

QUEBEC PRECIOUS METALS
CORPORATION

QUEBEC PRECIOUS METALS CORPORATION
(An exploration company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Three-month and nine-month periods ended

October 31, 2024

(Third Quarter)

MANAGEMENT'S DISCUSSION AND ANALYSIS

This management discussion and analysis ("**MD&A**") of Quebec Precious Metals Corporation, ("**QPM**" or the "**Company**") follows rule 51-102 of the Canadian Securities Administrators regarding continuous disclosure.

The following MD&A is a narrative explanation, through the eyes of the management of QPM, on how the Company performed during the three-month and nine-month periods ended October 31, 2024. It includes a review of the Company's financial condition and a review of operations for the three-month and nine-month periods ended October 31, 2024, as compared to the three-month and nine-month periods ended October 31, 2023.

This MD&A complements the condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024, but does not form part of them. It is intended to help the reader understand and assess the significant trends, risks and uncertainties related to the results of operations and it should be read in conjunction with the condensed interim financial statements as at October 31, 2024, and related notes thereto as well as the audited annual financial statements, accompanying notes and Management's Discussion and Analysis for the year ended January 31, 2024.

The condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024, and 2023 have been prepared in accordance with the IFRS Accounting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**") applicable to the preparation of condensed interim financial statements. The accounting policies applied in the financial statements are based on IFRS issued and effective as at October 31, 2024. On December 5, 2024, the Board of Directors approved, for issuance, the condensed interim financial statements.

All figures are in Canadian dollars unless otherwise stated. Additional information relating to the Company can be found on SEDAR+ at www.sedarplus.ca. The shares of the Company are listed on the TSX Venture Exchange under the symbol QPM, on the OTCQB Venture Market under the symbol CJCFF and on the Frankfurt Exchange under the symbol YXEN.

REPORT'S DATE

The MD&A was prepared with the information available as at December 5, 2024.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

This MD&A contains forward-looking statements that are based on the Company's expectations, estimates and projections regarding its business, the mining industry in general and the economic environment in which it operates as of the date of the MD&A. To the extent that any statements in this document contain information that is not historical, the statements are essentially forward-looking and are often identified by words such as "anticipate", "expect", "estimate", "intend", "project", "plan" and "believe". In the interest of providing shareholders and potential investors with information regarding QPM, including management's assessment of future plans and operations, certain statements in this MD&A are forward-looking and are subject to the risks, uncertainties and other important factors that could cause the Company's actual performance to differ materially from that expressed in or implied by such statements. Such factors include, but are not limited to: volatility and sensitivity to market metal prices, impact of change in foreign currency exchange rates and interest rates, imprecision in reserve estimates, environmental risks including increased regulatory burdens, unexpected geological conditions, adverse mining conditions, changes in government regulations and policies, including laws and policies; failure to obtain necessary permits and approvals from government authorities, and other development and operating risks, and failure to obtain financing to continue its operations. The preliminary assessments contained in the technical reports referred to in this MD&A, and the estimates contained therein to date are preliminary in nature and are based on a number of assumptions, any one of which, if incorrect, could materially change the projected outcome.

Although the Company believes that the expectations conveyed by the forward-looking statements are based upon information available on the date that such statements were made, there can be no assurance that such expectations will prove to be correct. The reader is cautioned not to rely on these forward-looking statements. The Company disclaims any obligation to update these forward-looking statements unless required to do so by

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applicable Securities laws. All subsequent forward-looking statements, whether written or orally attributable to the Company or persons acting on its behalf, are expressly qualified in their entirety by these cautionary statements.

NATURE OF ACTIVITIES

Quebec Precious Metals Corporation is incorporated under the Canada Business Corporations Act. The Company is involved in the acquisition, exploration, and development of mining projects. The Company is active in Canada. The Company is primarily focused on advancing its Sakami gold project, located in Eeyou Istchee James Bay territory in Quebec, near Newmont Corporation's ("**Newmont**") Eleonore gold mine. The Company has no mines in production and, consequently, has no current operating income or cash flows from projects it owns, nor has it had any operating revenues for the last three years. Consequently, its activities are mainly financed through equity financing.

HIGHLIGHTS

- On August 9, 2024, the Company announced that an aggregate of 221,165 common shares will be issued in settlement of services of three current directors of the Company in an aggregate amount of \$19,462.52, as per the shares for services agreements entered with three current directors. The services are paid in connection with services rendered by three current directors during the second quarter of the financial year ending January 31, 2025. The Company also announced the issuance of 107,955 DSUs to the Chief Executive Officer pursuant to its the DSU Plan.
- On September 19, 2024, the Company congratulated Harfang Exploration Inc. ("**Harfang**") on five high-grade gold discoveries at its Serpent-Radisson property. Harfang's discoveries are located adjacent to QPM's Sakami project.
- On October 21, 2024, the Company announced the start of a maiden diamond drilling program on its 100% owned high-grade lithium Ninaaskumuwin discovery, situated Near the Galaxy Project to be Acquired by Rio Tinto, James Bay, Quebec. Furthermore, the Company also announced a non-brokered private placement of up to 12,500,000 units at a price of \$0.045 per Unit for gross proceeds of up to \$562,500.
- On October 30, 2024, the Company announced that it Intersected 22.9 m of spodumene-bearing pegmatite in the first drillhole of its maiden drilling program on its 100% Ninaaskumuwin discovery.
- On October 31, 2024, the Cree Hunters Economic Security Board, 16 mining & exploration companies (including QPM) contribute \$750,000 for the Reconstruction Initiative Forest Fires Fund 2023, James Bay, Quebec.

HIGHLIGHTS AFTER OCTOBER 31, 2024

- On November 7, 2024, the Company announced that an aggregate of 221,165 common shares will be issued in settlement of services of three current directors of the Company in an aggregate amount of \$19,462.52, as per the shares for services agreements entered with three current directors. The services are paid in connection with services rendered by three current directors during the second quarter of the financial year ending January 31, 2025. The Company also announced the issuance of 107,955 DSUs to the Chief Executive Officer pursuant to its the DSU Plan.
- On November 26, 2024, the Company reported Consistent +20m thick spodumene-bearing pegmatite up to 150m deep from its maiden drilling Program on its 100%-owned lithium Ninaaskumuwin discovery.

OUTLOOK

2024-2025 Plans

- James Bay:
 - Lithium - At the Ninaaskumuwin spodumene discovery at Elmer East, complete a maiden a diamond drilling program that aims to test: 1) the down-dip extent of the sill of the discovery outcrop, and 2) the

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presence of potential stacked sills. In addition, carry out geological mapping in and around the discovery outcrop and collect additional structural measurements. In addition, conduct a follow-up prospecting program on target areas that have yet to be prospected at Elmer East; and

- Gold - At the La Pointe Extension deposit at Sakami, drill untested gold targets. To date, encouraging results from metallurgical testing, induced polarization survey and drilling programs have been received and indicate the presence of a significant mineral resource including many higher-grade areas. In addition, carry out a field inspection in other areas of the Sakami project on the priority gold and lithium targets including three high-priority target areas that can be drill-ready.
- Témiscamingue:
 - Rare earths – Evaluate strategic alternatives for QPM's 68% interest in the Kipawa and 100% interest in the Zeus heavy rare earths projects.
- Ontario:
 - Gold – Continue the monetization process of the non-core asset Matheson Joint Venture (50%).

EXPLORATION ACTIVITIES FOR THE THREE-MONTH PERIOD ENDED OCTOBER 31, 2024

During the three-month period ended October 31, 2024, the Company incurred \$242,879 in exploration and evaluation expenses before accounting for a tax credit related to resources and mining tax credits of \$21,752 of which the main expenses were spent on the Elmer East project. During the three-month period ended October 31, 2023, the Company incurred \$518,863 in exploration and evaluation expenses before accounting for a tax credit related to resources and mining tax credits of \$9,942 of which the main expenses were spent on the Elmer East and Sakami projects

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenses For the three-month period ended October 31, 2024

	Cheechoo-Éléonore trend	Elmer East	Kipawa Zeus	Sakami	Total
	\$	\$	\$	\$	\$
Exploration and evaluation expenses					
Drilling	-	189,712	-	240	189,952
Prospecting	-	-	-	3,585	3,585
Reporting	-	11,846	-	13,739	25,585
General field expenses	-	2,712	735	20,310	23,757
Tax credit related to resources and mining tax credits	(55)	(390)	(72)	(21,235)	(21,752)
	(55)	203,880	663	16,639	221,127

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenses For the three-month period ended October 31, 2023

	Cheechoo-Éléonore trend	Elmer East	Kipawa Zeus	Sakami	Total
	\$	\$	\$	\$	\$
Exploration and evaluation expenses					
Drilling	-	-	-	57,415	57,415
Geology	19,440	83,634	-	49,921	152,995
Prospecting	14,807	20,265	-	25,671	60,743
Resource estimate	-	-	1,283	-	1,283
Other evaluation and exploration expenses	1,293	1,494	1	243,639	246,427
Tax credit related to resources and mining tax credits	(520)	(7,237)	446	(2,631)	(9,942)
	35,020	98,156	1,730	374,015	508,921

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EXPLORATION ACTIVITIES FOR THE NINE-MONTH PERIOD ENDED OCTOBER 31, 2024

During the nine-month period ended October 31, 2024, the Company incurred \$382,175 in exploration and evaluation expenses before accounting for a tax credit related to resources and mining tax credits of \$21,752 of which the main expenses were spent on the Elmer East and Sakami projects. During the nine-month period ended October 31, 2023, the Company incurred \$646,881 in exploration and evaluation expenses before accounting for a tax credit related to resources and mining tax credits of \$45,526 of which the main expenses were spent on the Elmer East and Sakami projects.

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenses For the nine-month period ended October 31, 2024

	Cheechoo-Éléonore trend	Elmer East	Kipawa Zeus	Sakami	Total
	\$	\$	\$	\$	\$
Exploration and evaluation expenses					
Drilling	-	189,712	-	35,487	225,199
Geology	461	1,425	-	5,329	7,215
Prospecting	638	4,000	-	18,963	23,601
Reporting	-	11,846	-	13,739	25,585
General field expenses	127	3,647	2,948	93,853	100,575
Tax credit related to resources and mining tax credits	(55)	(390)	(72)	(21,235)	(21,752)
	1,171	210,240	2,876	146,136	360,423

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenses For the nine-month period ended October 31, 2023

	Cheechoo-Éléonore trend	Elmer East	Kipawa Zeus	Sakami	Total
	\$	\$	\$	\$	\$
Exploration and evaluation expenses					
Drilling	-	-	-	59,465	59,465
Geology	27,381	121,383	-	66,896	215,660
Prospecting	14,807	20,265	-	25,671	60,743
Resource estimate	-	-	32,106	-	32,106
General field expenses	1,293	2,654	8,736	266,224	278,907
Tax credit related to resources and mining tax credits	(3,458)	(21,707)	(9,910)	(10,451)	(45,526)
	40,023	122,595	30,932	407,805	601,355

EXPLORATION PROJECTS

EYYOU ISTCHEE JAMES BAY, QUÉBEC

Project Description

QPM's 100% owned Sakami project located in the Eeyou Istchee James Bay territory of northern Quebec, one of the best mining jurisdictions in the world. The Project is accessible year-round and is proximal to a paved road and power lines. The Project consists of 281 claims covering a total area of 143 km².

