TSXV.AGMR

SILVER MOUNTAIN RESOURCES INC.

Interim Management's Discussion and Analysis

Three and Nine Months Ended September 30, 2024 and 2023

Introduction

The following interim management's discussion and analysis ("MD&A") of the financial condition and results of the operations of Silver Mountain Resources Inc. ("AGMR", the "Company", "we" or "our") constitutes management's review of the factors that affected the Company's financial and operating performance for the three and nine months ended September 30, 2024 and 2023. This MD&A has been prepared in compliance with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the unaudited condensed interim consolidated financial statements for the three and nine months ended September 30, 2024 and 2023 as well as the audited annual consolidated financial statements of the Company for the years ended December 31, 2023 and 2022, together with the notes thereto (the "Financial Statements"). The Company's financial statements and the financial information contained in this MD&A are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB") and interpretations of the IFRS Interpretations Committee.

This MD&A contains forward-looking statements and should be read in conjunction with the risk factors described in the "Risks and Uncertainties" and the "Cautionary Note Regarding Forward-Looking Information" sections at the end of this MD&A.

This MD&A has been prepared as of November 26, 2024. All dollar figures in this MD&A are expressed in United States dollars, unless otherwise stated.

Unless otherwise stated, the scientific and technical information contained in this MD&A has been reviewed and approved by Antonio Cruz, P. Geo, an independent consultant of the Company and a Qualified Person (MAIG 7065) within the meaning of National Instrument 43-101 – Standards of Disclosure for Mineral Projects ("NI 43-101").

Description of Business

Silver Mountain Resources Inc. (TSXV:AGMR | OTCQB:AGMRF | BVL:AGMR) is a publicly traded silver explorer and mine developer listed on the TSX Venture Exchange (the "TSXV"), which is planning to re-start production at the Reliquias underground mine and undertake exploration activities at its highly prospective silver camps at the Castrovirreyna Project (the "Project") located in Huancavelica, Peru.

The Company, through its subsidiary Sociedad Minera Reliquias S.A.C ("AGMR Peru") owns a 2,600 tonnes per day (tpd) processing plant capacity (permits up to 2,000tpd), an operating tailings dam, and over 45,000 hectares ("ha") of titled mining concessions. The Company targets the acquisition of mining concessions for exploration, exploitation, extraction, and processing of all types of minerals with a special focus on precious metals.

The Project includes mine infrastructure that supported the Reliquias underground operations, which were operated by Corporación Minera Castrovirreyna ("CMC") from 2005 to 2015. In 2018, AGMR Peru acquired certain liquidated assets from CMC that comprised the Project. The Project, includes the following infrastructure:

- Reliquias and Caudalosa underground mines: consisting of ventilation system, water pumping system, explosives magazine, and mining equipment
- Concentrator Plant: a 2,600 tpd conventional concentrator plant to produce silver, lead, zinc, and copper concentrates
- Tailings storage facility (TSF): sufficient remaining capacity for two years of tailings production
- Infrastructure: power supply line, water supply system, fuel storage, a 370-person camp, warehouses, maintenance shops, and paved roads

Corporate Strategy

In pursuit of our corporate vision, AGMR is strategically positioned with ownership of the Reliquias and Caudalosa mines, both historic underground operations nestled in the mineral-rich region of Huancavelica, Peru. Our overarching strategy focuses on converting historical resources into NI 43-101 compliant reserves while expanding existing resources within our underground mines and brownfield targets across the extensive 19,872-hectare Reliquias Block.

We are also set to initiate drilling activities within the Dorita Block, spanning 17,078 hectares in the northern sector of our project, following surface exploration results indicating significant potential. Our strategic focus on the Dorita Block is a key component of our expansionary approach, aimed at unlocking untapped resources. This initiative aligns with our commitment to maximizing stakeholder value by expanding our resource base and enhancing the economic viability of our projects. By systematically exploring and developing new areas, we position AGMR for sustained growth and increased shareholder value.

Subject to securing the necessary financing, AGMR is targeting the commencement of production at the Reliquias underground mine, utilizing our pre-existing concentrator plant in 2025. This milestone signifies operational progress and underscores our dedication to realizing tangible outcomes from our strategic initiatives.

Although the Company is targeting the commencement of commercial operations at the Project in 2025, the Company will need additional financing to implement the following key activities within this timeline: (1) Development of mine, enhancing underground access and installing essential mining equipment; (2) Plant Maintenance, performing necessary upgrades and maintenance on the concentrator plant to ensure it meets the operational standards required for processing ore; (3) Camp Rehabilitation, renovating the existing camp facilities to provide adequate accommodation and amenities for the workforce, ensuring a suitable environment for our team; (4) Environmental and Safety Compliance, implementing measures to comply with environmental regulations and ensure the safety of our operations and personnel and; (5) Community Engagement, strengthening our relationship with local communities through consistent communication and support initiatives to ensure mutual benefits.

The Corporation may not have access to the funding required for this plan on acceptable terms or at all. Failure to obtain any such additional funding could result in a delay or indefinite postponement of the development of the Project. See "Risk Factors".

In line with our comprehensive area consolidation strategy, AGMR continues to evaluate and pursue prospective targets near our existing projects. This includes active efforts to secure additional mining concessions that will expand our land package and resource base, enhancing the overall value and long-term potential of our operations. By integrating new resources and opportunities, we aim to create a more robust and sustainable mining portfolio and reinforce our position as a leading player in the region's mining sector.

To further drive growth and project development, AGMR actively explores opportunities for strategic partnerships and alliances with industry leaders, technology providers, and research institutions. These collaborations are designed to leverage external expertise, share best practices, and accelerate project development, thereby enhancing our operational capabilities and expanding our resource base. Beyond our current projects, we are identifying and evaluating new exploration opportunities in other promising regions. Diversifying our asset base and expanding into new areas will help mitigate risks and capitalize on emerging opportunities in the mining sector.

Maintaining open and transparent communication with all stakeholders, including shareholders, employees, local communities, and regulatory authorities, is a cornerstone of our corporate strategy. By ensuring that our strategic decisions are well-informed and aligned with the interests of all parties involved, we aim to foster a collaborative and supportive environment that contributes to the success and sustainability of our operations.

By incorporating these strategic elements into our corporate strategy, AGMR is well-positioned to navigate the dynamic landscape of the mining industry and deliver sustained growth and value creation for our stakeholders.

Corporate Highlights

- On January 9, 2024, the Company announced and signed a 20-year agreement with the Castrovirreyna community granting use of land for the planned restart of the Reliquias mine.

- On January 23, 2024, the Company provided a shareholder announcement that delineates a roadmap for production. It outlines the achievements of 2023 and the upcoming milestones for 2024.

- On January 24, 2024, the Company announced the appointment of Johnny DeCooman to the Board of Directors and the appointment of Gerardo Fernandez as advisor to the Board of Directors.

- On January 31, 2024, the Company announced metallurgical recoveries and concentrate grades from its Reliquias project Peru.

- On February 7, 2024, the Company announced the doubling of contained silver content with higher grade and increased tonnage in the measured and indicated categories in an updated mineral resource estimate at its Reliquias project, Peru.

- On February 22, 2024, the Company granted stock options to certain directors, officers and employees of the Company to purchase up to 6,800,000 class A common shares in the capital of the Company (each, a “Common Share”), exercisable at a price of $0.10 per share and expiring February 22, 2028.

- On March 19, 2024, the Company filed a NI 43-101 Technical Report for a previously announced updated mineral resource estimate at the Reliquias project.

- On April 16, 2024, the Company announced that it had entered into an agreement pursuant to which Eight Capital and SCP Resource Finance LP would offer for sale up to 68,200,000 units of the Company on a best-efforts basis at a price of C$0.11 per unit, for aggregate gross proceeds of up to C$7,502,000. Each unit to be comprised of one Common Share and one warrant, with each warrant to entitle the holder to acquire an additional Common Share for a period of 48 months, at an exercise price of $0.135.

- On April 19, 2024, the Company announced that it had upsized the April 2024 Prospectus Offering (as defined below).

- On April 24, 2024, the Company closed its prospectus offering of 81,818,500 units of the Company (“Units”) at a price of $0.08 (C$0.11) per Unit (the "Prospectus Offering Price"), for gross proceeds of $6,564,626 (C$9,000,035) (the “April 2024 Prospectus Offering”). The Company also issued an additional 5,820,428 Units at the Prospectus Offering Price for additional gross proceeds of $466,996 (C$640,247) in connection with the partial exercise of the over-allotment option.

  Each Unit is comprised of one Common Share and one Common Share purchase warrant. Each warrant is exercisable into one Common Share at a price of $0.10 (C$0.135) per Common Share and expires on April 24, 2026.

