



PATRIOT BATTERY METALS INC.

Management's Discussion and Analysis

For the three-month period ended June 30, 2024

TSX: PMET - ASX: PMT - OTCQX: PMETF

TABLE OF CONTENTS

1.	OVERVIEW	3
2.	CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS.....	3
3.	NATURE OF BUSINESS.....	5
4.	FISCAL QUARTER ENDED JUNE 30, 2024 HIGHLIGHTS	6
5.	COMPANY'S OUTLOOK FOR THE FINANCIAL YEAR ENDING MARCH 31, 2025	8
6.	MINERAL RESOURCE ESTIMATE.....	9
7.	SHAAKICHIUWAANAAN PROJECT EXPLORATION AND UPDATES (QUARTER ENDED JUNE 30, 2024).....	10
8.	EXPLORATION AND EVALUATION ASSETS	12
9.	PROPERTY AND EQUIPMENT	13
10.	RESULTS OF OPERATIONS.....	14
11.	FINANCIAL POSITION	16
12.	CASH FLOW	17
13.	SUMMARY OF QUARTERLY RESULTS	19
14.	LIQUIDITY AND CAPITAL RESOURCES	19
15.	OUTSTANDING SHARE DATA	20
16.	RELATED PARTY TRANSACTIONS	21
17.	COMMITMENTS.....	21
18.	SEGMENTED INFORMATION.....	21
19.	CHANGES IN ACCOUNTING POLICIES AND CRITICAL ACCOUNTING judgments, estimates and assumptions	22
20.	OFF-BALANCE SHEET ARRANGEMENTS	22
21.	PROPOSED TRANSACTIONS	22
22.	CAPITAL DISCLOSURE.....	22
23.	FINANCIAL INSTRUMENTS.....	22
24.	RISKS AND UNCERTAINTIES.....	23
25.	NATURE OF SECURITIES.....	23
26.	INTERNAL CONTROL OVER FINANCIAL REPORTING	23
27.	ADDITIONAL INFORMATION	24
28.	QUALIFIED PERSON	24
29.	APPROVAL.....	24

I. OVERVIEW

The following is a Management's Discussion and Analysis ("MD&A") of the consolidated financial statements of operations of Patriot Battery Metals Inc. and its subsidiaries (together, the "Company" or "Patriot") for the three-month period ended June 30, 2024. This MD&A should be read in conjunction with the condensed interim consolidated financial statements for the three-month period ended June 30, 2024 (the "Financial Statements") including the notes thereto, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") applicable to the preparation of interim financial statements, including International Accounting Standard 34 – Interim Financial Reporting and should be read in conjunction with the Company's audited annual financial statements and MD&A for the financial year ended March 31, 2024. A copy of this MD&A is filed on SEDAR+ at www.sedarplus.ca and on the Australian Securities Exchange (ASX) website at www.asx.com.au.

Unless otherwise indicated, all references to "\$" in this MD&A are to Canadian dollars. References to "US\$" in this MD&A are to US dollars and references to "A\$" in this MD&A are to Australian dollars.

The MD&A is prepared by management and approved by the board of directors of the Company (the "Board of Directors" or the "Board") as of August 13, 2024. Additional information relevant to the Company's activities can be found on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

For the purposes of preparing this MD&A, management, in conjunction with the Board, considers the materiality of information. Information is considered material if: (i) such information results in, or would reasonably be expected to result in, a significant change in the market price or value of the Company's common shares (the "Common Shares"); or (ii) there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision; or (iii) if it would significantly alter the existing information available to investors. Management, in conjunction with the Board of Directors, evaluates materiality with reference to all relevant circumstances, including potential market sensitivity.

2. CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This MD&A contains "forward-looking information" or "forward-looking statements" within the meaning of applicable securities laws and other statements that are not historical facts. Forward-looking statements are included to provide information about management's current expectations and plans that allows investors and others to have a better understanding of the Company's business plans and financial performance and condition.

All statements, other than statements of historical fact included in this MD&A, regarding the Company's strategy, future operations, financial position, technical assessments, prospects, plans, and objectives of management are forward-looking statements. Forward-looking statements are typically identified by words such as "plan", "expect", "estimate", "intend", "anticipate", "believe", or variations of such words and phrases or statements that certain actions, events, or results "may", "could", "would", "might" or "will" be taken, occur or be achieved. In particular and without limitation, this MD&A contains forward-looking statements pertaining to the intended use of the proceeds from the sale of Common Shares pursuant to the subscription agreement with respect to the private placement by Albemarle Corporation ("Albemarle"); the development of the Company's Shaakichiuwaanaan Property (the "Shaakichiuwaanaan Property" or the "Shaakichiuwaanaan Project"); the potential for resource growth through continued drill exploration at the Shaakichiuwaanaan Property; the development of the Company's non-core assets; the Company's intentions with respect to its business and operations; the Company's expectations regarding its ability to raise capital and grow its business; the Company's growth strategy and opportunities; anticipated trends and challenges in the Company's business and the industry in which it operates; the perceived merit and further potential of the Company's properties; preliminary economic assessments and other development and feasibility study timing and results; exploration results and potential for production at the Company's properties; exploration targets; budgets; strategic plans; market price and demand for lithium; permitting or other timelines; government regulations and relations; the Company's outlook for the financial year ending March 31, 2025.



Forward-looking information is based upon certain assumptions and other important factors that, if untrue, could cause the actual results, performance, or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such information or statements. There can be no assurance that such information or statements will prove to be accurate. Key assumptions upon which the Company's forward-looking information is based include the total funding required to complete the Shaakichiuwaanaan Property; the Company's ability to raise additional financing when needed and on reasonable terms; the Company's ability to achieve current exploration, development and other objectives concerning the Company's properties; the Company's expectation that the current price and demand for lithium and other commodities will be sustained or will improve; the Company's ability to obtain requisite licences and necessary governmental approvals; the Company's ability to attract and retain key personnel; general business and economic conditions, including competitive conditions, in the market in which the Company operates.

Readers are cautioned that the foregoing list is not exhaustive of all factors and assumptions which may have been used. Forward-looking statements are also subject to risks and uncertainties facing the Company's business, any of which could have a material adverse effect on the Company's business, financial condition, results of operations and growth prospects. Some of the risks the Company faces and the uncertainties that could cause actual results to differ materially from those expressed in the forward-looking statements include, among others, the Company's ability to execute on plans relating to its Shaakichiuwaanaan Project including the timing thereof the Company's ability to generate revenue and future capital requirements; the Company's profitability in the short or medium term; mineral resource estimation risks; exploration, development and operating risks and costs; the Company's dependence upon the Shaakichiuwaanaan Property; the titles to the Company's mineral properties being challenged or impugned; the Company receiving and maintaining licenses and permits from appropriate governmental authorities; environmental and safety regulations; land access risk; access to sufficient used and new equipment; maintenance of equipment; the Company's reliance on key personnel; the Company's ability to obtain social acceptability by First Nations with respect to its Shaakichiuwaanaan Project; the Company's reliance on key business relationships; the Company's growth strategy; the Company's ability to obtain insurance; occupational health and safety risks; adverse publicity risks; third party risks; disruptions to the Company's business operations; the Company's reliance on technology and information systems; litigation risks; tax risks; unforeseen expenses; public health crises; climate change; general economic conditions; commodity prices and exchange rate risks; lithium demand; volatility of share price; public company obligations; competition risk; dividend policy; policies and legislation; force majeure; and changes in technology. In addition, readers are directed to carefully review the detailed risk discussion in the Company's most recent Annual Information Form ("AIF") filed on SEDAR+ at www.sedarplus.ca, which discussion is incorporated by reference in this news release, for a fuller understanding of the risks and uncertainties that affect the Company's business and operations.

