SILVER PREDATOR CORP.

(An Exploration Stage Enterprise)

Management's Discussion & Analysis

For the Three and Six Months Ended June 30, 2024 and 2023

(Expressed in Canadian Dollars)

Set out below is a review of the activities, results of operations, and financial condition of Silver Predator Corp. ("SPD") and its subsidiary for the three and six months ended June 30, 2024. The discussion below should be read in conjunction with SPD's June 30, 2024 unaudited interim condensed consolidated financial statements and related notes, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS"); and with the December 31, 2023 audited consolidated financial statements and related notes, which were prepared in accordance with IFRS. All dollar figures included in the following Management's Discussion and Analysis are in Canadian dollars unless otherwise indicated. This Management's Discussion and Analysis is prepared as of July 26, 2024.

SPD is a reporting issuer in the Provinces of British Columbia, Alberta, and Ontario in Canada and is listed on the TSX Venture Exchange under the trading symbol SPD.

Additional information related to SPD, including its Annual Information Form, is available on the System for Electronic Document Analysis and Retrieval Plus ("SEDAR +") at www.sedarplus.ca. SPD's website is www.silverpredator.com.

BACKGROUND AND CORE BUSINESS

SPD was incorporated under the laws of the Province of British Columbia on May 16, 2006.

SPD owns and controls the Copper King copper-silver project ("Copper King") in the world class Coeur d'Alene Silver District of northern Idaho, U.S. and other early-stage exploration properties in the U.S. The Copper King project is targeting strata-bound and/or vein style copper-silver deposits similar to those found in the area.

As of June 30, 2024, SPD is 51.82% owned by Till Capital Corporation ("Till Capital"), a publicly held company listed on the TSX Venture exchange.

CORPORATE DEVELOPMENTS, SIGNIFICANT TRANSACTIONS, AND FACTORS AFFECTING RESULTS OF OPERATIONS

Drilling program at Copper King

Preliminary work for drilling the Copper King project in Silver Valley of Northern Idaho, U.S. is progressing and the track mounted core drilling rig is scheduled to be on site soon. Construction of the road to the site and the drilling pad is expected to be complete by the end of July 2024. At least two drill pads are being prepared and SPD plans to drill at least one hole of up to 3,000 feet depth in 2024. Concurrent with the road construction and drilling program, SPD geologists will continue mapping the project.

Extension of warrant expiration date

On May 14, 2024, SPD announced it had extended the expiry date of certain share purchase warrants of SPD (the "Warrants") issued in a private placement which closed on June 22, 2022 (the "Placement"). In the Placement, SPD issued 4,665,636 Warrants, each entitling the holder to acquire one common share of SPD at a price of $0.165 per share until June 22, 2024. SPD extended the expiration date of those Warrants to December 31, 2025. The exercise price and other terms of the Warrants remain unchanged. None of the Warrants are held by insiders of SPD.

Sale of the Taylor property

In November 2022, SPD's wholly-owned subsidiary Silver Predator US Holding Corp. ("SPUS) and White Pine Precious Metals Inc. ("WPPM"), a privately held Ontario-based company, signed a Definitive Purchase Agreement (the "Purchase Agreement") for WPPM to acquire the Taylor property. The closing occurred on January 27, 2023. Pursuant to IFRS 5, *Non-current Assets Held for Sale and Discontinued Operations*, the Taylor assets were classified as held for sale at December 31, 2022.

On January 27, 2023, Taylor's assets were transferred to WPPM and SPUS received $1,149,625 (US$850,000) in cash, a promissory note for $1,184,138 (US$875,000) due July 27, 2024 with annual interest of 2.88% compounding quarterly, and 631,034 common shares of WPPM representing 5% of the issued and outstanding common shares of WPPM on a basic, non-diluted basis. As per the Purchase Agreement, SPUS has continued to receive additional shares to meet the 5% ownership requirement until WPPM reaches an equity capitalization of US$5 million. During 2023, SPUS received 1,867,113 additional shares of WPPM to maintain ownership of 5% of the issued and outstanding shares of WPPM. As at December 31, 2023, WPPM's equity capitalization had reached US$5 million and therefore, SPUS will receive no further shares as part of the Purchase Agreement. A gain of $285,272 from the sale of Taylor was recorded in the year ended December 31, 2023.