With more exploration, the project has the potential to become a series of significant deposits along a 23-kilometre trend, the size of a large gold mining camp. Gold production from these deposits would make an important contribution to the mining development of this territory. The text below and accompanying figures provide a detailed description of the project and its gold resource potential. More recently the potential for lithium mineralization has been identified.

The work completed to date comprised of:

- Heliborne geophysical surveys
- Ground magnetic surveys
- Induced polarization
- Soil geochemistry
- Rock sampling
- Channel sampling
- Diamond drilling

This work on the project has resulted in:

- Identifying a 23-km-long gold-bearing contact between volcano-sedimentary

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- La Grande geological sub-province and sedimentary (Opinaca geological sub-province) rocks supported by airborne magnetic surveys data interpretation.
- Discovering through prospecting along the contact of significant showings at La Pointe and La Pointe Extension deposits, and Île, JR, Péninsule and Simon areas
- At La Pointe and La Pointe Extension, defining a very large prospective trend with multiple soil gold-arsenic anomalies
- Delineating drill targets with induced polarization surveys that coincide with soil anomalies and surface showings
- Diamond drilling at the La Pointe deposit, La Pointe Extension, and Simon and JR areas
- Focusing on the La Pointe deposit since 2018 and on its extension following its discovery in 2020

Geology and mineralization

The Project is located within the central part of the Superior Geological Province, which comprises four Sub-provinces: from north to south, they are the La Grande, Opinaca, Nemiscau and Opatoca. The Project straddles the contact of the sediments of the Opinaca Subprovince and Yasinski group basalts of the La Grande Subprovince: the regional exploration guideline that led to the discovery of the Éléonore gold mine in 2004, today operated by Newmont Corporation, and the discovery of gold deposits and showings in the region.

The Project is hosted within a volcano-sedimentary sequence of the Yasinski Group, which is metamorphosed to amphibolite facies and is strongly deformed by a regional west-southwest to east-northeast event in contact with sedimentary rocks of the Laguiche Group (Opinaca Subprovince) to the east. Airborne magnetic surveys data interpretations show a clear alignment between the gold showings and the La Grande and Opinaca contact and structures sub-parallel to the contact.

The main lithologies are:

- biotite-rich and silicified paragneiss with intrusions of granodiorite, tonalite and pegmatite; and
- amphibolite (metamorphosed sedimentary iron formation and mafic volcanic rock).

Gold is accompanied by disseminated arsenopyrite, pyrite and pyrrhotite and cross-cutting quartz-carbonate veinlets.

The mineralization style and setting share considerable similarities with the Éléonore mine and the Cheechoo deposit held by Sirios Resources Inc., such as:

- the mineralization associated with silicified paragneiss containing fine quartz veinlets;
- an alteration of quartz and brown tourmaline with minor arsenopyrite mineralization;
- an association of gold mineralization with a very proximal tonalite intrusion; and
- the presence of gold mineralization associated with silicified paragneiss, including fold structures.

Exploration

Exploration first began in the late 1950s consisting of geological, geochemical, geophysical and other exploration work programs within and around the Sakami project area to produce a geological map issued by the Geological Survey of Canada in 1957. From 1956 to 2007, numerous exploration programs executed by several major and junior exploration companies including Mines d'Or Virginia Inc., the company that discovered the Éléonore gold mine, took place in the Sakami project area. In 1998 Matamec Explorations Inc. initially acquired claims in the Sakami Reservoir area and mineralized zones were discovered on the western shore of the Sakami Reservoir. In 2013, Canada Strategic Metals (now Quebec Precious Metals Corporation) started to drill on the La Pointe area and obtained significant gold intersections.

La Pointe Deposit

At the La Pointe deposit, the mineralized zone has a strike length 950 m, a depth of 450 m and 600 m down-plunge. The estimated average true thickness is 35 m, up to 63 m in the central part of the deposit. When plotted on a longitudinal section, metal factors (grade x thickness values) clearly show a higher-grade core (2 g/t Au or greater) steeply plunging to the west. To the west, an interpreted fault that shifts the mineralization has been identified and appears to represent its western limit. Geological interpretation of the drill results to date demonstrate that the deposit remains open at depth. A high-grade gold-bearing iron formation is present

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and represents a good marker horizon. Similar iron formations have also been found elsewhere on the Sakami project such as the JR showing.

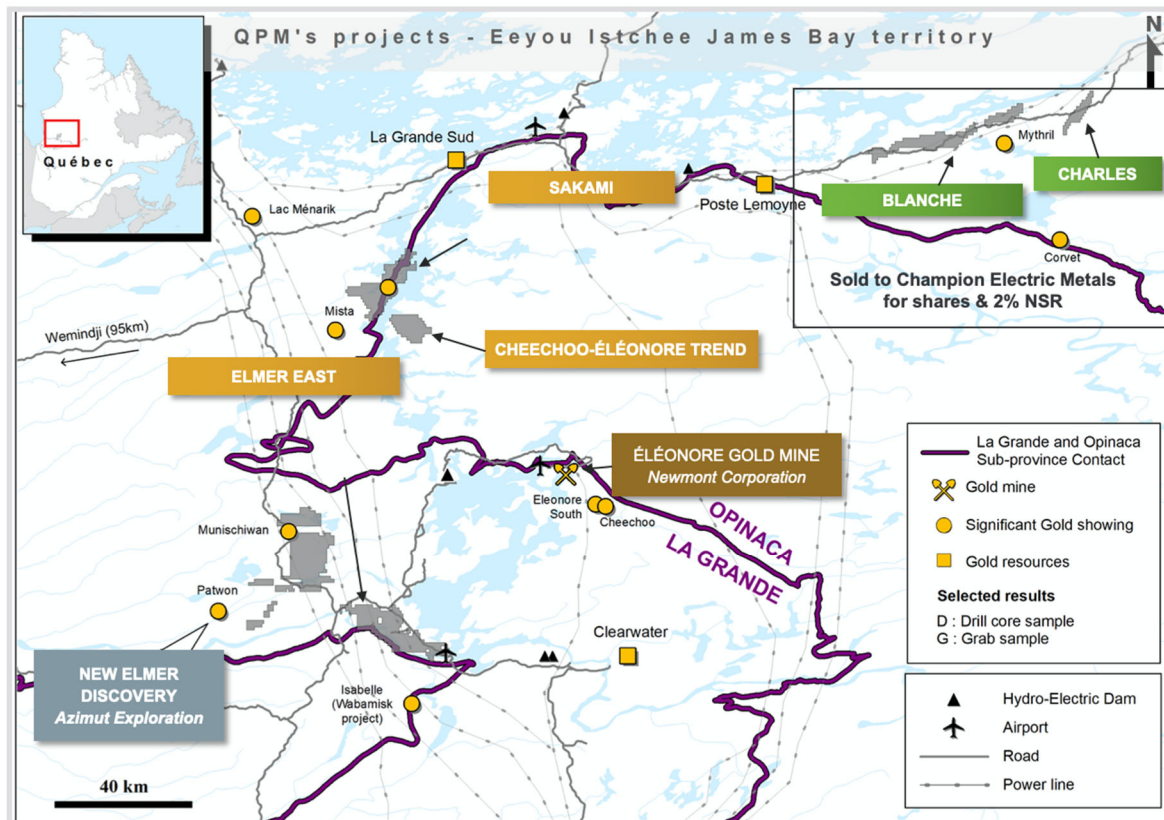
La Pointe Extension Deposit - 2020 Discovery

During the 2020 winter drilling campaign, the discovery of the La Pointe Extension deposit was made while investigating strong gold and arsenic soil geochemical anomalies and high-grade mineralized samples taken from outcrops. Recent drilling programs confirmed the extensive gold mineralization along this major trend.

Exploration

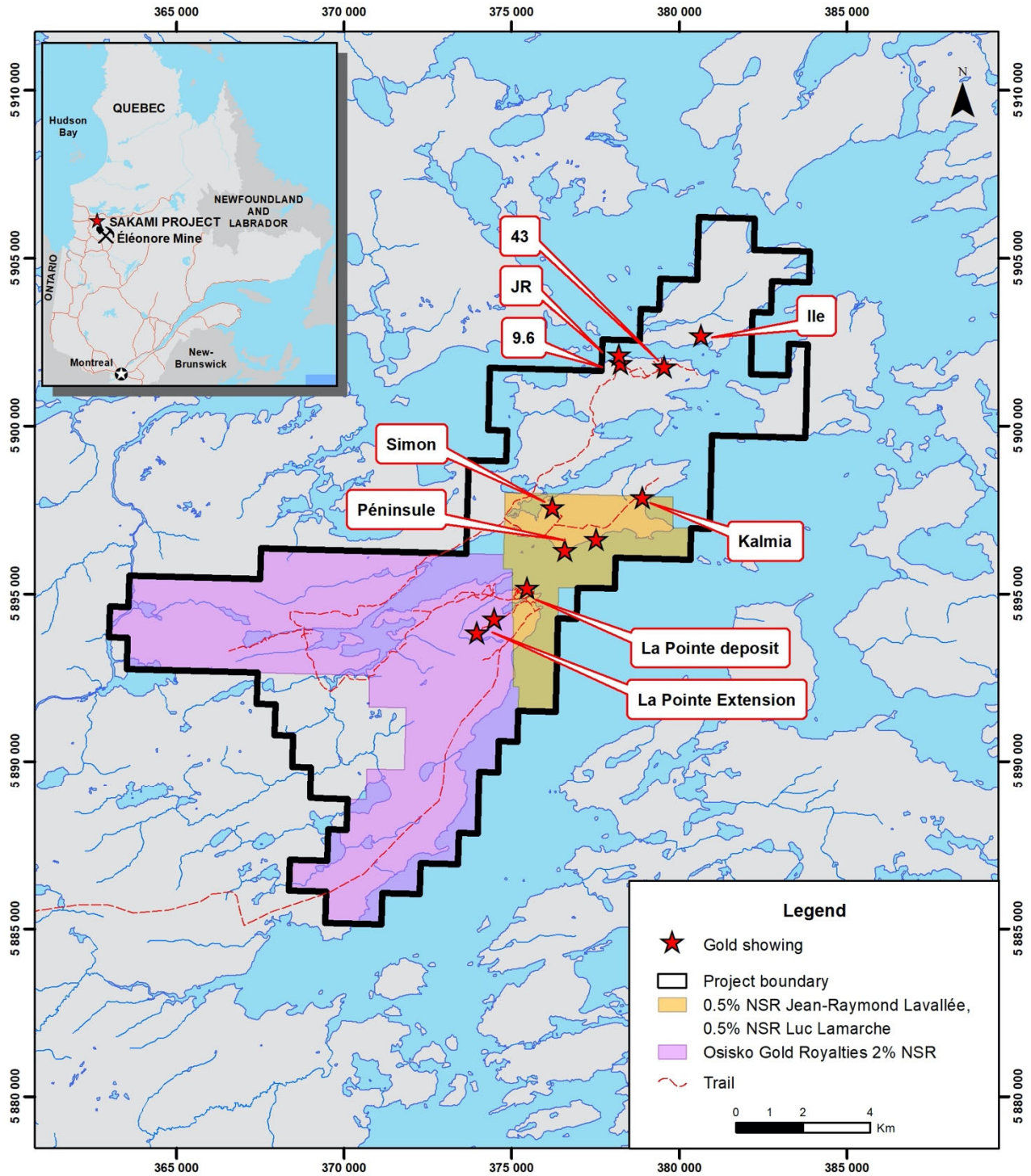
Future drilling aimed to expand the deposit that could be amenable to open pit mining and will support a maiden mineral resource estimate. In February 2024, the Company announced the results of the drilling program completed at the end of 2023 at the La Pointe Extension gold deposit. The drilling program was designed to test the higher-grade portion of the La Pointe Extension deposit that could be amenable to open pit mining. The best drill intersections are: Hole PT-21-196: 0.83 g/t Au over 80.4 m including 2.37 g/t Au over 12.2 m, and Hole PT-21-197: 1.18 g/t Au over 43.2 m including 3.86 g/t Au over 8.0 m. These holes confirm the continuity of the sub-vertically dipping higher-grade core of the deposit.

