Beryllium, Rubidium and Cesium. The Tanco Mine is presently owned by Sinomine Resource Group and is currently Canada's only lithium producer.. There are no current NI 43-101 compliant resources, but academic reports suggest that the Tanco Pegmatite, prior to the start of mining, was approximately 1520 metres long, 1060 metres wide and up to ~100 metres thick, with a volume of ~21,850,000 m3 and a mass of about 57,430,000 tonnes.

On 26 May 2022, the company announced a \$1.8 million budget for 2022 exploration program for its Manitoba Lithium division. This program is fully funded by Mineral Resources Limited as per the company's term sheet agreement signed in September 2021. Some of the highlights of this program are as follows:

- Satellite Data Acquisition and Analysis on all claim areas
- A multivariate exploration approach, combining existing geological, geochemical, and geophysical data with multiple satellite analyses to identify new and potential mineral targets.
- Helicopter-Borne Tri-Axial Magnetic Surveying on prospective ground not already covered by the 2021 surveys
- Summer mapping and prospecting program to ground truth areas of interest identified from both the geophysical surveys and the satellite analysis in conjunction with verifying historical data

- Phase 2 drilling of the Eagle Pegmatite to follow-up on the successful results of the 2021 drilling on the Lithium Two Project.
- Diamond drilling of the ‘Silverleaf’ target on the Lithium One Project.

5.2.1 LITHIUM ONE PROJECT

The Lithium One Project is located 125 kilometres northeast of Winnipeg, Manitoba and is geologically characterized as being a part of the Cat Lake-Winnipeg River Pegmatite Field. Figure 8

The Project consists of 2272 hectares located 12 kilometers south of the Tanco Pegmatite and it is 100% owned by New Age Metals. Lithium One Project contains over 40 pegmatites with the southern portion of the project containing numerous underexplored pegmatites.

Exploration at Lithium One is focused on the Annie and Silverleaf Pegmatites. Silverleaf Pegmatite has zones of spodumene and lepidolite exposed on surface with samples up to 4.1% Li₂O. Annie Pegmatite returned values up to 0.6% Li₂O and 0.37% Ta₂O₅.

The project is geologically situated in the southern extension of the Bird River Greenstone Belt. The pegmatites are associated with the Greer Lake and Shatford Lake Pegmatite Group of the Cat Lake – Winnipeg River Pegmatite Field. The Winnipeg River Pegmatite Field hosts the World-Class Tanco Pegmatite which has been mined since 1969 at the Tanco Mine Site, in various capacities and for various commodities. This pegmatite field is hosted in the Archean age Bird River Greenstone Belt and into the surrounding granites.

All the pegmatites are of Archean age and are hosted in mafic volcanic to sediments and the surrounding pegmatitic granite. Many are complex and zoned with numerous phases of tantalum-niobium minerals, lithium-bearing minerals and REE-bearing minerals.

The Silverleaf Pegmatite is one of the most historically worked pegmatites and approximately 500 tonnes of rock removed in the 1920’s for test milling for lithium, germanium, rubidium and gallium. It is a zoned complex lithium-bearing pegmatite, with a surface exposure of approximately 80 metres x 45 metres and has been traced for over 168 meters with a maximum thickness of 31 metres. It was the largest Pegmatite reviewed during the 2016 field season. Samples taken from the Lepidolite-Spodumene Zone yielded assays from 1.30% to 2.43% Li₂O, 0.15% to 2.08% Rb₂O and 104 ppm to 447 ppm Ta₂O₅. This zone is approximately 50 metres x 20 metres in size and extends into a historic excavated open pit. A sample from the historically mined Spodumene rock pile returned values up to 4.33% Li₂O.

The Annie Pegmatite is exposed on surface, for an approximate area of 15 metres x 90 metres. Samples returned assays of 0.10% to 0.64% Li₂O and 0.21% to 0.81% Rb₂O. Other Pegmatites returned elevated levels of Lithium. Due to the zoned nature of some of the Pegmatites, additional Lithium-rich zones may exist that are not exposed on surface.

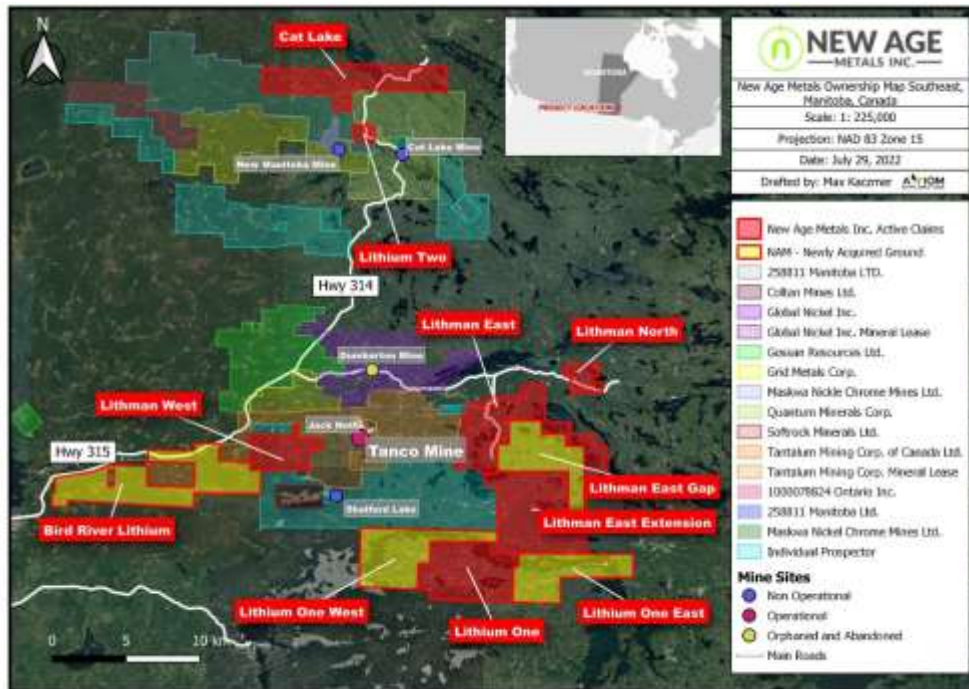


Figure 8: New Age Metals Lithium Project Location Map.

Historically the Lithium One Project area is known for the presence of numerous surface Pegmatites of various dimensions and compositions.

The Silverleaf Pegmatite is a zoned complex Lithium-bearing Pegmatite with a surface exposure of approximately 80 metres x 45 metres. The Pegmatite is exposed in the northeast and strikes under cover to the southwest. Samples taken from the Lepidolite-Spodumene Zone yielded assays from 1.81% to 4.09% Li₂O and 0.63% to 6.11% Rb₂O.

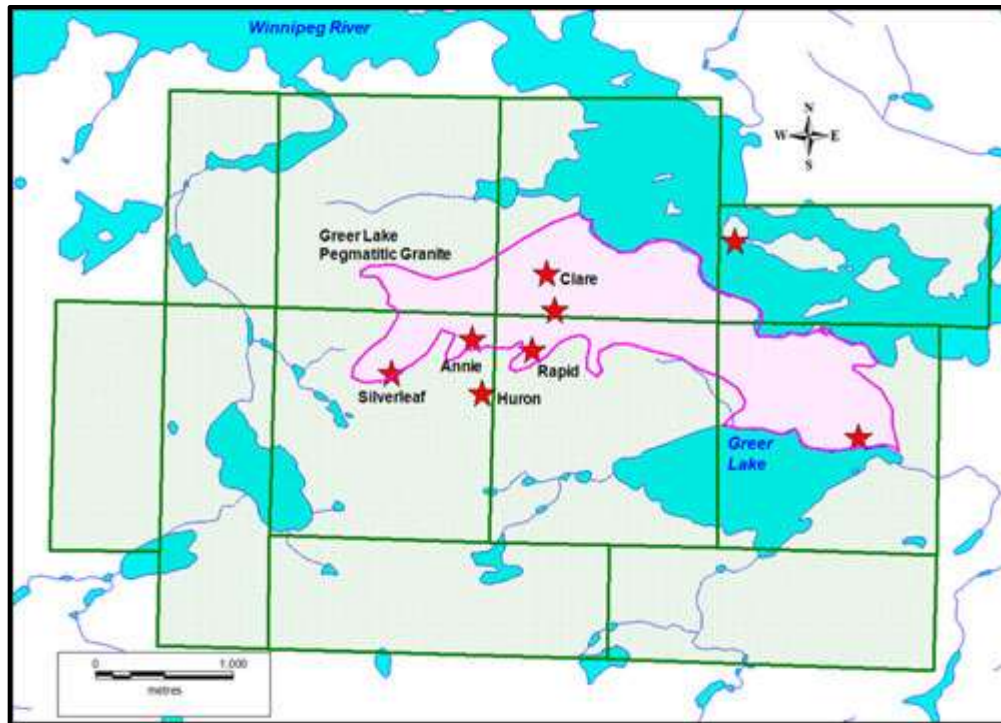


Figure 9: Historical Pegmatite Location Map – Northern Portion, Lithium One Project

This zone is approximately 50 metres x 20 metres in size and extends into a historic excavated open pit. The historic open pit area originates from the late 1920s, when a bulk sample of Spodumene was mined from the southwest side of the Silverleaf Pegmatite. Large scale mining operations were not undertaken at that time. The area has seen sporadic exploration activity with focus on base metals and tantalum with minor exploration for Lithium.

In an effort to check the purity of the Spodumene, a sample of Spodumene blades was sampled from the Silverleaf Pegmatite. This sample yielded an assay of 8.76 % Li_2O . A review of Spodumene mineral data at the Webmineral website indicates that Spodumene crystal can (<http://webmineral.com/data/Spodumene.shtml#W-ShltVKipo>) have a Lithium content from 3.73 to 8.03% Li_2O . This would tend to indicate that the Spodumene crystals present at the Silverleaf Pegmatite are of a very high Lithium content.

The Spodumene blades at the surface of the Silverleaf Pegmatite can reach a length of up to 40 centimeters and a width of 10 centimeters. The Spodumene blades are surrounded by Lithium bearing purple micas (Lepidolite).