  These warrants are considered a derivative liability since the currency denomination of the exercise price (Canadian dollars) is different from the functional currency of the Company (US dollars). As a result, the fair value of the warrants is presented as a liability upon issuance date and any foreign exchange or change in the fair value of the warrants subsequent to their initial recognition is recorded in the statement of net and comprehensive loss.

  The Company received net proceeds of $6,344,422 (C$8,698,196) net of underwriters' commissions of $392,325 (C$537,873) and other costs of $294,875 (C$404,213).

- On April 24, 2024, the Company announced that the TSXV had accepted for listing 87,638,928 Common Share purchase warrants for trading on the TSXV. Such warrants were issued pursuant to a prospectus supplement dated April 18, 2024.

- On May 15, 2024, the Company announced the results of a Preliminary Economic Assessment (PEA) for its Reliquias Project in Peru. The PEA indicates that Reliquias is a robust silver and base metals project with a Pre-tax NPV 5% of C$107 million.

- On June 18, 2024, the Company announced that Peru's National Authority for Environmental Certification (SENASE) had approved the extension of the main environmental permit (or EIA-d) for its 100% owned Reliquias Mine, Caudalosa Mine and all their components in central Peru.

- On June 26, 2024, the Company announced that it had filed an independent technical report prepared in accordance with NI 43-101 supporting the previously announced preliminary economic assessment for the Company's 100% owned Reliquias Mine in central Peru.

- On July 09, 2024, the Company announced that Peru´s Ministry of Energy and Mines had approved the Reliquias and Caudalosa Mine Closure Plans, a key milestone permit needed to commence production in this historic mining district located in central Peru.

- On July 16, 2024, the Company announced that Gerardo Fernandez had been elected as a director at the annual general meeting of shareholders held on June 27, 2024.

- On September 18, 2024, the Company announced that it had entered into shares for services agreements with each of its directors, pursuant to which, such directors will receive all or a portion of their director fees for the period from July 1, 2024, to June 30, 2025 (including any accrued fees as of July 1, 2024) in Common Shares. The Common Shares are expected to be issued quarterly and be subject to a four-month and one-day hold period commencing upon the date of issuance.

Subsequent Events

- On October 28, 2024, the Company announced that as a result of a continuous disclosure review by staff of the Ontario Securities Commission, the Company filed (i) an amended and restated preliminary economic assessment for its Reliquias Mine in central Peru dated October 28, 2024 and with an effective date of May 15, 2024 (the "**Amended Technical Report**"), and (ii) a material change report disclosing certain information in respect of the Company's Chief Operating Officer to supplement the Company's annual information form for the year ended December 31, 2023.

- Additionally, on October 28, 2024, the Company's final base shelf prospectus was filed and approved by the Ontario Securities Commission. It is now available on SEDAR+ and authorizes the Company to raise up to $25 million.

Operational Overview

Operations Mine

AGMR Peru owns two main underground mines: Reliquias and Caudalosa. Both assets have historic mining activity dating back from 1951 to 2016, with production rich in silver, zinc, lead, gold, and copper. Between 2009 and 2014, production averaged over 1 million ounces of silver and nearly 3,000 ounces of gold annually. In 2012, an average of 1.4 million ounces of silver and around 4,000 ounces of gold were obtained within a bulk concentrate. The mining methods employed included sub-level stoping and conventional cut and fill.

The underground Reliquias mine is located 10 km southwest of the existing processing plant. It is currently accessible through a ramp, shaft, and various transportation levels. The mineralization consists of silver-rich sulfides and sulfosalts near the top, with increasing concentrations of base metals at depth. The Caudalosa mine exploited mainly silver-rich sulfides and sulfosalts, galena, sphalerite, and minor copper sulfides.

Both the Reliquias and Caudalosa mines have significant exploration potential, not only at depth but also along vein extensions mined during previous operations. The mineralization exposed in the Meteysaca, Perseguida, Sacasipuedes, and Matacaballo veins is particularly attractive, making the project an interesting prospect for further underground exploration, as the main veins and their branches remain open laterally and at depth.

Following a successful exploration and drilling campaign at the Reliquias underground mine in 2022, the Company announced on April 12, 2023, the issuance of a NI 43-101 Mineral Resource estimate, with data collected up to December 15, 2022. This estimate highlights the significant potential of Reliquias, providing a solid foundation for future development and production planning.

NI 43-101 Technical Report Mineral Resource Estimate for the Reliquias Mine

The Reliquias mine has undergone substantial exploration and the results are showcased below. The current mineral resources for the Reliquias mine is summarized in the table below.

		Grades					Contained Metal				
Resource	**Volume**	**Silver**	**Gold**	**Zinc**	**Lead**	**Copper**	**Silver**	**Gold**	**Zinc**	**Lead**	**Copper**
	kt	*g/t*	*g/t*	*%*	*%*	*%*	*MozAg*	*Koz Au*	*Mlb Zn*	*Mlb Pb*	*Mlb Cu*
Measured	221	162.4	0.55	3.03%	1.95%	0.28%	1.2	3.8	14.8	9.5	1.4
Indicated	1054	129.1	0.39	3.16%	2.08%	0.34%	4.4	12.8	73.5	48.4	7.8
M&I	**1275**	**135.0**	**0.42**	**3.14%**	**2.06%**	**0.33%**	**5.5**	**16.6**	**88.3**	**57.9**	**9.2**
Inferred	1706	126.7	0.43	2.96%	1.84%	0.28%	7.0	22.7	111.5	69.1	10.7

Please refer to the technical report entitled Amended and Restated NI 43-101 Technical Report: Preliminary Economic Assessment, Reliquias Mine" dated October 28, 2024 and effective May 15, 2024 (the "Technical Report") which is available under the Company's profile on SEDAR+ at www.sedarplus.ca and on the Company's website at www.agmr.ca.

Throughout the year 2023 and up to the present in 2024, no exploration activity was conducted at the Caudalosa mine. The historical mineral resources for the Caudalosa mine are summarized in the table below. Mineral resources, although not independently calculated, are of reasonable quality for the purposes of exploration programs and mining.

Historical Resource Estimate – Caudalosa Project(1)

		Grades					Contained Metal				
Category	**Mass**	**Silver**	**Zinc**	**Lead**	**Copper**	**AgEq**	**Silver**	**Zinc**	**Lead**	**Copper**	**AgEq**
	kt	*oz/t*	*%*	*%*	*%*	*Oz/t*	*MozAg*	*Mlb Zn*	*Mlb Pb*	*Mlb Cu*	*MozAgEq*
Inferred	1,549	14.43	2.80%	2.79%	2.12%	24.63	22.35	95.6	95.3	72.4	38.1

(1) Disclosure of Historical Estimates Historical Resources
Estimates are not Mineral Reserves or Resources and do not have demonstrated economic viability. All figures are rounded to reflect the relative accuracy of the estimates. Information as of July 2019 Source: Sociedad Minera Reliquias SA, the information is based on RM-Master Pro Quality, C. Rodriguez, Abr19; RM-Master Pro Quality, C. Rodriguez, Jul19 The QP considers that the Historical Resources Estimate is relevant for the proper understanding of the Project and additional exploration including drilling could be needed to verify the historical estimate as current mineral resources A qualified person has not done sufficient work to classify the historical estimate as current mineral resources or mineral reserves; and The issuer is not treating the historical estimate as current mineral resources or mineral reserves

Exploration Properties

Reliquias

In December 2021, AGMR Peru embarked on an ambitious exploration campaign, which successfully culminated in September 2023. This extensive effort aimed to expand our resource base and further delineate the potential of our existing assets.

During 2022, our exploration activities included drilling 11,573.55 meters using HQ (96 mm) diameter core and 2,724.70 meters using NQ (75.7 mm) diameter core. Building on this momentum, in 2023, we drilled an additional 8,843.15 meters with HQ, 1,869.05 meters with NQ, 2,813.45 meters using BQ (60 mm) diameter core, and 308.95 meters with Packsack equipment, demonstrating our commitment to thorough exploration.

Throughout 2023, the Company successfully completed a total of 95 drilling boreholes, encompassing a comprehensive 14,953.40 meters. Notably, 50 of these boreholes were conducted using small and versatile BQ-sized equipment, ideal for operating in narrow and challenging locations, while the remaining 45 boreholes utilized HQ/NQ diameters to ensure robust data collection.

The primary objective of this extensive drilling program was to delineate the main structural features through diamond drilling and identify potential extensions of veins and tensional structures. This systematic approach is designed to enhance our understanding of the subsurface geology and inform future development plans.

From the BQ drilling boreholes executed, a total of 1,358 samples were obtained, comprising 1,090 primary samples and 268 control samples. These samples are critical for our ongoing geological analysis and resource estimation efforts, ensuring a high degree of accuracy and reliability in our data.

