



**KUYA SILVER CORPORATION**

**MANAGEMENT'S DISCUSSION AND ANALYSIS**

**FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2025**

**(Expressed in US Dollars)**

**Report Date – August 21, 2025**

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## **MANAGEMENT'S DISCUSSION AND ANALYSIS**

The following Management's Discussion & Analysis ("MD&A") provides a review of activities, results of operations and the financial condition of Kuya Silver Corporation ("Kuya Silver", the "Company", "we", or "our") as at and for the three months and six months ended June 30, 2025. This MD&A should be read in conjunction with the Company's unaudited condensed interim consolidated financial statements and related notes thereto for the three months and six months ended June 30, 2025. References to "Kuya Silver" in this MD&A refer to the Company and its subsidiaries taken as a whole.

Readers are cautioned that this MD&A contains forward-looking statements about expected future events and financial and operating performance of the Company, and that actual events may vary from management's expectations. Readers are encouraged to read the Cautionary Note on Forward-Looking Statements included in this MD&A and to consult the Company's audited annual consolidated financial statements and corresponding notes for the year ended December 31, 2024, which are available under the Company's profile on the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca).

The Company's management is responsible for the preparation and presentation of the financial statements and this MD&A. The interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board and as included in Part 1 of the CPA Canada Handbook – Accounting and the interpretations of the International Financial Reporting Interpretations Committee, including IAS 34 Interim Financial Reporting. This MD&A has been prepared in accordance with the requirements of Canadian securities regulators, including National Instrument ("NI") 51-102 of the Canadian Securities Administrators.

All amounts disclosed in this MD&A are expressed in United States ("US") dollars ("USD"), unless otherwise noted. Canadian dollars are represented by CAD \$. Information contained herein is presented as at August 21, 2025 (the "Report Date") unless otherwise indicated.

## **COMPANY OVERVIEW**

Kuya Silver is a silver mining company with a focus on acquiring, exploring, developing and operating precious metals properties in mining-friendly jurisdictions (such as Peru and Canada). The Company's head office and principal address is located at 150 King Street West, Suite 200, Toronto, ON, M5J 1J9. The Company was incorporated on July 15, 2015, under the Business Corporations Act (British Columbia) and the Company's registered and records office is located at 2054 Dowad Drive, Squamish, BC, V8B 0Y8. The Company's shares are listed on the Canadian Securities Exchange ("CSE") under the symbol KUYA.

### *Bethania Silver Project (Huancavelica, Peru)*

The Company owns the Bethania Silver Project in Peru, located in a major silver-lead- zinc mining district in Central Peru, which is comprised of the Bethania mine (Santa Elena mining concession) that operated, prior to Kuya Silver's acquisition, from 2010 to 2016, the Carmelitas concessions, and the Tres Banderas concessions, together which collectively covers approximately 4,500 hectares. The Company's most recent Preliminary Economic Assessment (the "PEA") was filed on SEDAR+ in October 2023 and contemplates a 350 tonnes per day underground mine feeding a processing plant that would process mineralized material and also incorporates the potential to toll-mill mineralized material prior to the construction and commissioning of a new processing plant at site. Mineralized material is planned from three primary vein systems (Española, 12 de Mayo, Victoria).

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During 2024 the Company commenced reconditioning and underground activities required to restart mining operations at the Bethania Silver Project, and commenced limited production of mineralized material, which the initial extraction focused on areas with existing underground infrastructure. This activity has continued into the first six months of 2025.

*Silver Kings Project (Ontario, Canada)*

The Silver Kings Project is located in Northern Ontario's most prolific silver mining camp, situated near the historic mining town of Cobalt, Ontario, and encompasses approximately 13,000 hectares of patents, leases and claims. The Company continually manages its property position based on strategic goals, geological potential and expenditure requirements and may increase or decrease these holdings from time to time.

The Company's exploration programs led to a new silver vein discovery on the Campbell-Crawford claim, is now known as the Angus Vein. Since that discovery, additional veins and vein structures have been identified both through drilling and on the surface in close proximity to the Angus Vein which have been shown to host silver-cobalt mineralization.

*Umm Hadid Project (Saudi Arabia)*

The Company also holds 5% interest in Umm Hadid Project in Saudi Arabia, with the option to acquire an additional 40% until April 2027 for further information see Evaluation and Exploration Assets section.

**HIGHLIGHTS**

<b>Operational Highlights</b>		<b>Three months</b>		<b>May - December 2024</b>
		<b>Q2</b>	<b>Q1</b>	
Mineralized material, mined	tonnes	1,224.4	654.8	528
Mineralized material, processed	tonnes	-	872	767
Meters advanced	m	263	161	111
Development	tonnes	1,774	1,930	558
<u>Average head grades</u>				
Silver	oz/t	10.73	9.05	6.93
Lead	%	3.64	2.60	2.45
Zinc	%	2.52	2.23	1.70
Silver Equivalent*	oz/t	14.89	12.39	10.31
Silver Equivalent*	g/t	463.20	385.30	320.60
<u>Average recoveries</u>				
Silver	%	-	90.94	84.76
Lead	%	-	87.40	80.61
Zinc	%	-	55.40	25.63

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<b>Operational Highlights</b>		<b>Three months</b>		
		<b>Q2</b>	<b>Q1</b>	<b>May - December 2024</b>
<u>Metal processed</u>				
Silver	oz	-	7,445	5,177
Lead	tonnes	-	21.41	18.32
Zinc	tonnes	-	18.37	12.72
<u>Concentrates sold (wet)</u>				
Silver Speciality	tonnes	1,799.88	-	-
Silver - Lead	tonnes	-	38.79	37.93
Zinc	tonnes	-	29.30	13.43
<u>Metal sold</u>				
Silver	oz	58,078	6,760	4,248
Gold	oz	-	2.28	2.44
Lead	tonnes	-	18.40	14.88
Zinc	tonnes	-	10.38	4.34
Silver Equivalent*	oz	58,078	8,888	5,904
<u>Average realized price</u>				
Silver	\$/oz	36.44	32.65	31.34
Gold	\$/oz	-	3,017	2,681
Lead	\$/tonne	-	1,984	1,915
Zinc	\$/tonne	-	2,773	2,718
<b>Total Revenue</b>	<b>\$ Thousands</b>	<b>1,150</b>	<b>229</b>	<b>150</b>

\*Silver Equivalency (AgEq) was calculated using silver (\$37.77 USD/troy oz), gold (\$3,328.60 USD/troy oz), copper (\$9,581.63 USD/tonne), lead (\$1,973.47 USD/tonne) and zinc (\$2,695.92 USD/tonne) values, obtained on July, 15 2025, and do not consider metal recovery.