On December 29, 2023, the promissory note was amended and restated. The unpaid principal balance and all accrued interest on the principal balance of the amended and restated promissory note will be due and payable on or before July 27, 2025. Interest will be accrued at an annual rate of 2.88% compounding quarterly through July 27, 2024. A principal payment of

US$400,000 will be due and payable on July 27, 2024. From July 28, 2024 to July 27, 2025, interest on the remaining balance will be accrued at a rate of 12% per annum and paid in cash monthly. A principal payment of US$256,744 will be due and payable on January 27, 2025 and the remaining principal balance will be due and payable on July 27, 2025. The amendment was assessed to be a modification under IFRS 9, *Financial Instruments* with a loss on modification of $27,984 recorded for the year ended December 31, 2023.

OUTLOOK

With the funds received from the sale of the Taylor property, management initiated a drilling program on Copper King. Preliminary work for drilling is progressing and the track mounted core drilling rig is scheduled to be on site soon. Construction of the road to the site and the drilling pad is expected to be complete by the end of July 2024. At least two drill pads are being prepared and SPD plans to drill at least one hole of up to 3,000 feet depth in 2024. Concurrent with the road construction and drilling program, SPD geologists will continue mapping the project.

FINANCIAL HIGHLIGHTS

	2024		2023				2022	
	Apr - Jun 2024	Jan - Mar 2024	Oct - Dec 2023	Jul - Sep 2023 *	Apr - Jun 2023 *	Jan - Mar 2023 *	Oct - Dec 2022	Jul - Sept 2022
Net loss from operating activities	$ (42,164)	$ (72,849)	$ (72,309)	$ (37,406)	$ (46,829)	$ (80,183)	$ (106,511)	$ (77,707)
Reversal of mineral property impairment	—	—	—	—	—	—	1,980,607	—
Gain on sale of asset	—	—	29,435	61,571	96,861	97,405	—	—
Foreign exchange gain (loss)	(101)	251	(365)	217	(403)	(1,786)	(686)	528
Interest and other income (expense)	66,523	66,856	28,227	58,259	44,827	31,221	(1)	(38)
Net income (loss) before income tax	$ 24,258	$ (5,742)	$ (15,012)	$ 82,641	$ 94,456	$ 46,657	$1,873,409	$ (77,217)
Income tax	—	—	—	(40)	(57)	—	—	—
Net income (loss) after income tax	$ 24,258	$ (5,742)	$ (15,012)	$ 82,601	$ 94,399	$ 46,657	$1,873,409	$ (77,217)
Foreign currency translation adjustment	38,519	96,701	(87,320)	80,233	(83,952)	(2,245)	59,504	103,598
Gain (loss) on investments	8,747	513,684	5,833	1,667	(833)	(1,667)	(833)	(834)
Comprehensive income (loss)	$ 71,524	$ 604,643	$ (96,499)	$ 164,501	$ 9,614	$ 42,745	$1,932,080	$ 25,547
Basic and diluted net income (loss) per share	$ 0.00	$ (0.00)	$ (0.00)	$ 0.00	$ 0.00	$ 0.00	$ 0.05	$ (0.00)
Total assets	$4,570,122	$4,556,652	$3,925,127	$3,987,809	$3,825,065	$3,839,526	$3,780,804	$1,808,172
Total non-current financial liabilities	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —

* Amounts above have been restated to report the appropriate accounting treatment for the WPPM promissory note. The amendment in accounting treatment was identified as part of compiling the 2023 annual consolidated financial statements.

Higher operating loss in the first quarter of 2024, the first and fourth quarters of 2023, and the fourth quarter of 2022 is primarily due to audit fees, stock-based compensation, and costs associated with private placement.