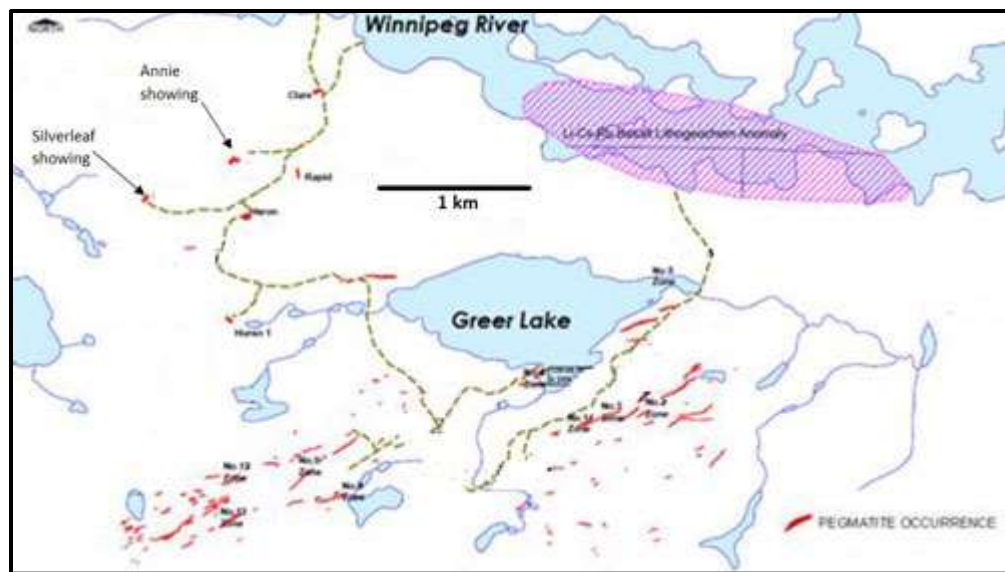


Figure 10: Pegmatite map of the Lithium One Project

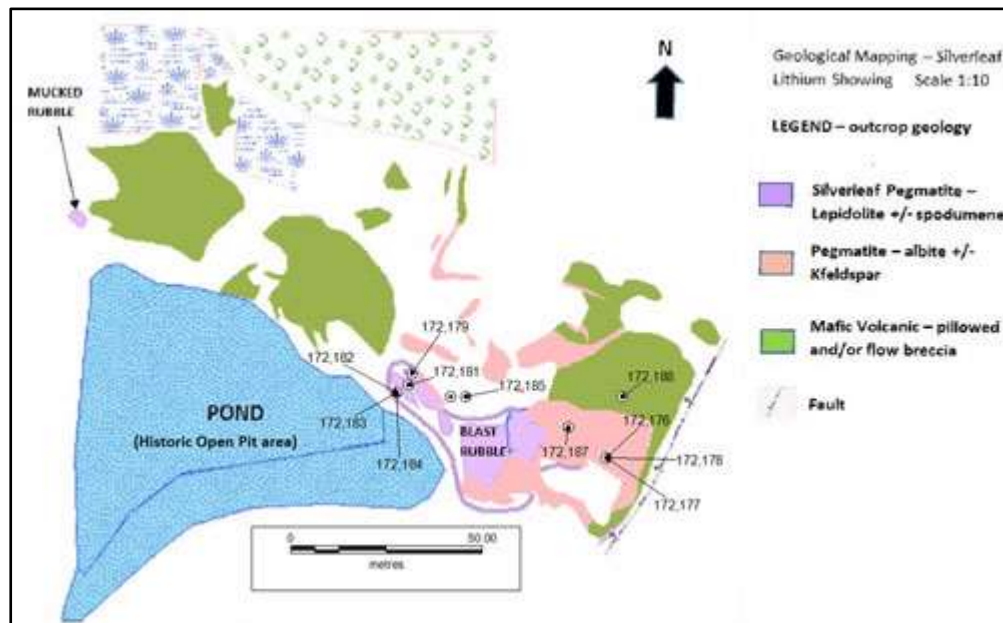


Figure 12: Geological mapping of the Silverleaf Pegmatite, Lithium One Project. In geological terms, the Silverleaf Pegmatite encountered on the Lithium One Project is a LCT Type (Lithium-Cesium-Tantalum) pegmatite

QA/QC Protocol

All samples were analyzed at the Activation Laboratories facility, in Ancaster, Ontario. Samples were prepared, using the lab's Code RX1 procedure. Samples are crushed, up to 95% passing through a 10 mesh, riffle split, and then pulverized, with mild steel, to 95%, passing 105 μm . Analyses were completed, using the lab's Ultratrace 7 Package; a Sodium Peroxide Fusion which allows for total metal recovery and is effective for analysis of Sulphides and refractory minerals. Assay analyses are carried out, using ICP-OES and ICP-MS instrumentation. New Age Metals implemented a QA/QC field program with insertion of blanks at regular intervals. Activation Laboratories has their own internal QA/QC procedures that it carries out for all sample batches.



Figure 12: Spodumene – Lepidolite Zone, Silverleaf Pegmatite, Lithium One Project



Figure 13: Spodumene Blades – Lithium One Project – Silverleaf Pegmatite

Lithium One Exploration Program;

On 12 January 2021 NAM announces results from the surface prospecting activities at its 100% owned Lithium One Project near Lac du Bonnet, Manitoba. The project was co-funded by the Manitoba Chamber of Commerce's administered Manitoba Mineral Development Fund (MMDF). Work completed on the Property in the fall months of 2020 consisted of field rock sampling and geological mapping. Reported herein are the assay results for grab samples testing the Silverleaf Pegmatite, Greer Lake Quarry, and other locations on the Lithium One Project.

Table 5 shows 2020 Silverleaf assay result highlights from grab samples.

Sample	Li2O (%)	Rb2O (%)	Cs2O (%)
171878	0.03	0.13	0.00
171879	3.12	0.15	0.02
171880	0.15	0.11	0.00
171881	0.05	0.02	0.00
171882	1.43	1.06	0.08
171883	2.06	0.87	0.06
171886	1.40	0.47	0.05
171887	2.39	1.81	0.26
171888	2.82	2.15	0.31
171889	0.16	0.17	0.01
171890	1.93	0.49	0.04

Mineral prospecting activities in the fall of 2020 focused on Silverleaf Zone and Greer Lake Quarry. The purpose of the field work was to examine possible extensions of the Silverleaf Pegmatite and the Greer Lake Pegmatite Quarry. A total of 75 field samples were collected.

Decreasing water levels around the Silverleaf lithium showing have exposed newer outcrops of the Silverleaf mineralization, thus widening and lengthening the known surface extent of the Silverleaf Pegmatite (Figure 15). Geological mapping at the Silverleaf Pegmatite infers that the pegmatite has a southwest shallow dipping plunge. The exposed surface area of the lithium showing now measures 40 meters wide in plan-view and over 100 meters in strike length. The showing remains open to the northwest and southeast with potential of extension under the wetland and/or host mafic volcanic country rock. Drilling was recommended to confirm strike and depth continuity.

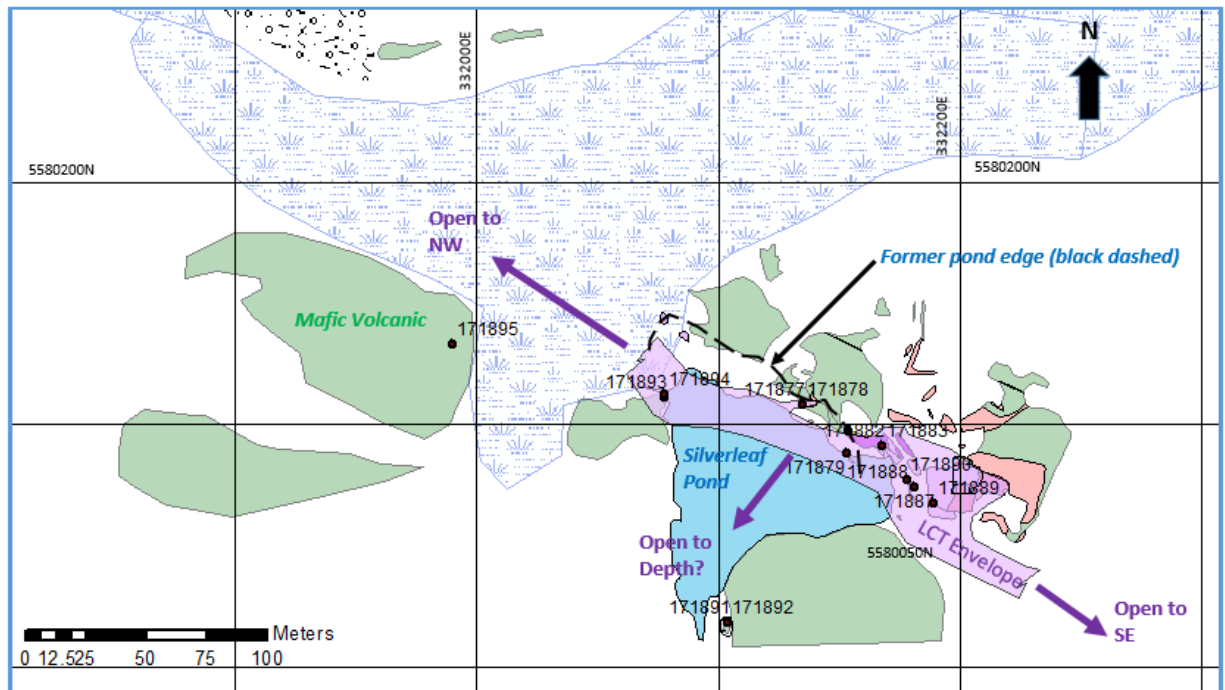


Figure 14: Silverleaf Pegmatite Showing and potential continuity.

At the Greer Lake feldspar quarry, grab sampling returned anomalous assays up to 0.13% Li₂O and 0.38% Rb₂O. The brief field review of the pegmatites on the southern portion of the property yielded low levels of lithium from the field samples but were interesting enough to suggest that there may be potential to discover more lithium rich sections. Further surface exploration is recommended for the southern region. Mapping of the quarry for its mineral potential confirms the area requires additional prospecting to confirm if other pegmatites in the direct area are of the favored Lithium-Cesium-Tantalum (LCT) pegmatite variety and if there are lithium rich zones within the current quarry excavation (Figure 16).

On 6 April 2021 NAM announced that a Drone Magnetic Survey is being initiated on it's Lithium Projects in SE Manitoba through their wholly owned subsidiary, Lithium Canada Development.

The UAV-Borne Magnetometry survey being used by EarthEx is the highest resolution drone magnetics system on the market today. EarthEx is a Manitoba-based geophysical consulting company. Daniel Card, Chief Geophysicist and President of EarthEx said "We are excited to be working with such a highly reputable company as New Age Metals, in this prolific pegmatite district, providing services which will accelerate the path to new discoveries." The EarthEx airborne magnetic geophysical survey technology will be used to further define future drill targets for the Company's Lithium Two, Lithman West and Cat Lake Lithium Projects.