Vein	Channels Sample BQ	QAQC	Total
AYAYAY	146	34	180
MATACABALLO	167	41	208
PASTEUR	164	40	204
PERSEGUIDA	66	17	83
POZORICO	172	40	212
SACASIPUEDES	88	23	111
VULCANO	106	22	128
METEYSACA	181	51	232
Total	**1,090**	**268**	**1,358**

From the HQ and NQ drilling boreholes conducted, a total of 4,068 samples were collected, comprising 3,426 primary samples and 642 control samples. The primary objective of these drilling activities was to intercept and delineate key structural features, including the Matacaballo, Meteysaca, Perseguida, Sacasipuedes, Natividad, Ayayay, Pasteur, Pozorico, Vulcano, and Beatita X structures.

Vein	Drilling Sample HQ/NQ	QAQC	Total
Vulcano	1,132	207	1,339
Sacasipuedes	1,129	209	1,338
Perseguida	1,066	205	1,271
Pasteur	99	21	120
Total	**3,426**	**642**	**4,068**

This aggressive exploration campaign underscores AGMR's commitment to unlocking the full potential of our assets and driving value creation for our stakeholders. The insights gained from this program will be instrumental in guiding our future exploration and development strategies, positioning the Company for sustained growth and success in the mining sector.

During 2023, channel sampling, density sampling, and mapping of the main veins were conducted at different levels of the Reliquias mine. QA/QC reports were generated. All these efforts were undertaken to enhance geological interpretation and increase mineral resources.

Vein	UG Mine Samples	QAQC	Total
Meteysaca	1,777	288	2,065
Matacaballo	1,121	185	1,306
Beatita	608	96	704
Pasteur	486	78	564
Sacasipuedes	430	71	501
Vulcano I	367	61	428
Vulcano	365	57	422
Perseguida	348	57	405
Pozo Rico	145	24	169
Sorpresa	135	23	158
Ayayay	55	9	64
Grima	43	7	50
Vulcano II	30	4	34
Ramal	25	4	29
Vetilleo	25	4	29
Ramal Perseguida	18	2	20
Ramal SCS	7	1	8
Total	**5,985**	**971**	**6,956**

Castrovirreyna

Located northwest of the Reliquias mine, the study area spans 313 hectares and exhibits continuity of the main veins, including Sacasipuedes, Meteysaca, Perseguida, and Beatita. The outcrops in this area consist of pseudo-stratified sequences of porphyritic andesites, lapilli tuffs, and tuffaceous breccias with polymictic clasts from the Neogene age, specifically the Miocene period (23.03 million years ago), belonging to the Caudalosa formation (Salazar & Landa, 1993). Observed alterations include propylitic, argillization, sericitization, and silicification at the contact points between the structures and host rock.

Structurally, two main lineament systems are recognized: a northwest system associated with sinistral movement and east-west compression efforts, and another northwest system related to north-south extension efforts. Structural kinematics indicate that the main veins with NE-SW orientation (e.g., Matacaballo) formed during an extension event, as evidenced by significant vein thicknesses, banded and crustiform textures, facilitated by the influence of the Chonta caldera with a NE-SW flow direction. Veins oriented NW-SE (e.g., Perseguida, Meteysaca, Beatita) formed during a tension event, leading to reduced vein thicknesses.

The following main structures have been identified:

- The Erika Vein, oriented N115°/88°, spans approximately 220 meters with variable vein thicknesses ranging from 0.30 to 0.50 meters. Preliminary assays revealed values of 900 ppb Ag and 135 ppm Zn. The vein is composed of quartz and gray silica with a banded texture, containing disseminated pyrite sulfide associated with iron oxides and cavity fillings.

- Parallel to the Erika Vein, the Meteysaca Vein extends 520 meters with an orientation of N110°/86°. It consists of ground rock material, gray silica, and fine disseminated pyrite with moderate-intensity iron oxide, and has an average width of 0.60 meters. The host rock includes lapilli tuffs and porphyritic andesites with weak silicification. Preliminary values are 700 ppm Ag, 128 ppm Zn, and 462 ppm Cu.

- The Perseguida Vein, with an orientation of N110°/86°, exhibits variable thicknesses between 0.20 and 0.50 meters, characterized by quartz, banded gray silica, and leached sections. It features fine disseminated pyrite and banded quartz with a crustiform texture, iron oxide patinas, and a host rock composed of porphyritic andesite and lapilli tuffs showing alteration halos from 0.3 to 1 meter.

- The Beatita Vein extends for 2.2 kilometers, oriented N115°/83°, with thicknesses ranging from 0.5 to 1.0 meters. It features three central levels previously exploited, with access via a main shaft. The vein is primarily composed of gray silica, milky quartz, with a banded texture, leached sections, pyrite, galena points, and gray sulfides, with argillic alteration at the contact with the host rock.

- The Victoria Vein spans 700 meters with an orientation of N105°/80° and a variable thickness of 0.40 to 0.70 meters. It mainly comprises gray silica with banded texture at the edges and brecciated in the central part, gray silica matrix with fine disseminated pyrite, and clasts of silicified whitish rock. Preliminary results indicate 2.8 ppm Ag, 138 ppm Pb, and 2438 ppm Zn.

- The Nueva Vein, oriented N100°/80°, stretches 400 meters with thicknesses between 0.5 and 1.5 meters. It consists of barite, milky quartz, banded gray silica, brecciated on the northern side with a clayey matrix, clasts of silicified rock, and fine disseminated pyrite. The host rock is porphyritic andesite and lapilli tuffs with weak argillic alteration and iron oxide patinas.

- The Teresa Vein, oriented N60°/78°, is 50 meters long with an average thickness of 0.70 meters. It features massive and crustiform quartz with fine disseminated pyrite, iron oxide patinas, and lapilli tuffs as the host rock with quartz and iron oxide veins. Preliminary assays show 3.2 ppm Ag, 74 ppm Pb, and 173 ppm Zn.

- The Teresa II Vein, oriented N60°/85°, outcrops for 175 meters and consists of milky and crustiform quartz, argillized material, fine disseminated pyrite, and fine veins of iron oxide with a banded and brecciated texture. The host rock is moderately fractured lapilli tuffs with quartz veins and iron oxide. Preliminary results show 12.5 ppm Ag, 117 ppm Cu, 202 ppm Pb, and 466 ppm Zn.

- Mining activity in the San Pablo Vein dates back to the 1960s. Currently, the main shaft is paralyzed and flooded. The structure extends for 700 meters with an orientation of N110°/80°, as evidenced by two stopes (E-34 and E35). The San Pablo vein system includes tensional structures (San Pablo 1, 2, and 3) with orientations of N280°/78°. These structures are composed of massive milky quartz with banded textures, pyrite points, and iron oxide patinas. The host rock consists of porphyritic andesites and fractured lapilli tuffs with quartz and iron oxide veins.

Uchuputo Sector

The Uchuputo Sector is an area of interest close to the operating zone located 2km away in a straight line, covering an area of 131 hectares. The work carried out encompasses an area of 80 hectares, with the northwest area remaining to be reviewed. Volcanoclastic sequences of porphyritic andesites, lapilli tuffs, with a N200°/17° trend have been identified, with the presence of a subvolcanic feature of andesitic-porphyritic characteristics.

The alterations present include propylitic, argillic, and silicification, related to the contact between structures and host rock. The structures identified in this area are five northeast-trending sub-parallel structures, and one northwest-trending structure. The mineralization in the Uchuputo area is related to NW-trending structures, correlating with the Yahuarcocha target. They exhibit massive quartz, crustiform quartz, light and dark gray silica, fine disseminated pyrite, and sporadic Chalcopyrite.

The six main identified structures are as follows:

- Karolina Vein, with an orientation of N70°/75°, outcropping for 95m, with an average thickness of 0.5 - 0.8m rosary-type. The mineralization consists of milky and crustiform quartz, banded and brecciated texture, dark gray silica, fine disseminated pyrite related to OxFe patinas, weak argillic alteration, and moderate silicification at the structure-host rock contact. Tuffaceous lapilli with sporadic porphyritic andesites are observed. Preliminary results are: 20.5 ppm Ag; 4133 ppm Pb, 754 ppm Zn.

- Katherine Vein, with an orientation of N250, outcropping for 85m, composed of banded and crustiform milky quartz, light and dark gray silica with fine disseminated pyrite, intersections of milky quartz branches with oxide patinas, presenting the following grades: 4.3 ppm Ag; 762 ppm Pb; 644 ppm Zn.

- María Vein, outcropping for 25m, E – W orientation, with Bz 75°N, massive and crustiform milky quartz, gray silica at the edges with fine disseminated pyrite related to OxFe patinas, variable thickness of 0.3 – 0.5m, preliminary results are: 35 ppm Ag; 321 ppm Cu; 539 ppm Pb; 506 ppm Zn.

- Julia Vein, outcropping for 95m, orientation N 70°/75°, massive gray and light gray silica with banded texture, massive and crustiform milky quartz with disseminated cubic pyrite, variable thickness from 1 – 0.6m, rosary-type, presenting preliminary results of: 79.4 ppm Ag, 4462 ppm Pb, 2630 ppm Zn.