***Bethania Silver Project***

- Reconditioning and mine development activities continued over the six months ended June 30, 2025 primarily focused on the 640 level, north section of Española vein system, where 10 operational faces are currently being developed or in production. Recent installation of two trailing winches, a larger air compressor, and a bigger power generator are expected to significantly contribute to the underground development.
- Total of 1,879 tonnes mined year to date, a notable increase of mineralized material was recorded, with 655 tonnes mined in Q1, 2025 to 1,224 tonnes mined in Q2, 2025. The increase was driven by higher staffing levels and the addition of production drilling equipment.
- Due to limited availability at the toll mill, no mineral was processed in Q2, 2025 and the Company stockpiled mineralized material at site. Normal processing resumed in early July, processing the stockpile accumulated

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at the end of June. Total revenue recorded of \$0.2 million represents the material produced and sold in Q1, 2025.

- An increase in operational efficiency and targeted extraction of higher-grade mineralization during the ramp-up phase resulted in improved average grades. Silver grades rose from 9.05 oz/t in Q1 to 10.73 oz/t in Q2. Similarly, lead grades increased from 2.60% to 3.64%, while silver equivalent grades improved from 12.39 oz/t to 14.89 oz/t over the same period.
- During May and June 2025, the Company initiated a review of historical artisanal mining areas near the Bethania Silver Project to develop potential targets for exploration. The program focused on sampling newly identified vein targets, as well as extensions of previously sampled veins. These targets were identified by evidence of historical mining activity or through mapping of veins. As a result, in addition to collecting 12 samples with over 1000 g/t silver equivalent\*, with grades up to 2,630 g/t silver (2,668 g/t silver equivalent\*), the Company delineated a fourth prospective area with silver veins identified at surface, Millococha Oeste and Millococha Norte, which exhibit a similar mineralized footprint size to the Bethania mine.

Other results include extensions to silver vein mineralization near the Bethania mine including the Hilltop zone, a new zone in the Carmelitas area, named as Carmelitas Este, and extensions to previously identified mineralization at the Tito PH prospect.

These results expand the mineralized footprint of the Bethania silver district. Outside of the Bethania mine, the combined strike length of prospective mineralized silver veins (identified, mapped and sampled) is estimated to have increased by 41%. Further details were provided in the press release of July 17, 2025.

#### *Silver Kings Project (Ontario, Canada)*

- A total of 1,761 wet tonnes of silver concentrate were shipped generating provisional revenue of USD \$1.18 million. This concentrate was identified at site and the Company undertook a process to market this product, successfully shipping the concentrate for sale in Q2 2025.
- Final results from Company's 2024-2025 drilling program intersected several mineralized ladder veins, as well as a new vein cluster located within a geophysical anomalous zone (that is directly comparable to the high-grade Angus-McNamara mineralized zone) resulting in the expansion of the size of the mineralized zone at depth. The Silver-cobalt mineralized footprint at the Campbell-Crawford/Airgiod Prospect, has been expanded to a 375 x 250 m zone which remains open. Further details were provided in the press release of April 24, 2025.

## CORPORATE

### Financings

During the six months ended June 30, 2025, the following financings were closed:

- On March 14, 2025, the Company announced the closing of the first tranche of a non-brokered private placement by issuing 3,815,000 common shares in the capital of the Company at CAD \$0.25 per common share for gross proceeds of CAD \$953,750 (\$662,879). Finders' fees of \$35,500 (\$24,673) were paid. The Company intends to use the net proceeds for general working capital.

\*Silver Equivalency (AgEq) was calculated using silver (\$37.77 USD/troy oz), gold (\$3,328.60 USD/troy oz), copper (\$9,581.63 USD/tonne), lead (\$1,973.47 USD/tonne) and zinc (\$2,695.92 USD/tonne) values, obtained on July, 15 2025, and do not consider metal recovery.

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- On March 27, 2025, the Company announced the closing of the second tranche of a non-brokered private placement by issuing 5,442,000 common shares in the capital of the Company at CAD \$0.25 per common share for gross proceeds of CAD \$1,360,500 (\$950,800). Finders' fees of \$73,140 (\$51,115) were paid. The Company intends to use the net proceeds for general working capital.
- On April 7, 2025, the Company announced the closing of the third and final tranche of a non-brokered private placement by issuing 2,343,000 common shares in the capital of the Company at CAD \$0.25 per common share for gross proceeds of CAD \$585,750 (\$402,035). The Company intends to use the net proceeds for general working capital.
- In August, 2025, the Company closed a private placement issuing 18,140,000 units for gross proceeds of \$6,566,000 (CAD \$9,070,000). The proceeds will be deployed to the Company's projects to support the Company's near-term operational and strategic priorities. Refer to subsequent events section for further information.

#### Board and Management

- On June 26, 2025 Mr. Eugene (Gene) McBurney, Ms. Lisa Wilkinson, and Mr. Sandro Ferrarone were elected by shareholders at the Annual General and Special Meeting to join the Board as independent members, along with the re-election of four incumbent directors. Mr. McBurney was also appointed Chair of the Company's Audit Committee. These additions strengthen the Company's corporate governance through their expertise and oversight capabilities.
- On July 2, 2025 the Company enhanced its management team by appointing Sheila Magallon as Chief Financial Officer. Ms. Magallon addition supports the Company's financial leadership as it transitions into a producing entity.

#### OUTLOOK

The Company's key objective for the Bethania Silver Project is to develop a 350 tonnes per day ("tpd") mining operation, including the construction of a 350 tpd processing plant as outlined in the most recent PEA. To de-risk the project during this phase, the Company is processing any extracted mineralized material at a third party mill via toll milling to produce a saleable concentrate, generating near term cash flow. The Company is on track to achieve its initial short-term goal of 100 tonnes per day by Q3 2025, as is developing sufficient working fronts (10 operational fronts as of early July, with nine required for 100 tpd) and actively working to complete the infrastructure and staffing to convert this development into consistent daily production.

The Company expects to start generating cash flow from its Bethania Silver Project. However, it may require additional sources of capital to fund ongoing operational requirements, planned exploration, development and capital expenditures related to its Bethania Project in Peru, in addition to exploration expenses for projects in Canada and Saudi Arabia. The Company continues to evaluate its options to raise additional funding, which may include proceeds from the exercise of stock options and warrants.

The Company continues to review the exploration results from Silver Kings Project in the context of market conditions, to develop a plan forward to advance development of the project.

## **EXPLORATION AND EVALUATION ASSETS**

### **Bethania Silver Project**

#### Bethania

On December 15, 2020, Kuya Silver completed the purchase of 100% of the shares of Minera Toro del Plata S.A.C. ("MTP"), a privately held Peruvian company based in Lima that owns 100% of the Bethania Silver Property (Santa Elena concession) located in the district of Acobambilla, department of Huancavelica, Peru. MTP operated the Bethania mine from 2010 to 2016, by mining mineralized from underground and trucking it to nearby plants for processing into saleable concentrates.

#### Carmelitas Concessions

On May 14, 2021, the Company announced the acquisition of three mineral concessions, Carmelita 2005, Carmelita 2005 I and Carmelita 2005 II concessions (collectively "Carmelitas"), which are strategically located less than three kilometers west of Bethania, located in the district of Acobambilla, department of Huancavelica and in the district of Chongos Altos, department of Junín, Peru. The Carmelitas concessions were host to small-scale mining activities until early 2020, producing silver-polymetallic material very similar to Bethania. Kuya Silver plans to incorporate Carmelitas into its operating activities at Bethania going forward. The finalization of the acquisition of the Carmelitas concession was completed in fiscal 2021.