Although the Company believes its expectations are based upon reasonable assumptions and has attempted to identify important factors that could cause actual actions, events, or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. As such, these risks are not exhaustive; however, they should be considered carefully. If any of these risks or uncertainties materialize, actual results may vary materially from those anticipated in the forward-looking statements found herein. Due to the risks, uncertainties, and assumptions inherent in forward-looking statements, readers should not place undue reliance on forward-looking statements.

Forward-looking statements contained herein are presented for the purpose of assisting investors in understanding the Company's expected financial and operational performance and results as at and for the periods ended on the dates presented in the Company's plans and objectives and may not be appropriate for other purposes. The assumptions referred to above and described in greater detail in the "Risks and Uncertainties" section of this MD&A should be considered carefully by readers.



The forward-looking statements contained herein are made only as of the date hereof. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except to the extent required by applicable law. The Company qualifies all of its forward-looking statements by these cautionary statements.

3. NATURE OF BUSINESS

The Company was incorporated on May 10, 2007, under the *Business Corporations Act* (British Columbia). The Company is domiciled in Canada and is a reporting issuer in all provinces of Canada. See the “Liquidity and Capital Resources” section of this MD&A.

The address of its head office is Suite 700-838 W Hastings Street, Vancouver, British Columbia, V6C 0A6 and the address of its registered and records office is Suite 1800, 510 West Georgia Street, Vancouver, British Columbia, V6B 0M3. The Company operates from its Montreal office located at 1801, McGill College, Suite 900, H3A 1Z4.

The Company is a hard-rock lithium exploration company focused on advancing its district-scale 100% owned Shaakichiuwaanaan (formerly Corvette) Property in the Eeyou Istchee James Bay region of Quebec, Canada, and proximal to regional road and powerline infrastructure.

The Shaakichiuwaanaan Property hosts the Shaakichiuwaanaan Mineral Resource, which includes the CV5 and CV13 spodumene pegmatites pursuant to an updated consolidated Mineral Resource Estimate of a total of 80.1 Mt at 1.44% Li₂O Indicated and 62.5 Mt at 1.31% Li₂O Inferred, for 4.88 Mt contained lithium carbonate equivalent (“LCE”) (the “MRE” or the “Consolidated MRE”). Presented by resource location/name, the Shaakichiuwaanaan Mineral Resource includes 78.6 Mt at 1.43% Li₂O Indicated and 43.3 Mt at 1.25% Li₂O Inferred at CV5, and 1.5 Mt at 1.62% Li₂O Indicated and 19.1 Mt at 1.46% Li₂O Inferred at CV13. The cut-off grade is variable depending on the mining method and pegmatite (0.4% Li₂O open-it, 0.6% Li₂O underground CV5, and 0.8% Li₂O underground CV13). The Effective Date of the Consolidated MRE is June 27, 2024. Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability. The Shaakichiuwaanaan Mineral Resource ranks as the largest lithium pegmatite resource in the Americas – by a wide margin – and one of the 8th largest lithium pegmatite resource in the world. Additionally, the Shaakichiuwaanaan Property hosts multiple other spodumene pegmatite clusters that remain to be drill tested, as well as significant areas of prospective trend that remain to be assessed.

The Company also holds several other non-core assets in Quebec, Northwest Territories, British Columbia, and Idaho, which are considered prospective for lithium, copper, silver, and gold.

The Common Shares are listed and posted for trading on the Toronto Stock Exchange (TSX) (since February 1, 2024, and previously on the TSX-V) under the symbol “PMET” and on the ASX under the symbol “PMT” and are traded on the OTC Market in the United States under the symbol “PMETF” and on the Börse Frankfurt (Frankfurt Stock Exchange) in Germany under the symbol “R9GA”.

For further information regarding the Company and its material mineral projects, in addition to what is provided in this MD&A, please refer to the Company’s current AIF available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au, and the press release dated August 5, 2024, and the related material change report dated August 13, 2024, in which Patriot reaffirmed the Shaakichiuwaanaan Project as the largest lithium pegmatite resource in the Americas.



4. FISCAL QUARTER ENDED JUNE 30, 2024 HIGHLIGHTS

A. Exploration

- The Company focused the vast majority of its winter 2024 exploration program on infill drilling the CV5 Spodumene Pegmatite and, to a lesser extent, delineation drilling at the CV13 Spodumene Pegmatite which resulted in the discovery of the high-grade Vega Zone.

CV5 Spodumene Pegmatite:

- The Company continued to focus on infill drilling at CV5, targeting an upgrade of Mineral Resources from the Inferred category to the Indicated category. The Company reported significant drill intercepts, demonstrating the consistent high-grade and wide intervals of lithium mineralization. The drilling at CV5 through the winter program successfully extended the mineralized strike length to ~4.6 km.
- The Company announced the remaining CV5 drill hole results from its 2024 winter drill program, with highlights including:
 - 122.5 m at 1.42% Li₂O, including 35.8 m at 2.15% Li₂O (CV24-405).
 - 71.4 m at 1.57% Li₂O, including 14.2 m at 3.15% Li₂O (CV24-435).
 - 126.3 m at 1.66% Li₂O, including 54.9 m at 2.50% Li₂O (CV24-374).
 - 100.8 m at 1.97% Li₂O, including 69.8 m at 2.52% Li₂O (CV24-392).
 - 90.2 m at 1.29% Li₂O and 48.5 m at 1.25% Li₂O (CV24-377).
 - 94.9 m at 1.10% Li₂O, including 26.1 m at 2.16% Li₂O (CV24-378).
 - 70.1 m at 2.44% Li₂O, including 46.9 m at 3.53% Li₂O or 16.1 m at 5.02% Li₂O (CV24-401A).

CV13 Spodumene Pegmatite:

- The Company announced the discovery of a new high-grade zone at CV13, named the Vega Zone, significantly expanding the potential of this pegmatite. The discovery remains open in multiple directions.
- Drill hole result highlights from the Vega Zone include:
 - 34.4 m at 2.90% Li₂O, including 21.9 m at 3.58% Li₂O (CV24-470)
 - 33.4 m at 2.40% Li₂O, including 11.1 m at 4.33% Li₂O, and 17.6 m at 1.89% Li₂O, including 5.6 m at 3.40% Li₂O (CV24-507).
 - 43.2 m at 1.10% Li₂O, including 12.9 m at 3.06% Li₂O (CV24-498).
 - 27.1 m at 1.02% Li₂O including 7.6 m at 2.39% Li₂O (CV24-513).
- The high-grade Vega Zone at the CV13 Pegmatite is situated approximately 6 km south-west and along geological trend of the high-grade Nova Zone at the CV5 Pegmatite. Both zones share several similarities including lithium grades and very coarse decimetre to metre size spodumene crystals which emphasize the scale and quality of the mineralized system at Shaakichiuwaanaan.

