



QUEBEC PRECIOUS METALS CORPORATION
(An exploration company)

MANAGEMENT'S DISCUSSION AND ANALYSIS

Year ended
January 31, 2021
(Fourth Quarter)

MANAGEMENT'S DISCUSSION AND ANALYSIS

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

The following MD&A is a narrative explanation, through the eyes of the management of QPM, on how the Company performed during the three-month period and year ended January 31, 2021. It includes a review of the Company's financial condition and a review of operations for the three-month period and year ended January 31, 2021 as compared to the three-month period and year ended January 31, 2020.

This MD&A complements the audited financial statements for the year ended January 31, 2021 but does not form part of them. It is intended to help the reader understand and assess the significant trends, risks and uncertainties related to the results of operations and it should be read in conjunction with the audited annual financial statements as at January 31, 2021 and related notes thereto.

The audited financial statements for the years ended January 31, 2021 and 2020 have been prepared in accordance with the International Financial Reporting Standards ("IFRS") applicable to the preparation of condensed interim financial statements. The accounting policies applied in the financial statements are based on IFRS issued and effective as at January 31, 2021. On May 19, 2021, the Board of Directors approved, for issuance, the annual audited financial statements.

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

REPORT'S DATE

The MD&A was prepared with the information available as at May 19, 2021.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

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

Although the Company believes that the expectations conveyed by the forward-looking statements are based upon information available on the date that such statements were made, there can be no assurance that such expectations will prove to be correct. The reader is cautioned not to rely on these forward-looking statements. The Company disclaims any obligation to update these forward-looking statements unless required to do so by applicable Securities laws. All subsequent forward-looking statements, whether written or orally attributable to the Company or persons acting on its behalf, are expressly qualified in their entirety by these cautionary statements.

MANAGEMENT'S DISCUSSION AND ANALYSIS

NATURE OF ACTIVITIES

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

On June 27, 2018, the Company and Matamec Explorations Inc. ("Matamec") entered into a business combination (the "Business Combination") by way of a plan of arrangement approved by an order of the Superior Court of Canada. Pursuant to the Business Combination, the Company changed its name to Quebec Precious Metals Corporation. It also undertook a consolidation of its common shares on the basis of one post-consolidation common share for 4.16 pre-consolidation common shares.

On February 1st, 2019, the Company liquidated its subsidiary Matamec, which was a dormant company. The dissolution of Matamec took place on September 5, 2019.

HIGHLIGHTS

- Sakami project (flagship project, the "Project"): 51 drill holes (12,361 m) have been drilled in 2020 and 25,778 m since the creation of QPM in 2018. The drilling resulted in the discovery of the La Pointe Extension with a mineralized strike length of 3,450 m and suggests the possibility to further expand to 4,450 m. Mineralization extends from surface up to a depth of 500 m and open in all directions. Highlights for the 2020 drilling program are as follows:

La Pointe Extension

PT-20-173 – 0.30 m at 60.80 g/t Au
PT-20-162 – 42 m at 1.31 g/t Au
PT-20-159 – 80 m at 1.10 g/t Au
PT-20-155 – 53.8 m at 1.03 g/t Au
PT-20-154 – 70.3 m at 1.14 g/t Au
PT-20-153 – 35.4 m at 1.45 g/t Au
PT-20-151 – 80.1 m at 1.15 g/t Au
PT-20-148 – 7.6 m at 2.91 g/t Au

La Pointe

PT-20-147 – 7.0 m at 2.69 g/t Au
PT-20-145 – 4.0 m at 1.31 g/t Au
PT-20-141 – 11.0 m at 1.04 g/t Au
PT-20-139 – 3.5 m at 4.15 g/t Au

- Elmer East project: Lloyd Discovery made at surface during the 2020 summer. Channel sampling confirmed gold mineralized area approximately 60 m long by 10 m open in all directions. The most significant composite grades are as follows:

Channel R4 – 4.06 g/t Au, 38.9 g/t Ag, 1.72 % Zn, 1.88 % Pb over 2.0 m
Channel R9 – 1.77 g/t Au, 12.3 g/t Ag, 0.30 % Zn, 0.78 % Pb over 1.0 m
Channel R8 – 1.73 g/t Au, 10.3 g/t Ag, 1.00 % Zn, 0.49 % Pb over 1.0 m
Channel R7 – 1.18 g/t Au, 10.2 g/t Ag, 0.52 % Zn, 0.71 % Pb over 1.0 m
Channel R3 – 0.96 g/t Au, 19.5 g/t Ag, 1.66 % Zn, 0.51 % Pb over 2.0 m
- Monetization of non-core assets: \$1.55 million in cash received plus shares received from the monetization of five non-core assets: Chemin Troilus (gold), Vulcain (nickel-copper), Tansim (lithium), La Loutre (graphite) and Somanike (nickel-copper).
- Since beginning of March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the

MANAGEMENT'S DISCUSSION AND ANALYSIS

spread of the virus. These circumstances have increased business uncertainties and have heightened risks levels to operating businesses.