#### Tres Banderas Concessions

The Tres Banderas concessions are located primarily in the department of Huancavelica, Peru (with some concessions extending into the departments of Lima and Junín), in the vicinity of, or surrounding Bethania. Tres Banderas 01 through 07 mining claims, (that are near to and contiguous with the Santa Elena mining concession, which includes the Bethania mine) were acquired through an open application process from 2019 and 2022 by Kuya Silver S.A.C. ("Kuya S.A.C."). In early 2023, a mineral concession for Tres Banderas 08 (contiguous with Tres Banderas 06 to the south) was awarded to Kuya S.A.C. In 2024, Kuya added Tres Banderas 09 and 10, located immediately north of Carmelita 2005 and southwest of the Corihuarmi gold mine owned by Minera IRL Ltd. These concessions cover other favourable targets in close proximity to the Bethania mine, including the Tito-PH prospect located on the Tres Banderas 03 concession, and the Millococha Oeste prospect located on the Tres Banderas 08 concession.

On December 5th, 2024, the Company announced a letter of intent ("LOI") with Novamera Inc. to deploy their patented Surgical Mining™ process from surface, which, if implemented, would provide additional production tonnage over and above the Company's conventional underground mining production at Bethania. As of this date, the permitting of this type of mining is being pursued with the Peruvian authorities. For further details on this project, please refer to the press release of December 5, 2024 on the Kuya Silver website ([www.kuyasilver.com](http://www.kuyasilver.com)).

In June 2025, the Company signed a non-binding Letter of Intent ("LOI") with Silver Crown Royalties Inc. to raise \$5,000,000 through the proposed sale of a silver royalty on the Bethania Silver Project. Silver Crown would receive a 4.5% royalty on payable silver production in exchange for \$3,000,000 in cash and \$2,000,000 in Silver Crown units (priced at CAD \$6.50 each, with half-warrants exercisable at CAD \$13.00 for three years). The royalty applies only to silver, excluding by-products, and the royalty rate would decrease to 1% for the remaining life of mine after 475,000 ounces are delivered.

This LOI is non-binding and subject to the negotiation and execution of definitive agreements, as well as customary conditions including due diligence and regulatory approvals.



### **Silver Kings Project**

The Silver Kings Project encompasses approximately 13,000 hectares in the Coleman, Gilles Limit, Lorrain, South Lorrain, Kittson, Barr, Klock, and Dane townships in north-eastern Ontario.

On March 1, 2021, the Company completed an agreement to acquire, from Electra Battery Materials Corporation ("Electra"), certain silver-cobalt mineral exploration assets (at the time referred to as the "Kerr Assets"), as well as an option to acquire up to 70% of the balance of Electra's silver-cobalt mineral exploration assets (at the time referred to as the "Remaining Assets") located in the historic Cobalt, Ontario silver-cobalt mining district. On December 31, 2022, the Company and Electra amended the original agreement to provide the Company with the right to acquire 100% of the Remaining Assets, which was then completed in January 2023.

Since November 2021, Kuya has also acquired (primarily through claim-staking) additional mining claims in the Cobalt mining district, with some being adjacent to the Kerr Assets or the Remaining Assets, and others located in nearby prospective areas.

Certain of the properties including those that were part of the Remaining Assets as well as those acquired from Canadian Silver Hunter Inc. ("CSH") in 2023 are subject to a 2% net smelter returns royalty as detailed below in the "Other Silver Kings Properties (formerly Silver Kings JV)" section. The Company continually manages its property position based on strategic goals, geological potential and expenditure requirements and may increase or decrease these holdings from time to time.

On September 30, 2021, the Company obtained control of CobalTech Mining Inc. ("CobalTech") which holds twelve patents located in the Coleman and Gilles Limit townships, as well as a lease, and several mineral claims. As part of the acquisition, a reclamation provision in the amount of \$1,660,299 as at June 30, 2025 has been recognized for future reclamation and rehabilitation obligations.

### Other Silver Kings Properties (formerly Silver Kings JV)

To fully exercise the option on the Remaining Assets, the Company was to make payments totaling CAD \$2,000,000 and complete work commitments of CAD \$4,000,000 by September 1, 2024. As per the December 31, 2022 amendment to the original agreement, the Company acquired a 100% interest in the Remaining Assets by making payments of CAD \$2,000,000 (including what had been already paid at the time). As per the amendment, the Company granted a 2% royalty on net smelter returns from commercial production on the Remaining Assets to Electra. The Company is no longer required to complete any work commitments.

The original agreement provided that Kuya Silver may issue an equivalent value in common shares of the Company at the 20-day volume weighted average price immediately prior to the date the actual respective payment is made in lieu of making the cash payments. Under the original option and amended purchase agreement, the Company issued a total of 3,373,844 common shares to Electra, valued at \$1,399,510 (CAD \$1,810,992) and acquired 100% of the Remaining Assets subject a 2% royalty on net smelter returns from commercial production on the Remaining Assets.

On March 24, 2023, the Company entered into a settlement agreement with CSH and Cobalt Projects International Corp. (a subsidiary of Electra, "CPIC"), which settles a dispute (the "Dispute") between CSH and CPIC regarding certain mineral properties previously optioned by CPIC from CSH. The Dispute was transferred to the Company upon the Silver Kings JV amended purchase agreement and option. To settle the Dispute and purchase the remaining interest, the Company issued 1,666,667 common shares to CSH and obtained a 100% interest in the mineral properties associated with the Dispute. In connection with settling the Dispute, the Company also entered into an agreement with CSH granting CSH a 2% royalty on net smelter returns from the related mineral proper

**Umm Hadid Project, Saudi Arabia**

In April 2025, the Company signed a joint venture agreement with Sumou Holding Company, the majority shareholder of Silver Mining LLC ("Silver LLC"), which holds an exploration license in the Kingdom of Saudi Arabia. The joint venture agreement gives the Company a 5% non-dilutable (or carried) interest over the initial five-year work program and a strategic back-in right to acquire an additional 40% participating interest in Silver LLC, up until April 2027, by reimbursing 40% of the expenditures incurred up to that point in time, to hold a total 45% interest in Silver LLC.

**OVERALL PERFORMANCE AND RESULTS OF OPERATIONS**

Details of certain financial metrics for the three and six months ended June 30, 2025 and 2024 are described below:

Selected Financial Information	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Net revenue	\$ 695,684	\$ -	\$ 921,681	\$ -
Exploration & evaluation expenditures	410,033	906,759	1,508,378	1,431,601
Administrative expenses <sup>1</sup>	539,292	483,339	957,136	1,033,851
Share-based compensation	72,118	64,202	199,228	151,677
Other (income) expense	(43,200)	(5,129)	(111,516)	1,532
<b>(Loss) for the period</b>	<b>\$ (282,559)</b>	<b>\$ (1,449,171)</b>	<b>\$ (1,631,545)</b>	<b>\$ (2,618,661)</b>
<b>(Loss) per share (Basic and diluted)<sup>2</sup></b>	<b>\$ (0.00)</b>	<b>\$ (0.01)</b>	<b>\$ (0.01)</b>	<b>\$ (0.03)</b>
Cash dividends declared	\$ -	\$ -	\$ -	\$ -

1. Administrative expenses exclude share-based compensation.
2. In periods when the Company has a loss, diluted loss per share is the same as basic loss per share.