New drilling targets have been identified in interpreted large intrusive bodies near the deposit and over a strike length of 2.5 km to the southwest of the La Pointe Extension deposit. Drilling of these targets could also significantly expand the size of the deposit. In addition, in April 2024, the Company and Harfang announced the results of the Study conducted on the adjacent and wholly owned Sakami and Serpent-Radisson projects. The projects demonstrate significant potential for high-grade gold and more recently for lithium. The Study was designed to identify additional gold and lithium drill targets on the western portion of the Sakami project and on the eastern portion of the Serpent-Radisson project. The close collaboration between the two companies resulted in: the identification of 12 priority gold and lithium targets including three high-priority targets that can be drill-ready following a field inspection later this year; and an improved geological understanding and confirmation of the structural and lithological controls on gold and lithium mineralization.



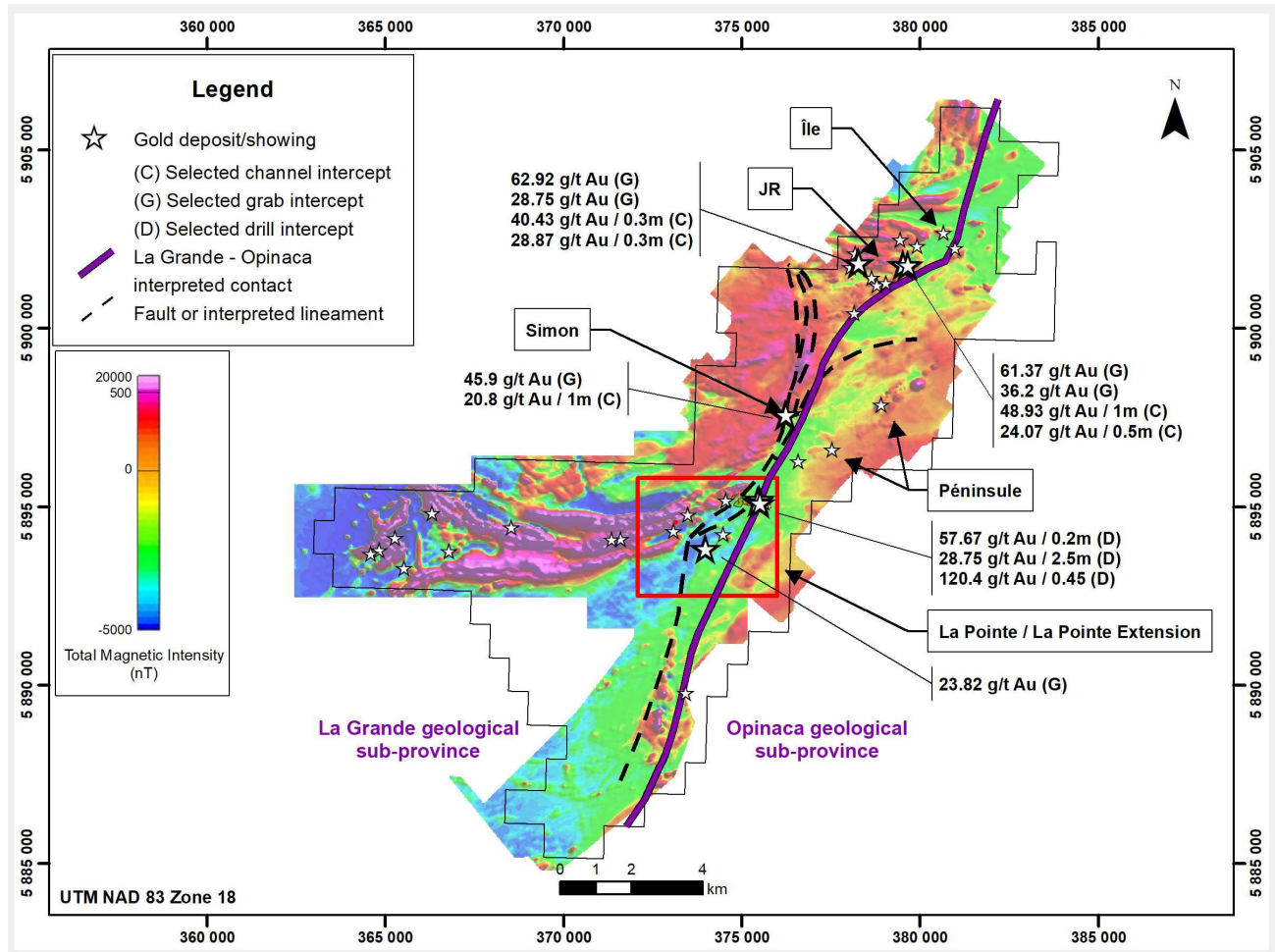
Map of the James Bay area with QPM's projects, gold deposits and showings

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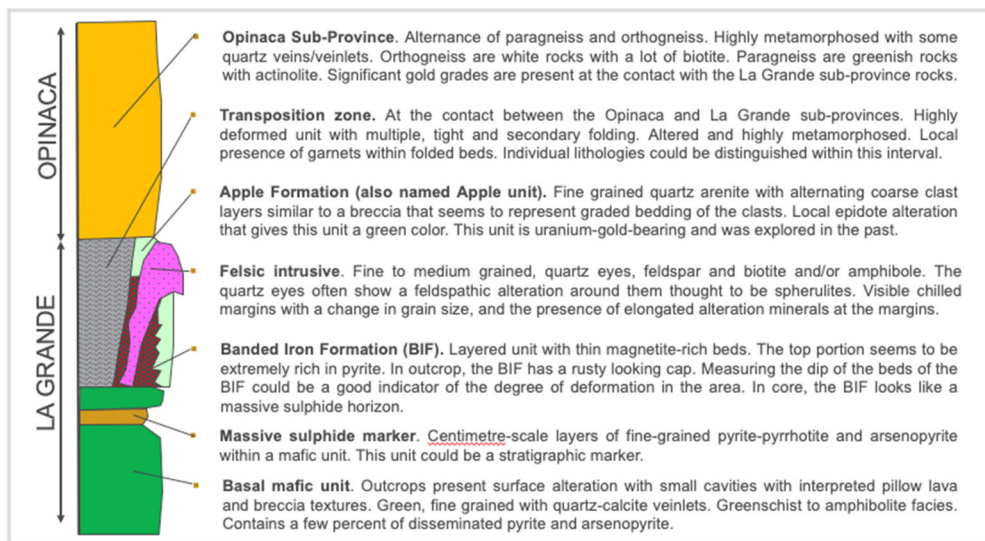


Location of the Sakami project and claims with Net Smelter Return (“NSR”) royalties

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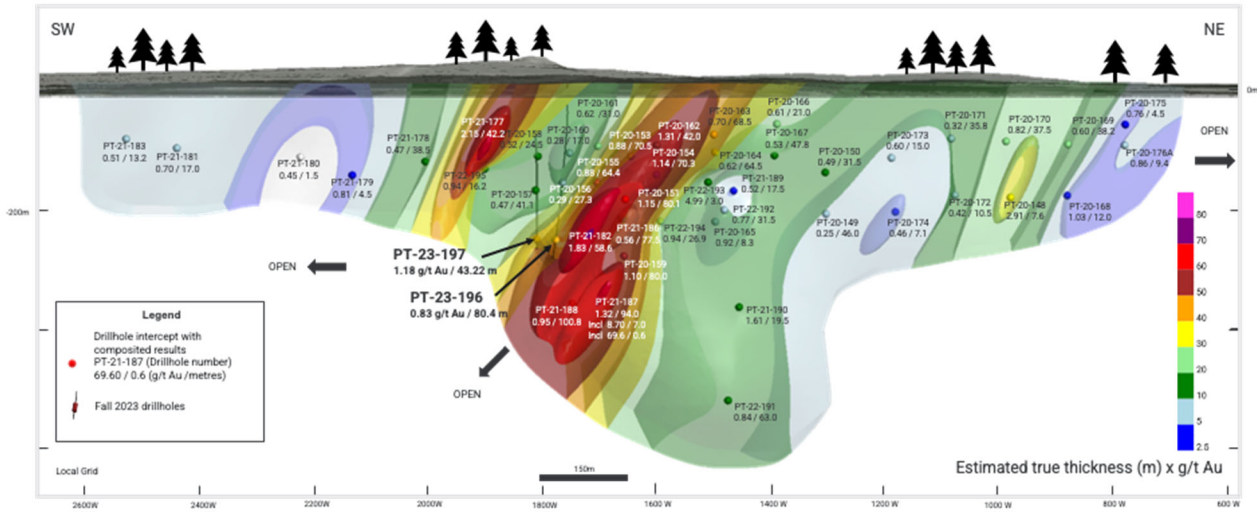


Map showing interpreted Total Magnetic Intensity from airborne surveys and gold showings of the Sakami project