**B. Corporate**

- Cash on hand of \$102 million as of June 30, 2024.
- On May 30, 2024, the Company completed a private placement of flow-through common shares for gross proceeds of approximately C\$75 million, providing significant capital for continued exploration activities at the Shaakichiuwaanaan Property (the "2024 FT Financing"). The raise was conducted at \$14.54 per share, a 51% premium to the Company's last traded price on the TSX as of May 17, 2024. The Company intends to use the proceeds to incur exploration expenses that are eligible "Canadian exploration expenses" that qualify as "flow-through critical mineral mining expenditures" as such terms are defined in the *Income Tax Act* (Canada).
- On May 15, 2024, the Company announced it had mutually agreed with Albemarle Corporation not to extend their Memorandum of Understanding ("MOU"), allowing Patriot to explore a broader range of strategic partnerships within the downstream lithium sector on a non-exclusive basis.
- On May 17, 2024, the Company acquired a 100% interest in a 39-claim block termed JBN-57 from Azimut Exploration Inc. (TSE: AZM), expanding its land position on the Shaakichiuwaanaan trend. The JBN-57 Claim Block is situated immediately adjacent to the north of the Company's eastern claim block at Shaakichiuwaanaan.
- On May 31st, 2024, the Company was added to the MSCI Canada Small Cap Index. Approximate investor demand was 2.3 million Common Shares on the day of the rebalance.

C. Project development

- All-season road: substantial completion of another key piece of infrastructure with the 20km MRNF Class 4 road going from the camp to the CV5 resource. This investment will enable cost savings for drilling that can be accessed via the all-season road.
- Progress of the engineering for the Preliminary Economic Assessment – Scoping Study ("PEA") for a targeted completion in accordance with applicable TSX and ASX rules before September 30, 2024. It will include all drilling completed during the winter 2024 program.

D. ESG

- Receipt on April 17, 2024 of the guidelines from the Québec Government (*Ministère de l'Environnement, de la Lutte contre les changements climatiques, de la Faune et des Parcs* or "MELCCFP") for the Shaakichiuwaanaan Project. These guidelines outline the scope and nature of the impact study that must be undertaken for the Shaakichiuwaanaan Project, as part of the provincial Environmental and Social Impact Assessment ("ESIA") process.
- Special cultural celebration on June 1, 2024 at the Shaakichiuwaanaan camp with the participation of the Board and Company executives, site workers, the tallyman's family and other members of the Cree community.

E. Events subsequent to June 30, 2024

- Filing of a base shelf prospectus.
- Renaming of the Corvette Project/Property to the Shaakichiuwaanaan Project demonstrating the Company's commitment to foster mutual understanding, strengthen the collaboration with the local community, as announced on July 31, 2024.
- Announcement of the Consolidated MRE, including both the CV5 and CV13 spodumene pegmatites, of 80.1 Mt at 1.44% Li₂O Indicated and 62.5 Mt at 1.31% Li₂O Inferred on August 5, 2024. Presented by resource location/name, this Mineral Resource includes 78.6 Mt at 1.43% Li₂O Indicated and 43.3 Mt at 1.25% Li₂O Inferred at CV5, and 1.5 Mt at 1.62% Li₂O Indicated and 19.1 Mt at 1.46% Li₂O Inferred at CV13. The cut-off grade is variable depending on



the mining method and pegmatite (0.4%Li₂O open-it, 0.6% Li₂O underground CV5, and 0.8% Li₂O underground CV13). The effective date of the Consolidated MRE is June 27, 2024. Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability.

- Announcement of a maiden Exploration Target for the Shaakichiuwaanaan Project of approximately 146 to 231 Mt at 1.0 to 1.5% Li₂O on August 5, 2024 (the "Exploration Target"). The Exploration Target only considers the CV Lithium Trend and immediately proximal areas and is in addition to (i.e., does not include) the Consolidated MRE.

The potential quantity and grade of the Exploration Target are conceptual in nature. There has been insufficient exploration to define a Mineral Resource and it is uncertain if further exploration will result in the Exploration Target being delineated as a Mineral Resource. The Exploration Target has been determined based on the interpretation of a consolidated dataset of surface rock sample descriptions and assays, outcrop mapping and descriptions, drill hole logs and core sample assays, geophysical surveys, and remote sensing data.

- Announcement of a significant expansion to the recently discovered high-grade Vega Zone at the CV13 spodumene pegmatite through the final drill holes reported from the 2024 winter program.
 - 51.7 m at 1.77% Li₂O, including 9.7 m at 5.16% Li₂O (CV24-525).
 - 35.3 m at 2.40% Li₂O, including 17.4 m at 3.12% Li₂O (CV24-520).
 - 34.8 m at 1.87% Li₂O, including 19.1 m at 3.17% Li₂O (CV24-524).
 - 41.5 m at 2.00% Li₂O, including 10.6 m at 3.50% Li₂O (CV24-510).

5. COMPANY'S OUTLOOK FOR THE FINANCIAL YEAR ENDING MARCH 31, 2025

- Publication of a Preliminary Economic Assessment – Scoping Study ("PEA") to be published in the second quarter ending September 30, 2024.
- Commencement of a Feasibility Study ("FS") for publication before September 30, 2025.
- Publication of our first Sustainable Development Report.
- Completion of the infill drilling program at CV5 supporting the FS.

The Company's outlook for the financial year ending March 31, 2025 constitutes forward-looking statements within the meaning of applicable securities laws, and are based on a number of assumptions, including in relation to prevailing market conditions and macroeconomic and geopolitical factors. As the basis of its financial 2025 outlook, management assumes no disruptions to the Company's operations and its ability to conduct its exploration program. Expectations are also subject to a number of risks and uncertainties as well as material assumptions. For a description of the risk factors and material assumptions related to the Company and its activities, please refer to the section entitled "Risk Factors" of the Company's current AIF, available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.



6. MINERAL RESOURCE ESTIMATE

On August 5, 2024, the Company announced the Consolidated MRE, which includes both the CV5 and CV13 spodumene pegmatites, and is presented in the table below.

The Consolidated MRE, including that of the CV5 Pegmatite on its own, reaffirms it – by a wide margin – as the largest lithium pegmatite Mineral Resource in the Americas and 8th largest globally. These metrics and context firmly reaffirm and entrench the Shaakichiuwaanaan Project as a Tier 1, world class lithium pegmatite asset.

The Consolidated MRE includes only the CV5 and CV13 spodumene pegmatites, and covers a collective mineralized strike length of 6.9 km (4.6 km at CV5 and 2.3 km at CV13), and remains open at both ends along strike and to depth. Therefore, this Mineral Resource does not include any of the other known spodumene pegmatite clusters on the Shaakichiuwaanaan Property – CV4, CV8, CV9, CV10, CV12, and CV14. Collectively, this highlights a considerable potential for resource growth through continued drill exploration at the Shaakichiuwaanaan Property.