- Elsa Vein, with an orientation of N120/83°, outcropping for 360m, variable thickness of 0.3 – 0.7m rosary-type, banded texture of gray silica and quartz with crustiform texture, brecciated texture in the central part with clasts of silicified rock and matrix of gray silica, fine disseminated pyrite, sporadic sphalerite veins, preliminary results are: 69 ppm Ag, 4443 ppm Pb, 586 ppm Zn, 194 ppb Au.

- Rosa Vein, with an outcrop of 160m, orientation of N 80°/85°, composed of gray silica, massive and crustiform quartz at the edges, presence of fine disseminated pyrite, variable thickness of 0.3 – 0.6m, with lapilli tuffs as host rock with sporadic quartz veins, OxFe patinas. Preliminary results are: 1.4 ppm Ag; 128 ppm Pb, 341 ppm Zn.

Lira de Plata

As part of the exploration program for the Lira de Plata Project, sampling of the dumps was conducted to identify the most prospective structures in the area. Throughout the year, 365 samples were collected, estimating 2,800 tons of ore with a Net Smelter Return (NSR) of $140.38 per ton. Of these samples, 59 were control samples.

Dorita

At the Dorita Block of properties, our exploration work has encompassed over 14 km² of detailed geological mapping, extensive rock and soil sampling programs, and the preparation of the most promising geological targets for future drilling. This comprehensive approach ensures we have a thorough understanding of the mineralization patterns and structural controls within the area. Additionally, the Company has conducted underground channel sampling activities in accessible mine workings, providing valuable data on ore continuity and grade distribution.

The Dorita property block includes mining concessions that contain historic small-scale underground operations in veins with polymetallic ore, rich in silver, lead, zinc, and copper. Previous exploitation activities, conducted under the ownership of CMC, were suspended in the late 1980s due to economic and operational constraints. However, our recent assessments and technological advancements suggest significant untapped potential within these historic workings.

On September 1, 2023, the Company received approval for the Dorita Environmental Impact Statement, a critical milestone that allows us to execute 21 drilling platforms over a five-year period. This approval not only facilitates our planned exploration activities but also underscores our commitment to environmental stewardship and regulatory compliance.

The focus now extends to exploring strategic partnerships and securing social approval. We are actively seeking a suitable partner to enhance collaboration and operational efficiency, leveraging their expertise and resources to expedite our development plans. Additionally, we recognize the significance of obtaining a social license to operate, which involves engaging with local communities and stakeholders to ensure mutual benefits and support for our projects.

Our strategic emphasis on the Dorita Block aims to delineate substantial resources, which will contribute to our overall resource base and strengthen our position in the market. The anticipated outcomes from this exploration campaign include the identification of high-grade ore zones, improved geological models, and increased confidence in resource estimates. These results are expected to drive shareholder value and support our long-term growth objectives.

In summary, the Dorita Block represents a key component of our exploration portfolio, with significant potential to add value through targeted drilling and strategic partnerships. Our proactive approach to environmental and social governance further enhances the project's viability, aligning with our commitment to responsible and sustainable business practices.

Exploration and Acquisition Costs

	Reliquias	Greenfield Dorita	Other	Total
Balance, December 31, 2023	**$ 19,918,755**	**$ 3,610,796**	**$ 690,967**	**$ 24,220,518**
Exploration costs				
Depreciation	56,214	-	-	56,214
Mine rehabilitation	702,811	-	-	702,811
General on-site expenses	694,386	-	-	694,386
Geological mapping, sampling & other	4,929	-	-	4,929
Right of use	(95,328)	-	-	(95,328)
Salaries and benefits	693,839	-	-	693,839
Topography and geophysics	53,749	-	-	53,749
Complementary environmental services	411,261	-	-	411,261
	$ 2,521,861	-	-	**$ 2 ,521,861**
Acquisition costs				
Mining rights	5,197	4,750	13,552	23,499
Balance, September 30, 2024	**$ 22,445,813**	**$ 3,615,546**	**$ 704,519**	**$ 26,765,878**

Summary of Quarterly Results

(In thousands of United States dollars, except per share amounts)

For the period ended ($ '000)	**September 30, 2024**	**June 30, 2024**	**March 31, 2024**	**December 31, 2023**
Current assets	$ 6,117	$ 7,436	$ 3,481	$ 5,286
Total assets	$ 37,075	$ 37,413	$ 32,715	$ 33,360
Current liabilities	$ 3,151	$ 2,229	$ 1,684	$ 1,570
Total liabilities	$ 3,151	$ 2,229	$ 1,970	$ 2,492
Working capital*	$ 2,966	$ 5,207	$ 1,797	$ 3,716
Revenues	$ -	$ -	$ -	$ -
Net loss	$ (1,300)	$ (269)	$ (210)	$ (858)
Loss per share (basic & diluted)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.00)

**Working capital is a non-IFRS measurement with no standardized meaning under IFRS. For further information and a detailed reconciliation, please see section "Non-IFRS Measure".*

(In thousands of United States dollars, except per share amounts)

For the period ended ($ '000)	**September 30, 2023**	**June 30, 2023**	**March 31, 2023**	**December 31, 2022**
Current assets	$ 6,255	$ 9,961	$ 13,571	$ 9,718
Total assets	$ 31,905	$ 32,153	$ 33,495	$ 27,751
Current liabilities	$ 2,530	$ 1,998	$ 2,571	$ 2,143
Total liabilities	$ 2,972	$ 2,391	$ 3,363	$ 2,631
Working capital*	$ 3,725	$ 7,963	$ 11,000	$ 7,575
Revenues	$ -	$ -	$ -	$ -
Net loss after restatement	$ (979)	$ (583)	$ (177)	$ (1,040)
Loss per share (basic & diluted)	$ (0.00)	$ (0.00)	$ (0.00)	$ (0.01)

**Working capital is a non-IFRS measurement with no standardized meaning under IFRS. For further information and a detailed reconciliation, please see section "Non-IFRS Measure".*

Results of Operations

Three months ended September 30, 2024, compared with three months ended September 30, 2023

For the three months ended September 30, 2024, AGMR reported a net loss of $1,300,356, with both basic and diluted loss per share at $0.00. This represents a significant increase in net loss compared to the same period in the prior year, when the Company recorded a net loss of $978,476, also with a basic and diluted loss per share of $0.00. The $321,880 increase in net loss is largely due to several key factors:

- General and Administrative Expenses: During the three months ended September 30, 2024, the Company's general and administrative expenses totaled $578,845, a decrease from $755,876 in the same period of 2023, representing a reduction of $177,031. This decline is primarily due to reductions in advertising and marketing expenses by $93,183, salaries and benefits by $88,979, and professional fees by $97,659. These decreases were partially offset by increases in environmental fees of $52,062 and insurance costs of $83,346.

- Share-Based Compensation Expenses: In the same three-month period, the Company recorded share-based compensation expenses of $40,828, down from $149,344 in the comparable period of 2023. This decrease is mainly due to the vesting of previously granted stock options. It's important to note that share-based compensation expenses can fluctuate significantly between periods due to factors such as the number of stock options granted and vested during each period and the fair value assigned to these options at the grant date.

- Unrealized Loss on Warrant Liabilities: The Company recorded an unrealized loss of $821,742 on warrant liabilities for the three months ended September 30, 2024, a substantial increase from the $57,412 recorded in the same period of 2023. This significant change is driven by the revaluation of warrants issued in connection with recent prospectus offerings, with valuations reflecting market trading prices as of September 30, 2024, and September 30, 2023.

Nine months ended September 30, 2024, compared with nine months ended September 30, 2023

For the nine months ended September 30, 2024, AGMR reported a net loss of $1,778,872, with both basic and diluted loss per share at $0.01. This contrasts with a net loss of $1,738,775 and the same per-share loss for the same period in the prior year, reflecting an increase in net loss of $40,097. This change is mainly due to several key factors:

- General and Administrative Expenses: Over the nine months ended September 30, 2024, the Company incurred general and administrative expenses totaling $2,201,389, down from $2,761,662 in the same period of 2023, marking a decrease of $560,273. This reduction was primarily driven by decreases in advertising and marketing costs by $248,474, professional fees by $239,255, administrative expenses by $56,388, and travel expenses by $54,668.

- Share-Based Compensation Expenses: The Company recorded share-based compensation expenses of $235,562 for the nine months ended September 30, 2024, a significant decrease from the $627,737 recorded in the same period of 2023. This reduction is mainly due to the vesting of previously granted stock options. It's worth noting that share-based compensation expenses can vary significantly between periods, depending on factors such as the number of options granted and vested and the calculated fair value at the grant date.