During the second quarter of 2025, the Company had a loss of \$282,559 as compared to a loss of \$1,449,171 in the same quarter of 2024. The improvement with respect to prior period was primarily attributable to the sale of concentrate from the Silver Kings Project, which generated net revenue of \$695,684 (2024 – \$nil). The Company successfully monetized an unrecorded historical silver concentrate stockpile at the Silver Kings Project; no value was recognized in such stockpile at the time of acquisition. Additionally, exploration and evaluation expenses decreased by \$415,655, primarily due to lower expenditures at the Bethania Silver Project, as certain costs incurred during the period were capitalized to inventory.

Administrative expenses in the quarter increased mainly in the area of office and miscellaneous costs and professional fees. Offsetting these increases was a substantial reduction in travel expenses in the period vs the comparable period in 2024. Foreign exchange gains were higher in the three months ended June 30, 2025 as was the recognition of the flow through share premium vs the same period last year.

Net other income for the three months ended June 30, 2025, included a foreign exchange gain of \$30,426 (2024 - \$3,387), income due to the recognition of flow-through premium of \$23,688 (2024 –\$14,974) and interest income of \$3,551 (2024 – \$nil), offset by accretion expense of \$14,465 (2024 - \$13,232).

For the six months ending June 30, 2025, the Company had a loss of \$1,631,545 compared to a loss of \$2,618,661 for the comparable period in 2024. The decrease in loss is attributable mainly to \$921,681 net revenue being generated from the sale of concentrate of \$695,684 in the Silver Kings Project during the second quarter and \$294,997 revenue from concentrate from Bethania property during the first quarter of 2025. The increase in exploration and evaluation expenses is attributed to geological work carried out at Silver Kings Project early in the year.

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Administrative expenses were lower for the six months ended June 30, 2025 as compared to the same period last year, due mainly to a reduction in the area of investor relations and business development. The recognition of flow-through share premium and a positive foreign exchange swing due to a favorable change in foreign exchange rates explained the majority of the increase in other income somewhat offset with an increased accretion expense due to the convertible debentures and the exploration assets.

Exploration and evaluation expenditures for the three and six months ended June 30, 2025 and 2024 are as follows:

Exploration and evaluation expenditures	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
<b>Bethania Silver Project</b>				
Civil works and engineering	\$ 284	\$ 19,759	\$ 1,857	\$ 39,251
Geology and drilling	20,365	-	20,365	-
Mine rehabilitation	-	512,076	-	770,809
Operations and supplies	148,475	56,022	450,787	79,372
Property maintenance, licences and rights	-	11,516	-	11,696
Safety and environment	15,773	-	27,279	3,184
Value Added Tax ("VAT")	-	72,877	-	112,224
Salaries and benefits	107,259	106,970	414,186	170,768
	<u>292,156</u>	<u>779,220</u>	<u>914,474</u>	<u>1,187,304</u>
<b>Silver Kings Project</b>				
Civil works and engineering	1,567	6,666	55,976	23,667
Geology and drilling	9,937	25,235	326,358	30,549
Operations and supplies	22,321	27,214	44,542	37,509
Property maintenance, licenses and rights	11,289	12,271	11,289	12,271
Safety and environment	4,843	5,716	10,019	6,601
Salaries and benefits	67,920	50,437	145,720	133,700
	<u>117,877</u>	<u>127,539</u>	<u>593,904</u>	<u>244,297</u>
<b>Total</b>	<b>\$ 410,033</b>	<b>\$ 906,759</b>	<b>\$ 1,508,378</b>	<b>\$ 1,431,601</b>

Bethania Silver Project

Starting in 2024, following the Company's decision to restart mine operations, mine rehabilitation activities commenced. These activities included inspections and where required removal and replacement of underground support. In addition, the removal of piles of rock that have accumulated over the prior eight years to allow for safe and free access to areas of the mine where development of mining activity is taking place was performed. During this time mineralized material encountered during the restart process was mined and toll-milled, generating a minor amount of saleable concentrate. Management considers that the revenue generated is supplemental to the mine rehabilitation activities and not yet moving the project into the development phase. During the three months ending June 30, 2024, mineralized material was extracted from the site with the result that there is a work in process inventory recorded on the books as at June 30, 2025.

Silver Kings Project

Exploration expenditures were primarily focused on completing the final phase of the most recent drilling campaign which concluded in early 2025.

Umm Hadid Project

No explorations expenditures have been incurred.

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**Administrative Expenses**

Administrative expenses for the three and six months ended June 30, 2025 and 2024 are as follows:

Administrative Expenses	Three months ended June 30,		Six months ended June 30,	
	2025	2024	2025	2024
Administrative costs	\$ 25,728	\$ 25,847	\$ 51,907	\$ 53,212
Consulting fees	-	4,135	-	4,135
Directors' fees	24,395	24,652	47,903	49,666
Filing fees	9,301	6,919	16,193	15,622
Management fees	15,168	15,345	29,800	30,914
Marketing and investor relations	55,197	63,445	85,204	158,940
Office and miscellaneous	112,448	23,087	182,328	102,295
Professional fees	118,642	78,538	176,447	146,655
Share-based compensation	72,118	64,202	199,228	151,677
Shareholder communication	2,811	3,723	4,100	6,666
Transfer agent	8,772	5,831	10,743	7,707
Travel	5,317	70,884	23,191	143,480
Salaries and benefits	161,513	160,933	329,320	314,559
	611,410	547,541	1,156,364	1,185,528
less: Share based compensation	(72,118)	(64,202)	(199,228)	(151,677)
<b>Cash - Admin costs</b>	<b>\$ 539,292</b>	<b>\$ 483,339</b>	<b>\$ 957,136</b>	<b>\$ 1,033,851</b>

Administrative expenses (excluding share-based compensation) of \$539,292 were incurred in the three months ended June 30, 2025, as compared to \$483,339 in the same period in 2024. Office and miscellaneous expenses and professional fees are the main reason for the increase.

For the six months ended June 30, 2025, overall administrative expenses excluding share-based compensation were down by \$76,715 or 7.4%. Spending in the marketing and investor relations and travel areas was down due to less spending on business development activities and general investor consulting and less travel to the Bethania mine site. These reductions were partially offset with increases in office and miscellaneous and costs and professional fees. Salaries and benefits were slightly higher than the comparable period last year.