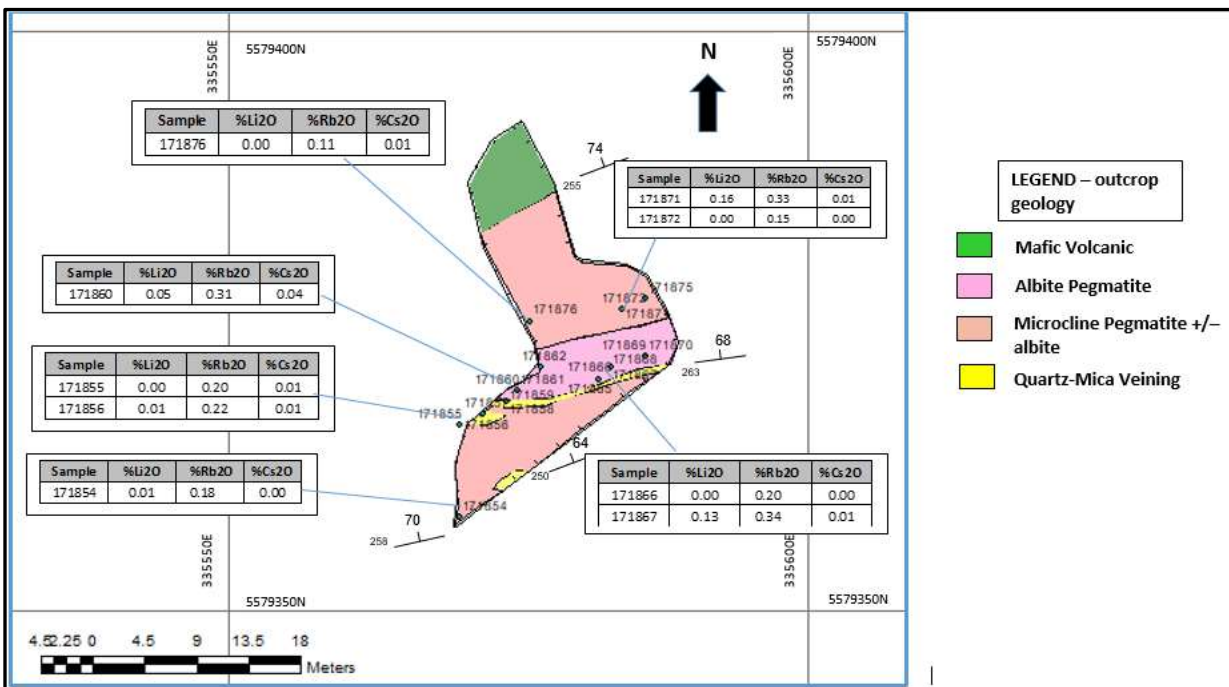


Figure 15: Greer Lake Quarry Grab Sampling with Assay Highlights

The 2022 exploration program initial diamond drill program on Lithium One Project for the Silverleaf target.

5.2.2 LITHIUM TWO PROJECT

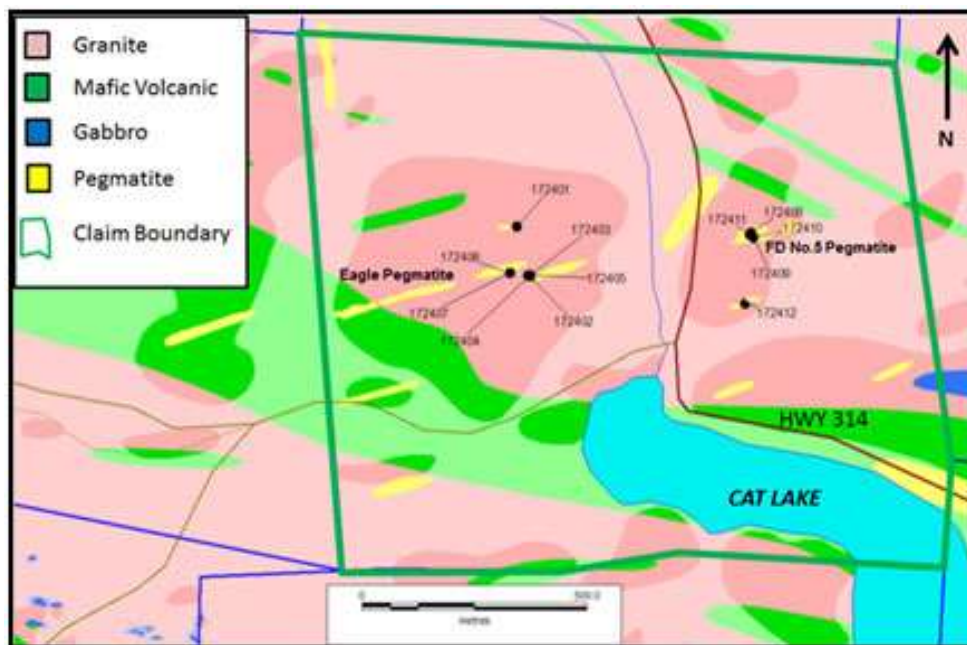
The Lithium Two Project is located north of Cat Lake, approximately 145 kilometers (90 miles) northeast of Winnipeg, Manitoba (Canada) and 22 kilometers north of the Tanco Mine Site. Geologically, the project is situated in the Cat Lake portion of the Cat Lake Winnipeg River Pegmatite Field.

The Winnipeg River Pegmatite Field hosts the World Class Tanco Pegmatite, which has been mined since 1969 at the Tanco Mine Site. At one time, the Tanco Mine was North America's only producer of Spodumene (a primary lithium mineral). The project has excellent access via a major gravel covered provincial highway in the project area.

The Project consists of 137 hectares located 20 kilometers north of the Tanco Pegmatite. Lithium Two is owned by New Age Metals and contains 3 pegmatites known to date. The Eagle Pegmatites is exposed on surface and was last drilled in 1948. At that time, it was indicated that it remains open to depth and along strike. A historic tonnage of 544,460 tonnes of 1.4% Li₂O (source: Manitoba Mineral Index Cards) was reported in 1948. This amount has not been confirmed by a qualified person at this time. This is a historic estimation and is not NI 43-101 compliant. The Eagle Pegmatite has been reported to be exposed at surface as a series of lenticular Spodumene-bearing Dykes, over a distance of about 823 metres. Surface sampling has yielded assays up to 3.8% Li₂O. The other pegmatites on the project have not been drill tested.

The F.D. No. 5 Pegmatite is exposed over an area of 15 metres. The best surface assay was 2.08% Li₂O, over a 1.5 m chip sample. The Pegmatite has not previously been drill tested.

The Lithium content over each of the sampled Pegmatites is extremely positive. In addition, Tantalum, Cesium and Rubidium contents are enriched, as expected, for a Lithium-Cesium-Tantalum (LCT) Type Pegmatite. LCT Type Pegmatites are the deposit types sought after, in Lithium Exploration. The Tanco Pegmatite is a LCT Type Pegmatite.



- On 30 March 2022, the Company announced its maiden drill program assay results consisting of 15 diamond drill holes totally 1,630 metres at the Lithium Two Project. The highlights of this program are as follows: High grade lithium mineralization intersected in 11 drill holes along the Eagle Pegmatite confirming historic drilling grades.
- Mineralization encountered assayed up to 2.47% Li₂O over 3.0 m (estimated true width of 1.93 m) within 21.8 m (estimated true width of 14.0 m) of 0.83% Li₂O.
- Two step-back holes confirm lithium grades extend down dip and the deposit remains open at depth.
- Spodumene bearing pegmatite encountered beneath the FD5 Pegmatite warrants further exploration drilling.
- Tantalum values up to 334 ppm over 1 m.
- A comprehensive exploration plan for 2022 has been delivered to Mineral Resources Limited for approval and a final budget for the year is expected to be approved in the next 30 days.

As mentioned in the 2022 exploration program, Phase 2 drilling of Eagle pegmatite will commence following the successful results of 2021 drill program.

5.2.3. LITHMAN WEST PROJECT

This project is situated on strike and to the west of the Tanco Pegmatite deposit. Project consists of 3,385 hectares located 12.5 kilometers west of the Tanco Pegmatite. Project is 100% owned by New Age Metals and was previously explored by the Tantalum Mining Corp of Canada in their exploration for Tantalum.

While compiling the historic geological data for the project areas, several untested geochemical targets were identified. None of the historic work has been verified with a NI-43-101, and therefore is considered non-compliant. The mineral claims were previously held by the Tantalum Mining Corporation of Canada (Tanco), which carried out rock and soil geochemistry in 1977 and between 1999 and 2007. Soil and rock samples were collected at 25 metre intervals on grid-lines 100 metres apart. Most of the historic work focused on the northern portion of the Lithman West Project area, with soil geochemistry completed over most of the project area. Soil samples were analyzed using the Enzyme Leach technique at Activation Laboratory. The litho-geochemistry targets are identified based on enrichment of Lithium, Rubidium and Cesium in host rocks. When pegmatites are emplaced, metasomatic fluids enrich the host country rocks in Lithium, Rubidium and Cesium. The metasomatic enrichment of the host rocks in the case of Lithium can occur up to 100 metres away from the pegmatites, whereas Rubidium and Cesium have smaller metasomatic aureoles. Using the three elements (Li+Rb+Cs) in conjunction and statistically determining background based on rock type, the identification of anomalous and highly anomalous rock types can be used to generate the litho-geochemical targets. This was Tanco's procedure with regards to litho-geochemistry and all their historical exploration data are available in assessment files at the Manitoba Mines Branch.

All litho-geochemical anomalies appear to be oriented East-West, which is the general orientation of other lithium-bearing pegmatites in the Winnipeg River-Cat Lake Pegmatite Field. Six Li+Rb+Cs litho-geochemical anomalies are recognized from compilation of historical assessment files on the Lithman West Project. Litho-geochemistry has only been carried out on the northern portion of the project area by previous explorers. Four of the litho-geochemical

anomaly targets have been defined to be approximately 150 metres to 200 metres long and 25 metres to 50 metres wide. These targets appear not to have been drill tested. The two largest of the litho-geochemical anomalies is the Krista's Pond Anomaly and Bernes Bay Anomaly. The Krista's Pond Anomaly is tear-drop shaped and approximately 1200 metres long and 150 metres maximum width. This anomaly has not been drill tested, even though it appears to be a moderate to strong litho-geochemical target. The Bernes Bay anomaly on the project area is approximately 1000 metres long by 1500 metres wide. Previous work indicates that this anomaly extends eastward to the westernmost bay of Bernic Lake. This anomaly was considered to be a high priority target in 1977 and was tested with three shallow drill holes.

Seven soil Enzyme Leach anomalies have been defined from compilation of past Tanco exploration work (Figure 17). These anomalies are varying shapes and sizes. Areas where the soil and rock geochemistry overlap or nearly overlap are considered to be the highest priorities for follow-up drilling.