Mineral Resource Statement (NI 43-101) for the Shaakichiuwaanaan Mineral Resource (CV5 & CV13 pegmatites)

Pegmatite	Classification	Tonnes	Li ₂ O (%)	Ta ₂ O ₅ (ppm)	Contained Li ₂ O (Mt)	Contained LCE (Mt)
CV5 & CV13	Indicated	80,130,000	1.44	163	1.15	2.85
	Inferred	62,470,000	1.31	147	0.82	2.03

Note:

- Mineral Resources were prepared in accordance with National Instrument 43-101 – *Standards for Disclosure of Mineral Projects* (“NI 43-101”) and the CIM Definition Standards (2014). Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. This estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, sociopolitical, marketing, economic, or other relevant issues.
- The independent Competent Person (CP), as defined under JORC, and Qualified Person (QP), as defined by NI 43-101 for this estimate is Todd McCracken, P.Geo., Director – Mining & Geology – Central Canada, BBA Engineering Ltd. The effective date of the estimate is June 27, 2024 (through drill hole CV24-526).
- Estimation was completed using a combination of ordinary kriging and inverse distance squared (ID2) in Leapfrog Edge software with dynamic anisotropy search ellipse on specific domains.
- Drill hole composites at 1 m in length. Block size is 10 m x 5 m x 5 m with sub-blocking.
- Both underground and open-pit conceptual mining shapes were applied as constraints to demonstrate reasonable prospects for eventual economic extraction. Cut-off grades for open-pit constrained resources are 0.40% Li₂O for both CV5 and CV13, and for underground constrained resources are 0.60% Li₂O for CV5 and 0.80% Li₂O for CV13. Open-pit and underground Mineral Resource constraints are based on a spodumene concentrate price of US\$1,500/tonne (6% basis FOB Bécancour) and an exchange rate of 0.76 USD/CAD.
- Rounding may result in apparent summation differences between tonnes, grade, and contained metal content.
- Tonnage and grade measurements are in metric units.
- Conversion factors used: Li₂O = Li x 2.153; LCE (i.e., Li₂CO₃) = Li₂O x 2.473, Ta₂O₅ = Ta x 1.221.
- Densities for pegmatite blocks (both CV5 & CV13) were estimated using a linear regression function (SG = 0.0688x Li₂O% + 2.625) derived from the specific gravity (“SG”) field measurements and Li₂O grade. Non-pegmatite blocks were assigned a fixed SG based on the field measurement median value of their respective lithology.



7. SHAAKICHIUWAANAAN PROJECT EXPLORATION AND UPDATES (QUARTER ENDED JUNE 30, 2024)

A. Exploration program

The Company continued its exploration program at the Shaakichiuwaanaan Property during the first quarter of fiscal year 2024, focusing on infill drilling at the CV5 Spodumene Pegmatite, step-out drilling at the CV13 Spodumene Pegmatite, and geotechnical and hydrogeological drilling in support of CV5 development. During the quarter ended June 30, 2024, the Company completed a total of 13,957 m (51 holes), with 7,678 m (17 holes) at CV5 and 5,823 m (23 holes) at CV13, and 456 m (11 holes) for geotechnical and hydrogeological purposes proximal to CV5.

a) CV5 Spodumene Pegmatite ("CV5")

The Company successfully completed its 2024 winter drill program, which included infill drilling at CV5 through mid April. The focus of the infill drilling was to support an upgrade in Mineral Resource confidence from the Inferred category to the Indicated category. This included the targeted delineation of a coherent body of Indicated Mineral Resources to support advanced development and pending economic studies at CV5. The Company reported a number of significant drill intercepts at CV5, further demonstrating the consistent high-grade and wide intervals of lithium mineralization:

- 122.5 m at 1.42% Li₂O, including 35.8 m at 2.15% Li₂O (CV24-405).
- 71.4 m at 1.57% Li₂O, including 14.2 m at 3.15% Li₂O (CV24-435).
- 126.3 m at 1.66% Li₂O, including 54.9 m at 2.50% Li₂O (CV24-374).
- 100.8 m at 1.97% Li₂O, including 69.8 m at 2.52% Li₂O (CV24-392).
- 90.2 m at 1.29% Li₂O and 48.5 m at 1.25% Li₂O (CV24-377).
- 94.9 m at 1.10% Li₂O, including 26.1 m at 2.16% Li₂O (CV24-378).
- 70.1 m at 2.44% Li₂O, including 46.9 m at 3.53% Li₂O or 16.1 m at 5.02% Li₂O (CV24-401A).

As of June 30, 2024, CV5 has been traced by drilling to approximately 4.6 km total strike length. CV5 remains open on both ends and at depth.

b) CV13 Spodumene Pegmatite ("CV13")

The Company continued its drill activities at CV13 through mid April, focused on further step-out drilling. The Company reported the discovery of a new high-grade zone at CV13, termed the Vega Zone, which is open in multiple directions. Results include:

- 34.4 m at 2.90% Li₂O, including 21.9 m at 3.58% Li₂O (CV24-470).
- 33.4 m at 2.40% Li₂O, including 11.1 m at 4.33% Li₂O, and 17.6 m at 1.89% Li₂O, including 5.6 m at 3.40% Li₂O (CV24-507).
- 43.2 m at 1.10% Li₂O, including 12.9 m at 3.06% Li₂O (CV24-498).
- 27.1 m at 1.02% Li₂O including 7.6 m at 2.39% Li₂O (CV24-513).

Geological modelling indicates the Vega Zone to be relatively flat-lying to shallow dipping and near-surface (starting at 100 m vertical depth from surface), covering an area of approximately 380 by 220 m (drill hole intercept to drill hole intercept) with an interpreted true thickness of ~8 to 30+ m, hosted within a wider moderately to strongly mineralized pegmatite body. Additionally, from the Vega Zone, the Company announced the highest individual core sample assay reported to date at the Shaakichiuwaanaan Property – 1.7 m at 7.01% Li₂O (CV24-507, Vega Zone).



B. Shaakichiuwaanaan Project development

a) Exploration Camp

Occupation at the Phase I 80-man exploration camp started January 4, 2024. During the quarter, the construction team focused on the enhancements required to operate the exploration camp on a long term basis. As such, the Company completed the design engineering and ordered the main items related to the fuel farm, the wastewater treatment facility, and the potable water facility. The Company expects to have the water treatment plants fully commissioned before December 31, 2024. The Company is currently working on the design engineering for a Phase 2 expansion which could host up to a total of 150 rooms and which could be completed during the financial year ending March 31, 2025.

b) All-season road

The Company substantially completed the all-season road during the quarter. The all-season road extends south for a distance of 20.2 km south from KM270 on the Trans-Taiga Road to the CV5 deposit. This infrastructure will reduce the helicopter costs for drilling that can be ground supported and will enable the infill and geotechnical drilling programs required to support the Feasibility Study for CV5 scheduled to be completed in 2025.

C. ESG

The Company continued to create mutual understanding and strengthen our collaboration with the local community. As a sign of this commitment, the Company decided to change the name of the Corvette Project to the Shaakichiuwaanaan Project, thus sharing the Cree culture with the broader Company's stakeholder community.