**Other Items**

Included in other income/expense for the periods are the following: the recognition of the flow-through share premium as flow-through funds are spent, foreign exchange loss/(gain), accretion expense on reclamation provisions and on the convertible debentures, and interest income from short term cashable instruments. Foreign exchange losses and gains are due to fluctuations in the Peruvian Sol ("PEN") and the USD to the CAD. For the second quarter, recognition of the flow-through premium was \$23,688 (2024 - \$14,974), interest income of \$3,551 (2024 - \$nil), foreign exchange gains of \$30,426 (2024 - \$3,387), and lastly, accretion expense of \$14,465 (2024 - \$13,232) related to the reclamation provision and the convertible debentures. This was recorded as an increase to the reclamation provision for the Silver Kings project, and for 2025, as an increase to the convertible debentures.

For the six months ended June 30, 2025, other income/expense included a recognition of flow-through share premium of \$142,696 (2024 - \$24,701), a foreign exchange gain of \$9,525 (2024 - \$425), accretion expense related to the Silver Kings reclamation provision of \$44,772 (2024 - \$26,658) and interest income related to short term investments of \$4,067 (2024 - \$nil).

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**Cumulative exploration and evaluation costs**

The following table presents the cumulative exploration and evaluation costs incurred by the Company on its properties as at June 30, 2025:

Project	Bethania Silver Project	Silver Kings Project	Total
Civil works and engineering	\$ 2,305,600	\$ 405,340	\$ 2,710,940
Geology and drilling	1,304,140	2,619,059	3,923,199
Mine rehabilitation	1,497,546	-	1,497,546
Operations and supplies	1,946,826	424,423	2,371,249
Property maintenance, licences and rights	124,363	130,802	255,165
Safety and environment	492,394	93,074	585,468
Value Added Tax ("VAT")	1,283,413	-	1,283,413
Salaries and benefits	1,797,100	1,264,071	3,061,171
Expense recovery from Electra	-	(119,175)	(119,175)
<b>Total</b>	<b>\$ 10,751,382</b>	<b>\$ 4,817,594</b>	<b>\$ 15,568,976</b>

Cumulative costs are as follows: Bethania Silver Project, since acquisition of 100% on December 15, 2020; Silver Kings Project, which consists of Kerr Assets from September 30, 2021 (consolidation date), Silver Kings JV from September 1, 2021 (initial earn-in payment date) to January 31, 2023 (payment for amended Option) and Silver Kings Project from January 31, 2023.

**SUMMARY OF QUARTERLY FINANCIAL RESULTS**

The following table sets out selected unaudited quarterly financial information for the most recent eight quarters. The amounts presented have been prepared in accordance with IFRS for all eight quarters.

		2025		2024			2023		
		Q2	Q1	Q4	Q3	Q2	Q1	Q4	Q3
Selected Financial Information									
Net revenue	\$	695,684	225,997	150,129	-	-	-	-	-
Exploration & evaluation expenditures	\$	410,033	1,098,345	1,537,660	1,140,777	906,759	524,842	951,556	301,766
Administrative expenses <sup>1</sup>	\$	539,292	417,843	518,364	464,434	483,339	550,512	502,669	455,119
Share-based compensation	\$	72,118	127,110	63,128	84,568	64,202	87,475	76,925	86,096
Foreign exchange loss/(gain) and other <sup>2</sup>	\$	(43,200)	(68,315)	(90,745)	(139,512)	(5,129)	6,661	(157,291)	67,373
Loss for the period	\$	282,559	1,348,986	1,878,278	1,550,267	1,449,171	1,169,490	1,373,859	910,354
(Loss) per share - Basic and diluted <sup>3</sup>	\$/share	(0.01)	(0.01)	(0.03)	(0.01)	(0.01)	(0.01)	(0.02)	(0.01)

- Administrative expenses exclude share-based compensation.
- Other includes items such as interest income, accretion expense, and the recognition of the flow-through share premium on qualified exploration and evaluation expenditures.
- In periods when the Company has a loss, diluted loss per share is the same as basic loss per share.

Up to September 30, 2024, the Company had not generated any revenue and in the fourth quarter of 2024 and the first quarter of 2025, there was a minimal amount of revenue recorded. The second quarter of 2025 saw the recognition of the sale of silver concentrate from the Silver Kings property. The concentrate sold was part of the purchase of the Silver Kings property and at the time of purchase was deemed to have minimal value. Loss for the period can significantly vary quarter-over-quarter based on the amount of revenue recorded, inventory produced, exploration and evaluation expenditures incurred, share-based compensation expense reported, and other items.

Exploration and evaluation expenditures vary based on the exploration and evaluation activities in process during the period and time of year; share-based compensation expense can vary based on the timing and valuation of grants of share-based awards; and the timing and amount of other recurring and non-recurring items such as foreign

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exchange loss/(gain), (gain) on settlement of accounts payable and accrued liabilities, accretion expense, the recognition of the flow-through share premium on qualified exploration and evaluation expenditures, and other expense/(income).

Over the 8 quarters covered by the above table, the increase in exploration and evaluation expenses is evident as both the Bethania mine site and the Silver Kings properties were being worked on. The most recent quarters in 2024 reflect increased spending in the areas of mine rehabilitation at the Bethania site in order to prepare for mining while continued exploration including drilling programs were underway at the Silver Kings site. In 2025, the exploration and evaluation expenses continue to reflect expenses related to the preparation for mining activities at the mine and in the second quarter of 2025 a reduction in expenses recorded at Bethania due to the capitalization of costs to work-in-process inventory. Despite some variability in the quarterly spend due to business and finance activities, administrative expenses over the last 8 quarters were tracked on a comparable level over the period. Spending levels within the administrative expenses categories change due to business and finance needs as investor relations and business development including travel will vary over the quarters.

The foreign exchange gain/loss and other category was impacted by quarterly fluctuating gains and losses in foreign exchange as the USD exhibited volatility over the past number of quarters ending up with a gain reflected in the second quarter of 2025 of \$30,713. The recognition of the premium on flow-through shares was highest in the last three quarters reported on the table, which increased the other net income for those periods. Lastly, interest in income on the cashable investments contributed positively in the last three quarters. Accretion expense was also impacted starting in the fourth quarter of 2024, due to the accretion on the convertible debentures in addition to the accretion on reclamation provisions.

**LIQUIDITY AND CAPITAL RESOURCES**

	Six months ended June 30, 2025	Six months ended June 30, 2024
<b>CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES</b>		
Loss for the period	\$ (1,631,545)	\$ (2,618,661)
Items not involving cash	183,501	46,463
Change in non-cash working capital	(1,211,002)	37,244
Net cash used in operating activities	(2,659,046)	(2,534,954)
<b>CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES</b>		
(Additions)/disposals of facilities and equipment	(29,303)	(97,436)
Net cash used in investing activities	(29,303)	(97,436)
<b>CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES</b>		
Proceeds from issuance of share capital	2,239,081	2,891,254
Share issue costs	(77,476)	(65,462)
Net cash provided by financing activities	2,161,605	2,825,792
Change in cash	(526,744)	193,402
Effect of foreign exchange on cash	4,597	6,085
<b>Cash, beginning of period</b>	<b>765,565</b>	<b>2,650,187</b>
<b>Cash, end of period</b>	<b>\$ 243,418</b>	<b>\$ 2,849,674</b>

The Company's cash position decreased from \$765,565 at December 31, 2024, to 243,418 as at June 30, 2025. Cashflows used in operations of \$2,659,046 were used to carry out exploration work on both projects. In Peru exploration work included ongoing rehabilitation and maintenance, and in Canada mainly drilling programs and geological work. This compares to \$2,534,954 of cashflow used in operating activities during the same period last year. Cash flows from financing activities included the closing of a private placement totaling \$2,025,714 with share

issue costs of \$77,476, and proceeds from the exercise of options of \$213,367. Two private placements were closed in the second quarter of 2024 totaling \$2,891,254 with share issue costs of \$65,462 paid. Cashflows were expended on the purchase of equipment at Bethania in the first six months of 2025 totaling \$29,308 while \$97,436 was expended in 2024 related to the construction of an explosive magazine at site.