- Gain from Expired Warrants: In this period, the Company recorded a gain of $98,301 due to the expiration of certain warrant liabilities. In contrast, no gain was recorded during the same period in 2023. The 2024 gain resulted from warrants issued in connection with the Company's initial public offering (the "IPO") that expired unexercised on February 2, 2024.

- Unrealized Gain on Warrant Liabilities: The Company recorded an unrealized gain of $553,673 from warrant liability revaluation during the nine months ended September 30, 2024, compared to an unrealized gain of $1,669,763 in the same period of 2023. This decrease in unrealized gain is due to the revaluation of warrants issued in connection with prospectus offerings, with valuations based on trading market prices as of September 30, 2024, and September 30, 2023, reflecting market condition shifts and underlying securities trading prices.

Outlook

The Company's operational outlook reflects a steadfast commitment to advancing its core projects and maintaining flexibility to adapt to evolving market conditions.

Since May 7, 2021, we have successfully secured a total of US$47.8 million through strategic financing activities. This includes US$7 million (C$9.6 million) raised from the April 2024 Prospectus Offering, US$3.1 million from a private placement on November 10, 2023 (the "November 2023 Private Placement"), US$6.9 million (C$9.3 million) from a prospectus offering on February 9, 2023 (the "February 2023 Prospectus Offering"), US$20.8 million (C$26.5 million) from our initial public offering in February 2022, and US$10 million from a private placement in May 2021.

These funds are strategically allocated to support the ongoing development and expansion of our flagship Reliquias Project, prioritizing underground mine advancement, extensive exploration to expand resource definition, acquisition of key environmental and social permits, and refurbishing the 2,600 tpd concentrator plant, which currently holds a 2,000 tpd permit. A portion of this funding also covers essential general and administrative expenses, underpinning our continued operational stability.

Our financial structure provides flexibility with largely discretionary budgeted outflows, enabling us to modulate expenditures in response to market dynamics and project needs, ensuring agile progress towards our objectives.

Since mid-December 2022, AGMR has accelerated underground drilling at the Reliquias mine, starting with a targeted infill drilling program of 2,813 m (BQ) and 309 m (AQ) using compact rigs to delineate principal structures and detect vein splays and tensional features. In 2023, we bolstered our drilling campaign by deploying three additional large rigs, adding 10,712 m (HQ/NQ) of underground drilling, bringing our year-end total to 13,834 m. The program's primary aim is to assess the eastern extension of the Reliquias deposit, where prior mining on structures such as Perseguida, Sacasipuedes, Pasteur, and Vulcano remains open both laterally and at depth.

This substantial drilling campaign enabled the Company to release an updated NI 43-101 Mineral Resource estimate for the Reliquias Project, published on March 8, 2024, with an effective date of January 1, 2024. The report reflects substantial resource expansion and underscores the promising potential of the Reliquias deposit.

Following this, on June 26, 2024, the Company filed Preliminary Economic Assessment (PEA) results for the Reliquias Project, highlighting a robust silver and base metals project with a pre-tax NPV of C$107 million (5% discount rate). This pivotal study includes an updated resource estimate, comprehensive geotechnical and hydrological analyses, enhancements to the tailings dam stability studies, and expanded environmental baseline assessments.

To support our cash preservation strategy, the Company announced on September 18, 2024, a shares-for-services arrangement with its directors, allowing directors to receive some or all of their fees in Common Shares from July 1, 2024, to June 30, 2025, including accrued fees as of July 1, 2024. These Common Shares, issued quarterly, are subject to a four-month and one-day holding period, with pricing based on the five-day volume-weighted average closing price per quarter, aligned with TSX Venture Exchange policies. The total value intended for issuance under this arrangement is up to $270,000.

On October 28, 2024, the Company announced that as a result of a continuous disclosure review by staff of the Ontario Securities Commission, the Company had filed (i) the Amended Technical Report and (ii) a material change report disclosing certain information in respect of the Company's Chief Operating Officer to supplement the Company's annual information form for the year ended December 31, 2023. The Amended Technical Report contains no changes to the material disclosures in the previously filed technical report dated June 26, 2024, including no changes to the estimated mineral reserves and resources, the mine plan, cost estimates and economic analysis. The Amended Technical Report is being filed to provide additional disclosure in respect of the Company's exploration activities at the Reliquias Mine and the mine closure plan recently approved by Peru's Ministry of Energy and Mines.

In parallel with these developments, the Company continues to advance a brownfield exploration program across the Reliquias and Caudalosa concession blocks to expand our resource potential. Plans are in place to commence critical underground infrastructure work, including haulage levels, drifts, and access ramps, in 2025. The refurbishment of the metallurgical plant remains on track, with production targeted for a 2025 start. These efforts reflect our strategic commitment to achieving operational milestones and long-term growth.

It is important to note that achieving our targeted production commencement in 2025 is contingent upon securing comprehensive project financing. While we are actively pursuing funding options to support our development and operational plans, there can be no assurance that we will obtain the necessary capital to meet our goals within the projected timeline. The successful execution of our strategic objectives and operational milestones relies on access to sufficient financial resources. We remain committed to advancing funding discussions and exploring all viable avenues to ensure that our projects are fully capitalized, enabling us to fulfill the Company's growth and production ambitions in a timely and responsible manner.

2023 Prospectus and Private Offering Use of Proceeds

The Corporation used the net proceeds of the February 2023 Prospectus Offering as set forth in the following table:

(In millions of US dollars, except otherwise stated)

Use	Use of Net Proceeds	Expenses as at September 30, 2024	Remaining Proceeds to Use
Development of the Underground Mine(1)	$6.0	$3.6	$0.0
General Corporate and Working Capital(2)	$0.0	$2.4	$0.0
TOTAL	$6.0	$6.0	$0.0

Notes:
(1) Development activities relate to the development of the principal underground infrastructure, including, without limitation, the development of ramps and access levels to the main mineralized structures and rehabilitation activities, such as improving the safety of existing ramps and drifts, renewing structural support of shaft, as well as auxiliary services (including electric energy, compressed air, and water) with support of different operational and administrative areas on site, including, social management, environmental, human resources and others.
(2) General corporate and working capital activities include, without limitation, corporate labor expenses, permits and other services.

The Corporation used the net proceeds of the November 2023 Private Placement as set forth in the following table:

(In millions of US dollars, except otherwise stated)

Use	Use of Net Proceeds	Expenses as at September 30, 2024	Remaining Proceeds to Use
Development of the Underground Mine(1)	$1.9	$1.6	$0.0
General Corporate and Working Capital(2)	$1.2	$1.5	$0.0
TOTAL	**$3.1**	**$3.1**	**$0.0**

Notes:
(1) Development activities relate to the development of the principal underground infrastructure, including, without limitation, the development of ramps and access levels to the main mineralized structures and rehabilitation activities, such as improving the safety of existing ramps and drifts, renewing structural support of shaft, as well as auxiliary services (including electric energy, compressed air, and water) with support of different operational and administrative areas on site, including, social management, environmental, human resources and others.
(2) General corporate and working capital activities include, without limitation, corporate labor expenses, permits and other services.

Following a comprehensive strategic review, the Company has refined its approach to align more effectively with current market dynamics and evolving operational priorities. This realignment involves a thoughtful reallocation of resources, directing additional funds towards pivotal initiatives such as advancing exploration efforts and strengthening our commitment to Environmental, Social, and Governance (ESG) practices. The updated allocation of proceeds, outlined in the accompanying table, reflects these strategic shifts and positions the Company to enhance shareholder value while preserving flexibility to adapt to changing conditions.

In relation to (i) the IPO, (ii) the prospectus supplement dated February 6, 2023, and (iii) the November 2023 Private Placement, the Company previously disclosed a set of business objectives and projected milestones. As of the date hereof, minor adjustments have been made to the anticipated timeline for certain objectives, as outlined below:

- The refurbishment of the processing plant, originally scheduled for completion in Q1 2023, is now expected in Q2-Q3 2025. This shift in timing allows the Company to focus on securing essential funding and advancing mine development in preparation for exploitation activities.

- Preparatory work on the tailings dam, initially planned for Q1-Q4 2022, has been deferred to Q2-Q3 2025. With a remaining capacity sufficient for over four years of operations at 800 tonnes per day, the Company has chosen to delay these upgrades in favor of prioritizing other critical components of the Project.

- The development timeline for new underground mine zones has also been adjusted: the completion of these zones is now expected in Q3 2025, moved from Q1 2024. Similarly, ore stockpiling within the mine, initially scheduled for Q4 2023, and surface ore stockpiling for Block 2, projected for Q2 2024, are now anticipated in Q3 2025. These revised timelines reflect the Company's intensified focus on exploring additional mineral resources and conducting an expanded drilling campaign.