During the quarter ended June 30, 2024, more than 30 communication activities were conducted with stakeholders, most of these with the Cree Nation of Chisasibi community members. During the period, the ESG team travelled to the Cree Nation of Chisasibi to share information about the Shaakichiuwaanaan Project and hear comments and concerns from the community members. A community information event was hosted in Chisasibi to present the content of the Preliminary Information Statement for the Shaakichiuwaanaan Project and gather feedback from community members, community leadership, members of the tallyman's family (trapping CH39) and the business community. On June 1, members of the Board and Company executives, site workers, and members of the Cree community shared a special cultural celebration including building a sabbutan (long teepee) and sharing traditional food at the Shaakichiuwaanaan camp. The elders and members of the tallyman's family travelled by helicopter with Patriot team members to offer tobacco at the lake located near CV5. Members of the Board and Company executives stopped by the Chisasibi community to visit and meet with the Deputy Chief.

In line with the Company's vision to integrate the local community into its growth, during the quarter ended June 30, 2024, approximately 26% of the workers at the Shaakichiuwaanaan Project were comprised as members of the local Chisasibi Cree community. The Company observed a reduction of its activities on the Shaakichiuwaanaan Project during the traditional Goose Break from mid-April to mid-May 2024.

The Company continued efforts to characterize the environment in the Shaakichiuwaanaan Project study area throughout the 2024 field season. The baseline studies have been designed to meet the Shaakichiuwaanaan Project guidelines issued by COMEV in April 2024.

A large effort was put forward by both terrestrial and aquatic biologist teams. A significant fishing effort took place to define the fish population and describe fish habitat in the study area. The study also included bathymetry of the major water bodies and fish tissue sampling to determine the overall health of the fish. Hydrology stations were installed and monitored and water quality samples were collected. Terrestrial biologists focused on characterizing vegetation, wetlands, birds and bats.

The Company continues to keep government regulators informed of our environmental studies and planning. Meetings with municipal, provincial and federal regulators took place throughout the quarter.



8. EXPLORATION AND EVALUATION ASSETS

The Company's exploration and evaluation assets for the three-month period ended June 30, 2024, and the year ended March 31, 2024 are as follows:

	Shaakichiu-waanaan Property <i>Quebec, Canada</i>	US Property <i>Idaho, USA</i>	Northwest Territories Property <i>NW Territories, Canada</i>	Other Quebec Properties <i>Quebec, Canada</i>	TOTAL
	\$	\$	\$	\$	\$
Acquisition Costs					
Balance, March 31, 2024	5,871,000	880,000	177,000	3,768,000	10,696,000
Additions	1,833,000	(21,000)	-	-	1,812,000
Balance, June 30, 2024	7,704,000	859,000	177,000	3,768,000	12,508,000
Exploration and Evaluation Costs					
Balance, March 31, 2024	99,255,000	998,000	503,000	475,000	101,231,000
Additions					
Drilling expenditures	4,539,000	-	-	-	4,539,000
Assays, testing and studies	3,409,000	-	-	-	3,409,000
Transportation & accommodation	3,106,000	-	-	-	3,106,000
Geology salaries and expenditures	2,393,000	1,000	-	3,000	2,397,000
Reports, administrative and other	1,449,000	-	-	-	1,449,000
Exploration tax credit	(12,000)	-	-	-	(12,000)
Balance, June 30, 2024	114,139,000	999,000	503,000	478,000	116,119,000
Total, June 30, 2024	121,843,000	1,858,000	680,000	4,246,000	128,627,000

A. Acquisition costs

a) Shaakichiuwaanaan Property

On May 2, 2024, the Company increased its land position at its Shaakichiuwaanaan Property through the acquisition of a 100% interest in a proximal claim block (JBN-57), which is comprised of 39 claims. The Company paid an aggregate \$500,000 in cash and issued 150,000 Common Shares in the capital of the Company for a total acquisition cost of \$1,804,000. The claim block is subject to a 2% NSR royalty. Apart from these acquisition costs, the Company did not incur material expenditures on its other properties as the Company concentrated its exploration efforts on the Shaakichiuwaanaan Property. All other properties' claims are in good standing.



b) Exploration and evaluation costs

a) Shaakichiuwaanaan Property

During the three-month period ended June 30, 2024, the Company invested \$14,896,000 towards exploration and evaluation activities for its Shaakichiuwaanaan Property. The more significant additions during the period were as follows:

- Drilling and geology expenditures of \$4,539,000 and \$2,393,000, respectively, are associated with the completion of the infill program required to support the MRE of the Shaakichiuwaanaan Project. As a result, 13,957 metres of drilling were completed during the quarter ended June 30, 2024 compared to 9,368 metres during the same period the year prior.
- Transportation and accommodation expenditures totalled \$3,106,000, in line with costs for the same period last year despite the fact that 11 rigs were in operation at one point during the quarter compared to 6 rigs last year. The cost savings are attributable to the utilization of the Company's exploration camp for a portion of its crew as opposed to relying solely on the Mirage outfitters camp, as well as CV5 now being road accessible.
- Assays, testing and studies costs totalling \$3,409,000 are essentially composed of assays expenditures of \$766,000, and environmental and engineering studies costs totalling \$1,356,000 and \$1,287,000, respectively. These investments were required for the completion of the Preliminary Information Statement, starting the permitting process, and to progress the various components that feed into the PEA expected to be published in the second quarter ending September 30, 2024.

9. PROPERTY AND EQUIPMENT

	Construction in progress	Asset Retirement Camp	Obligation	Machinery and Equipment and Other	Total
Cost	\$	\$	\$	\$	\$
Balance, March 31, 2024	32,199,000	16,016,000	2,200,000	2,809,000	53,224,000
Additions	15,401,000	-	-	283,000	15,684,000
Balance, June 30, 2024	47,600,000	16,016,000	2,200,000	3,092,000	68,908,000
Accumulated Depreciation					
Balance, March 31, 2024	-	667,000	-	230,000	897,000
Depreciation	-	667,000	184,000	104,000	955,000
Balance, June 30, 2024	-	1,334,000	184,000	334,000	1,852,000
Net book value					
At March 31, 2024	32,199,000	15,349,000	2,200,000	2,579,000	52,327,000
At June 30, 2024	47,600,000	14,682,000	2,016,000	2,758,000	67,056,000

The main investments in Property, Plant and Equipment, during the three-month period ended June 30, 2024, are associated with the construction-in-progress expenditures totalling \$15,401,000.

During the three-month period ended June 30, 2024, the Company substantially completed the 20-km all-season road from KM270 on the Trans-Taiga Road to the CV5 deposit. The investment during the three-month period ended June 30, 2024 was \$9,603,000, which ensures compliance with a Class-4 permit issued by Quebec authorities. As such, the road was constructed to meet specified engineering and construction standards, ensuring sustainability for a minimum of ten years.



The Company also continued investing in the exploration camp during the three-month period ended June 30, 2024 for a total expenditure of \$5,798,000. Most of the investments relate to updating to a 500Kw power station and design engineering and construction costs for wastewater and potable water treatment facilities.

These investments were made with the knowledge that the mineral resource estimate of the CV5 pegmatite is recognized as the largest lithium pegmatite resource in the Americas based on contained lithium carbonate equivalent ("LCE") and one of the largest globally. The decision to invest in the exploration camp was also influenced by the future unavailability of the Mirage outfitter camp to accommodate the workforce at the Shaakichiuwaanaan Property.