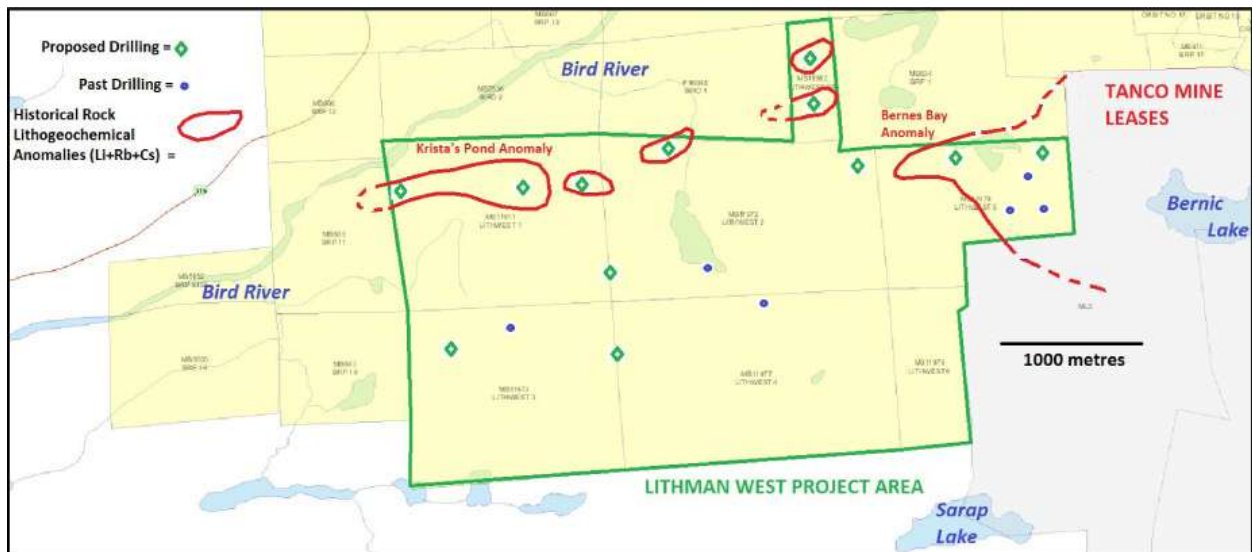


Figure 17: Historic Rock (Li+Rb+Cs) Geochemical Anomalies – Lithman West Project

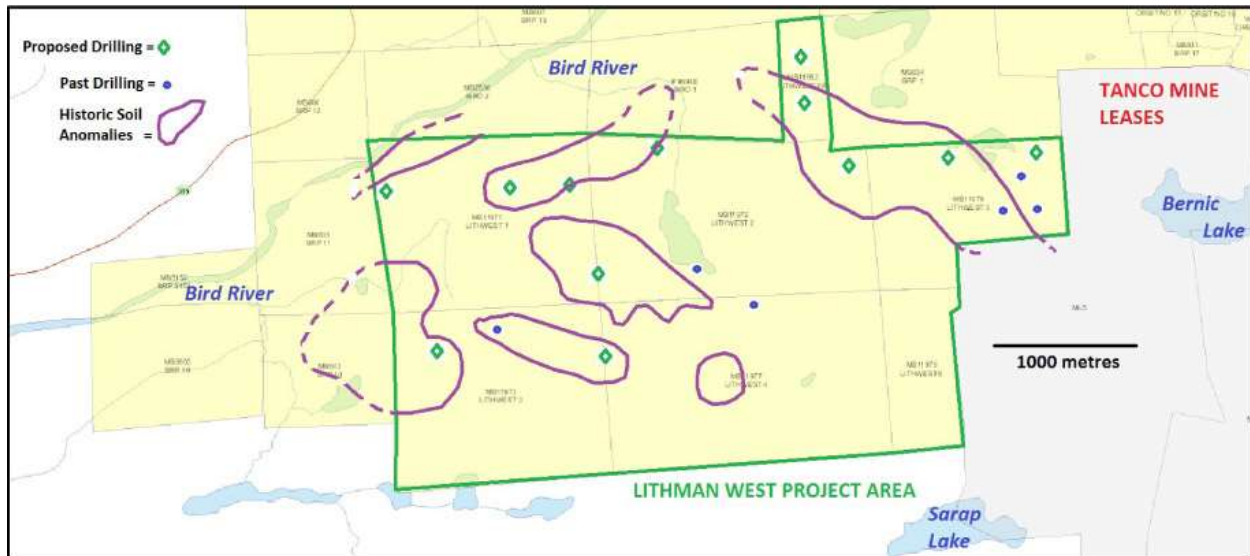


Figure 18: Historic Soil (Enzyme Leach) Geochemical Anomalies – Lithman West Project

A diamond drill program has been recommended to be carried out in order to drill test the soil and rock geochemical anomalies (Figures 18). These are drill ready targets based on the historic geological exploration. In addition, it was recommended that follow-up geological work be carried out over the anomalies and that rock litho-geochemistry be completed on the southern portion of the project area.

NAM has four more Lithium projects in the Winnipeg River-Cat Lake Pegmatite Field of Southeast Manitoba.

5.2.4. LITHMAN EAST, LITHMAN EAST EXTENSION & LITHMAN NORTH PROJECTS

All projects were staked to cover numerous surface pegmatites and pegmatitic granites. The projects cover portions of the Bernic Lake Pegmatite Group (hosts the Tanco Pegmatite as well as a few other Lithium Rich Pegmatites) Rush Lake Pegmatite Group, Birse Lake Pegmatite Group and the Axial Pegmatite Group.

Presently these claims are being explored with drone geophysics, surface mapping, sampling and prospecting.

5.2.5. CAT LAKE LITHIUM PROJECT

The Project is situated north and adjacent to the Lithium Two Project which contains known surface Lithium-bearing Pegmatites. In 2021 a drone geophysics survey was completed on 28 September 2021, the Company entered into a binding term agreement with a wholly owned subsidiary of Australian lithium and iron ore producer, Mineral Resources Limited (“MRL”). The parties signed a farm-in and joint venture agreement for this arrangement on 29 August 2022. Under the terms, MRL can earn up to a 75% interest in NAM’s Manitoba lithium division.

- NAM enters into a legally binding term sheet with MRL with respect to NAM’s Manitoba lithium projects;

- MRL has the right to acquire an initial 51% interest by completing C\$4,000,000 of exploration and development activities and C\$400,000 in cash payments within 42 months from the effective date;
- MRL can earn an additional 14% interest (65%) by completing a NI 43-101 compliant mineral resource estimate and Pre-Feasibility Study on developing a spodumene concentrate operation at one or more of NAM's Projects;
- MRL can earn an additional 10% interest (75%) by funding the Project to the point of a final construction decision made by MRL;
- NAM shall have the option to complete an initial public offering of NAM's joint venture interest or spinning out NAM's minority joint venture interest into a public vehicle holding such minority joint venture interest;

Table 6- JV interests of the JV parties at each Farm-in Date

Farm-in Date	JV Interests
Initial Farm-in Interest	51% MRL: 49% NAM
Further Farm-in Interest	65% MRL: 35% NAM
Final Farm-in Interest	75% MRL: 25% NAM

On 9 December 2021, the Company completed its maiden 1,630 metre drill program at its Lithium Two Project in Manitoba, Canada. To date, 678 drill core samples have been submitted to the Saskatchewan Resource Council Geoanalytical Laboratories for assay. This drill program was the first work program funded by the Company's partner, Mineral Resources Limited.

After the completion of the first phase of drilling, the Company has made drill permit applications to the Manitoba government for an additional 1,500 metres of drilling over 10 holes at Lithium Two. Future drilling at Lithium Two will test the down dip extension of the near-surface lithium bearing pegmatites in this first phase of drilling and additionally, evaluate other areas of interest at Lithium Two.

The drill program focused on the Eagle Pegmatite which was the source of the historical non-NI 43-101 compliant resource estimate of 544,000 tonnes at 1.4% Li₂O indicated to a depth of 61 metres. The Eagle pegmatite is exposed at surface along a 533-metre strike length as a series of lenticular spodumene-bearing dykes which occur in (Precambrian) granite and meta-volcanic rock units. The 10 largest of these pegmatite bodies are a series of en echelon lenses that range up to 75 metres in length and 9 metres in width as exposed on surface (Rowe, 1956). Historic drilling results suggest that the dykes dip from 80° to the north to near vertical.

Ten drill holes were completed along strike of the Eagle Pegmatite intending to intersect the pegmatite dykes at 40 to 50 metres vertical depth below surface. Two holes were drilled to test the extension of prospective zones between 80 to 100 metres vertical depth. Additionally, three drill holes tested nearby pegmatites, including the FD 5 Pegmatite and the Unnamed Pegmatite, which exhibit lenses of mineralization at surface. Assay results are expected to be released late December or early January.

In advance of the drilling program, an archaeological assessment was completed by White Spruce Archaeology on the Lithium Two Project that has identified three areas of potential archaeological significance. As such, drilling activity will occur outside of a 25-metre buffer around the identified areas

and all drill trails will stay outside of the identified areas. The recommendations for the Lithium Two Project have been reviewed and agreed by the Archaeological Assessment Services Unit, Historic Resources Branch, Ministry of Sport, Culture and Heritage.

The Company has agreed upon a 2022 \$1.8 million exploration plan with its geological consultants at Axiom and MRL on its portfolio of projects. NAM enters into a legally binding term sheet with MRL with respect to NAM's Manitoba lithium projects.

5.2.6 McLaughlin Lake, Manitoba

On 5 April 2023, the Company acquired 19,321 hectares of mineral exploration license (MEL) area at McLaughlin Lake, Manitoba. The MEL covers approximately 30 kms strike length of the Stull-Wunnummin Fault structure. The property hosts spodumene-bearing pegmatites with historical assay values up to 2.87% Li₂O 1 and numerous prospective LCT-style pegmatites.

The newly acquired property is located in Northern Manitoba's Oxford Lake – Knee Lake Greenstone belt (figure 1) which is largely underexplored for LCT Pegmatites. All the claims are held by Lithium Canada Development, a 100% owned Lithium Division of New Age Metals.

5.3 Alaska Genesis Project, Alaska

On 17 April 2018, the Company entered into an option agreement with Anglo Alaska Gold Corp. ("Anglo") to acquire 100% interest in certain mineral claims in the State of Alaska.

The Company paid the following cash consideration to Anglo:

- (i) \$30,000 on the closing date;
- (ii) \$30,000 on or before the 1-year anniversary of the closing date;
- (iii) \$30,000 on or before the 2-year anniversary of the closing date; and
- (iv) \$30,000 on or before the 3-year anniversary of the closing date.

The Company also issued commons shares of the Company to Anglo per the following schedule:

- (i) 200,000 shares on the closing date (Notes 11 and 17);
- (ii) 200,000 shares on or before the 1-year anniversary of the closing date;
- (iii) 200,000 shares on or before the 2-year anniversary of the closing date; and
- (iv) 200,000 shares on or before the 3-year anniversary of the closing date.

The closing date was five business days following TSX approval on 20 April 2018.