In 2023, the Company achieved a major milestone with the successful completion of the second stage of its exploration program at the Reliquias Project. To date, more than 18,000 meters of drilling have been conducted within the underground mine, forming the core of this extensive exploration effort. This drilling has been supported by key activities, including detailed channel sampling, density testing, and geochemical analysis, all crucial for developing a robust NI 43-101 compliant mineral resource estimate. The findings of this work are documented in the Amended and Restated NI 43-101 Technical Report, titled "Preliminary Economic Assessment, Reliquias Mine," dated October 28, 2024, with an effective date of May 15, 2024.

Through careful management of these adjustments and a targeted allocation of resources, the Company is well-positioned to advance its operational objectives while remaining agile to adapt to evolving priorities and market conditions.

Prospectus Offering Use of Proceeds

The Corporation plans to allocate the net proceeds from the April 2024 Prospectus Offering (completed in April 2024) according to the breakdown detailed in the following table:

(In millions of US dollars, except otherwise stated)

Use	Use of Net Proceeds	Expenses as at September 30, 2024	Remaining Proceeds to Use
Development of the Underground Mine(1)	$4.8	$0.6	$4.2
General Corporate and Working Capital(2)	$1.0	$0.1	$0.9
Preparation of the Processing Plant and Tailings Dam(3)	$0.6	$0.0	$0.6
TOTAL	**$6.4**	**$0.8**	**$5.8**

Notes:
(1) Development activities relate to the development of the principal underground infrastructure, including, without limitation, the development of ramps and access levels to the main mineralized structures and rehabilitation activities, such as improving the safety of existing ramps and drifts, renewing structural support of shaft, as well as auxiliary services (including electric energy, compressed air, and water) with support of different operational and administrative areas on site, including, social management, environmental, human resources and others.
(2) General corporate and working capital activities include, without limitation, corporate labor expenses, permits and shareholder services.
(3) Preparation activities relate to repair of the main components in the process plant, including, without limitation, improving of the crusher and mill. Tailings activities include, without limitation, main the earth movement and waterproofing.

The Company must secure additional funding to fully develop and prepare the Reliquias mine for production, as current resources are focused primarily on foundational activities. Throughout the second and third quarter of 2024, significant investments were made to advance critical permit applications and facilitate ongoing negotiations with local communities—both essential steps for ensuring the long-term viability and social license of the Project. Additionally, we allocated resources toward supporting a range of auxiliary services that are indispensable to sustaining operations at the Reliquias site. These services include maintaining infrastructure, providing logistics and transportation for personnel and equipment, and ensuring a steady supply of necessary resources.

This coordinated effort was executed with the full engagement of our on-site operational and administrative teams, who provided essential support to keep these services running seamlessly and efficiently, allowing us to maintain steady progress on our primary goals without interruption. Looking forward, the Company may adjust the anticipated use of future proceeds to reflect evolving project needs and strategic priorities. A reassessment of our financial strategy will be undertaken once the required funding is secured to ensure that all resources are allocated to maximize operational efficiency and drive value creation.

Liquidity and Capital Resources

The Company has been financing its exploration and ramp-up activities primarily through proceeds from a series of equity offerings, including the Company's initial private placement, the IPO, the November 2023 Private Placement, the February 2023 Prospectus Offering, and the April 2024 Prospectus Offering. As the Company does not yet generate operating revenues, access to equity capital remains crucial to its progress. However, there is no assurance that future capital will be available in the necessary amounts, within desired timelines, or on terms favorable to the Company.

Our focus on responsible, efficient exploration and resource development positions us for meaningful progress in the coming quarters. To support this, management is strategically planning future capital-raising initiatives aimed at further strengthening exploration and advancing project development. These initiatives are expected to secure the funding required to drive core projects forward, implement advanced technologies, and diversify our resource base. Throughout this fundraising process, the Company remains committed to transparent communication with stakeholders, ensuring they remain informed about strategic objectives and potential benefits. This proactive financial approach underscores our commitment to sustainable growth and long-term value creation within the competitive mining industry landscape.

As part of our ongoing financing efforts, the Company successfully completed the February 2023 Prospectus Offering, raising gross proceeds of approximately $6.9 million. This was followed by the November 2023 Private Placement, which raised approximately $3.1 million in gross proceeds, and the April 2024 Prospectus Offering, yielding an additional $7 million dollars. Management remains optimistic about market receptiveness to further financing rounds, which will support the Company's strategic shift towards production by next year.

As of September 30, 2024, the Company reported cash and cash equivalents of $4,386,128, a change from $4,660,229 as of December 31, 2023. Meanwhile, working capital decreased to $2,966,651 from $3,715,419 over the same period, reflecting a reduction of $748,768. This change reflects our continued investment in project advancement and operational readiness.

To achieve our targeted timeline for commercial operations commencing in 2025, securing full project financing remains essential. Current efforts are directed towards obtaining the necessary funding to ensure that all development plans and operational objectives are met effectively, positioning the Company for a successful transition into its next phase of growth.

Operating Activities

During the nine months ended September 30, 2024, the Company utilized $2,336,387 in cash for operating activities, marking a reduction from the $2,827,080 used during the same period in 2023. This decrease in cash outflows reflects several key influences on cash management throughout the period. Contributing factors included a reported net loss of $1,778,872, supplemented by non-cash adjustments totaling $415,757 and non-cash working capital changes amounting to $141,758, which together moderated the overall cash utilization.

The non-cash adjustments primarily consisted of an unrealized gain of $553,673 from the revaluation of warrant liabilities and a $98,301 gain from the expiry of certain warrants, partially offset by share-based compensation expenses totaling $235,562. These non-cash gains reflect adjustments to the Company's warrant liabilities and share-based incentives, which do not impact cash flow but influence overall financial results.

The non-cash working capital adjustments were largely driven by a $427,883 increase in amounts receivable and other assets, indicating growth in receivables and accrued assets. This was partly balanced by a reduction in prepaid expenses of $79,045 and an increase in amounts payable and other liabilities totaling $207,080, reflecting efficient management of payable obligations.

These combined adjustments showcase the Company's strategic management of cash flows, adapting to the evolving financial landscape and operational needs throughout the reporting period. The net decrease in cash utilization underscores a disciplined approach to balancing cash resources with the demands of operational and strategic priorities.

Investing Activities

During the nine months ended September 30, 2024, the Company utilized $4,448,445 in cash for investing activities, a decrease from the $7,101,579 used in the same period in 2023. This reduction in cash outflows reflects a strategic recalibration of investment priorities aimed at optimizing resource allocation.

The Company allocated $3,270,007 towards exploration and evaluation activities, emphasizing its commitment to advancing project development and thorough resource assessment. This substantial investment underscores our focus on unlocking project potential and enhancing the reliability of our mineral resources. In addition, the Company allocated $1,150,000 to short-term fixed deposits, a decision that reflects a strategic approach to balancing liquidity management with the opportunity for modest returns, ensuring that cash reserves remain accessible for operational needs.

Moreover, $23,499 was directed toward acquiring mining concessions, an investment that aligns with the Company's growth and expansion strategy by securing valuable mineral rights in key project areas. An additional $4,939 was spent on the acquisition of property, plant, and equipment, reinforcing our efforts to bolster operational infrastructure and support ongoing site activities.

These targeted investments highlight the Company's disciplined approach to capital allocation, prioritizing long-term value creation and resource expansion, while maintaining a measured investment approach relative to the previous year. This strategic balance enables us to pursue core growth objectives efficiently and responsibly in a changing market environment.

Financing Activities

For the nine months ended September 30, 2024, the Company generated $6,510,731 in cash from financing activities, primarily from the issuance of units through the April 2024 Prospectus Offering. This amount represents a slight decrease from the $6,551,089 raised during the same period in 2023 through the issuance of units in the February 2023 Prospectus Offering.

These successful capital-raising efforts have provided the Company with essential liquidity to fund its operational commitments and drive its strategic growth initiatives. The close alignment in financing levels compared to the previous year highlights the Company's consistent ability to attract investor interest and secure essential funding, reinforcing confidence in the Company's future prospects.

However, given the capital-intensive nature of our projects and the ongoing requirements to sustain operations, the Company remains vigilant in assessing future financing needs. Management is continually focused on identifying additional funding opportunities and securing capital at the most favorable terms available. By actively monitoring market conditions and exploring financing options, the Company seeks to ensure its financial stability and operational continuity, balancing the need for growth capital with a commitment to minimizing dilution and managing costs.

These financing activities are vital for advancing our development plans and positioning the Company to achieve its long-term goals, enabling us to maintain progress toward key operational milestones in an evolving financial landscape.

Related Party Transactions

Parties are related if one party has the ability, directly or indirectly, to control or exert significant influence over the financial and operational decisions of the other party. Parties are also considered to be related if they are subject to common control. Related parties can include key management personnel, individuals, or corporate entities with close associations to the Company. Transactions are classified as related party transactions when resources or obligations are exchanged between related parties. Such transactions are recorded at the exchange amount, which is the agreed-upon value between the related parties.