10. RESULTS OF OPERATIONS

The following table presents consolidated statements of loss and comprehensive loss for the three-month periods ended June 30, 2024, and 2023:

	Three-month periods ended	
	June 30, 2024	June 30, 2023
	\$	\$
General and Administrative Expenses		
Share-based compensation	1,762,000	802,000
Salaries, benefits and management fees	1,213,000	676,000
Professional fees	687,000	569,000
Office and miscellaneous	584,000	246,000
Travel	497,000	355,000
Investor relations and business development	184,000	285,000
Consulting fees	183,000	163,000
Transfer agent and filing fees	123,000	97,000
Total general and administrative expenses	(5,233,000)	(3,193,000)
Other Income		
Flow-through premium income	1,722,000	4,005,000
Interest income	915,000	525,000
Income (Loss) before income taxes	(2,596,000)	1,337,000
Income taxes		
Deferred income tax expense	(565,000)	(1,523,000)
Net Loss for the period	(3,161,000)	(186,000)
Other comprehensive income		
Foreign currency translation adjustment	-	(2,000)
Comprehensive Loss for the period	(3,161,000)	(188,000)
Loss per share		
Basic and diluted	(0.02)	(0.00)



A. Net Loss

Net loss was \$3,161,000 for the three-month period ended June 30, 2024 compared to a net loss of \$186,000 for the comparative period. The more significant variances between the periods are as follows:

B. General and Administrative Expenses

For the three-month period ended June 30, 2024, general and administrative expenses totalled \$5,233,000, reflecting an increase from \$3,193,000 in the same period last year.

Share-based compensation is a non-cash expenditure. It increased to \$1,762,000 for the three-month period ended June 30, 2024, from \$802,000 for the comparative period. This variation is solely attributable to the equity awards granted to the Board and the Company's executives in support of the further rapid progress of the Company's Shaakichiuwaanaan Project announced via the Company's news release dated January 24, 2024.

For the three-month period ended June 30, 2024, salaries, benefits and management fees totalled \$1,213,000 compared to \$676,000 for the corresponding period. This increase is due to a higher headcount as the Company transitioned from a consultant-based to an in-house management model. It also includes the accruals for annual incentives under the Company's Short-Term Incentive Program for the three-month period ended June 30, 2024 as recommended by an independent remuneration expert.

Other general and administrative expenses have increased slightly due to intensified activities as the Company pursues its growth. This also reflects the higher insurance premium associated with the Company's development stage and the impact of its dual listings.

C. Other Income (Loss)

Upon completing a flow-through financing, the Company recognizes a flow-through premium liability for the difference between the price of the flow-through Common Shares and the fair value of the Company's Common Shares at the time of the equity issuance. The flow-through premium liability is amortized over the periods in which the funds are spent on qualifying Canadian Eligible Exploration Expenditures ("CEE") via the flow-through premium income. The flow-through premium income is non-cash and totalled \$1,722,000 for the three-month period ended June 30, 2024. As the 2024 FT Financing was closed on May 30, 2024 and a previous flow-through financing was closed on March 20, 2023, the Company only incurred CEE during one-third of the current quarter as opposed to throughout the quarter ended June 30, 2023. Consequently, a lower premium income was realized.

Interest income of \$915,000 results from interest earned on cash balances in the Company's operating bank accounts.

D. Income Taxes

The deferred income tax expense for the three-month period ended June 30, 2024 totalling \$565,000 is non-cash. The Company capitalizes CEE in its Financial Statements. However, from a tax perspective, CEE are being renounced in favour of the flow-through investors that participated in past equity financings. As such, the Company will be unable to reduce its future income tax with tax depreciation associated with the CEE. Consequently, the Company recognized a deferred tax liability and a related non-cash deferred tax expense.



II. FINANCIAL POSITION

A. Assets

As at June 30, 2024, the Company had total assets of \$305,676,000, an increase from March 31, 2024 when the Company had total assets of \$247,916,000. The Company's assets consist of the following significant items:

Current assets totalling \$109,993,000 (\$83,662,000 as at March 31, 2024). Current assets consist essentially of cash and cash equivalents of \$101,614,000 (\$73,004,000 as at March 31, 2024), and accounts receivable of \$7,779,000 (\$9,959,000 as at March 31, 2024). Cash and cash equivalents are held in high-interest bank accounts. The increase in cash and cash equivalent from March 2024 to June 2024 is due to the 2024 FT Financing, totalling approximately \$75,000,000 before transaction costs, offset by investments in exploration and evaluation assets and property and equipment. Accounts receivable comprise of sales tax receivable, which is now recovered monthly from the federal and Quebec government tax authorities.

Non-current assets as at June 30, 2024, include exploration and evaluation assets of \$128,627,000 (\$111,927,000 as at March 31, 2024) and property and equipment investments totalling \$67,056,000 (\$52,327,000 as at March 31, 2024). Property and equipment during the three-month period ended June 30, 2024, reflect the Company's investments towards constructing a permanent exploration camp to accommodate its workers and the substantial completion of a 20.2 km all-season road, compliant with a Class-4 permit from Quebec authorities. These investments will significantly decrease the accommodation costs and travel time for personnel and reduce the dependency on helicopters and third-party accommodations. Further information on exploration and evaluation assets and property and equipment is presented in sections 7 and 8 of this MD&A, respectively.

B. Liabilities

As at June 30, 2024, the Company had total liabilities of \$62,477,000 (\$44,701,000 as at March 31, 2024) which consisted of current liabilities of \$48,017,000 (\$30,559,000 as at March 31, 2024) and long-term liabilities of \$14,460,000 (\$14,142,000 as at March 31, 2024).

Current liabilities consist essentially of a flow-through liability of \$31,220,000 (nil as at March 31, 2024) and accounts payable and accrued liabilities of \$16,582,000 associated with the Shaakichiuwaanaan Property (\$30,408,000 as at March 31, 2024). The decrease in accounts payable and accrued liabilities is mainly attributable to the 11 rigs winter program that ended in April 2024. The deferred income tax liability of \$11,909,000 (\$11,710,000 as at March 31, 2024) primarily relates to the permanent difference associated with the capitalization of CEE renounced in favour of flow-through investors.



12. CASH FLOW

As the Company is in the exploration phase, it does not receive or anticipate any cash revenue in the next financial year. The Company's mineral interests do not currently generate cash flow from operations.

The following table summarizes cash flow activities:

	Three-month periods ended	
	June 30, 2024	June 30, 2023
	\$	\$
Cash used in operating activities before working capital	(2,527,000)	(1,853,000)
Changes in non-cash working capital items	1,604,000	(1,091,000)
Cash used in operating activities	(923,000)	(2,944,000)
Cash used in investing activities	(43,422,000)	(20,193,000)
Cash provided by financing activities	72,955,000	1,810,000
Increase (decrease) in cash and cash equivalents	28,610,000	(21,327,000)
Effect of exchange rate on cash	-	(2,000)
Cash and cash equivalents, beginning of period	73,004,000	56,724,000
Cash and cash equivalents, end of period	101,614,000	35,395,000

For the three-month period ended June 30, 2024, the Company's cash and cash equivalents balance increased by \$28,610,000 compared to a decrease of \$21,327,000 for the same period in the prior year.