The Company completed the following filings and payments:

- (i) Annual payment to the State of Alaska for mining claim rentals of \$8,960 USD, due each year between 1 September and 30 November during which the agreement is in effect.
- (ii) Filing annual Affidavits of Annual Labor with the State of Alaska Recorder's office for the Valdez and Chitina Recording Districts.
- (iii) Filing, maintaining, and closing any and all permits required by the State of Alaska and /or Federal regulatory agencies.
- (iv) Conduct qualifies on-ground work as require by the State of Alaska.

In year one of the agreement, the Company had the obligation to complete either (i) or (ii) as follows:

- (i) Spend a maximum of \$10,000 to have Avalon Development Corp. update all previous data and geological information and reports on the property before 15 July 2018 (incurred).
 - (ii) Spend a minimum of \$25,000 to upgrade current property information and complete confirmation sampling on the property, resulting in a final report.
- To date, the company has completed all of its earn-in obligations and currently owns a 100% of the project subject to a Net Smelter Royalty.



Figure 19: Genesis PGM-Cu-Ni Project Location Map

QUALIFIED PERSON STATEMENT

“Project Overview” section of this report has been reviewed and approved for technical content by Ali Alizadeh MSc. P.Geo, Senior Geologist Advisor of NAM and a Qualified Person under the provisions of NI 43-101.

SELECTED ANNUAL AND QUARTERLY FINANCIAL INFORMATION

Unless otherwise noted, all currency amounts are stated in Canadian dollars. The following table summarizes selected financial data for NAM for each of the three most recently completed financial years. These information set forth below should be read in conjunction with the consolidated audited financial statements, prepared in accordance with IFRS, and related notes.

	For the Years Ended (audited)		
	30 Apr 2023	30 Apr 2022	30 Apr 2021
Total revenues	-	-	-
General and administrative expenses	872,163	1,416,304	937,066
Exploration and evaluation properties cash costs incurred	2,437,472	4,064,531	660,395
Loss before other items in total	872,163	1,416,304	937,066
Net loss	650,410	1,182,804	719,401
Net Loss per share – Basic & fully diluted	(0.003)	(0.006)	(0.006)
Total assets	14,627,992	15,120,290	12,862,047
Total long term liabilities	-	-	-
Cash dividends declared per share	Nil	Nil	Nil

The following selected financial information is derived from the unaudited interim consolidated financial statements of the Company. The figures have been prepared in accordance with IFRS.

	For the Quarters Ended (unaudited)							
	30 Apr 2023	31 Jan 2023	31 Oct 2022	31 Jul 2022	30 Apr 2022	31 Jan 2022	31 Oct 2021	31 Jul 2021
Total revenues	-	-	-	-	-	-	-	-
Net income (loss)	(71,921)	(166,032)	(213,468)	(198,989)	(285,839)	(209,557)	(336,687)	(350,721)
Net income (loss) per share	(0.000)	(0.001)	(0.001)	(0.001)	(0.001)	(0.001)	(0.002)	(0.002)
Total assets	14,627,992	14,653,905	14,847,140	15,184,537	15,120,290	14,636,652	14,911,761	12,714,165

6. RESULTS OF OPERATIONS

The year ended 30 April 2023 resulted in loss from operations of \$650,410 which compares to \$1,182,804 for the same period in 2022. The decrease in loss of \$532,394 was mainly attributable to net effect of the following:

- Increase of \$4,773 in Accounting and audit, \$38,317 for the year ended 30 April 2023 compared to \$33,544 for the same period in 2022.

- Decrease of \$43,108 in Consulting fees. \$144,788 for the year ended 30 April 2023 compared to \$187,896 for the same period in 2022.
- Increase of \$19,276 in Depreciation, \$57,882 for the year ended 30 April 2023 compared to \$38,606 for the same period in 2022.
- Increase of \$1,999 in Insurance, licenses and fees, \$38,298 for the year ended 30 April 2023 compared to \$36,299 for the same period in 2022.
- Decrease of \$5,717 in Legal, \$Nil for the year ended 30 April 2023 compared to \$5,717 for the same period in 2022.
- Increase of \$7,510 in Management fees, \$137,705 for the year ended 30 April 2023 compared to \$130,195 for the same period in 2022.
- Decrease of \$185,918 in Marketing and communications, \$148,416 for the year ended 30 April 2023 compared to \$334,334 for the same period in 2022.
- Increase of \$19,204 in Office and miscellaneous, \$76,695 for the year ended 30 April 2023 compared to \$57,491 for the same period in 2022.
- Decrease of \$22,449 in Rent, \$14,645 for the year ended 30 April 2023 compared to \$37,094 for the same period in 2022.
- Decrease of \$394,054 in Share-based payments, \$32,347 for the year ended 30 April 2023 compared to \$426,401 for the same period in 2022.
- Increase of \$6,204 in Telephone and utilities, \$18,022 for the year ended 30 April 2023 compared to \$11,818 for the same period in 2022.
- Decrease of \$33,978 in Transfer agent and regulatory fees, \$60,069 for the year ended 30 April 2023 compared to \$94,047 for the same period in 2022.
- Increase of \$38,164 in Travel, lodging & food, \$57,699 for the year ended 30 April 2023 compared to \$19,535 for the same period in 2022.
- Increase of \$12,272 in Finance costs, \$12,472 for the year ended 30 April 2023 compared to \$200 for the same period in 2022.
- Decrease of \$189,882 in Unrealized gain on short term investments, \$87,617 - gain for the year ended 30 April 2023 compared to \$102,265 - loss for the same period in 2022.
- Decrease of \$263,017 in Reversal of flow-through premium, \$Nil for the year ended 30 April 2023 compared to \$263,017 for the same period in 2022.
- Increase of \$73,723 in Other income, \$128,088 for the year ended 30 April 2023 compared to \$54,365 for the same period in 2022.

7. LIQUIDITY, CAPITAL RESOURCES AND CAPITAL RISK MANAGEMENT

During the year ended 30 April 2023, the Company's working capital, defined as current assets less current liabilities, was \$5,129,424 compared with working capital of \$7,917,941 as at 30 April 2022. The Company has a total of 222,137,002 common shares issued and outstanding as at year ended 30 April 2023 (2022: 222,037,002). The Company has a portfolio of investments with a book value of \$970,422 and a market value of \$222,549 as at year ended 30 April 2023.

The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements, continue the development and exploration of its mineral properties.

The Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administration costs, the Company may issue new shares, issue new debt,

acquire or dispose of assets or adjust the amount of cash and cash equivalents. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

The Company is not subject to any externally imposed capital requirements. There were no significant changes in the Company's approach or the Company's objectives and policies for managing its capital.

8. CONTRACTUAL COMMITMENTS

Effective 1 April 2016, the Company is committed to paying a monthly management fee of \$5,000 per month to a related party for a term of five years terminating on 31 March 2021 which was amended on 1 June 2018 to pay \$10,000 per month. (Note 17). In the event that the amended agreement is terminated or fails to renew due to failure of agreement after the issuance of a non-renewal notice, the related party shall receive a termination fee specified by the terms of the amended agreement.

Effective 1 May 2022, the Company is committed to paying monthly rent of \$3,300 per month during the first year and \$3,500 per month for the remainder of the lease term to a related party for a term of 60 months.

The Company's exploration and evaluation activities are subject to various Canadian federal and provincial laws and regulations governing the protection of the government. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

9. CONTINGENCIES

As at 30 April 2023 the Company owns various exploration and evaluation properties. Management does not consider that any amounts related to decommissioning liabilities are payable although there is no assurance that a formal claim will not be made against the Company for some or all of these obligations in the future.

The Company has indemnified the subscribers of flow-through shares of the Company issued in the current and prior years against any tax related amounts that may become payable as a result of the Company not making eligible expenditures.

10. OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

11. CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the consolidated financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ

from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments and share-based payments, the recognition and valuation of provisions for decommissioning liabilities, the carrying value of exploration and evaluation properties, the valuation of all liability and equity instruments including warrants and stock options, the recoverability and measurement of deferred tax assets and liabilities and ability to continue as a going concern. Actual results may differ from those estimates and judgments.

Determining if there are any facts and circumstances indicating impairment loss or reversal of impairment losses are a subjective process involving judgment and a number of estimates and interpretations in many cases.

Determining whether to test for impairment of mineral exploration properties and deferred exploration assets requires management's judgment regarding the following factors, among others: the period for which the entity has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed; substantive expenditure on further exploration and evaluation of mineral resources in a specific area is neither budgeted nor planned; exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or sufficient data exists to indicate that, although a development in a specific area is likely to proceed, the carrying amounts of the exploration assets are unlikely to be recovered in full from successful development or by sale.

When an indication of impairment loss or a reversal of an impairment loss exists, the recoverable amount of the individual asset must be estimated. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs must be determined. Identifying the cash-generating units requires management judgment. In testing an individual asset or cash-generating unit for impairment and identifying a reversal of impairment losses, management estimates the recoverable amount of the asset or the cash-generating unit. This requires management to make several assumptions as to future events or circumstances. These assumptions and estimates are subject to change if new information becomes available. Actual results with respect to impairment losses or reversals of impairment losses could differ in such a situation and significant adjustments to the Company's assets and earnings may occur during the next period.

The Company allocates values to share capital and to warrants according to their fair value using the proportional method when the two are issued together as a unit. The Company uses the binomial valuation model to determine the fair value of warrants issued.

These consolidated financial statements have been prepared on a basis which assumes the Company will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. In assessing whether this assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period. This assessment is based upon planned actions that may or may not occur for a number of reasons including the Company's own resources and external market conditions.

A detailed summary of all of the Company's significant accounting policies is included in Note 3 to the

consolidated financial statements for the year ended 30 April 2023.

12. GOVERNMENT LAWS, REGULATION & PERMITTING

Mining and exploration activities of the Company are subject to both domestic and foreign laws and regulations governing prospecting, development, production, taxes, labour standards, occupational health, mine safety, waste disposal, toxic substances, the environment and other matters. Although the Company believes that all exploration activities are currently carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail production or development. Amendments to current laws and regulations governing the operations and activities of the Company or more stringent implementation thereof could have a substantial adverse impact on the Company.

The operations of the Company will require licenses and permits from various governmental authorities to carry out exploration and development at its projects. There can be no assurance that the Company will be able to obtain the necessary licences and permits on acceptable terms, in a timely manner or at all. Any failure to comply with permits and applicable laws and regulations, even if inadvertent, could result in the interruption or closure of operations or material fines, penalties or other liabilities.

13. ESTIMATES OF MINERAL RESOURCES

The mineral resource estimates contained in this MD&A are estimates only and no assurance can be given that any particular level of recovery of minerals will in fact be realized or that an identified resource will ever qualify as a commercially mineable (or viable) deposit which can be legally or commercially exploited. In addition, the grade of mineralization ultimately mined may differ from that indicated by drilling results and such differences could be material.