The reversal of mineral property impairment in the fourth quarter of 2022 was due to the January 2023 sale of the Taylor property and the cash, shares, and promissory note to be received at the closing date. The reversal is a partial recovery of a write-down to the carrying value of Taylor recorded in 2015 of more than $4,000,000.

Gain on sale of asset in 2023 was due to the sale of the Taylor property.

Interest and other income since the first quarter of 2023 consists primarily of interest on the promissory note from WPPM from the sale of the Taylor property and interest earned on cash and cash equivalents.

Higher gain on investments in other comprehensive income (loss) in the first quarter of 2024 was primarily a result of the increase in the value of shares in WPPM from US$0.10 per share to US$0.25 per share.

Results of operations for the three months ended June 30, 2024

The net income for the three months ended June 30, 2024 was $24,258 (three months ended June 30, 2023 - $94,399). Significant items contributing to the decrease in net income of $70,141 are as follows:

- No gain on sale of asset in the three months ended June 30, 2024 (three months ended June 30, 2023 - $96,861 from the sale of the Taylor property in 2023).

- Interest and other income for the three months ended June 30, 2024 increased $21,696 to $66,523 (three months ended June 30, 2023 - $44,827) due primarily to higher interest income from the promissory note receivable from the sale of the Taylor property as a result of the amendment of the terms on December 29, 2023.

Results of operations for the six months ended June 30, 2024

The net income for the six months ended June 30, 2024 was $18,516 (six months ended June 30, 2023 - $141,056) Significant items contributing to the decrease in net income of $122,540 are as follows:

- No gain on sale of asset in the six months ended June 30, 2024 (six months ended June 30, 2023 - $194,266 from the sale of the Taylor property in 2023).

- Interest and other income for the six months ended June 30, 2024 increased $57,331 to $133,379 (six months ended June 30, 2023 - $76,048) due primarily to higher interest income from the promissory note receivable from the sale of the Taylor property as a result of the amendment of the terms on December 29, 2023.

Cash flows for the six months ended June 30, 2024

The cash balance at June 30, 2024 was $820,635 (June 30, 2023 - $1,055,952).

Cash outflows from operating activities decreased by $72,086 to $85,933 (six months ended June 30, 2023 – $158,019) due primarily to lower operating expenditures and higher interest earned on cash and cash equivalents.

Cash inflows from investing activities decreased $1,129,930 to outflows of $67,930 (six months ended June 30, 2023 - inflows of $1,062,000) due to no proceeds from sale of asset (six months ended June 30, 2023 - $1,149,625 from the sale of the Taylor property) and higher exploration costs capitalized, partially offset by no reclamation bond purchase (six months ended June 30, 2023 - $87,558 associated with the Copper King property).

Financial position

Cash decreased $153,365 to $820,635 as of June 30, 2024 (December 31, 2023 - $974,000) due primarily to cash outflows from general operating expenses and exploration costs capitalized at the Copper King project.

Investments increased $537,732 to $898,137 as of June 30, 2024 (December 31, 2023 - $360,405) due primarily to the increase in the value of shares in WPPM from US$0.10 per share to $US0.25 per share.

Promissory note receivable increased $154,098 to $1,233,007 as of June 30, 2024 (December 31, 2023 - $1,078,909) due primarily to the accretion of the promissory note.

Mineral properties increased $117,292 to $1,518,988 as of June 30, 2024 (December 31, 2023 - $1,401,696) due to the exploration costs capitalized of $67,930 at the Copper King project and foreign currency translation adjustment of $49,362.

LIQUIDITY AND CAPITAL RESOURCES

The unaudited interim condensed consolidated statements of financial position have been prepared assuming SPD will continue on a going concern basis, will be able to continue in operation for the foreseeable future, and will be able to realize its assets and discharge its liabilities and commitments in the normal course of operations. For the six months ended June 30, 2024, SPD reported net cash outflow from operating activities of $85,933 and, as of that date, had a net working capital balance of $1,680,380 and an accumulated deficit of $35,289,251.