A. Operating

For the three-month period ended June 30, 2024 cash used in operating activities amounted to \$923,000 compared to \$2,944,000 for the same period in the prior year. The variation results mostly from changes in non-cash working capital. Such changes are primarily related to the timing of commodity tax received in the last quarter compared to the quarter ended June 30, 2023. The increase of \$674,000 in cash used in operating activities before working capital is essentially due to higher general and administrative expenses reflecting the larger team and the more advanced development stage of the Company when compared to prior year, partially offset by interest income.

B. Investing

For the three-month period ended June 30, 2024 the Company's investments amounted to \$43,422,000 compared to \$20,193,000 for the same period in the prior year. Investments in exploration and evaluation assets totalling \$19,902,000 for the three-month period ended June 30, 2024 are associated with the end of the drilling program to support the updated MRE, the drilling completed at CV13 during June 2024 and the expenditures required for the completion of the Preliminary Information Statement, starting the permitting process, and to progress the various components that feed into the PEA. The variation with the same period last year is due to the intensity of the activities for each quarter. Investments towards property and equipment totalling \$23,520,000 for the three-month period ended June 30, 2024 reflect the substantial completion of the all-season road and the enhancement of the exploration camp to support its long-term operation. Further information on exploration and evaluation assets and property and equipment is presented in sections 8 and 9 of this MD&A, respectively.



C. Financing

For the three-month period ended June 30, 2024 cash provided by financing activities amounted \$72,955,000 compared to \$1,810,000 for the same period in the prior year. The variation is mainly due to the \$75,000,000 gross proceeds received in relation to the 2024 FT Financing, net of share issuance costs.

This table sets out, as at June 30, 2024, the particulars of how the Company is and has been using the proceeds, as well as variations, if any, from the Company's anticipated use of proceeds, from the Company's prior financings during the Company's financial year ended March 31, 2024 and the three-month period ended June 30, 2024.

Financings	Anticipated Use of Proceeds Allocated	Allocated Proceeds (\$)	Actual Use of Proceeds (as at June 30, 2024) (\$)	Variation from Anticipated Use of Proceeds	Explanation and Impact
Private placement of flow-through Common Shares for proceeds of approximately \$75,000,000 (May 30, 2024)	Qualifying critical mineral mining expenditures	\$75,000,000	\$0	The Company has not yet spent all of the proceeds of the financing.	N/A
Private placement to Albemarle for proceeds of approximately \$109,000,000 (August 3, 2023)	Shaakichiuwaanaan Project development program	\$87,200,000	\$86,050,000	The Company has not yet spent all of the proceeds of the financing.	N/A
	General corporate purposes	\$21,800,000	\$10,092,000		

As at June 30, 2024, all proceeds from the \$50,000,000 private placement of flow-through Common Shares announced on March 20, 2023 have been spent. All such proceeds were allocated to qualifying critical mineral mining expenditures, as previously disclosed.



13. SUMMARY OF QUARTERLY RESULTS

The following is a summary of the Company's financial results for the eight (8) most recent quarters, derived from the financial statements and prepared in accordance with IFRS Accounting Standards:

Three-month periods ended	June 30 2024	Mar 31 2024	Dec 31 2023	Sept 30 2023	June 30 2023	March 31 2023	Dec 31 2022	Sept 30 2022
Operating Results								
Net Income (Loss)	(3,161,000)	716,000	2,361,000	(285,000)	(186,000)	(1,661,000)	815,000	(5,405,000)
Basic & Diluted Earnings (Loss) per share	(0.02)	0.01	0.02	(0.00)	(0.00)	(0.02)	0.01	(0.06)
Financial Position								
Working Capital	61,976,000	53,103,000	90,084,000	103,116,000	12,073,000	53,103,000	8,989,000	1,532,000
Exploration and Evaluation assets	128,627,000	111,927,000	85,937,000	67,998,000	55,603,000	46,268,000	33,052,565	27,854,380
Property and Equipment	67,056,000	52,327,000	32,687,000	13,871,000	9,343,000	588,000	-	-
Shares issued and outstanding	141,146,586	135,646,627	131,669,961	111,427,656	103,918,623	99,357,207	92,790,239	89,730,547

Variations over the last eight (8) quarters are primarily due to the following factors:

- Increase in corporate activities and personnel costs to support the Company's growth.
- Timing and vesting of stock options grants and under the previous Omnibus Plan.
- Timing of flow-through financings, the period the funds are spent on qualifying expenditures and the deferred income tax liability arising from the financing.
- Investments in exploration evaluation assets and property and equipment to support the development of the Shaakichiuwaanaan Project.

14. LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2024, the Company had a cash and cash equivalent balance of \$101,614,000 (\$73,004,000 as of March 31, 2024) and a working capital of \$93,196,000, excluding the FT premium liability (\$53,103,000 as of March 31, 2024). As at June 30, 2024, the FT premium liability amounted to \$31,220,000 (nil as at March 31, 2024).

During the three-month period ended June 30, 2024, the Company's main source of funds has been through equity issuances with proceeds amounting of \$75,000,000 from the 2024 FT Financing. During the three-month period ended June 30, 2023, the Company received \$1,810,000 in proceeds related to the exercise of warrants and stock options.

Currently, the Company's operations do not generate cash in-flows, and its financial success depends on management's ability to discover and bring to a production stage an economically viable mineral deposit. The mineral exploration process can take many years and is subject to factors beyond the Company's control. To finance the Company's exploration programs, detailed engineering, and environmental assessment and to cover administrative and overhead expenses, the Company raises money through equity issuances.



Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and calibre of its management. Actual funding requirements may vary from those planned due to several factors, including the progress of exploration and development activities.

Management believes it will be able to raise capital as required in the long term but recognizes risks may be involved beyond its control. If the Company cannot raise sufficient financing, it may need to scale back its intended operational programs and other expenses. Other than as discussed herein, the Company is unaware of any trends, demands, commitments, events or uncertainties that may result in its liquidity materially increasing or decreasing at present or in the foreseeable future, other than general market conditions, which are uncertain for exploration companies. Material increases or decreases in the Company's liquidity will be substantially determined by the success or failure of its exploration and development programs and its continued ability to raise capital.

The Company believes it has sufficient working capital to meet its exploration and administrative overhead expenses and maintain its planned activities for the next 12 months. The ability of the Company to raise capital will depend on market conditions, and it may not be possible for the Company to issue Common Shares or other securities on acceptable terms or at all. For more information on the financial risks facing the Company and their potential impact, please refer to the "Risks and Uncertainties" section of this MD&A.

15. OUTSTANDING SHARE DATA

As at	June 30, 2024	August 12, 2024
Issued and outstanding Common Shares	141,146,586	141,146,586
Share purchase warrants outstanding	4,991,530	4,991,530
Stock options outstanding	5,943,016	5,943,016
Preferred share units	54,641	54,641
Restricted share units	54,641	54,641
Deferred share units	20,085	20,085



16. RELATED PARTY TRANSACTIONS

The Company's related parties include its subsidiaries and key management personnel. Key management personnel are considered to be those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly. Key management personnel refers to directors and senior officers of the Company, including the president, the Chief Executive Officer, the Chief Financial Officer and the VP Exploration.