Key management personnel are individuals with the authority and responsibility for planning, directing, and controlling the Company's operations, either directly or indirectly. This group includes executive officers and members of the Board of Directors, who are instrumental in shaping the Company's strategic direction and overseeing its management.

During the three and nine months ended September 30, 2024, services provided by C H Plenge & CIA SA—a company affiliated to one of the directors—totaled $nil (compared to $nil and $1,702 for the three and nine months ended September 30, 2023, respectively). These costs, when applicable, are capitalized as part of exploration and evaluation expenses, reflecting their direct relation to the Company's project development activities.

The remuneration of key management personnel is an essential component of our cost structure, recognizing the expertise and contributions of these individuals in advancing the Company's objectives. Their compensation is detailed below:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2024	2023	2024	2023
Management salaries[(1)]	$ 178,968	$ 161,624	$ 700,794	$ 545,776
Director and chair fees[(2)]	56,250	47,801	168,750	158,801
Board advisory fee	7,500	-	7,500	-
Severance fee[(3)]	-	-	-	174,649
Share-based compensation[(4)]	26,752	124,567	161,670	496,736
	$ 269,470	**$ 333,992**	**$ 1,038,714**	**$ 1,375,962**

(1) During the three and nine months ended September 30, 2024, management salaries totaled $178,968 and $700,794, respectively. In comparison, during the same periods in 2023, management salaries were $161,624 and $545,776, respectively. Of the total management salaries for the current periods, $63,309 and $241,061, respectively, were capitalized as exploration and evaluation costs. For the three and nine months ended September 30, 2023, capitalized amounts were $40,253 and $158,720, respectively. The remaining management salaries of $115,659 and $459,733, respectively, were expensed as salaries and benefits during the three and nine months ended September 30, 2024. In comparison, during the same periods in 2023, management salaries expensed were $121,371 and $387,056, respectively.

(2) During the three and nine months ended September 30, 2024, director and chair fees amounted to $56,250 and $168,750, respectively. In comparison, during the same periods in 2023, director and chair fees were $47,801 and $158,801, respectively. These fees were expensed as salaries and benefits for both periods.

(3) During the three and nine months ended September 30, 2024, no severance fees were incurred. In contrast, during the same periods in 2023, severance fees of $nil and $174,649, respectively, were paid and expensed as salaries and benefits for a certain officer of the Company.

(4) During the three and nine months ended September 30, 2024, the Company recorded share-based compensation expenses of $26,752 and $161,670, respectively. In comparison, for the same periods in 2023, share-based compensation expenses were $124,567 and $496,736, respectively. These expenses are related to vesting of stock options granted to certain officers and directors of the Company.

Off-Balance Sheet Arrangements

As of the date of this Interim MD&A, the Company does not have any off-balance sheet arrangements that could have, or are reasonably likely to have, a current or future impact on its financial results or condition. This includes, but is not limited to, any arrangements that could affect liquidity, capital resources, or operational outcomes. The absence of off-balance sheet arrangements means that there are no hidden or contingent liabilities or assets that could affect the Company's financial stability or performance beyond what is already reflected in its balance sheet. This ensures transparency in the Company's financial reporting and provides stakeholders with a clear view of the Company's financial position and operational risks.

Outstanding Share Data

As of November 26, 2024, the Company's Common Shares issued and outstanding totaled 367,298,788.

Furthermore, as of the same date, the Company had the following:

- 2,640,000 stock options issued and outstanding with an exercise price of $0.30; 1,650,000 stock options issued and outstanding with an exercise price of C$0.50; 3,640,000 stock options issued and outstanding with an exercise price of C$0.38; as well as 7,370,000 stock options issued and outstanding with an exercise price of C$0.10.

- 15,525,000 warrants issued outstanding with an exercise price of C$0.45, 31,095,000 warrants issued outstanding with an exercise price of $0.09, as well as 87,638,928 warrants issued outstanding with an exercise price of C$0.135.

Critical Accounting Policies and Estimates

The preparation of the Financial Statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the Financial Statements and the reported amounts of income and expenses for the reporting period. The Company also makes estimates and assumptions concerning the future. The determination of estimates and associated assumptions are based on various assumptions including historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. Please refer to the Financial Statements for information on the Company's significant judgements in applying accounting policies as well as significant accounting estimates and assumptions.

Disclosure of Internal Controls

Management has established processes to provide them with sufficient knowledge to support representations that they have exercised reasonable diligence to ensure that (i) the financial statements do not contain any untrue statement of 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 is made, as of the date of and for the periods presented by the financial statements, and (ii) the financial statements fairly present in all material respects the financial condition, results of operations and cash flow of the Company, as of the date of and for the periods presented.

In contrast to the certificate required for non-venture issuers under National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Interim Filings ("NI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures ("DC&P") and internal control over financial reporting ("ICFR"), as defined in NI 52-109. In particular, the certifying officers filing this certificate are not making any representations relating to the establishment and maintenance of:

(i) Controls and other procedures designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, interim filings or other reports filed or submitted under securities legislation is recorded, processed, summarized, and reported within the time periods specified in securities legislation; and
(ii) a process to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with the issuer's GAAP (IFRS).

The issuer's certifying officers are responsible for ensuring that processes are in place to provide them with sufficient knowledge to support the representations they are making in the certificate. Investors should be aware that inherent limitations on the ability of certifying officers of a venture issuer to design and implement on a cost-effective basis DC&P and ICFR as defined in NI 52-109 may result in additional risks to the quality, reliability, transparency and timeliness of interim and annual filings and other reports provided under securities legislation.

Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as “forward-looking statements”). These statements relate to future events or the Company’s future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “continues”, “forecasts”, “projects”, “predicts”, “intends”, “anticipates” or “believes”, or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results “may”, “could”, “would”, “should”, “might” or “will” be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond the Company’s ability to predict or control. Please refer to those risk factors referenced in the “Risks and Uncertainties” section below, the “Risk Factors” section of the annual information form dated April 26, 2024 Readers are cautioned that these do not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether because of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

Risks and Uncertainties

Risks and Uncertainties

The Company’s business, being the acquisition, exploration, and development of mineral properties in Peru, is speculative and involves a high degree of risk. Certain factors, including but not limited to the ones described below, could materially affect the Company’s financial condition and/or future operating results, and could cause actual events to differ materially from those described in forward looking statements made by or relating to the Company. See “Cautionary Note Regarding Forward-Looking Information”. The reader should carefully consider these risks as well as the information and other risk factors contained in the Company’s Financial Statements, any annual information form filed by the Company, and the other publicly filed disclosure regarding the Company, available on SEDAR+ (www.sedarplus.ca) under the Company's issuer profile or on the Company's website (www.agmr.ca).

Asset Retirement Obligation (ARO)

With the recent approval of the Company’s Mine Closure Plan by Peruvian mining authorities and the planned restart of mining operations, the Company has assumed responsibility for future remediation and decommissioning activities related to its mining operations, to be undertaken once these operations are completed.

As of September 30, 2024, no formal provisions have yet been recorded for these activities and associated costs. This is due to the recent approval of the Mine Closure Plan, with the Company now working to finalize the financial provisions required to meet these future obligations. Based on preliminary assessments conducted to date, external consultants estimate that the total budget for these decommissioning activities could range between $10 million and $15 million. The projected Life of Mine (LOM) is estimated to be between 8 and 15 years, providing a framework for planning these long-term responsibilities.

Currently, the Company maintains restricted cash of $267,351 (PEN 990,000), which serves as a guarantee deposit pledged to the Peruvian Ministry of Mines (MINEM). This deposit is mandated by the Ministry as part of the Mine Closure Plan and will be updated annually to remain in compliance with the approved closure guidelines.

With the Mine Closure Plan now in place, the Company will establish a decommissioning provision in its consolidated financial statements. This provision will reflect the discounted present value of anticipated remediation costs, based on ongoing evaluations and estimates from external consultants. The Company intends to formally record this provision as it approaches the commencement of production, ensuring that future obligations are adequately accounted for and aligned with regulatory and operational standards.