OUTSTANDING SHARE DATA

At the date of this report, SPD has 35,390,745 issued and outstanding common shares, 2,450,000 stock options outstanding with an exercise price of $0.12, and 4,665,636 share purchase warrants outstanding with an exercise price of $0.165 per warrant.

RELATED PARTY TRANSACTIONS

During the three and six months ended June 30, 2024, SPD incurred expenses of $6,842 (US$5,000) and $10,869 (US$8,000), respectively, (three and six months ended June 30, 2023 - $4,028 (US$3,000) and $8,086 (US$6,000), respectively) to its Chief Executive Officer as compensation for services received.

Amounts paid to related parties were incurred in the normal course of business.

SPD is party to service agreements with a subsidiary of Till Capital whereby SPD receives accounting and corporate communications services on a cost-plus recovery basis. During the three and six months ended June 30, 2024, SPD was charged $20,529 (US$15,000) and $40,758 (US$30,000), respectively, (three and six months ended June 30, 2023 - $20,142 (US$15,000) and $39,720 (US$30,000), respectively) for those services.

At June 30, 2024, the amounts due to related parties included in trade payables was $nil (June 30, 2023 - $72).

OFF BALANCE SHEET ARRANGEMENTS

At June 30, 2024, SPD had no off-balance sheet arrangements or any obligations that trigger material financing, liquidity, market, or credit risk to SPD.

ACCOUNTING POLICY JUDGMENTS AND ESTIMATION UNCERTAINTY

The preparation of consolidated financial statements in accordance with IFRS requires management to exercise judgment in applying SPD's accounting policies. That judgment is based on management's best knowledge of the relevant facts and circumstances taking into account previous experience; however, actual results may differ from the amounts included in the accompanying unaudited interim condensed consolidated financial statements.

The areas of judgment that have the most significant effect on the amounts reported in the accompanying unaudited interim condensed consolidated financial statements are:

Impairment indicator assessment of mineral properties

SPD follows the guidance of IFRS 6, *Exploration for and Evaluation of Mineral Resources*, to determine when a mineral property asset is impaired. That determination requires significant judgment. The impairment indicators considered by management include: (i) the period during which SPD or its subsidiary has the right to explore in the area has expired during the year or will expire in the near future; (ii) substantive expenditure on further exploration for and evaluation of mineral resources in a specific area is neither budgeted nor planned; (iii) a decision to discontinue exploration and evaluation in an area; and (iv) sufficient data exists to indicate that the carrying value of mineral properties will not be fully recovered from future development and production. No impairment indicators existed at June 30, 2024 for any of SPD's properties.

Valuation of investments

Investments that cannot be measured or can only be partially measured using observable market inputs are classified as Level 3 investments. The measurement of such investments draws principally on valuation models and methods. That valuation requires judgements. At June 30, 2024, SPD valued its Level 3 investment of WPPM shares based on the share price of WPPM's most recent equity financing completed on an arm's-length basis.

Valuation of promissory note receivable

Promissory note receivable is initially recognized at fair value and subsequently recognized at amortized cost. The most significant assumption in the determination of the initial fair value is the discount rate. SPD determined the discount rate based on market interest rates and the credit risk of the counterparty.

FINANCIAL RISK MANAGEMENT

Foreign exchange risk

A portion of SPD's financial assets and liabilities are denominated in US dollars. SPD may raise funds in either US or Canadian dollars while major purchases and expenditures are usually transacted in US dollars. SPD also funds certain operations and exploration and administrative expenses in US dollars. SPD monitors this exposure to foreign exchange risk, but has no foreign currency hedge positions. At June 30, 2024, a 5% change in the value to the US dollar as compared to the Canadian dollar would result in a change of approximately $25,000 in shareholders' equity and less than $1,000 in net income.

Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. SPD is exposed to credit risk from cash deposits and reclamation bonds with financial institutions and regulatory agency, promissory note receivable, and other receivables. Cash is held in bank and brokerage accounts, for which management believes the risk of loss to be minimal. Reclamation bonds consist of term deposits and guaranteed investment certificates that are invested with reputable financial institutions, and a performance bond purchased from a regulatory agency, for which management believes the risk of loss to be minimal. Promissory note receivable is due July 25, 2025 from WPPM as part of the sale of the Taylor property, SPD monitors the credit risk of the promissory note closely. SPD's maximum balance sheet exposure to credit risk at June 30, 2024 is the carrying value of its cash, note receivable, other receivables, and reclamation bonds.

Interest rate risk

Interest rate risk mainly arises from SPD's cash which receive interest based on market interest rates. Fluctuations in interest cash flows due to changes in market interest rates are negligible.

At June 30, 2024, SPD had no significant borrowings.

Liquidity risk

Liquidity risk is the risk that SPD will not be able to meet its current obligations as they become due. SPD prepares annual exploration and administrative budgets and monitors expenditures to manage short-term liquidity. Due to the nature of SPD's activities, funding for long-term liquidity needs is dependent on SPD's ability to obtain additional financing through various means, including equity financing. There can be no assurance that SPD will be able to obtain adequate financing or that the terms of such financing will be favourable. At June 30, 2024, SPD had a net working capital (current assets less current liabilities) balance of $1,680,380. For the six months ended June 30, 2024, SPD's cash outflow from operating activities was $85,933.

RISKS AND UNCERTAINTIES

Prior to making an investment decision, investors should consider the investment risks set forth below and those described elsewhere in this document, which are in addition to the usual risks associated with an investment in a business at an exploration stage of development. The Directors of SPD consider the risks set forth below to be the most significant to potential investors of SPD, but not all of the risks associated with an investment in securities of SPD. If any of those risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Directors are currently unaware, or which they consider not to be material in relation to SPD's business, actually occur, SPD's assets, liabilities, financial condition, results of operations (including future results of operations), business, and business prospects are likely to be materially and adversely affected. In such circumstances, the price of SPD's securities could decline and investors may lose all or part of their investment.

Sale of assets and availability of financing

There is no assurance that the sale of assets or future financing initiatives will be successful. There is no assurance that additional funding will be available to SPD for additional exploration or for the substantial capital that is typically required to bring a mineral project to the production decision or to place a property into commercial production. There can be no assurance that SPD will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of its properties.

Property title matters

While SPD has performed due diligence with respect to the title of its properties, that should not be construed as a guarantee of title. SPD's properties may be subject to prior unregistered agreements of transfer or other adverse land claims, and title may be affected by undetected defects.

Management

SPD is dependent on a small number of key personnel and management services provided by Till Capital pursuant to a services agreement. The loss of any key personnel, including contractors, or management services, could have an adverse effect on SPD.

Economics of developing mineral properties

Mineral exploration and development involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. With respect to SPD's properties, should any mineral resource exist, substantial expenditures will be required to confirm that mineral reserves exist that are sufficient to commercially mine, and to obtain the required environmental and other approvals and permits required to commence commercial operations. Should any resource be

confirmed on such properties, there can be no assurance that the mineral resources on such properties can be commercially mined or that the metallurgical processing will produce economically viable and merchantable products. The decision as to whether a property contains a commercial mineral deposit and should be brought into production will depend on the results of exploration programs and/or feasibility studies, and the recommendations of duly qualified engineers and/or geologists, all of which involve significant expense. Any such decision will involve consideration and evaluation of several significant factors including, but not limited to: (i) costs of bringing a property into production, including exploration and development work, preparation of production feasibility studies, and construction of production facilities; (ii) availability and costs of financing; (iii) ongoing costs of production; (iv) market prices for the minerals to be produced; (v) environmental compliance regulations and restraints (including potential environmental liabilities associated with historical exploration activities); and (vi) political climate and/or governmental regulation and control, including availability of permits, waivers, etc.