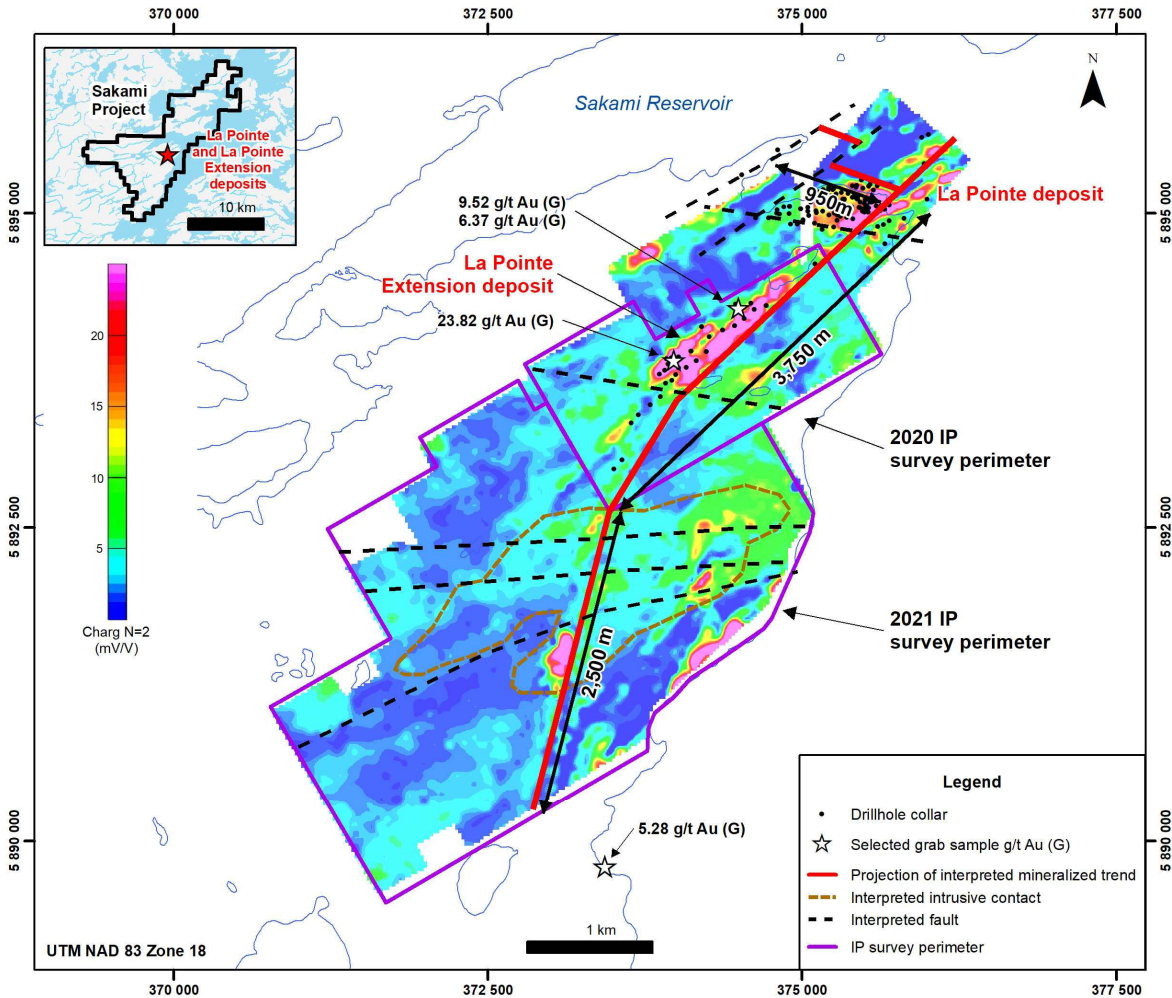


Stratigraphic column showing the rock formations present on the Sakami project. Gold occurs at the contact of the Opinaca and La Grande geological sub-provinces.

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Longitudinal section of the La Pointe Extension deposit with drillhole intercepts and grade x thickness isocontours



showing Induced Polarization survey chargeability results with isocontours, and projection of the interpreted mineralized trend and intrusive contact

Map

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EYYOU ISTCHEE JAMES BAY, QUÉBEC - OTHER PROJECTS

CHEECHOO-ÉLÉONORE TREND – GOLD PROJECT

Project description

QPM's 100% owned Cheechoo-Eleonore Trend project comprises 128 claims (66.26 km²) and is adjacent to the northwest to the company's Sakami project. The project's access is via helicopter support from the Sakami project.

It is part of an interpreted geological trend that comprises Sirius Resources' Cheechoo gold discovery and the Éléonore mine operated by Newmont Corporation. On the basis of the same high degree of metamorphism and similar gold-arsenical paragenesis, QPM considers that the geological setting of this project is of a similar character to the Cheechoo discovery and the Éléonore mine.

Geology and mineralization

The project includes two main lithologic assemblages, namely the metasediments of the Laguiche complex mentioned above and the intrusive rocks associated with the granitic suite of the Vieux Comptoir. The latter is essentially formed of a series of granitic intrusions rich in alkaline feldspar and generally poor in mafic minerals (biotite, hornblende ± tourmaline ± garnet). Spodumene and K-feldspar granites have also been observed. Several other intrusions are present, possibly of the same origin as those of Vieux Comptoir, but much smaller in scale and with a tonalitic to granitic composition.

Only one showing is known on the project. The latter returned a grab sample with grades of 1.25 g/t Au, 1.1 g/t Au, 0.88 g /t Au and 0.14 g/t Au. The mineralization is hosted in an amphibolized gabbro dyke cutting a large tonalitic mass associated with the Duncan intrusions. The mineralization occurs mainly in the form of sulphides in stringers or disseminated, between 1 and 5% in abundance.

Exploration

Till sampling programs completed on the project suggest a local source for the gold detected in tills from the two priority targets. The objective of future exploration programs will be to establish the primary source of the gold. The targets that will present the best gold potential can be eventually tested by drilling. In addition, the abundance of pegmatites and geochemical anomalies suggest a strong lithium potential.

ELMER EAST – GOLD AND LITHIUM PROJECT

Project description

QPM's 100% owned Elmer East project is located along the trend from the recent Patwon prospect gold discovery made by Azimut Exploration Inc. on its Elmer project located in the Eeyou Istchee James Bay territory, Quebec. The project has strong gold potential totalling 929 claims (488.4 km²) and includes the adjacent Annabelle block (formerly Annabelle project), and the Opinaca Gold West block (formerly Opinaca Gold West project). The western part of the Elmer East project is contiguous to Azimut's project.

Prior to the summer of 2020, a high-resolution helicopter-borne mag survey was completed, and GoldSpot Discoveries Corp. carried out a geological interpretation for QPM to evaluate the gold prospectivity using methods based on Artificial Intelligence. The compilation of over 30,000 outcrop observations combined with over 12,000 lithogeochemical samples allowed a revision of the existing large-scale geological mapping, which resulted in the reinterpretation of the regional geological map. This work highlighted the common geological characteristics of the project with the Éléonore gold mine. Prospecting of the exploration targets identified led to two high-grade gold discoveries: Lloyd and Georgekish.

The project is accessible via helicopter support from kilometre 381 on the Billy Diamond paved road where year-round accommodation and logistical support are available.

Geology and mineralization

The project consists of different parts of the Eastmain volcano-sedimentary belt. The Opinaca Gold West claim block and Opinaca Gold East block are located on the eastern edge of the Duxbury batholith and are composed

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of the Bernou and Pilipas formations. The Central Block is located along and north of the Opinaca River straddling a contact between the Duxbury batholith and the Kauputauch formation. The Annabelle block lies along the Eastmain River for more than 25 km and straddles the contact of the Kapawasatish batholith to the north and the Kawaschusi and Wabamisk formations to the south. Metamorphism generally varies between greenschist and upper amphibolite.

The geological characteristics of the project are as follows:

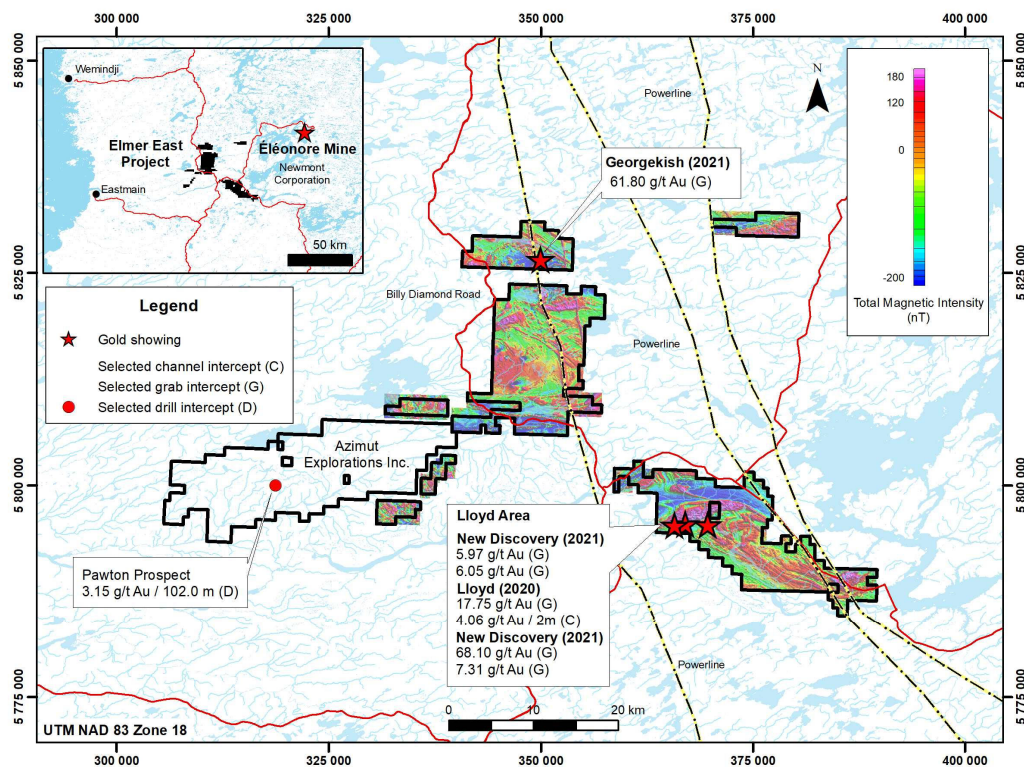
- a volcano-sedimentary sequence, comprising from base to summit, basalts, conglomerates, sandstone-grauwacke and paragneiss, all intruded by several felsic intrusions;
- a structural complexity with zones of intense folding and shearing;
- felsic and sedimentary volcanic units dated to around <2709 Ma; and
- a major variation of the metamorphic gradient from greenschist to upper amphibolite.

Exploration - Gold

At the Lloyd and Georgekish discoveries, results received from surface sampling programs confirmed new gold mineralized systems with several high-grade grab sample values.

At the Lloyd discovery, the exploration work shows a 4.5 km long gold-bearing structure with high grades that remains open to extend mineralization at depth. Processing of aeromagnetic and orthophotos/LiDAR data defines dilatant zones along the structure in a sinistral strike-slip system and connected with dykes. The recommended follow-up program consists of an induced polarization survey to better define the structure's high-priority gold targets followed by drilling.