		<b>June 30, 2025</b>		<b>December 31, 2024</b>
<b>Working Capital</b>				
Current assets	\$	<b>2,032,509</b>	\$	1,285,319
Current liabilities		<b>1,539,463</b>		1,962,464
Net working capital (deficiency)	\$	<b>493,046</b>	\$	(677,145)

The Company had a net working capital of \$493,046 as at June 30, 2025, compared to a deficit of \$677,145 as at December 31, 2024. The improvement in working capital was primarily driven by the sale of concentrate from the Silver Kings Project, an increase in mineralized material from the Bethania Project as mining operations expanded, and the early conversion of convertible debentures, which reduced the Company's short-term obligations. Included in current assets is cash of \$243,418 and trade receivables of \$759,259, of which approximately 90% had been collected as of the date of this document.

Kuya Silver's continuation as a going concern is dependent upon its ability to complete financings sufficient to meet current and future obligations, the successful results from its business activities, and its ability to operate profitably and generate funds. The Company is confident that additional funding will be secured to fund planned expenditures for at least twelve months from December 31, 2024. While the Company raised gross proceeds of CAD \$6,268,676 (\$4,543,014) in fiscal 2024, CAD \$3,206,208 (\$2,239,081) in the six months ended June 30, 2025 and an additional CAD \$9,070,000 (\$6,566,000) up to the Report Date in 2025, additional funding may be needed to support ongoing administrative expenses, exploration and evaluation activities, and the continued advancement of the Bethania Silver Project and the Silver Kings Project in the foreseeable future.

Although additional revenues from the operation of the Bethania Project are expected to continue in 2025, it is anticipated that further capital investment and resources will be required to ramp up to the planned 350 tpd mining rate. Kuya Silver continues to explore and evaluate various potential sources of financing, however there is no certainty that any additional financing will be secured. These factors indicate the existence of material uncertainty which may cast significant doubt on the Company's ability to continue as a going concern. A different basis of measurement may be appropriate if the Company is not expected to continue operations for the near future.

#### **Use of Proceeds**

The funds raised in 2025 to the Report Date were and are being used for operations at the Bethania mine site and working capital purposes throughout 2025.

#### **TRANSACTIONS WITH RELATED PARTIES**

The Company identifies the members of our Board of Directors ("Board") and certain senior officers as our key management personnel. The following summarizes the Company's related party transactions with those parties and their immediate family during the three and six months ended June 30, 2025 and 2024:

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Related Party Transactions	Three months ended		Six months ended	
	June 30,		June 30,	
	2025	2024	2025	2024
Directors' fees	\$ 23,474	23,748	46,119	47,843
Professional fees	20,191	15,757	39,669	31,745
Share-based compensation	58,143	51,676	134,748	110,640
Salaries and benefits	105,434	106,792	209,369	212,486
	\$ 207,242	\$ 197,973	429,905	402,714

As at June 30, 2025, included in accounts payable and accrued liabilities was \$92,038 (December 31, 2024 - \$133,858) owing to officers and directors.

In addition to management personnel, we have also identified SICG S.A.C., a company which provides engineering and subcontractor services to our operations in Peru as a related party as this company also provides key management personnel services to Kuya which are included in "Compensation, Management" in the Related Party Transactions table above. During the three and six months ended June 30, 2025, administrative and exploration and evaluation expenditures of \$2,449 (2024 - \$38,449) were paid to this entity. As at June 30, 2025, included in accounts payable and accrued liabilities were \$907 (December 31, 2024 - \$7,562) owing to this entity.

**COMMITMENTS AND CONTINGENCIES****Contingencies**

The Company may be involved in legal proceedings arising in the ordinary course of business, including the actions described below. The potential amount of the liability with respect to such legal proceedings is not expected to materially affect the Company's financial position and results from operations. The Company has accordingly not accrued any amounts related to the litigations below (unless otherwise noted). The Company intends to vigorously defend these claims.

As at June 30, 2025, the Company has the following contingencies:

MTP withheld an accrued payment of \$140,000 due to Compañía Minera San Valentín S.A.C. ("San Valentín") and an arbitration was initiated by San Valentín against the Company before an arbitration panel. The Company was ordered to pay \$93,597 plus penalties, interest and legal fees to the courts per a judicial order in settlement for the \$140,000. In November 2021, the Company paid \$93,597 to the courts towards the settlement. San Valentín has not yet agreed to the settlement and has not collected the funds from the courts. There is currently \$46,403 included in accounts payable and accrued liabilities as at June 30, 2025 with respect to San Valentín for penalties, interest and legal fees. In November 2024, San Valentín filed a submission with the courts, claiming approximately \$280,000 plus interest and legal costs from the Company, in connection with the original arbitration order.

In fiscal 2023, MTP received a first-instance court judgement ordering MTP to pay \$170,876 plus interest to Andes Consorcio Minera Del Peru S.A.C. ("ACOMIMPE"). ACOMIMPE had originally claimed \$1,167,835 relating to work performed prior to the Company's purchase of MTP in 2020. The Company has filed an appeal and is seeking to have this claim be declared unfounded. ACOMIMPE has also filed an appeal of this judgement which, combined with the Company's appeal, may result in a greater or lesser amount to be awarded. The outcome of this matter is not determinable at this time.



## **SHARE CAPITAL INFORMATION**

The authorized capital of the Company consists of an unlimited number of common shares without par value and an unlimited number of preferred shares without par value. As at June 30, 2025, there were no preferred shares issued and outstanding. Balances of the number of common shares, stock options, share purchase warrants, restricted share units and convertible debentures outstanding from June 30, 2025, to the Report Date are summarized below.