The ability of SPD to sell and profit from the sale of any eventual mineral production from any of its properties is subject to the prevailing conditions in the global minerals marketplace at the time of sale. The global minerals marketplace is subject to global economic activity and changing attitudes of consumers and other end-users' demand for mineral products. Many of those factors are beyond the control of SPD and therefore represent a market risk that could impact the long-term viability of SPD and its operations.

Stage of development

SPD's properties are in the exploration stage and SPD does not have an operating history. Exploration and development of mineral resources involves a high degree of risk and few properties that are explored are ultimately developed into producing properties. The amounts attributed to SPD's interest in its properties, as reflected in its accompanying unaudited interim condensed consolidated financial statements, represent acquisition and exploration expenses and should not be taken to represent realizable value. There is no assurance that SPD's exploration and development activities will result in any discoveries of commercial bodies of ore. The long-term profitability of SPD's operations will, in part, be directly related to the cost and success of its exploration programs, which may be affected by a number of factors such as unusual or unexpected geological formations, and other conditions.

Profitability of operations

SPD does not have a history of operating profitably and it should be anticipated that it will operate at a loss at least until such time as production is achieved from one of SPD's properties, if production is, in fact, ever achieved. Investors also cannot expect to receive any dividends on their investment in the foreseeable future.

Mineral industries competition is significant

International mineral industries are highly competitive. SPD will be competing against competitors that may be larger and better capitalized, have state or other government support, have access to more efficient technology, and have access to reserve minerals that are cheaper to extract and process. As such, no assurance can be given that SPD will be able to compete successfully with its industry competitors.

Fluctuations in metal prices

SPD's future revenues, if any, are expected to be in large part derived from the future mining and sale of metals or interests related thereto. The prices of those commodities have fluctuated widely, particularly in recent years, and are affected by numerous factors beyond SPD's control, including, among others, international economic and political conditions, expectations of inflation, international currency exchange rates, interest rates, global or regional consumption patterns, speculative activities, levels of supply and demand, increased production due to new mine developments and improved mining and production methods, availability and costs of metal substitutes, metal stock levels maintained by producers and others, and inventory carrying costs. The effect of those factors on the prices of metals, and therefore the economic viability of SPD's operations, cannot be accurately predicted. Depending on the price obtained for any minerals produced, SPD may determine that it is impractical to commence or continue commercial production.

SPD's operations are subject to operational risks and hazards inherent in the mining industry

SPD's business is subject to a number of inherent risks and hazards, including environmental pollution, and industrial and transportation accidents that may involve hazardous materials, labor disputes, power disruptions, catastrophic accidents, failure of plant and equipment to function correctly, the inability to obtain suitable or adequate equipment, fires, blockades or other acts of social activism, changes in the regulatory environment, impact of non-compliance with laws and regulations, natural phenomena, such as inclement weather conditions, underground floods, earthquakes, pit wall failures, ground movements, tailings, pipeline and dam failures and cave-ins, encountering unusual or unexpected geological conditions, and technical failure of mining methods.

There is no assurance that the foregoing risks and hazards will not result in damage to, or destruction of, SPD's mineral properties, personal injury or death, environmental damage, delays in SPD's exploration or development activities, costs,

monetary losses, potential legal liability, and adverse governmental action, all of which could have a material and adverse effect on SPD's future cash flows, earnings, results of operations, and financial condition.

Government regulation

SPD's mineral exploration and planned development activities are subject to various laws governing prospecting, mining, development, production, taxes, labor standards and occupational health, mine safety, toxic substances, land use, water use, land claims of local people, and other matters. Although SPD believes its exploration and development 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 that could limit or curtail production or development.

Many of the mineral rights and interests of SPD are subject to government approvals, licenses, and permits. Such approvals, licenses, and permits are, as a practical matter, subject to the discretion of applicable governments or governmental officials. No assurance can be given that SPD will be successful in obtaining, or maintaining, any or all of the various approvals, licenses, and permits in full force and effect without modification or revocation. To the extent such approvals are required and not obtained, SPD may be curtailed or prohibited from continuing or proceeding with planned exploration or development of mineral properties. Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or other remedial actions. Parties engaged in mining operations or in the exploration or development of mineral properties may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations.