If the Company's exploration programs are successful, additional funds will be required in order to complete the development of its properties. There is no assurance that the Company will be successful in raising sufficient funds to meet its obligation or to complete all of the currently proposed exploration programs. If the Company does not raise the necessary capital to meet its obligations under current contractual obligations, the Company may have to forfeit its interest in properties or prospects earned or assumed under such contracts.

14. KEY MANAGEMENT AND COMPETITION

The success of the Company will be largely dependent upon the performance of its key officers, consultants and employees. Locating mineral deposits depends on a number of factors, not the least of which is the technical skill of the exploration personnel involved. The success of the Company is largely dependent on the performance of its key individuals. Failure to retain key individuals or to attract or retain additional key individuals with necessary skills could have a materially adverse impact upon the Company's success.

The mining industry is intensely competitive in all of its phases, and the Company competes with many companies possessing greater financial resources and technical facilities than itself with respect to the discovery and acquisition of interests in mineral properties, the recruitment and retention of qualified employees and other persons to carry out its mineral exploration activities. Competition in the mining industry could adversely affect the Company's prospects for mineral exploration in the future.

15. TITLE TO PROPERTIES

Acquisition of rights to the mineral properties is a very detailed and time-consuming process. Title to, and the area of, mineral properties may be disputed. Although the Company has investigated the title to all of the properties for which it holds concessions or other mineral leases or licenses or in respect of which it has a right to earn an interest, the Company cannot give an assurance that title to such properties will not be challenged or impugned.

16. COMMODITY PRICES

The profitability of the Company's operations will be dependent upon the market price of mineral commodities. Mineral prices fluctuate widely and are affected by numerous factors beyond the control of the Company. The prices of mineral commodities have fluctuated widely in recent years. Current and future price declines could cause commercial production to be impracticable. The Company's revenues and earnings also could be affected by the prices of other commodities such as fuel and other consumable items, although to a lesser extent than by the price of copper or gold.

17. FINANCIAL INSTRUMENTS

The Company adopted all of the requirements of IFRS 9 Financial Instruments on 1 May 2020. IFRS 9 replaces IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 utilizes a revised model for recognition and measurement of financial instruments in a single, forward-looking "expected loss" impairment model.

The following is the Company's new accounting policy for financial instruments under IFRS 9:

Classification

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

The Company's financial instruments consist of cash and cash equivalents, amounts receivable, advances and deposits, short-term investments, , trade payables and due to related parties.

Fair Values

As at 30 April 2023	Level 1	Level 2	Level 3	Total
	\$	\$		\$
Financial assets at fair value				
Cash and cash equivalents	4,265,515	-	-	4,265,515
Short-term investments – Shares	222,549	-	-	222,549
Total financial assets at fair value	4,488,064	-	-	4,488,064

Credit Risk

Credit risk is the risk of an unexpected loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises primarily from the Company's cash and cash equivalents and amounts receivable. The Company manages its credit risk relating to cash and cash equivalents by dealing with only with highly-rated financial institutions. For the year ended 30 April 2023, amounts receivable was mainly comprised of Goods and Services Tax/Harmonized Sales Tax receivable and other receivables from related parties.

Currency Risk

For the year ended 30 April 2023, the Company's operations were mainly in Canada. The Company considers its currency risk to be insignificant.

Liquidity Risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they become due. The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered. The Company has no source of revenue and has obligations meet its administrative overheads, maintain its mineral investments and to settle amounts payable to its creditors. The Company has been successful in raising equity financing in the past; however, there is no assurance that it will be able to do so in the future. As at 30 April 2023, the Company had working capital of \$5,129,424 (2022: \$7,917,941).

Other risks

Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest rate risk and commodity price risk arising from financial instruments.

18. RELATED PARTY TRANSACTIONS

The remuneration of directors and other members of key management were as follows:

30 April	2023	2022
	\$	\$
Short-term benefits – management and consulting fees	210,904	253,195
Share-based payments	18,337	256,761
Total key management personnel compensation	229,241	509,959

The assets and liabilities of the Company include the following amounts due from/(to) related parties:

	30 April 2023	30 April 2022
CEO	\$ (17,737)	\$ (6,364)
MetalQuest (Note 6)	8,958	7,276
Total amount due from (to) related parties	(8,779)	912

Related party expenses are summarized as follows:

Year ended 30 April	2023	2022
	\$	\$
Shared office and consulting fees recoveries from MetalQuest	(32,983)	(29,140)
Rent expense before shared office recoveries to the CEO	7,992	7,989
Shared office expenses from 3699030 Canada Inc. (Note 20)	16,924	8,776
Rent expense before shared office recoveries to 3699030 Canada Inc. (Note 20)	-	36,000
Lease payment to 3699030 Canada Inc. (Note 20)	39,600	-
Consulting fees to the Chief Financial Officer ("CFO")	42,000	42,000
Management fees to Canadian Gravity Recovery Inc. ("CGR") (Note 19)	120,000	120,000
Consulting fees to 873285 BC Ltd.	31,200	25,800
Consulting fees to former VP of Business Development	-	55,200
Share-based payments	18,337	256,761
Total related party expenditures	243,070	523,386

All related party transactions are in the normal course of operations and measured at the exchange amount agreed to between the related parties.

19. OUTSTANDING SHARE DATA

The Company is authorized to issue unlimited common shares without par value. As at 30 April 2023, there were 222,137,002 issued and outstanding common shares (2022: 222,037,022).

Share Purchase Options

Directors, officers, employees and contractors are granted options to purchase common shares under the Company stock option plan. The terms and outstanding balance are disclosed in the table below:

Number outstanding 30 April 2022	Granted	Exercised	Expired	Cancelled	Number outstanding 30 April 2023	Exercise price per share	Expiry date
2,475,000	-	-	2,475,000	-	-	\$0.14	19 June 2022
150,000	-	-	150,000	-	-	\$0.14	11 April 2023
100,000	-	-	-	100,000	-	\$0.12	20 June 2023
1,100,000	-	100,000	-	-	1,000,000	\$0.05	8 October 2024
1,900,000	-	-	-	100,000	1,800,000	\$0.10	30 July 2025
1,900,000	-	-	-	150,000	1,750,000	\$0.18	14 June 2026
983,331	-	-	-	-	983,331	\$0.21	15 July 2026
-	450,000	-	-	-	450,000	\$0.10	6 June 2027
8,608,333	450,000	100,000	2,625,000	350,000	5,983,331		

Share Purchase Warrants

The following table summarizes information regarding share purchase warrants outstanding:

Number of warrants	Exercise price	Expiry date
*10,380,251	\$0.20	18 March 2025
*750,000	\$0.25	18 March 2025
*580,172	\$0.20	23 March 2025
*3,625,002	\$0.25	23 March 2025
*9,296,875	\$0.20	31 March 2025
*6,484,375	\$0.20	25 August 2025
842,968	\$0.16	25 August 2023
1,000,000	\$0.20	01 February 2027
32,959,643		

**Expiry date originally expires in 2023 has been extended to 2025 as approved by TSXV.*

20. DISCLOSURE CONTROLS AND PROCEDURES

Disclosure controls and procedures are designed to provide reasonable assurance that all relevant information is gathered and reported on a timely basis to senior management, so that appropriate decisions can be made regarding public disclosure. As at the end of the period covered by this management's discussion and analysis, management has evaluated the effectiveness of the Company's disclosure controls and procedures as required by Canadian securities laws.

Based on the evaluation of the disclosure controls performed to date, the Company is determined to strengthen internal controls over financial reporting. Management has engaged the services of an additional external accounting firm to obtain more specific and detailed advice as to increasing the effectiveness of the Company's internal control.

21. INTERNAL CONTROLS AND PROCEDURES

Internal controls and procedures are designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements in accordance with the IFRS. As at the end of the period covered by this management's discussion and analysis, management had designed and implemented internal controls and procedures as required by Canadian securities laws.

The Company has evaluated the design of its internal controls and procedures over financial reporting for the year ended 30 April 2023. All internal control systems, no matter how well designed, have inherent limitations. Therefore, those systems can provide only reasonable assurance with respect to financial statement preparation and presentation. Management continues to review and refine its internal controls and procedures.

22. RISKS AND UNCERTAINTIES

The mineral industry is intensely competitive in all its phases. The Company competes with many other companies who have greater financial resources and experience. The market price of precious metals and other minerals is volatile and cannot be controlled. Exploration for minerals is a speculative venture.

There is no certainty that the money spent on exploration and development will result in the discovery of an economic ore body.

The Company's activities outside of Canada make it subject to foreign currency fluctuations and this may materially affect its financial position and results.

The Company has limited financial resources, no source of operating cash flows and no assurances that sufficient funding, including adequate financing, will be available to conduct further exploration and development of its projects or to fulfill its obligations under the terms of any option or joint venture agreements. If the Company's generative exploration programs are successful, additional funds will be required for development of one or more projects. Failure to obtain additional financing could result in the delay or indefinite postponement of further exploration and development or the possible loss of the Company's properties.

23. NEW PROJECT ACQUISITION PROGRAM

The Company is reviewing properties for acquisition on an ongoing basis.

24. SUBSEQUENT EVENTS

7 June 2023, the Company announced that the Manitoba Mineral Development Fund (MMDF) has approved grant of \$300,000 for the Company. The allotment of this amount will be in three \$100,000 installments. The first installment of \$100,000 was received subsequent to year-end.

17 August 2023, the Company has entered a binding term sheet with Australian junior mining company, Native Mineral Resources (NMR). Under the terms, NMR can earn up to a 75% interest in NAM's McLaughlin Lake Project.

- NMR has the right to acquire an initial 51% interest by completing C\$500,000 of exploration and development activities within 18 months from the Effective Date and pay C\$75,000 cash payment and AUD\$200,000 in NMR shares.
- NMR can earn an additional 9% interest (60%) by completing and additional C\$500,000 (for a total of a C\$1,000,000) of exploration and development activities within 3 years from Effective Date, and making an additional C\$100,000 cash payment and AUD\$200,000 in NMR shares.
- NMR can earn an additional 5% interest (65%) by making a C\$100,000 cash payment and AUD\$350,000 in NMR shares which will be escrowed for 6 months.
- NMR will pay an additional C\$100,000 cash payment at the end of year 4.
- NMR can earn an additional 10% interest (75%) by making a C\$100,000 cash payment and AUD\$650,000 in NMR shares escrowed for 6 months. NMR must also complete a JORC compliant Mineral Resource (Indicated) 10Mt @ minimum 1.25% Li₂O in Spodumene less than 150m, NMR Reserve the right to continue if samples are below 1.25% Li₂O in Spodumene.
- In years 4 and 5 NMR must spend a minimum additional C\$2,000,000 in this agreement for a total of C\$3,000,000 in exploration dollars.
- NAM will be the field manager, and a JV Committee will be formed to approve work programs. NAM will receive 10% on contracts under C\$100,000 and 5% on contracts over C\$100,000.
- NAM will receive a 2% Net Smelter Royalty on the Project with an option to buy down 1% for \$2 million CAD leaving NAM a 1% NSR in the project in perpetuity.
- The parties will have 24 months to negotiate and enter into a formal farm-in and joint venture agreement based on the terms presented in the binding term sheet agreement.