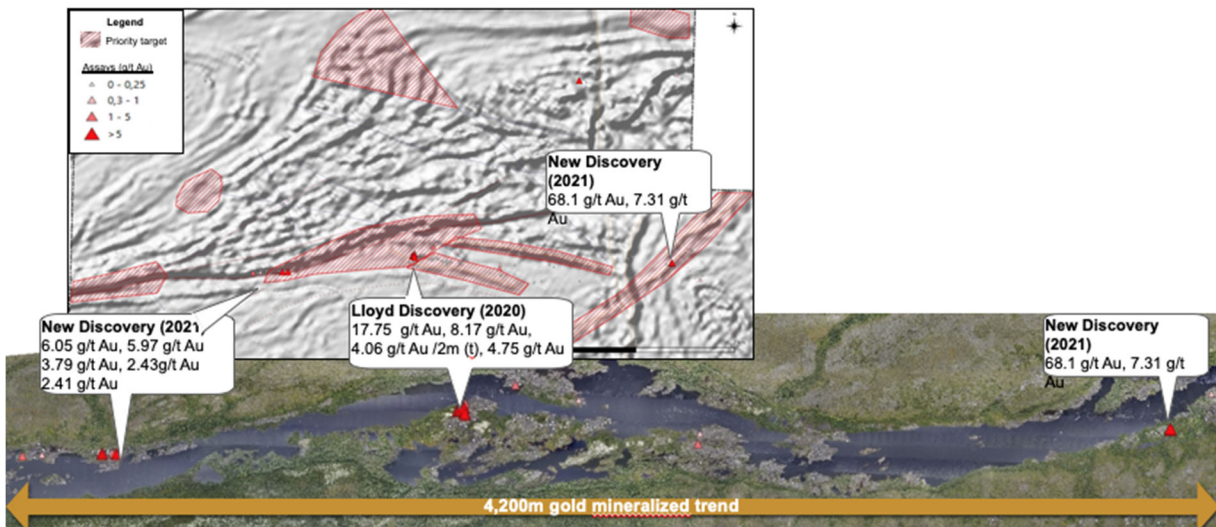
At the Georgekish discovery, the geophysical and litho-structural interpretation carried out highlights major NW trending gold structures that border folded volcano-sedimentary units. This suggests that the lithologic contrast located near anticlinal fold axes are the best targets for gold mineralization. Only the southern part of the discovery area has been prospected visited. Additional prospecting is recommended over the NW trending structures.



Map of the Elmer East project area



Helicopter view of the Lloyd discovery area



Map of the Lloyd discovery areas showing the 4.2 km long mineralized trend following the Eastmain River - Interpreted gold targets and interpreted structural lineaments. Shaded first vertical derivative of the magnetic data in background.

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Exploration - Lithium

Following the work carried out by the Company at the beginning of 2023 with the assistance of ALS GoldSpot to assess the lithium potential and identify exploration targets of its projects, a follow-up prospecting program was performed in certain target areas. This led to the discovery of spodumene (lithium-bearing mineral) on the Elmer East project. This discovery has been denoted as Ninaaskumuwin (East Cree word for thankful). Assay values from the nine samples from the discovery outcrop range from 1.10% to 3.92% Li₂O. Based on the lithium assays and the fractionation level of the pegmatitic material, derived from the pXRF K-Rb ratios for muscovite and K-Feldspar, the surface mineralization has the potential to extend along a NW-SE 3.8 km-long trend (see Figures 1, 2 and 3 below).

The Company also expanded the Elmer East project by staking 40 new claims adjacent to other areas of interest.

The discovery area is easily accessible from the paved Billy Diamond highway located about 50 km north of the 'km 381' rest stop that can provide accommodation, catering, fuel and power.

The lithium-bearing pegmatite body:

- is hosted in a metasedimentary unit comprised of sandstone, arenite and greywacke, which appears to have undergone ductile, polyphase deformation;
- has a length of 175 m, width of 42 m, and contains up to 15 – 20%, 3 – 55 cm-long, light-grey to light-green spodumene crystals, of varying grain size and orientation;
- has a mean orientation of 227 / 32° (average of contact and igneous banding measurements); and
- can form significant open pit targets.

In June 2024, the Company announced financial assistance up to a maximum of \$333,306 from the *Ministère des Ressources naturelles et des Forêts*. This financial support was granted as part of the fourth call for projects of the Mineral Exploration Support Program for Critical and Strategic Minerals. This program supports companies in the mineral exploration sector in carrying out their projects aimed at developing MCS deposits in Quebec. This assistance will make it possible to carry out geometallurgical studies aimed at designing an optimal treatment process, optimizing production and developing the lithium mineral resources which will be identified on the Ninaaskumuwin lithium discovery.

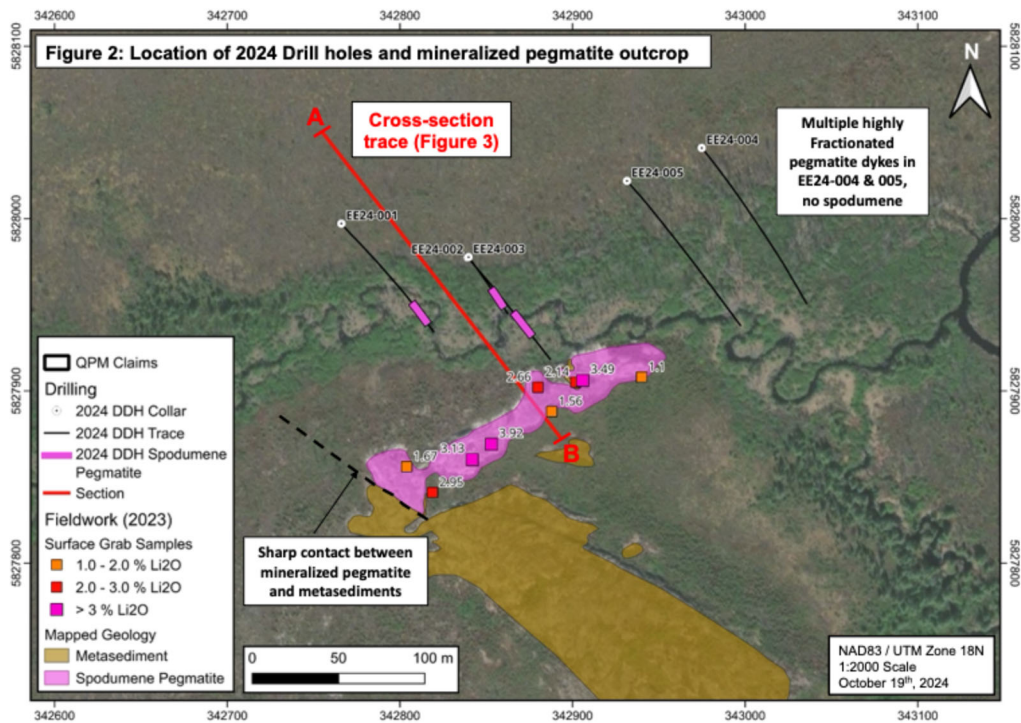
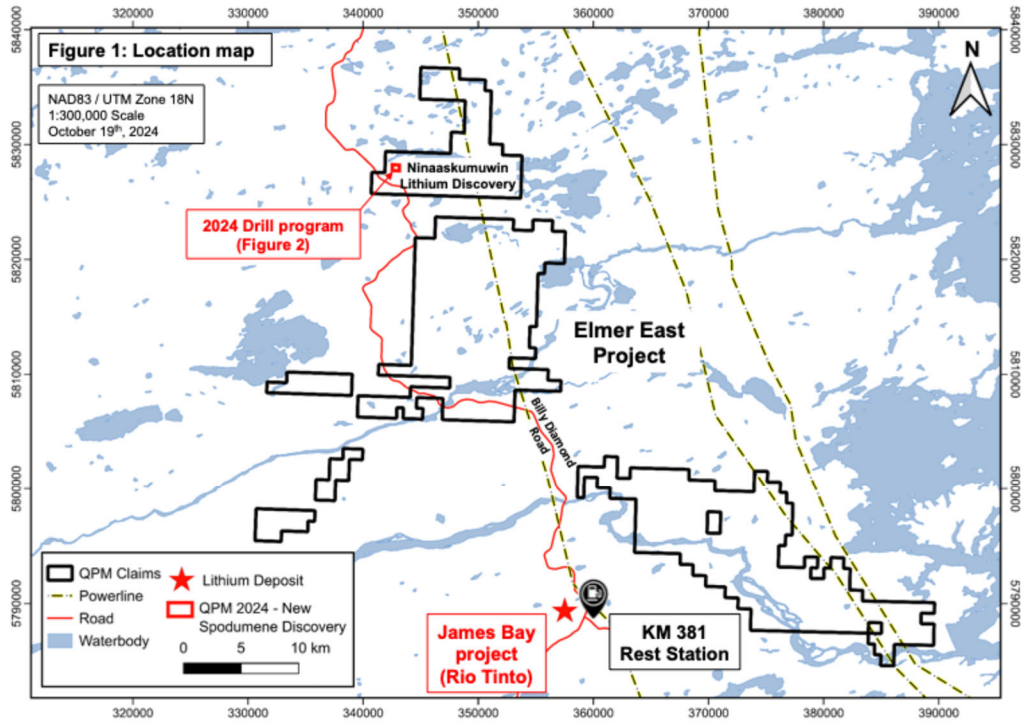
In October 2024, the Company began a maiden diamond drilling program that aimed to test: 1) the down-dip extent of the sill under the marsh to the north and northeast of the discovery outcrop, and 2) the presence of potential stacked sills. The program of 825 m in five holes was completed in November,

QPM reported that:

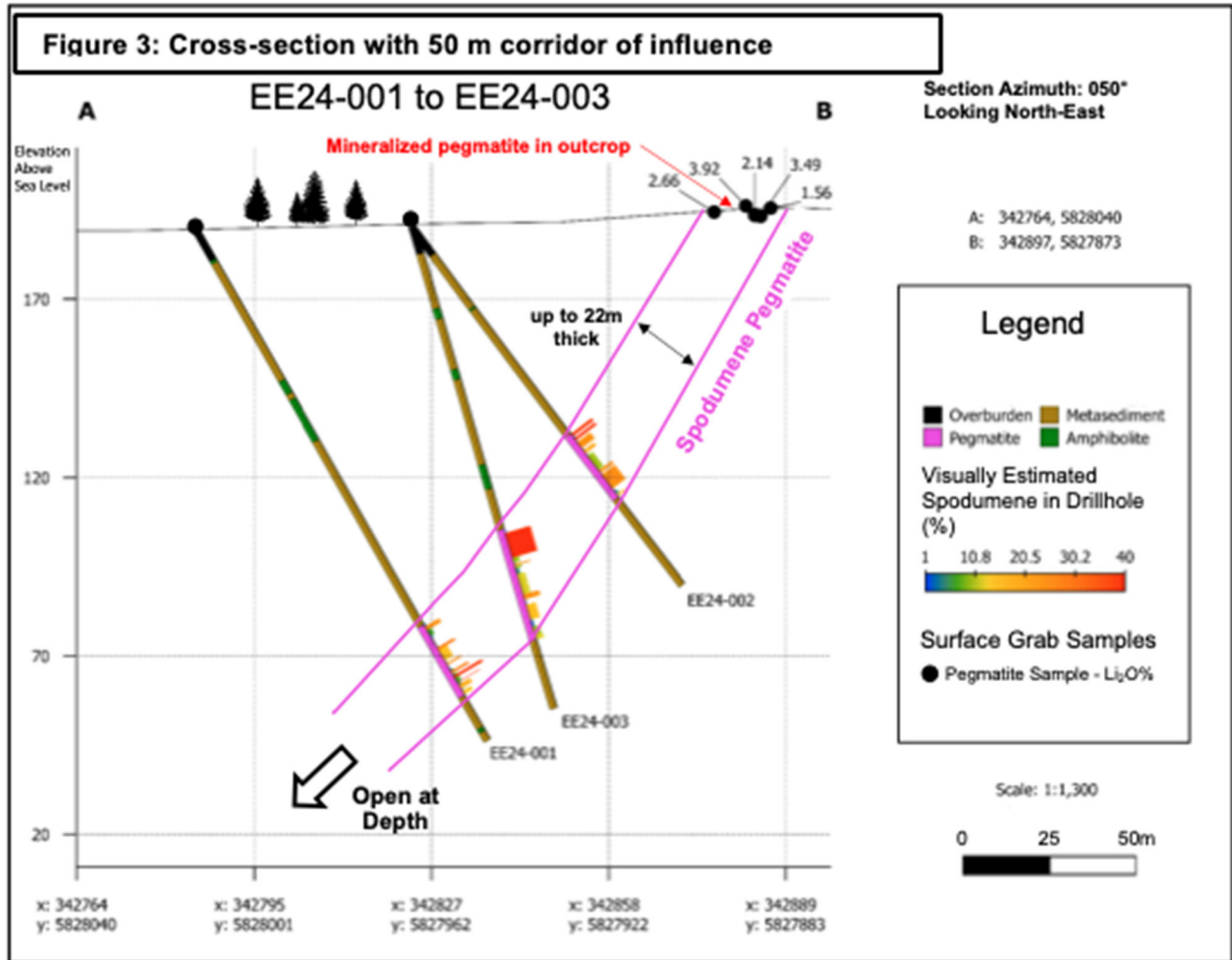
- +20 m thick spodumene-bearing pegmatite was intersected in three holes with visually estimated spodumene ranging from 3 to 50%;
- the pegmatite body dips at about -57 degrees to the north, even though surface indications suggested dip of about -30 degrees;
- the holes drilled confirm the vertical continuity up to 150 m deep;
- the program demonstrates that the pegmatite body remains open along strike and to depth and more drilling will be required to more precisely determine its geometry and extension; and
- the pegmatite dyke intersected in the first three holes were mineralized in spodumene. The spodumene is concentrated almost continuously throughout the width of the dyke. The pegmatite dykes were systematically sampled and sent for assay and metallurgical testing (assays pending).

The pegmatite is composed essentially of quartz, plagioclase, potassic feldspar and spodumene with lesser proportion of muscovite, tourmaline and garnet. The spodumene is light greenish-white colour and occurs as large and elongated crystals averaging 2 x 5 cm and up to 2 x 15 cm. A portion of the pegmatite shows albite alteration in which spodumene is concentrated in bands of fine-grained crystals. The pegmatite is hosted in metasedimentary units, mainly matrix-supported conglomerate in alternance with wacke and coarse-grained sandstone.

MANAGEMENT'S DISCUSSION AND ANALYSIS



MANAGEMENT'S DISCUSSION AND ANALYSIS



KIPAWA-ZEUS - RARE EARTHS PROJECT

Project description

The Company has a 68% interest in the Kipawa project, through the Kipawa rare earth Joint Venture, with Investissement Québec holding the remaining 32% interest. The Kipawa project is part of a group of 73 claims (43.03 km²) that form the Kipawa-Zeus project. The Zeus claims are outside of the Kipawa project, are wholly owned by the Company. The project is in the Témiscamingue region of Quebec, 140 km south of Rouyn-Noranda and 90 km northeast of North Bay, Ontario.

The project is in the Grenville geological province, about 55 km south of the contact with the Superior geological Province. The lithologies consist mainly of gneiss with a degree of metamorphism ranging from the green shale facies to the amphibolite-granulite facies. Twelve heavy rare earth showings have been identified, some of which contain niobium and tantalum. The Kipawa deposit is defined by three enriched horizons within the syenite of the Kipawa alkaline complex. This syenite contains light rare earth oxides but mainly heavy rare earth oxides. Drilling since 2011, totalling 293 drill holes (24,571 m), has been used as the basis for a feasibility study (prepared by Roche Ltd. and GENIVAR Inc., with the support of SGS Geostat and Golder Associates Ltd.) The study showed a 15-year production schedule, excluding a two-year pre-production period to strip the overburden to allow open-pit mining and the construction of a processing plant and associated infrastructure. The mine life could potentially be increased by the discovery of additional resources.

On August 9, 2021, and amended on February 4, 2022, the Company entered into a Binding Term Sheet with Vital Metals Limited ("Vital") for the acquisition by Vital of the Company's 68% interest in the Kipawa rare earth

MANAGEMENT'S DISCUSSION AND ANALYSIS

project and 100% of the Zeus Rare Earth project in Quebec, Canada, for \$8 million, subject to certain closing conditions.

In October 2022, Vital informed the Company that it will not proceed with the acquisition. Accordingly, the Company received a payment of \$1,013,124 (\$1,000,000 and interest of \$13,124) under the terms of the Binding Term Sheet as a transaction termination fee.

QPM continues to evaluate strategic alternatives for its 68% interest in the Kipawa and 100% interest in the Zeus heavy rare earth projects.

NON-CORE ASSETS

MATHESON – GOLD PROJECT

Project description

The Company holds a 50% interest in four non-contiguous blocks totalling 23 unpatented cell mining claims, three leases (110005-mining rights only; 108148 and 110007-surface and mining rights), and four patented claims (mining rights only) totalling 14.22 km² from the Matheson Joint Venture project (“**Matheson Project**”), located 24 km from downtown Timmins, Ontario. International Explorers and Prospectors Inc. holds the other 50%.

The Matheson Project covers prospective lithologies and structures similar to the geological context of the nearby Hoyle Pond gold mine, operated by Newmont. The Hoyle Pond mine produced 4 million ounces of gold at an average grade of 12 g/t gold from 1985 to 2018, making it one of the highest-grade deposits in the Timmins camp. The presence of mineralization on properties adjacent to or in proximity to the Matheson Project is not necessarily indicative that mineralization may be present on the Matheson Project. Previous exploration programs identified several exploration targets, but they have not been systematically tested by drilling.

The Company filed an independent technical report dated September 5, 2019, for the Matheson Project. This technical report was prepared by Paul Chamois, geologist, of RPA Inc., an independent qualified person as defined by NI 43-101 on standards of disclosure for mineral projects (“**NI 43-101**”). The Company is in the process to sell its 50% interest in the Matheson Project.

QUALIFIED PERSON

Normand Champigny, Eng., Chief Executive Officer, Qualified Person under NI 43-101, has prepared, verified and approved the data and technical content of this MD&A for the projects.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FINANCIAL INFORMATION

Functional and presentation currency

These selected financial information and other financial information are presented in Canadian dollars, the Company's functional currency.

IFRS Material policies

The Company's material accounting policies under IFRS are disclosed in Note 4 in the audited annual financial statements for the year ended January 31, 2024.

Use of estimates and judgements

Please refer to Note 2.4 of the audited annual financial statements for the year ended January 31, 2024 for an extended description of the information concerning the Company's significant judgments, estimates and assumptions that have the most significant effect on the recognition and measurement of assets, liabilities, and expenses.

Adoption of new accounting standard

There was no adoption of new accounting policies in preparing the condensed interim financial statements as at October 31, 2024.

New standards and interpretations that have not yet been adopted

At the date of authorization of the financial statements, several new, but not yet effective, Standards and amendments to existing Standards, and Interpretations have been published by the IASB. None of these Standards or amendments to existing Standards have been adopted early by the Company. Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New Standards, amendments and Interpretations not adopted in the current year have not been disclosed as they are not expected to have a material impact on the Company's financial statements.

Dividends

The Company has no dividend policy.

SELECTED QUARTERLY FINANCIAL INFORMATION

The Company anticipates that the quarterly and annual results of operations will primarily be impacted for the near future by several factors, including the timing and efforts of the exploration's expenses and efforts related to the development of the Company. Due to these fluctuations, the Company believes that the quarter-to-quarter and the year-to-year comparisons of the operating results may not be a good indication of its future performance.

The following selected quarterly financial information is derived from our unaudited condensed interim financial statements for each of the three-month periods indicated.

MANAGEMENT'S DISCUSSION AND ANALYSIS

QUEBEC PRECIOUS METALS CORPORATION SELECTED QUARTERLY FINANCIAL INFORMATION

	Q3-2025	Q2-2025	Q1-2025	Q4-2024	Q3-2024	Q2-2024	Q1-2024	Q4-2023
	\$	\$	\$	\$	\$	\$	\$	\$
STATEMENTS OF LOSS (INCOME) AND COMPREHENSIVE LOSS (INCOME)								
Operating expenses :								
Salaries and employee benefit expense	77,553	73,299	88,800	77,649	76,911	77,103	73,474	27,301
Office and other expenses	16,289	16,515	23,181	19,960	24,032	49,012	52,273	26,331
Business development and investor relations	18,249	32,118	38,753	42,200	90,636	99,332	25,390	49,094
Registration, listing fees and shareholders information	5,922	36,658	14,642	14,013	25,844	24,381	12,582	16,787
Professional and consulting fees	57,481	96,881	88,144	78,017	59,309	89,300	79,175	93,242
Depreciation of property and equipment	506	506	508	427	426	427	381	343
Share-based compensation	11,631	71,954	1,417	25,148	121,182	25,267	24,725	13,603
Part XII.6 tax	3,382	6,714	-	-	-	-	-	226
Write-off of equipment	-	-	-	-	-	-	-	(1)
Exploration and evaluation expenses	221,127	89,960	49,336	473,439	508,921	67,077	25,357	4,915
	412,140	424,605	304,781	730,853	907,261	431,899	293,357	231,841
Other expenses (income):								
Finance expense	-	-	80	-	-	-	-	26,087
Interest income	-	-	(1,703)	(10,018)	(2,748)	-	(46)	(7,543)
Other income	(22,625)	(13,000)	-	-	-	-	-	-
Change in fair value of marketable securities	102,953	315,813	(261,870)	473,539	615,617	(237,583)	(214,156)	(617,921)
Gain on disposition of mining projects	-	-	-	-	-	-	-	(580,000)
Transaction termination fee from disposal of mining project	-	-	-	-	-	-	-	-
Gain on settlement/adjustment of other liabilities	(10,616)	(11,449)	-	(11,938)	-	-	-	(15,223)
Exchange loss	-	-	1,663	(56)	672	-	-	-
	69,712	291,364	(261,830)	451,527	613,541	(237,583)	(214,202)	(1,194,600)
(Loss) income before income tax	(481,852)	(715,969)	(42,951)	(1,182,380)	(1,520,802)	(194,316)	(79,155)	962,759
Income tax recovery	89,053	21,130	20,295	232,931	87,673	-	-	-
Net (loss) income and comprehensive (loss) income	(392,799)	(694,839)	(22,656)	(949,449)	(1,433,129)	(194,316)	(79,155)	962,759
Basic and diluted loss (income) per share:	(0.00)	(0.01)	(0.00)	(0.01)	(0.02)	(0.00)	(0.00)	0.01
STATEMENTS OF FINANCIAL POSITION								
Cash and cash equivalents	60,250	181,448	50,459	22,883	285,087	1,226,420	194,869	262,706
Investments	-	-	-	250,000	250,000	-	-	-
Marketable securities	210,913	338,218	691,531	514,496	988,035	1,603,652	1,366,069	1,151,913
Taxes receivable	19,489	30,212	29,091	83,730	97,682	32,466	21,817	30,324
Other receivable	-	-	-	6,040	10,892	1,411	1,411	2,245
Prepays expenses and deposits related to exploration and evaluation activities	30,161	41,993	55,548	48,643	58,570	60,620	73,319	61,563
Tax credits related to resources receivable	64,985	45,679	45,679	45,679	601,335	592,483	565,896	561,498
Mining tax credits receivable	8,874	6,428	6,428	6,428	76,703	75,613	71,870	221,342
Total current assets	394,672	643,978	878,736	977,899	2,368,304	3,592,665	2,295,251	2,291,591
Equipment	4,969	5,475	5,981	1,835	2,262	2,688	3,115	1,127
Total non-current assets	4,969	5,475	5,981	1,835	2,262	2,688	3,115	1,127
Total assets	399,641	649,453	884,717	979,734	2,370,566	3,595,353	2,298,366	2,292,718
Trade accounts payable and other liabilities	270,853	99,485	134,618	188,101	397,271	239,434	113,869	72,037
Loan	-	-	-	-	40,000	40,000	40,000	40,000
Deferred grant	49,996	-	-	-	-	-	-	-
Liability related to flow-through shares	38,659	127,712	123,971	144,266	377,197	464,870	-	-
Total current liabilities	359,508	227,197	258,589	332,367	814,468	744,304	153,869	112,037
Loan	-	-	-	-	-	-	-	-
Total non-current liabilities	-	-	-	-	-	-	-	-
Total equity	40,133	422,256	626,128	647,367	1,556,098	2,851,049	2,144,497	2,180,681
Total liabilities & equity	399,641	649,453	884,717	979,734	2,370,566	3,595,353	2,298,366	2,292,718