Amendments to current laws and regulation governing operations, or more stringent implementation thereof, could have a substantial impact on SPD and cause increases in exploration expenses, capital expenditures or production costs, or reduction in levels of production at producing properties or require abandonment or delays in development of new mining properties.

Future sales of common shares by existing shareholders

Sales of a large number of common shares in the public markets, or the potential for such sales, could decrease the trading price of the common shares and could impair SPD's ability to raise capital through future sales of common shares.

SPD could be deemed a Passive Foreign Investment Company, which could have negative consequences for U.S. investors

Depending upon the composition of SPD's gross income or its assets, SPD could be classified as a Passive Foreign Investment Company ("PFIC") under the United States tax code. If SPD is declared a PFIC, then owners of the common shares who are U.S. taxpayers generally will be required to treat any "excess distribution" received on their common shares, or any gain realized upon a disposition of common shares, as ordinary income and to pay an interest charge on a portion of such distribution or gain, unless the taxpayer makes a Qualified Electing Fund ("QEF") election or a mark-to-market election with respect to the common shares. A U.S. taxpayer who makes a QEF election generally must report on a current basis its share of SPD's net capital gain and ordinary earnings for any year in which SPD is classified as a PFIC, whether or not SPD distributes any amounts to its shareholders. U.S. investors should consult with their tax adviser for advice as to the U.S. tax consequences of an investment in the common shares.

INFORMATION REGARDING FORWARD LOOKING STATEMENTS

This Management's Discussion and Analysis of financial condition and results of operations contains "forward-looking information" that includes, but is not limited to, information about the transactions, statements with respect to the future financial or operating performances of SPD, and its projects, the future price of silver, the future price of gold, the estimation of mineral reserves and resources, the realization of mineral reserve estimates, the timing and amount of estimated future production revenues, margins, costs of production, capital, operating and exploration expenditures, costs and timing of the development of new deposits, costs and timing of future exploration, cost and timing of plant and equipment, requirements for additional capital, government regulation of mining operations, environmental risks, reclamation and rehabilitation expenses, title disputes or claims, limitations of insurance coverage, and the timing and possible outcome of pending litigation and regulatory matters. Often, but not always, forward-looking information statements can be identified by the use of words such as "proposes", "plans", "expects", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", or "believes", or variations (including negative variations) of such words and phrases, or state that certain actions, events or results "may", "could", "would", "might", or "will" be taken, occur, or be achieved.

Forward-looking statements involve known and unknown risks, uncertainties, and other factors that may cause the actual results, performance, or achievements of SPD and/or its subsidiary to be materially different from any future results, performance, or achievements expressed or implied by the forward-looking statements. Such factors include, among others, general business, economic, competitive, political, and social uncertainties; the actual results of current exploration activities and feasibility studies; assumptions in economic evaluations that may prove inaccurate; fluctuations in the value of the

Canadian or US dollar; future prices of silver; future prices of gold; possible variations of ore grade or recovery rates; failure of plant or equipment or failure to operate as anticipated; accidents; labour disputes or slowdowns or other risks of the mining industry; climatic conditions; political instability; or arbitrary decisions by government authorities.

Although SPD 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 to differ from those anticipated, estimated, or intended. Forward-looking statements contained herein are made as of the date of this Management's Discussion and Analysis of Financial Condition and Results of Operations based on the opinions and estimates of management, and SPD disclaims any obligation to update any forward-looking statements, whether as a result of new information, estimates, or opinions, future events or results, or otherwise. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.

SUBSEQUENT EVENT

On July 26, 2024, SPD’s wholly-owned subsidiary SPUS received US$400,000 from WPPM for the portion of the promissory note due on July 27, 2024. SPUS received the promissory note from WPPM as part of the consideration for the sale of the Taylor property in 2023, see Note 5 of SPD’s June 30, 2024 unaudited interim condensed consolidated financial statements for details.