- NAM will pay a finder's fee of AUD\$20,000 in regards to this transaction.

13 May 2023, the Company in conjunction with its partners Mineral Resources Limited (“MinRes”) is pleased to report the results for its second phase drilling at Lithium Two Project that is part of its Manitoba Lithium Division. The program was completed in March and consisted of 16 diamond drill holes, totalling 3,086 metres. Drilling tested the down dip extension of Eagle Pegmatites high grade zone intersected in the phase one drill program, as well as exploratory drilling testing nearby pegmatites and magnetic low anomalies/structures identified in the 2021 detailed UAV magnetics survey.

Highlights:

- The drill program successfully intersected spodumene bearing pegmatite in all drill holes targeting the Eagle Pegmatite with a consistent steeply dipping orientation.
- Drilling extended the known high grade Li mineralization zone below 150 m vertically and remains open at depth.
- 2023 assays include 1.08 % Li₂O over 8.7 m (LT-23-21), 1.06% Li₂O over 6.85 m (LT-23-16), 1.06 % Li₂O over 5.9 m (LT-23-24).
- Newly encountered spodumene bearing lenses proximal to FD No. 5 Pegmatite warrant further exploration.
- The Company is in the process of applying for 2024 winter drilling permits to test additional targets on the property.
- The Project is located 38 km from Tanco Mine, and lies along trend of the Donner Lake Lithium Project and the Irgon Pegmatite.



Figure 1: LT-23-21 Spodumene mineralization, 221.0 m – 221.4 m

Table 1: 2023 Lithium Two Drill Hole Assay Highlights Table

Hole ID	to (m)	from (m)	Interval* (m)	% Li ₂ O
LT-23-16	119.8	121	1.2	0.91
	150.15	157	6.85	1.06
including	150.15	152.8	2.65	1.80
LT-23-17	114.95	119.55	4.6	1.01
including	115.45	117.23	1.78	1.97
	143.38	145.85	2.47	2.19
including	144.13	144.63	0.5	4.20
LT-23-18	187.15	188.6	1.45	1.14
	206	206.4	0.4	2.22
LT-23-20	65.15	70.9	5.75	0.92
including	66.9	68.35	1.45	2.08
	91.5	97	5.5	1.01
LT-23-21	217.3	226	8.7	1.08
including	220.7	221.4	0.7	3.20
LT-23-23	179.4	180.6	1.2	0.85
	191.5	193.25	1.75	1.19
LT-23-24	195	200.9	5.9	1.06
LT-23-26	44.8	45.6	0.8	1.26
	100.25	100.75	0.5	2.14

The Company is encouraged by the overall results of the second phase of drilling on the Lithium Two Property. High grade lithium intercepts were encountered in six drill holes testing the extension of the Eagle Pegmatite including samples that graded up to 4.20% Li₂O (over 0.5 m core length).

The program was successful in extending the Eagle Pegmatite mineralized zone to a depth of 150 m below surface (Figure 6).



Figure 2: LT-23-21 Spodumene bearing pegmatite, 213.9 m – 228.75 m

Exploration drilling along trend to the east encountered new spodumene bearing pegmatites proximal to the FD No. 5 Pegmatite (Figure 3, 4). LT-23-26 was targeting an offset in the magnetic trend south of the FD No. 5 Pegmatite surface showing. The drilling encountered two spodumene bearing pegmatites (at 44.8 m grading 1.26 % Li₂O over 0.8 m, and at 100.25 m grading 2.14 % Li₂O over 0.5 m). These intersects occurred below barren surface mapped pegmatites indicating that mineralization may occur at depth and reinforces that this area of the property has high potential for hosting more Li mineralization warranting further exploration.



Figure 1: LT-23-26 Spodumene bearing pegmatite intercept, 39.9 m – 49.0 m



Figure 2: LT-23-26 Spodumene bearing pegmatite intercept, 99.6 m – 101.2 m

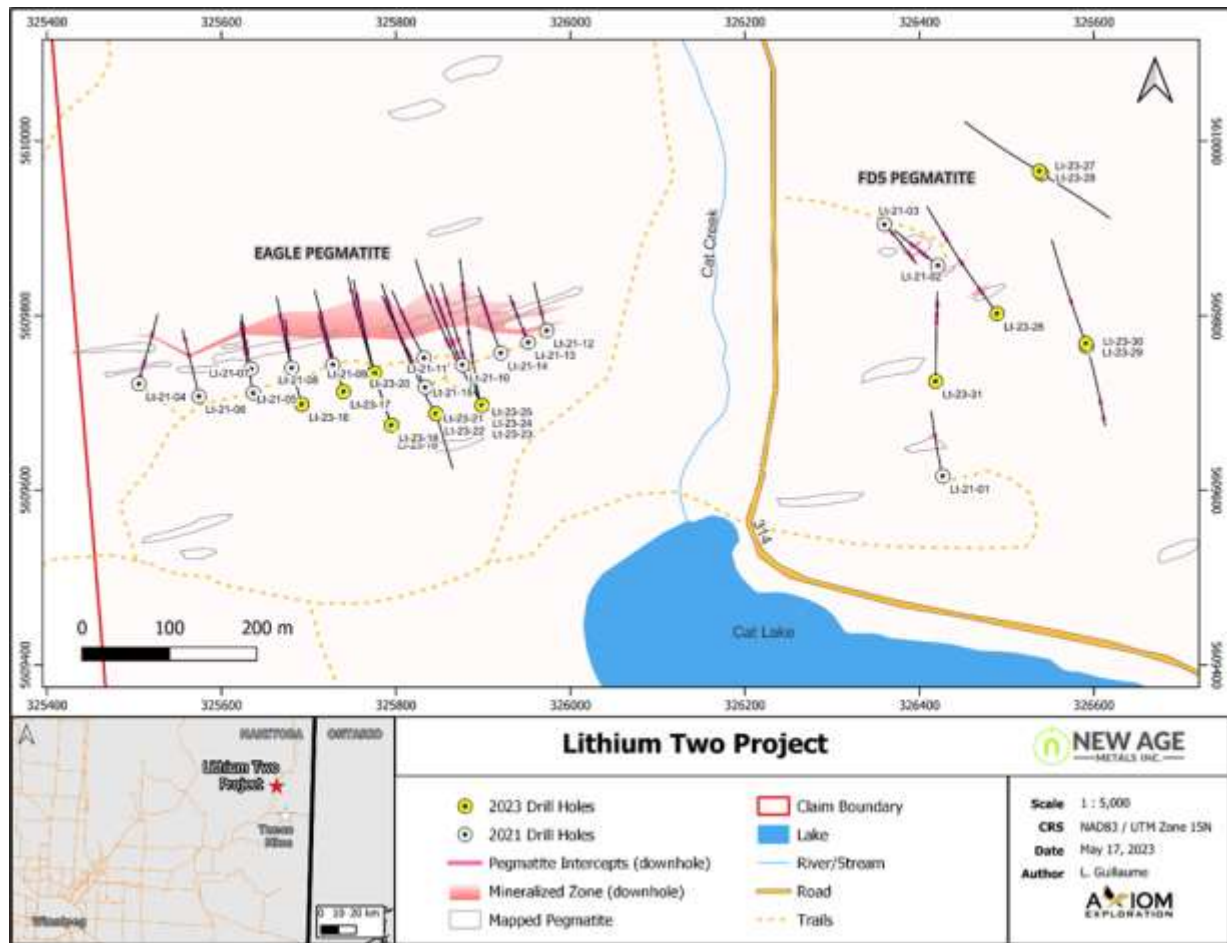


Figure 3: 2021 – 2023 Lithium Two Drill Program Overview

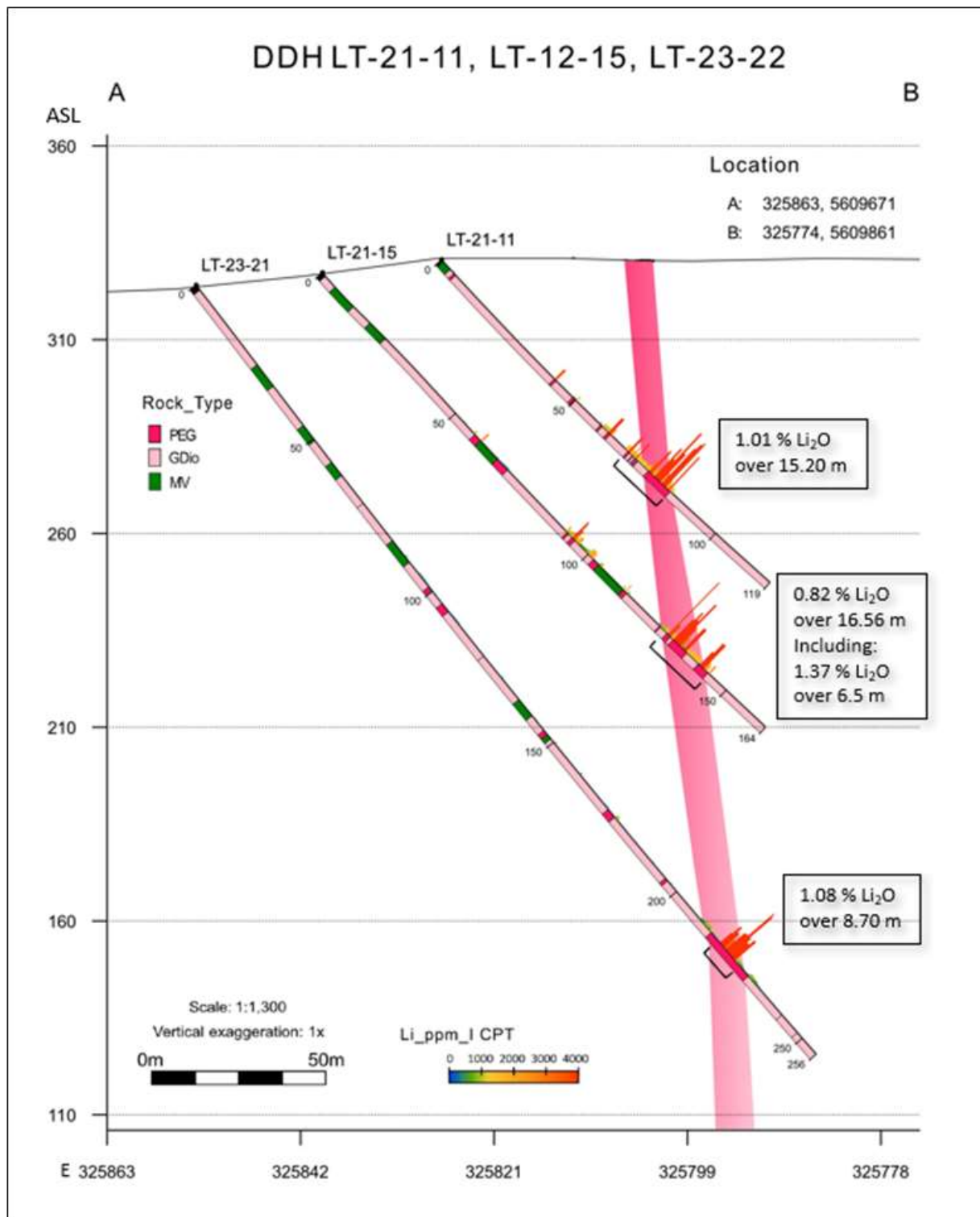


Figure 4: DDH LT-21-09 Cross-Section

Sample Quality Assurance / Quality Control

A thorough chain-of-custody and QA/QC program was carried out during the 2023 drill program. Samples were taken across all spodumene-bearing pegmatite with shoulder samples into the barren host rock on either side of the dykes. Sample lengths were 0.3 m to 1.5 m, dependent on internal zoning of the dykes and lithology contacts. Core to be sampled was cut in half with one half being sent for analysis and the other half remaining in the box for reference.