<b>Common shares</b>	
<b>Balance as at June 30, 2025</b>	<b>122,318,116</b>
Issued on August private placement	18,140,000
Issued <sup>1,2</sup>	795,020
<b>Balance as at Report Date</b>	<b>141,253,136</b>
<b>Stock options</b>	
<b>Balance as at June 30, 2025</b>	<b>4,362,301</b>
Granted	675,000
Exercised	-
<b>Balance as at June 30, 2025 and Report Date</b>	<b>5,037,301</b>
<b>Share purchase warrants</b>	
<b>Balance as at June 30, 2025</b>	<b>36,194,252</b>
Issued	18,358,000
Expired	-
Exercised <sup>1</sup>	(795,020)
<b>Balance as at Report Date</b>	<b>53,757,232</b>
<b>Restricted share units</b>	
<b>Balance as at June 30, 2025</b>	<b>1,225,000</b>
Granted	-
Expired	-
<b>Balance as at June 30, 2025 and Report Date</b>	<b>1,225,000</b>
<b>Convertible debentures (CAD \$)</b>	
<b>Balance as at June 30, 2025</b>	<b>111,122</b>
Converted <sup>2</sup>	-
<b>Balance as at Report Date</b>	<b>111,122</b>

## **CAPITAL AND FINANCIAL RISK MANAGEMENT**

### **Capital Management**

The Company defines capital as cash, debt, and the components of shareholders' equity. The Company's objectives when managing capital are to identify, pursue, and complete the exploration and development of its exploration and evaluation assets, to maintain financial strength, to meet its on-going liabilities, to continue as a going concern, to maintain creditworthiness, and to maximize returns for shareholders over the long term. The Company manages its capital in a manner consistent with the risk characteristics of the assets it holds. All financing, including equity and debt, are analyzed by management and approved by the Board of Directors. The Company does not have any externally imposed capital requirements. There has been no significant change in the Company's objectives, policies, and processes for managing its capital during the six months ended June 30, 2025.

### **Off-Balance Sheet Arrangements**

The Company did not enter into any off-balance sheet arrangements or transactions during the period.

### **Financial Instrument Risk**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. As at June 30, 2025, the Company's risk exposure and the impact on the Company's financial instruments are summarized below:

#### Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's credit risk is primarily attributable to its liquid financial assets, being cash and receivables. The Company's primary bank accounts are held with major Canadian banks and funds are transferred to the subsidiary's foreign bank accounts as required to cover current expenditures, minimizing the risk to the Company. Other receivables are primarily due from a government agency.

Credit risk associated with trade accounts receivable arises from the Company's delivery of its production to an international customer from whom it receives 95% of the sales proceeds shortly upon delivery of its production to an agreed upon transfer point in Peru and the balance within a short settlement period thereafter.

The Company recorded a trade receivable of \$759,259 from an international customer related to historical silver concentrate at the Silver Kings Project. As per the agreement, the Company will receive 90% of the sales proceeds shortly after delivering the concentrate to an agreed upon transfer point in Canada, with the remaining balance to be received once final assay results are available.

#### Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is through regular monitoring of cash requirements. When necessary, the Company obtains financing from various investors to ensure all future obligations are fulfilled. Additional funds are required to continue current operations for the upcoming twelve months.

#### Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is comprised of three types of market price changes:

*Foreign currency exchange risk* – This risk relates to any changes in foreign currencies in which the Company transacts. The Company incurs costs for goods and services denominated in currencies other than the presentation currency and is subject to foreign currency risk on assets and liabilities denominated in currencies other than the United States dollar. The effect of a 10% change in the foreign exchange rate on monetary balances held in United States dollar and Peruvian soles accounts would be approximately \$24,000 recorded in profit or loss for the three months ended June 30, 2025. The effect of a 10% change in the foreign exchange rate on monetary balances held in CAD \$ and Peruvian soles accounts would be approximately \$94,000 recorded in other comprehensive income or loss for the three months ended June 30, 2025.

*Interest rate risk* – This risk relates to the change in the borrowing rates affecting the Company. The Company is not exposed to interest rate risk as it does not have any significant financial instruments with interest rates, with the exception of cash and convertible debentures. Interest earned on cash is based on prevailing bank account interest

rates, which may fluctuate. Interest owed on convertibles debentures is based on a fixed rate. A 1% increase or decrease in the interest rates would have a nominal impact on interest income (expense) for the six months ended June 30, 2025.

*Price risk* – This risk relates to fluctuations in commodity and equity prices. The Company is exposed to price risk related to the provisional pricing on its revenue earned from sales of concentrate. The Company closely monitors commodity prices of precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in pricing may be significant.

The Company does not currently use financial instruments designed to hedge these market risks.

#### **Fair value hierarchy**

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

##### Level 1

Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

##### Level 2

Pricing inputs are other than quoted prices in active markets included in level 1. Prices in level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

##### Level 3

Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

The Company's financial instruments consist of cash, receivables, accounts payable and accrued liabilities, and convertible debentures. The fair value of cash, receivables, and accounts payable and accrued liabilities approximates their carrying values due to the short-term nature of these financial instruments. As at June 30, 2025, the fair value of convertible debentures approximates its carrying value due to being discounted with a rate of interest that approximates market rate.

#### **RISK FACTORS**

Kuya Silver is subject to the usual risks associated with a junior mineral exploration and mining company conducting business internationally and competes for access to financing, specialized third party service providers and human capital against other exploration companies, some of whom may be better capitalized. While Kuya Silver has been successful in raising financing in the past, commencement of underground mining, toll-milling (i.e., processing mineralized material at a third- party mill into saleable concentrate) prior to construction and/or construction and commissioning of a processing plant, tailings storage facility and related infrastructure, if considered appropriate moving forward, may require substantial additional financing that is not guaranteed.

The Company's operating and capital costs are affected by the cost of commodities and goods such as fuel and supplies, which have been assumed to be available for purchase. It has also been assumed that the Company will

have access to the required amount of sufficiently skilled labour as required for operations. Certain factors are outside the Company's control and an increase in the costs of (due to inflation, impacts of the Russia and Ukraine conflict, supply chain disruptions or otherwise), or a lack of availability of, commodities, goods and labour may have an adverse impact on the Company's financial condition and results of operations. The current global economic environment has caused significant volatility in foreign exchange rates, which may also have an adverse impact on the Company's financial condition and results of operations.

In addition to the foregoing, Kuya Silver is subject to a number of other risks and uncertainties which are disclosed in full detail under the heading "Risk Factors" in the MD&A for the year ended December 31, 2024. The risks and uncertainties are not the only ones related to the Company. Additional risks and uncertainties of which the Company is not currently aware, or that the Company currently considers to be immaterial, may also impair the Company's business. If any of the risks materialize, the Company's business may be harmed, and its financial condition and results of operations may suffer significantly. An investment in the Company's common shares is speculative and involves a high degree of risk due to the nature of the Company's business and the present stage of the Company's operations. Investors should not invest in the Company's common shares unless they can afford to lose their entire investment.

## **ACCOUNTING DISCLOSURES**

### **New standards, interpretations, and amendments to existing standards not yet effective**

A number of new standards and amendments to standards and interpretations have been issued by the IASB and are effective for annual periods beginning on or after January 1, 2025 which have not been applied in preparing these unaudited condensed interim consolidated financial statements as they are not yet effective. The standards and amendments to standards that would be applicable to the consolidated financial statements of the Company are the following:

#### IFRS 18, Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, which replaces IAS 1 - Presentation of Financial Statements; many of the existing principles in IAS 1 are retained, with limited changes. IFRS 18 will not impact the recognition or measurement of items in the financial statements, but it might change what an entity reports as its operating profit or loss. The standard is effective for reporting periods beginning on or after January 1, 2027, including for interim financial statements. Retrospective application is required, and early application is permitted. The Company is currently assessing the impact of this new accounting standard on its financial statements.