The net loss and comprehensive loss of \$392,799 for Q3-2025 is mostly attributable to a decrease of \$102,953 in fair value of marketable securities held as at October 31, 2024 combined with exploration and evaluation expenses of \$221,127 in Q3-2025.

The net loss and comprehensive loss of \$694,839 for Q2-2025 is mostly attributable to a decrease of \$315,813 in fair value of marketable securities held as at July 31, 2024 combined with share-based compensation expense of \$71,954 in Q2-2025.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The net loss and comprehensive loss of \$22,656 for Q1-2025 is mostly attributable to an increase of \$261,870 in fair value of marketable securities held as at April 30, 2024.

The net loss and comprehensive loss of \$949,449 for Q4-2024 is mostly attributable to a decrease of \$473,539 in fair value of marketable securities held as at January 31, 2024 combined with exploration and evaluation expenses of \$473,439 incurred in Q4-2024.

The net loss and comprehensive loss of \$1,433,129 for Q3-2024 is mostly attributable to a decrease of \$615,617 in fair value of marketable securities held as at October 31, 2023 combined with exploration and evaluation expenses of \$508,921 incurred in Q3-2024.

The net loss and comprehensive loss of \$194,316 for Q2-2024 is mostly attributable to an increase of \$237,583 in fair value of marketable securities held as at July 31, 2023.

The net loss and comprehensive loss of \$79,155 for Q1-2024 is mostly attributable to an increase of \$214,156 in fair value of marketable securities held as at April 30, 2023.

The net income and comprehensive income of \$962,759 for Q4-2023 is mostly attributable to a gain on disposal of mining projects of \$580,000 and an increase of \$617,921 in fair value of marketable securities held as at January 31, 2023.

Results of operations for the three-month period ended October 31, 2024 (Q3-2025)

Net (loss) income and comprehensive (loss) income

The basic and diluted loss per share for Q3-2025 is \$0.00 as compared to a basic and diluted loss per share of \$0.02 for Q3-2024.

During Q3-2025, the Company realized a net loss and comprehensive loss of \$392,799 as compared to a net loss and comprehensive loss of \$1,433,129 for Q3-2024.

The decrease of \$1,040,330 for Q3-2025 as compared to Q3-2024 in net loss and comprehensive loss is mostly attributable to a decrease of \$495,121 in operating expenses and a decrease of \$543,829 in other expenses.

Operating expenses

During Q3-2025, operating expenses were \$412,140 as compared to \$907,261 for Q3-2024.

The decrease of \$495,121 for Q3-2025 as compared to Q3-2024 in operating expenses is mainly attributable to a decrease of \$287,794 in exploration and evaluation expenses combined with a decrease of \$109,551 in share-based compensation expense and a decrease of \$72,387 in business development and investor relations mainly due to a decrease of approximately of \$48,750 in investor relations consulting in Q3-2025.

Other expenses (income)

During Q3-2025, other expenses were \$69,712 as compared to other expenses of \$613,541 for Q3-2024. The decrease of \$543,829 in other expenses for Q3-2025 as compared to Q3-2024 is mostly attributable to a decrease of \$512,664 in fair value of marketable securities (a loss of \$102,953 in fair value for Q3-2025 as compared to a loss of \$615,617 for Q3-2024).

Income tax recovery

The income tax recovery is the result of the amortization of the other liability related to flow-through financings. The obligation is reversed with a corresponding income tax recovery recorded as the exploration and evaluation expenditures are incurred.

MANAGEMENT'S DISCUSSION AND ANALYSIS

During Q3-2025, income tax recovery was \$89,053 related to eligible exploration and evaluation expenses incurred in Q3-2025 compared to income tax recovery of \$87,673 related to eligible exploration and evaluation expenses incurred in Q3-2024.

Results of operations for the nine-month period ended October 31, 2024 (YTD-2025)

Net loss and comprehensive loss

The basic and diluted loss per share for YTD-2025 is \$0.01 as compared to a basic and diluted loss per share of \$0.02 for YTD-2024.

During YTD-2025, the Company realized a net loss and comprehensive loss of \$1,110,294 as compared to a net loss and comprehensive loss of \$1,706,600 for YTD-2024.

The decrease of \$593,306 for YTD-2025 as compared to YTD-2024 in net loss and comprehensive loss is mostly attributable to a decrease of \$490,991 in operating expenses.

Operating expenses

During YTD-2025, operating expenses were \$1,141,526 as compared to \$1,632,517 for YTD-2024.

The decrease of \$490,991 for YTD-2025 as compared to YTD-2024 in operating expenses is mainly attributable to a decrease of \$240,932 in exploration and evaluation expenses combined with a decrease of \$126,238 in business development and investor relations (mainly due to a decrease of approximately of \$120,000 in investor relations consulting in YTD-2025 as compared to YTD-2024), a decrease of \$86,172 in share-based compensation expense, and a decrease of \$69,332 in office and other expenses (mainly due to a decrease of approximately of \$73,700 in claims renewal in YTD-2025 as compared to YTD-2024).

Other expenses (income)

During YTD-2025, other expenses were \$99,246 as compared to other expenses of \$161,756 for YTD-2024. The decrease of \$62,510 in other expenses for YTD-2025 as compared to YTD-2024 is mostly attributable to an increase of other income of \$35,625 (camp rental income) combined with an increase of \$22,065 in gain on settlement/adjustment of other liabilities.

Income tax recovery

The income tax recovery is the result of the amortization of the other liability related to flow-through financings. The obligation is reversed with a corresponding income tax recovery recorded as the exploration and evaluation expenditures are incurred.

During YTD-2025, income tax recovery was \$130,478 related to eligible exploration and evaluation expenses incurred in YTD-2025 compared to income tax recovery of \$87,673 related to eligible exploration and evaluation expenses incurred in YTD-2024.

CASH FLOWS

Cash flows used for operating activities

Cash flows used for operating activities were \$811,268 during YTD-2025, a decrease of \$239,233 as compared to cash flows used for operating activities of \$1,050,501 during YTD-2024. The decrease is mostly explained by a decrease of \$424,429 in cash flows used for operating activities before changes in working capital offset by an increase of \$185,196 in cash flows used from the change in working capital items.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Cash flows from financing activities

Cash flows from financing activities were \$456,602 during YTD-2025, a decrease of \$868,649 as compared to cash flows of \$1,325,251 from financing activities during YTD-2024. The decrease in cash flows from financing activities is attributable to a decrease of \$899,640 in proceeds from private flow-through placements (\$101,560 concluded in June 2024 as compared to \$1,001,200 concluded in July 2023).

Cash flows from (used for) investing activities

Cash flows from investing activities were \$392,033 during YTD-2025 mostly attributable to the proceeds from disposal of a Guaranteed Investment Certificate of \$250,000 and from disposal of marketable securities of \$146,687 as compared to cash flows of \$252,369 used for investing activities during YTD-2024 mostly attributable to the acquisition of a Guaranteed Investment Certificate of \$250,000.

OTHER FINANCIAL DISCLOSURES

Related party transactions

Please refer to Note 13 of the condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024 and 2023, for a summary of the Company's transactions with related parties.

Contingency

Please refer to Note 14 of the condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024 and 2023, for a summary of the Company's commitments.

Subsequent events

Please refer to Note 18 of the condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024 and 2023, for a summary of the Company's subsequent events.

Off-financial position arrangements

As at October 31, 2024, the Company has the following off-financial position arrangements:

MANAGEMENT'S DISCUSSION AND ANALYSIS

ROYALTIES AND NET PROFIT INTEREST ON MINING PROJECTS

PROJECTS	ROYALTIES		DESCRIPTION
	Name	Percentage	
Eeyou Istchee James Bay Territory projects, Quebec			
Sakami ⁽¹⁾	Luc Lamarche Estate	50%	1% NSR on some claims
	Jean-Raymond Lavallée	50%	
	Osisko Gold Royalties Ltd.	100%	2% NSR on 81 claims of which 1% may be purchased for an amount of \$1,000,000
Elmer East ⁽¹⁾	Tony Perron, Tony Perron & Janine Mongrain on certain claims, Tony Perron & Hélène Laliberté on certain claims	100%	2% NSR of which 1% may be purchased for an amount of \$500,000
Other projects, Quebec			
Kipawa ⁽¹⁾	Toyotsu Rare Earth Canada Inc.	100%	10% net profit interest
Blanche-Charles ⁽²⁾	Quebec Precious Metals Corporation	100%	2% NSR of which 1% may be repurchased at any time for \$1,000,000 in cash or shares or a combination of both.
Vulcain ⁽²⁾	André Gauthier	60%	2% NSR, each one-half percent of the NSR can be repurchased at any time for \$250,000
	Jacques Duval	40%	
	Quebec Precious Metals Corporation	100%	1% NSR, first 0.5% may be purchased for an amount of \$500,000, second 0.5% may be purchased for an amount of \$2,500,000
Ontario project			
Matheson ⁽¹⁾	International Explorers and Prospectors Inc.	100%	1.5 % NSR of which 0.75% may be purchased for an amount of \$1,500,000
	Amalco	100%	0.75% NSR of which 0.75% may be purchased for an amount of \$750,000
	Certain individuals and companies on certain claims	100%	1% NSR of which 1% may be purchased for an amount of \$500,000

⁽¹⁾ The Company does not hold any NSR on the project.