The company's implemented QA/QC procedures included the insertion of certified standard control samples, ¼ cut duplicates, and blanks. This was used to test for natural variability/sampling bias / testing the lab for homogeneity during sample preparation processes within the lab as well as testing the precision and any possible contamination from the lab and ensure proper calibration of lab equipment.

Sample analyses was conducted by SRC Geoanalytical Laboratories (SRC) in Saskatoon, Saskatchewan. The drill core samples were subject to three separate analyses including: ICP-MS on partial digestion, ICP-OES for major and minor elements on the total digestion, and ICP-MS for trace elements on total digestion. SRC inserts one blank, two certified reference materials, and one replicate (pulp) digested with each set of 40 samples to ensure analytical quality control. The quality management system at SRC operates in accordance with ISO/IEC 17025, General Requirements for the Competence of Testing and Calibration Laboratories; and is also compliant to ASB, Requirements and Guidance for Mineral Analysis Testing Laboratories. The management system and selected methods are accredited by the Standards Council of Canada.

07 June 2023, the Company to announced that the Manitoba Mineral Development Fund (MMDF) has approved a grant of \$ 300,000 for the Company. The allotment of this amount will be in three \$ 100,000 installments.

NAM will provide MMDF/Manitoba Government access to all information related to the Project(s) activities performed, and expenditures incurred, directly or indirectly, for the entire amount of funding allocated to them.

The funding will be used for the following purposes as outlined in the previous Press Release (subject to change):

- Mapping – Complete updated property bedrock geology maps with detailed structural analysis of pegmatite distribution and internal zonation
- Lithogeochemistry – Property wide rock sampling to gather geochemical data on identified targets and develop future drill targets
- Mobile Metal Ion (MMI) Soil Geochemistry – Targeted sampling grids to identify pegmatite extensions and anomalous areas where surficial cover prohibits bedrock analysis
- Biogeochemistry – Targeted sampling grids to identify pegmatite extensions and anomalous areas where the terrain does not permit MMI soil sampling

The Summer Field Program is planned to better define historical documented showings and anomalous grab samples collected between 2018-2022, as well as to potentially locate buried LCT pegmatites. The main objective is to define and prioritize drill targets and bring additional projects to a drill ready stage in an effort to establish an economically exploitable lithium deposit in close proximity to Tanco Mine.

The MMDF funding will be in addition to our \$2 million preliminary budget approved by our partner Mineral Resources Limited ("MinRes"). An additional and final 2023/2024 budget has been submitted to MinRes and is expected to be approved in Summer 2023.

24 May 2023, the Company in regards with its Farm-in/Joint Venture agreement with Mineral Resources Ltd. ("MinRes"). NAM announced that an interim budget of C\$2 million has been approved by MinRes to fund the Project's summer exploration program. The interim budget will cover all expenses related to the comprehensive summer work program including geophysical, geochemical, and archaeological surveys that are pivotal to preparing for the winter drill program. The approved interim budget will

commence with the summer program, while the full budget is slated to be approved in July 2023. The Summer/Fall exploration work commenced on May 15th and includes:

Geophysical Surveying

- Airborne Triaxial Magnetism – High-resolution survey to identify regional structural trends and localized controls of pegmatite bodies to aid drill targeting
- Radiometrics – Efficient to identify U-, Th- and K-enriched pegmatites less than 0.5 m below ground surface.
- LiDAR – Identify outcroppings to guide summer field work and can be used for environmental assessments.

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Summer Field Work

- Mapping – Complete updated property bedrock geology maps with detailed structural analysis of pegmatite distribution and internal zonation
- Lithogeochemistry – Property wide rock sampling to gather geochemical data on identified targets and develop drill targets
- Mobile Metal Ion (MMI) Soil Geochemistry – Targeted sampling grids to identify pegmatite extensions and anomalous areas where surficial cover prohibits bedrock analysis
- Biogeochemistry – Orientation test lines over mineralization on the Lithium Two property to determine the validity of the technique to be used in areas where the terrain does not permit MMI soil sampling
- Channel Sampling and Outcrop Stripping (permits pending) – Channel sampling and outcrop stripping is planned over the Eagle and FD5 pegmatites on the Lithium Two property as well as new targets on the Lithman East property identified from 2022 fieldwork.

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Permits/Archaeological Surveys

- Numerous permit applications have been submitted and are undergoing final review in preparation for winter drilling.
- Archeological assessments have been arranged and will take place this summer
- Any new targets identified from 2023 fieldwork will be submitted as permit amendments in advance of the planned winter drilling

Winter Drill Programs

All of the above work is slated for Summer/Fall of 2023 will help establish drill targets for an aggressive multi-project Winter 2023/24 drill campaign. The budget for the Winter drill programs have been submitted to MinRes.

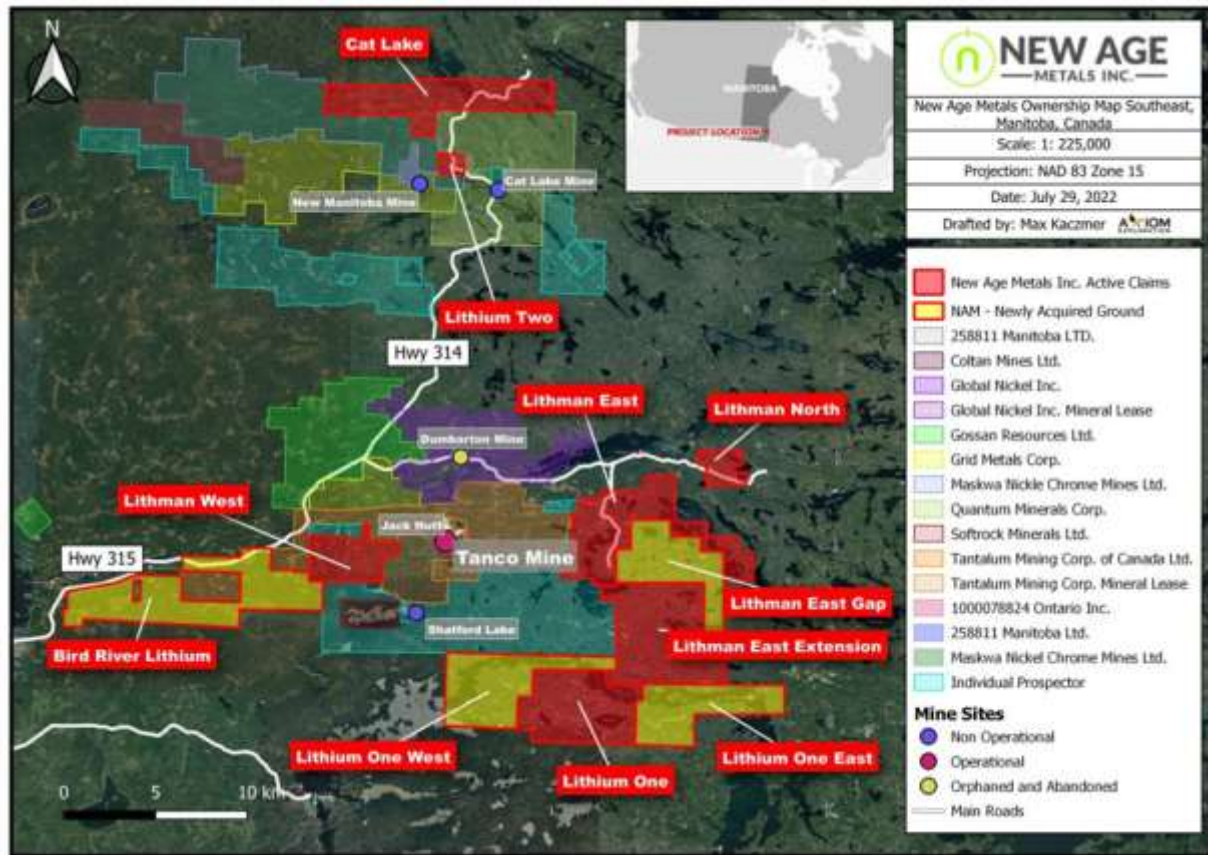


Figure 1: New Age Metals South Eastern Manitoba Lithium Division Project Map

09 May 2023, the Company completed Phase 3 Rhodium Geochemistry Study of the River Valley Palladium Project.

- Rhodium (Rh) (~US\$ 7,950/ ounce, dated 9st May 2023) is the most valuable platinum group metal (PGM), with recent spot price highs of 5 times higher than Pd and 7 times higher than Pt
- 552 Rh new assay results for the Dana and Lismar Zones of the River Valley Palladium Deposit
- Highest assay result is 0.306 g/t Rh, with 33 more samples returned assays ≥ 0.100 g/t Rh and a total of 113 samples returned assays >0.050 g/t Rh
- The highest Rh concentrations generally coincide with the highest palladium (Pd) and platinum (Pt) grades
- Rh concentrations in the River Valley Deposit are equivalent to approximately 9% of Pt grades
- Based on encouraging results from Phases 1 to 3, subsequent phases of this multi-phase Rh evaluation program will take samples of PGE mineralized intervals from more of the mineralized zones for assay analysis and PGE mineralogical studies
- The River Valley Deposit is one of North America's largest undeveloped primary platinum-group metal projects with 2.3 Moz Pd+Pt+Au in the Measured + Indicated classifications and 1.6 Moz Pd+Pt+Au in the Inferred classification