## **SUBSEQUENT EVENTS**

Subsequent to June 30, 2025, the Company:

- a) issued 795,020 common shares, for proceeds of \$190,077 (CAD \$260,195), on the exercise of warrants;
- b) granted 475,000 stock options at a price of CAD \$0.41 per common share, vesting 1/3 on grant, 1/3 after one year, and 1/3 after two years, expiring on July 7, 2030; and
- c) granted 200,000 stock options at a price of CAD \$0.41 per common share, vesting 100% on grant, expiring on July 7, 2030;
- d) in August 2025 the Company closed a private placement issuing 18,140,000 units for gross proceeds of into a \$6,566,000 (CAD \$9,070,000). Each unit consisted of one common share and one common share purchase warrant, where a full warrant is exercisable to acquire one common share at CAD\$0.65 per common share for a period of 36 months from the date of issuance. The Company paid cash commission totaling \$80,800 (CAD\$ 111,750) in respect of the private placement. In addition, the Company issued 218,000 warrants ("Finder's Warrant") on the total Units issued to subscribers in the Offering that were introduced to the

Company by eligible finders. Each Finder's Warrant will entitle the holder to acquire one Common Share at an exercise price of CAD\$0.50 per Common Share for a period of 36 months from the date of issuance.

In addition, the Company entered into an engagement agreement with ECM Capital Advisors Inc. ("ECM") of which Mr. Eugene C. McBurney, a director of the Company, is the Managing Partner. ECM will support the Company with financing and market advisory services. ECM's engagement is for a three-year term, unless earlier terminated at the election of either the Company or ECM. In connection with the private placement noted above, ECM earned a fee of CAD \$350,000 upon the successful completion of a financing with minimum proceeds of CAD \$5,000,000. Notwithstanding the above, any fees payable to ECM in connection with this Offering will be subject to compliance with all applicable securities laws and applicable regulatory authorities.

#### **CAUTIONARY NOTE REGARDING FORWARD LOOKING STATEMENTS**

All statements, other than statements of historical fact, contained or incorporated by reference in this MD&A, including but not limited to any information as to the future financial or operating performance of the Company, constitute "forward-looking information" or "forward-looking statements" within the meaning of certain securities laws, and are based on expectations, estimates and projections as of the date of this MD&A. Forward-looking statements contained in this MD&A include, but are not limited to, those under the headings "Company Overview," "Corporate Update and Outlook" and "Liquidity and Capital Resources," and include, without limitation, statements with respect to: capital requirements and capital expenditures; the Company's working capital needs for the next twelve months, and the availability of financing to meet those needs; the schedules and budgets for the Company's development projects; success of exploration and development activities; project studies; and permitting matters. The words "may," "can," "could," "will," "expect," "believe," "plan," "intend," "explore," "estimate," "advance," "future," "target," "goal," "objective," "possibility," "opportunity," "anticipate," "potential," "ongoing," "next," "pursue," and "continue," and similar words and phrases, and variations of these words and phrases, and statements that certain actions, events or results may, could, should or will be taken, will occur or will be achieved, identify forward-looking statements. Forward-looking statements are necessarily based upon estimates and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business and economic uncertainties and contingencies. The estimates and assumptions of the Company referenced, contained or incorporated by reference in this MD&A, which may prove to be incorrect, include but are not limited to the various assumptions set forth herein, as well as: (1) there being no significant disruptions affecting the operations of the Company, whether due to extreme weather events or other natural disasters, labour disruptions (including but not limited to strikes or workforce reductions), supply disruptions, power disruptions, damage to equipment or disruptions resulting from litigation; (2) permitting for the Company's development projects being consistent with the Company's current expectations including potential claims against the legitimacy of granted permits and the possibility they may be rescinded; (3) advancement of exploration consistent with the Company's expectations at the Company's projects; (4) political and legal developments in any jurisdiction in which the Company operates being consistent with its current expectations including, without limitation, the impact of any political tensions and uncertainty in the Republic of Peru or any restrictions or penalties imposed, or actions taken, by any government, including but not limited to potential amendments to customs, tax and mining laws; (5) the completion of studies on the timelines currently expected and the results of those studies being consistent with the Company's current expectations; (6) certain price, volume, production, and timing assumptions related to the generation of revenue from the processing of silver; (7) access to capital markets consistent with the Company's expectations, and sufficient to fund the activities of the Company for the next twelve months; (8) potential direct or indirect operational impacts resulting from infectious diseases or pandemics such as the ongoing COVID-19 pandemic; (9) the effectiveness of preventative actions and contingency plans put in place by the Company to respond to the COVID-19 pandemic, including, but not limited to, social distancing and travel restrictions; and (10) changes in national and local government legislation or other government actions, particularly in response to the COVID-19 pandemic. Known and unknown factors could cause actual results to differ materially from those projected in the forward-looking statements. Such factors include, but are not limited to: the inaccuracy of any of the foregoing

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assumptions; fluctuations in the currency markets; fluctuations in the spot and forward price of silver or certain other commodities (such as fuel and electricity); changes in national and local government legislation, taxation, controls, policies and regulations; the security of personnel and assets; political or economic developments in Canada, Peru or other countries in which the Company does business or may carry on business; business opportunities that may be presented to, or pursued by, the Company; operating or technical difficulties in connection with mining or development activities; employee relations; litigation or other claims against, or regulatory investigations and/or any enforcement actions, administrative orders or sanctions in respect of the Company (and/or its directors,

officers, or employees) including, but not limited to, securities class action litigation in Canada, environmental litigation or regulatory proceedings or any investigations, enforcement actions and/or sanctions under any applicable anti-corruption, international sanctions and/or anti-money laundering laws and regulations in Canada, Peru or any other applicable jurisdiction; the speculative nature of silver exploration and development including, but not limited to, the risks of obtaining necessary licenses and permits; and contests over title or permits to properties, particularly title or permits for undeveloped properties. In addition, there are risks and hazards associated with the business of silver exploration, development, and mining, including environmental hazards, industrial accidents, unusual or unexpected formations, pressures, cave-ins, and flooding (and the risk of inadequate insurance, or the inability to obtain insurance, to cover these risks). Many of these uncertainties and contingencies can directly or indirectly affect, and could cause, the Company's actual results to differ materially from those expressed or implied in any forward-looking statements made by, or on behalf of, the Company. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Forward-looking statements are provided for the purpose of providing information about management's expectations and plans relating to the future. All of the forward-looking statements made in this MD&A are qualified by this cautionary note and those made in our other filings with securities regulators. These factors are not intended to represent a complete list of the factors that could affect the Company. The Company disclaims any intention or obligation to update or revise any forward-looking statements or to explain any material difference between subsequent actual events and such forward-looking statements, except to the extent required by applicable law.