Non-IFRS Measures

The Company has included a non-IFRS measure for "working capital" in this MD&A to supplement its financial statements, which are presented in accordance with IFRS. The Company believes that this measure provides investors with an improved ability to evaluate the performance of the Company. Non-IFRS measures do not have any standardized meaning prescribed under IFRS. Therefore, such measures may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

The Company determined working capital as follows (in thousands of United States dollars):

Reconciliation for the period ended		**September 30, 2024**		**June 30, 2024**		**March 31, 2024**		**December 31, 2023**
Current assets	$	6,117	$	7,436	$	3,481	$	5,286
Less: Current liabilities	$	3,151	$	2,229	$	1,684	$	1,570
Working Capital	$	2,966	$	5,207	$	1,797	$	3,716

Reconciliation for the period ended		**September 30, 2023**		**June 30, 2023**		**March 31, 2023**		**December 31, 2022**
Current assets	$	6,255	$	9,961	$	13,571	$	9,718
Less: Current liabilities	$	2,530	$	1,998	$	2,571	$	2,143
Working Capital	$	3,725	$	7,963	$	11,000	$	7,575

International Conflict

International conflicts and geopolitical tensions—including war, military actions, terrorism, trade disputes, and the international responses they provoke—have historically introduced uncertainty and volatility into global commodity and financial markets and disrupted supply chains. Recent events, such as Russia's invasion of Ukraine and the ongoing Gaza-Israel conflict, have triggered international sanctions and other actions, with the potential for additional measures that may further destabilize commodity prices, strain supply chains, and impact global economies. The volatile landscape in commodity prices and continued disruptions in supply chains present significant challenges that may adversely affect the Company's business, financial condition, and operational results.

Given the rapidly evolving nature of these geopolitical situations, it is not possible to accurately predict the duration or full impact of current conflicts. However, these events may magnify other risks discussed in this MD&A and the Company's annual information form, particularly those related to commodity price volatility and global financial stability. The Company remains vigilant in monitoring these developments, recognizing that unforeseeable impacts may arise, potentially affecting our business, operations, and financial condition in the near and long term.

Recent Unrest in Peru

On December 7, 2022, Peruvian President Pedro Castillo was removed from office and arrested after a failed attempt to dissolve Peru's Congress. This event led to significant political unrest and demonstrations, resulting in clashes between protestors and security forces and causing casualties. The unrest also caused numerous roadblocks and led to the suspension of operations at several airports across Peru. On December 14, 2022, the Peruvian government declared a national state of emergency for 30 days, which was subsequently extended.

Although the unrest and blockades have subsided and did not interfere with the transport of personnel and supplies to the Castrovirreyna Project, Peruvian democracy continues to face challenges, including the recent resignation of six members of President Dina Boluarte's cabinet. There is no assurance that new unrest or blockades will not occur in the future, potentially disrupting transportation and affecting the Corporation's operations, cash flow, and financial condition.

Weather conditions have returned to normal, boosting the fishing and agricultural sectors, as well as some industrial activities. The external environment is favorable for the Peruvian economy due to metal prices, particularly copper, which are expected to remain attractive in the coming quarters. However, the Executive branch has further weakened, and President Dina Boluarte's approval rating has fallen to 5%. Despite this, several infrastructure and mining projects are likely to commence soon and have been included in the baseline scenario.

Despite the current unpredictability and volatility of Peruvian politics, the country has maintained macroeconomic stability in recent years, largely due to the efforts of the Peruvian Central Bank and its effective monetary policies.

Negative Cash Flow from Operations and Need for Additional Financing

To date, the Company has experienced negative cash flow from its operating activities, reflecting the cash-intensive nature of its development and exploration stages. As of September 30, 2024, the Company held approximately US$5.8 million in cash and cash equivalents, with working capital totaling roughly US$3 million. While the Company anticipates generating positive cash flow from operating activities in the future, it recognizes that additional working capital will likely be needed to sustain ongoing operations and support its growth initiatives. In the event of continued negative cash flow in any future period, the Company may need to allocate a portion—or all—of the net proceeds from potential future financing activities to offset this shortfall. Consequently, the primary anticipated use of proceeds from future security offerings, alongside existing cash resources, will be to fund ongoing operating activities until the Company reaches consistent positive cash flow.

The Company expects that additional financing will be essential to bridge the gap to positive cash flow. Ongoing negative cash flow could limit the Company’s ability to achieve its strategic business objectives, and historically, the Company has relied on a combination of equity and debt financings to meet its working capital requirements. While past capital-raising efforts have been successful, there is no assurance that additional financing will be obtainable in the future, or that it will be available on reasonable or favorable terms. If additional funds are raised through offerings of equity or securities (including debt securities) convertible into equity, existing shareholders may experience significant dilution. Moreover, any new equity securities could be issued with rights, preferences, and privileges superior to those of current holders of Common Shares, potentially impacting shareholder value.

The Company may also consider financing growth and expansion initiatives through acquisitions of assets or securities of other entities, potentially funded by debt. If these transactions involve debt financing, the Company’s debt levels may temporarily exceed industry standards, which could introduce additional financial risk. Debt financing could also come with restrictive covenants that limit the Company’s ability to raise additional capital, restrict certain financial and operational activities, and may reduce its flexibility in pursuing new business opportunities, including future acquisitions.

As the Company continues to advance its development projects, additional financing may become necessary to avoid delays or postponements in achieving its business objectives. Failure to secure this capital could significantly impact the Company’s progress, potentially leading to the delay or indefinite suspension of key projects, and in severe cases, could threaten the Company’s viability.

By remaining attentive to its cash flow needs and financing options, the Company aims to support its long-term growth ambitions while carefully managing the potential impacts on its financial structure and shareholder interests.

Inability to Obtain the Financing Needed to Achieve Commercial Production

Substantial capital investments are necessary to complete the development of the Project. The Company has: (i) sustained operating losses since incorporation; (ii) finite financial resources; (iii) not earned any operating revenue; and (iv) no current source of operating cash flow. The Company may need to raise funds to complete the development of the Project due to increased capital costs or decreased cash flows from production due to risks described elsewhere in this MD&A, as well as to conduct other exploration and development activities. The Company may seek to raise further funds through equity or debt financings. There is no assurance that additional funding will be available to the Company (or on commercially reasonable terms) for further exploration and development of the Project, or that the Company will ever be cash flow positive. Failure to obtain necessary additional financing could result in delay or indefinite postponement of further exploration and development of the Project. If the Company is unable to obtain additional financing or if it obtains additional financing on unfavorable terms, it could have a material adverse effect on the Company's business, financial condition, results of operations, cash flows, or prospects. Construction and start-up of new mines is risky. The successful construction and development of the Project and the commencement of commercial production is subject to a number of factors including the availability and performance of engineering and construction contractors and employees, mining contractors, suppliers and consultants, the receipt of required approvals and permits in connection with the further development and construction of the existing mining facilities and the conduct of mining operations (including socio-environmental permits), and the successful design, manufacture, delivery and construction of the mine, among others. Any delay in the performance by any one or more of the contractors, suppliers, consultants or other persons on which the Company is dependent in connection with its development and construction activities, a delay in or failure to receive the required governmental approvals and permits in a timely manner or on reasonable terms, or a delay in or failure to complete and successfully operate the mining and processing components of the Project could delay or prevent the further development of the Project, could change the manner in which the Project is developed, or could delay or prevent the start-up of commercial production and revenue producing activities.

There can be no certainty that the Project will progress as scheduled, be constructed according to initial plans, or that capital and operational costs will remain within the Company's projections. Any deviation from expected timelines or cost frameworks could adversely affect the Company's business, financial health, operational results, cash flows, or long-term outlook.

Estimating Mineral Resources is Risky

The information provided on historical Mineral Resources serves as estimates only, and while efforts are made to accurately depict anticipated tonnages and grades as reported in the Technical Report for the Project, there is no guarantee of achieving these outcomes. Mineral Resource estimates may be significantly influenced by various factors such as environmental, permitting, legal, title, taxation, socio-political, and marketing considerations, among others.

Estimating Mineral Resources involves inherent uncertainties beyond the Company's control, given the subjective nature of the process and the reliance on available data, assumptions, and interpretations. Subsequent exploration, development work, drilling, or production experiences may necessitate adjustments or downward revisions to these estimates. Additionally, external factors like fluctuations in silver prices, results of drilling, metallurgical testing, production outcomes, or unforeseen technical challenges could prompt revisions to Mineral Resource estimates. It's important to note that Mineral Resource estimates are based on drill hole information, which may not fully reflect conditions across the entire project area. Therefore, revisions to Mineral Resource estimates may occur as more geological and drilling data becomes available and actual production experience is gained. Any significant reductions in Mineral Resources could impact the Company's investment in the Project, potentially leading to material write-downs, adjustments to carrying values, or delays in development or production activities, which could adversely affect the Project and the Company's overall business, financial condition, results of operations, cash flows, and future prospects. It's crucial to understand that Mineral Resources should not be interpreted as guarantees of the project's lifespan or the profitability of future operations, as there exists a degree of uncertainty in estimating Mineral Resources and the grades and tonnages forecasted for extraction.

Notably, Mineral Resources are distinct from Mineral Reserves and possess a higher level of uncertainty regarding their existence and feasibility. Inferred Mineral Resources, in particular, carry greater risk due to their speculative nature, and economic considerations cannot be reliably applied to this category. There is no assurance that Inferred Mineral Resources will be upgraded to Proven or Probable Mineral Reserves through continued exploration efforts.

Additional Information

Additional information regarding the Company, including the Company's annual information form is available on SEDAR+ (www.sedarplus.ca) under the Company's issuer profile.