⁽²⁾ These projects have been sold. However, the Company still has a NSR as described above.

Going concern assumption

The Company has not yet determined whether its mining projects have mineral reserves. The exploration and development of mineral deposits involves significant financial risks. The success of the Company will be influenced by a number of factors, including exploration and extraction risks, regulatory issues, environmental regulations and other regulations.

Although management has taken steps to verify titles of the mining projects in which the Company holds an interest, in accordance with industry standards for the current stage of exploration of such projects, these procedures do not guarantee the Company's project title. Project title may be subject to unregistered prior agreements and noncompliance with regulatory requirements.

The financial statements have been prepared by the Company on a going concern basis, assuming that the Company will be able to realize its assets and settle its liabilities in the normal course of business as they come due.

For the nine-month period ended October 31, 2024, the Company recorded a net loss of \$1,110,294 (\$1,706,600 for the nine-month period ended October 31, 2023) and had negative cash flows from operations of \$811,268 (\$1,050,501 for the nine-month period ended October 31, 2023). In addition, the Company had accumulated deficit of \$57,184,465 as at October 31, 2024. Besides the usual needs for working capital, the Company must obtain funds to enable it to meet the timelines of its exploration programs and to pay its overhead and administrative costs. As at October 31, 2024, the Company had a working capital (total current assets less total current liabilities) of \$35,164 (a working capital of \$645,532 as at January 31, 2024) including cash of \$60,250 (\$22,883 in cash as at January 31, 2024). Management estimates that the working capital as at October 31, 2024 will not be sufficient to meet the Company's needs during the coming year. The Company is still in exploration stage and, as such, no revenue nor cash flow has been yet generated from its operating activities other than from the sales of non-core assets. Consequently, management periodically seeks financing

MANAGEMENT'S DISCUSSION AND ANALYSIS

through the issuance of shares, the exercise of warrants and share purchase options to continue its operations, and despite the fact that it has been able in the past, there is no guarantee of success for the future. If management is unable to obtain new funding, the Company may be unable to continue its operations, and amounts realized for assets may be less than amounts reflected in these financial statements.

These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

Capital management policies and procedures

Please refer to Note 19 of the audited annual financial statements for the year ended January 31, 2024, for a summary of the Company's capital management policies and procedures.

Disclosure of outstanding share data

The following selected financial information is derived from our unaudited financial statements.

QUEBEC PRECIOUS METALS CORPORATION					
Disclosure of outstanding share data (as at December 5, 2024)					
Outstanding common shares:		103,646,498			
Outstanding share options:		3,815,000			
Average exercise price of:		\$0.153			
Average remaining life of:		2.78 years			
Expiry date	Number of granted share options	Number of exercisable share options	Exercise price \$	Remaining life (years)	
February 17, 2025	225,000	225,000	0.28	0.20	
July 24, 2025	50,000	50,000	0.27	0.63	
October 26, 2025	235,000	235,000	0.23	0.89	
February 19, 2026	500,000	500,000	0.29	1.21	
July 16, 2026	30,000	30,000	0.10	1.61	
March 15, 2027	375,000	375,000	0.17	2.27	
August 8, 2028	2,400,000	1,600,000	0.10	3.67	
	<u>3,815,000</u>	<u>3,015,000</u>			
Outstanding deferred share units:		<u>3,552,136</u>			
Outstanding warrants:		8,054,091			
Average exercise price of:		\$0.100			
Average remaining life of:		2.51 years			
Expiry date	Number of outstanding warrants	Exercise price \$	Remaining life (years)		
May 31, 2027	3,700,000	0.10	2.48		
June 21, 2027	4,354,091	0.10	2.54		
	<u>8,054,091</u>				
Outstanding brokers and intermediaries' options:		252,000			
Average exercise price of:		\$0.100			
Average remaining life of:		2.51 years			
Expiry date	Number of outstanding brokers and intermediaries' options	Exercise price \$	Remaining life (years)		
May 31, 2027	112,000	0.10	2.48		
June 21, 2027	140,000	0.10	2.54		
	<u>252,000</u>				

MANAGEMENT'S DISCUSSION AND ANALYSIS

RISK AND UNCERTAINTIES

The Company is subject to a variety of risks, some of which are described below. If any of the following risks occur, the business, results of operations or financial condition could be adversely affected in a material manner.

Financial instrument risks

Please refer to Note 17 of the condensed interim financial statements for the three-month and nine-month periods ended October 31, 2024 and 2023, for a summary of the Company's financial instruments risks.

Russia/Ukraine and Middle East conflicts

The increasing tensions related to the ongoing conflict between Russia and Ukraine as well as those in the Middle East, and economic sanctions imposed in relation thereto, have contributed to additional volatility in commodity prices. The effect of this global event cannot accurately be predicted.

Exploration and mining risks

The Company's future is dependent on its exploration and development programs. The exploration and development of mineral deposits involves significant financial risks over a prolonged period of time, which may not be eliminated even through a combination of careful evaluation, experience and knowledge. Few projects that are explored are ultimately developed into economically viable operating mines. Major expenses on the Company's exploration projects may be required to construct mining and processing facilities at a site, and it is possible that even preliminary due diligence will show adverse results, leading to the abandonment of projects. It is impossible to ensure that preliminary or full feasibility studies on the Company's projects, or the current or proposed exploration programs on any of the projects in which the Company has exploration rights, will result in any profitable commercial mining operations. The Company cannot give any assurance that its current and future exploration activities will result in a discovery of mineral deposits containing mineral resources or mineral reserves.

Estimates of mineral resources or mineral reserves and any potential determination as to whether a mineral deposit will be commercially viable can also be affected by such factors as: the particular attributes of the deposit, such as its size and grade; unusual or unexpected geological formations and metallurgy; proximity to infrastructure; financing costs; precious metal prices, which are highly volatile; and governmental regulations, including those relating to prices, taxes, royalties, infrastructure, land use, importing and exporting of metal concentrates, exchange controls and environmental protection. The effect of these factors cannot be accurately predicted, but the combination of any or all of these factors may result in the Company not receiving an adequate return on its invested capital or suffering material adverse effects to its business and financial condition. Exploration and development projects also face significant operational risks including but not limited to an inability to obtain access rights to projects, accidents, equipment breakdowns, labour disputes (including work stoppages and strikes), and other unanticipated interruptions.

Titles to projects

While the Company has diligently investigated title to the various projects in which it has an interest, and to the best of its knowledge, titles to those projects are in good standing, this should not be construed as a guarantee of title. The projects may be subject to prior unregistered agreements or transfer, or native or government land claims, and title may be affected by undetected defects.

Permits and licenses

The Company's operations may require licenses and permits from various governmental authorities. The Company will use its best efforts to obtain all applicable licenses and permits to carry on the activities which it intends to conduct, and it intends to comply in all applicable material aspects with the terms of such licenses and permits. There can be no assurance that the Company will be able to obtain all necessary licenses and permits that may be required to carry out exploration, development, and mining operations at its projects.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Metal prices

Even if the Company's exploration programs are successful, factors beyond the control of the Company may affect marketability of any minerals discovered. Metal prices have historically fluctuated widely and are affected by numerous factors beyond the Company's control, including international, economic and political trends, expectations for inflation, currency exchange fluctuations, interest rates, global or regional consumption patterns, speculative activities and worldwide production levels. The effect of these factors cannot accurately be predicted.

Competition

The mining industry is intensely competitive in all its phases. The Company competes with many companies possessing greater financial resources and technical facilities than itself for the acquisition of mineral interests as well as for recruitment and retention of qualified employees.

Environmental regulations

The Company's operations are subject to environmental regulations promulgated by government agencies from time to time. Environmental legislation provides for restrictions and prohibitions of spills, release or emission of various substances produced in association with certain mining industry operations, such as seepage from tailing disposal areas, which could result in environmental pollution. A breach of such legislation may result in imposition of fines and penalties. In addition, certain types of operations require submissions to and approval of environmental impact assessments. Environmental legislation is evolving in a manner which means stricter standards, and enforcement, fines and penalties for non-compliance are more stringent. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations. The Company intends to fully comply with all environmental regulations.

Conflicts of interest

Certain directors or proposed directors of the Company are also directors, officers or shareholders of other companies that are similarly engaged in the business of acquiring, developing and exploiting natural resource projects. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project or opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any director in a conflict will disclose his interest and abstain from voting on such matter. In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

Stage of development

The Company's projects are in the exploration stage, and to date none of them have an estimation of mineral reserves. The Company does not have a history of earnings or providing a return on investment, and there is no assurance that it will produce revenue, operate profitably or provide a return on investment in the future.

Industry conditions

Mining and milling operations are subject to government regulations. Operations may be affected in varying degrees by government regulations such as restrictions on production, price controls, tax increases, expropriation of project, pollution controls or changes in conditions under which minerals may be mined, milled or marketed. The marketability of minerals may be affected by numerous factors beyond the control of the Company, such as government regulations. The effect of these factors cannot be accurately determined.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Uninsured hazards

Hazards such as unusual geological conditions are involved in exploring for and developing mineral deposits. The Company may become subject to liability for pollution or other hazards which cannot be insured against or against which the Company may elect not to insure because of the high cost of premiums or for other reasons. The payment of any such liability could result in the loss of Company assets or the Company's insolvency.

Future financing

Completion of future programs may require additional financing, which may dilute the interests of existing shareholders. The only sources of future funding presently available to QPM are the sale of equity capital, or the offering or sale by QPM of an interest in its non-core projects. Currently, QPM has no projects that are under a purchase agreement requiring cash payment obligations. All projects in Eeyou Istchee James Bay territory are 100% owned and the only financial obligations are the annual payments of mining claim renewal fees. The availability of financing is not assured and is subject to market conditions.

Key employees

Management of the Company rests on a few key officers and members of the board of directors, the loss of any of whom could have a detrimental effect on its operations.

Canada Customs and Revenue Agency

No assurance can be made that Canada Customs and Canada Revenue Agency will agree with the Company's characterization of expenses as Canadian exploration expenses or Canadian development expenses or the eligibility of such expenses as Canadian exploration expenses under the *Income Tax Act* (Canada).

CERTIFICATION OF INTERIM FILINGS

The President and Chief Executive Officer and the Chief Financial Officer have signed the Basic Certifications of Interim Filings as required by National Instrument 52-109 for venture issuer, thus confirming, the review, the absence of misrepresentations and the fair presentation of the interim filings.

- The President and Chief Executive Officer and the Chief Financial Officer confirm to have reviewed the interim financial report and the interim MD&A (together, the "interim filings") of the Company for the interim period ended October 31, 2024.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the interim filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the interim filings.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the interim financial report together with the other financial information included in the interim filings fairly present in all material respects the financial condition, financial performance and cash flows of the issuer, as of the date of and for the period presented in the interim filings.