In the three-month periods ended June 30, 2024, and 2023, key management personnel of the Company received the following:

	Three month periods ended	
	June 30, 2024	June 30, 2023
	\$	\$
Salaries, benefits and management fees	615,000	438,000
Salaries, benefits, management and consulting fees included in Exploration and Evaluation assets	150,000	275,000
Share-based compensation	1,593,000	525,000
Total key management compensation	2,358,000	1,238,000

All transactions with related parties were made in the normal course of business. Share-based compensation expense was calculated using the Black-Scholes option-pricing model. Additional information on this valuation model can be found in Note 3 to the Company's audited consolidated financial statements for the year ended March 31, 2024, and 2023, available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

17. COMMITMENTS

The Company has an agreement with a supplier for lodging personnel, consultants and contractors working at its Shaakichiuwaanaan Property. The agreement includes a \$1,115,000 commitment as at June 30, 2024 (March 31, 2024 - \$2,700,000), which has a maturity of less than a year.

18. SEGMENTED INFORMATION

The Company operates in one business segment, the exploration and development of mineral properties. Geographical split of exploration and evaluation assets is as follows:

	Canada	US	Total
Balance, as at June 30, 2024			
Exploration and Evaluation assets	\$126,769,000	\$1,858,000	\$128,627,000
Balance, as at March 31, 2024			
Exploration and Evaluation assets	\$110,049,000	\$1,878,000	\$111,927,000

All of the Company's property and equipment is located in Canada.



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

Estimates and assumptions are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The determination of estimates requires the exercise of judgment based on various assumptions and other factors such as historical experience and current and expected economic conditions. Actual results could differ from those estimates.

Critical accounting estimates and assumptions as well as critical judgments in applying the Company's accounting policies are detailed in Note 5 of the Company's audited consolidated financial statements for the year-ended March 31, 2024, and 2023, which are available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

Certain new accounting standards and interpretations have been published that are not mandatory for the current period and have not been early adopted. These standards are not expected to have a material impact on the Company in the current or future reporting periods. There were no significant changes in the Company's accounting policies during the three-month period ended June 30, 2024.

20. OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any material off-balance sheet arrangements.

21. PROPOSED TRANSACTIONS

The Company has no proposed transactions.

22. CAPITAL DISCLOSURE

The Company considers its capital structure to include net residual equity of all assets, less liabilities. The Company's objectives when managing capital are to: (i) maintain financial flexibility in order to preserve its ability to meet financial obligations and continue as a going concern; (ii) maintain a capital structure that allows the Company to finance its growth using internally-generated cash flow and debt capacity; and (iii) optimize the use of its capital to provide an appropriate investment return to its shareholders commensurate with risk.

The Company's financial strategy is formulated and adapted according to market conditions in order to maintain a flexible capital structure that is consistent with its objectives and the risk characteristics of its underlying assets. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of its underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, acquire or dispose of assets, or adjust, the amount of cash and cash equivalents and receivables.

23. FINANCIAL INSTRUMENTS

The nature and extent of risks arising from the Company's financial instruments are summarized in Note 13 of the Company's audited consolidated financial statements for the year-ended March 31, 2024, and 2023, which are available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.



24. RISKS AND UNCERTAINTIES

As an exploration company, the Company faces the financial and operational risks inherent to its business that may have a material adverse effect on its financial condition, results of operations or the trading price of the Company's shares. The reader should carefully consider these risks as well as the information disclosed herein.

For a comprehensive discussion and description of the risk factors related to the Company and its activities, please refer to the section entitled "Risk Factors" of the Company's current AIF, available on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au. This section is incorporated by reference into this MD&A. Please note that the Company's view of risks is not static, and readers are cautioned that there can be no assurance that all risks to the Company, at any point in time, can be accurately identified, assessed as to significance or impact, managed or effectively controlled or mitigated. There can be additional new or elevated risks to the Company that are not described therein.

25. NATURE OF SECURITIES

The purchase of the Company's securities involves a high degree of risk and should be undertaken only by investors whose financial resources are sufficient to enable them to assume such risks. The Company's securities should not be purchased by persons who cannot afford the possibility of the loss of their entire investment. Furthermore, shareholders are encouraged to seek the advice of an appropriately qualified financial adviser before making any investment decisions regarding the Company's securities.

26. INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's President, CEO and Managing Director ("CEO") and Chief Financial Officer ("CFO") are responsible for establishing and maintaining the Company's disclosure controls and procedures as well as its internal control over financial reporting, as those terms are defined in National Instrument 52-109 - *Certification of Disclosure in Issuers' Annual and Interim Filings*.

The CEO and the CFO have designed disclosure controls and procedures, or caused them to be designed under their supervision, to provide reasonable assurance that:

- material information relating to the Company is made known to them by others, particularly during the period in which the interim filings are being prepared; and
- information required to be disclosed by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in securities legislation.

The CEO and CFO have also designed internal control over financial reporting, or caused it to be designed under their supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standard.

There have been no changes in the Company's internal control over financial reporting that occurred during the period beginning on April 1, 2024 and ended on June 30, 2024 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.



27. ADDITIONAL INFORMATION

Additional information about the Company, including its current AIF, can be found on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

28. QUALIFIED PERSON

The information in this MD&A that relates to the Mineral Resource Estimate, Exploration Target, and exploration results for the Shaakichiuwaanaan Property is based on, and fairly represents, information compiled by Darren L. Smith, M.Sc., P.Geo., who is a Qualified Person as defined by NI 43-101, and member in good standing with the Ordre des Géologues du Québec (Geologist Permit number 01968), and with the Association of Professional Engineers and Geoscientists of Alberta (member number 87868). Mr. Smith has reviewed and approved all technical information in this MD&A.

Mr. Smith is the Vice President of Exploration for the Company. Mr. Smith holds Common Shares, stock options, performance share units and restricted share units in the Company.

Mr. Smith has sufficient experience, which is relevant to the style of mineralization, type of deposit under consideration, and to the activities being undertaken to qualify as a Competent Person as described by the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code). Mr. Smith consents to the inclusion in this MD&A of the matters based on his information in the form and context in which it appears.

The information in this MD&A that relates to the Consolidated MRE for the Shaakichiuwaanaan Project, which was first reported by the Company in a market announcement titled "Significant Mineral Resource Upgrade at Shaakichiuwaanaan Lithium Project to Underpin Impending PEA" dated August 5, 2024 (Vancouver time) is available on the Company's website at www.patriotbatterymetals.com, on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

The information in this MD&A that relates to the Exploration Target for the Shaakichiuwaanaan Project, which was first reported by the Company in a market announcement titled "Exploration Target for the Shaakichiuwaanaan Lithium Project Outlines District Scale Opportunity, Quebec, Canada" dated August 5, 2024 (Vancouver time) is available on the Company's website at www.patriotbatterymetals.com, on SEDAR+ at www.sedarplus.ca and on the ASX website at www.asx.com.au.

29. APPROVAL

The content of this MD&A has been approved by the Board of Directors and the Audit and Risk Committee of the Company.

"Ken Brinsden"

Ken Brinsden
President, CEO and Managing Director

August 13, 2024