- The Company suspended site activities in the first quarter due to government shutdown requirements and resumed on-site activities in June 2020 and is continuing activities to further the Company's objectives during this uncertain time and rapidly evolving time and is following the recommendations of Quebec Government and Health Canada/Santé Québec. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods.
- The Company has put in place a rigorous protocol, in accordance with INSPQ and CNESST guidelines, to ensure the protection of all stakeholders in the region in the context of the COVID-19 pandemic. The Company's protocol has been communicated to and reviewed by the Cree Nation Government. The Company wishes to acknowledge the excellent cooperation received from the Cree authorities in support of the exploration programs.

SUBSEQUENT HIGHLIGHTS

- On February 19, 2021, the Company granted 1,275,000 share options to directors, officers, employees and a consultant at an exercise price of \$0.29 per share expiring on February 19, 2026. Each share option entitles the holder to acquire one common share. The Options vest gradually over a period of twenty-four (24) months following the date of grant as follows: one third at the date of grant, one-third at the first anniversary of the date of grant, and one-third at the second anniversary of the date of grant. Options granted to the consultant are exercisable for a two-year period and will vest immediately.
- On February 22, 2021, the Company issued 502,033 deferred stock units to officers and one employee under its new Deferred Share Unit Plan adopted by Company on October 20, 2020.
- In May 2021, the Company concluded two private placements by issuing 14,674,543 common shares at a price of \$0.22 per share for proceeds of \$3,228,399.

OUTLOOK

2021 Exploration Plans

Winter and summer

- Sakami (La Pointe, La Pointe Extension): winter drilling program (2,079 m, 7 holes, completed) and summer drilling program (approximately 12,000 m, 30 holes) based on the drill 2020 results combined with the recently interpreted target areas from geological and structural information and induced polarization survey data; metallurgical testing; and surface detailed geological mapping.

Summer

- Elmer East: geological mapping, sampling and trenching along the Lloyd discovery.
- Cheechoo- Éléonore Trend: prospecting on anomalous gold in till samples.
- Blanche and Charles: geological mapping, sampling and prospecting.
- Monetization process ongoing of remaining two non-core assets: Kipawa-Zeus (rare earth) and Matheson Joint Venture (gold).

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EXPLORATION ACTIVITIES FOR THE THREE-MONTH PERIOD ENDED JANUARY 31, 2021

During the three-month period ended January 31, 2021, the Company incurred \$295,689 in exploration and evaluation expenditures of which the main expenses were spent on Sakami property.

QUEBEC PRECIOUS METALS CORPORATION

Exploration and evaluation expenditures

For the three-month period ended January 31, 2021

	Blanche-Charles	Chemin Troilus	Cheechoo-Éléonore trend	Elmer East	Kipawa-Zeus	Lac-des-Îles et La Loutre	Sakami	Somanike	Matheson	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Exploration and evaluation expenditures										
Assays	-	-	-	1,925	-	-	94,499	-	-	96,424
Drilling	-	-	-	519	-	-	79,489	-	-	80,008
Reporting	-	-	-	-	-	-	35,777	-	-	35,777
Geology and geophysics	-	-	-	8,875	-	-	87,259	1,758	-	97,892
Metallurgy	-	-	-	-	-	-	2,086	-	-	2,086
Other evaluation and exploration expenses	-	-	-	1,382	-	1,455	(21,438)	22,000	-	3,399
Rebidding	-	-	-	-	-	(8,730)	-	-	-	(8,730)
Tax credit related to resources and mining tax credits	-	-	-	(3,595)	-	-	(7,572)	-	-	(11,167)
	-	-	-	9,106	-	(7,275)	270,100	23,758	-	295,689

QUEBEC PRECIOUS METALS CORPORATION

Exploration and evaluation expenditures

For the three-month period ended January 31, 2020

	Blanche-Charles	Chemin Troilus	Cheechoo-Éléonore trend	Elmer East	Kipawa-Zeus	Lac-des-Îles et La Loutre	Sakami	Somanike	Matheson	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Exploration and evaluation expenditures										
Assays	4,511	-	-	-	-	-	-	-	-	4,511
Drilling	10,328	-	10,328	10,328	-	-	452,245	-	-	483,229
Resource estimate	-	-	-	-	-	-	3,150	-	-	3,150
Geology and geophysics	-	-	-	47,314	-	-	7,749	-	-	55,063
Airborne geophysical survey	-	-	-	97,170	-	-	-	-	-	97,170
Other evaluation and exploration expenses	-	455	-	840	-	13,740	24,956	-	497	40,488
Rebidding	-	-	-	-	-	(14,711)	-	-	-	(14,711)
Tax credit related to resources and mining tax credits	(54,708)	-	-	-	-	-	-	-	-	(54,708)
	(39,869)	455	10,328	155,652	-	(971)	488,100	-	497	614,192

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EXPLORATION ACTIVITIES FOR THE YEAR ENDED JANUARY 31, 2021

During the year ended January 31, 2021, the Company incurred \$4,688,714 in exploration and evaluation expenditures of which the main expenses were spent on Sakami property and Elmer East property.

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenditures For the year ended January 31, 2021

	Blanche-Charles	Chemin Troilus	Cheechoo-Éléonore trend	Elmer East	Kipawa-Zeus	Lac-des-Îles et La Loutre	Sakami	Somanike	Matheson	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Exploration and evaluation expenditures										
Assays	-	-	-	27,979	-	-	310,863	-	-	338,842
Drilling	-	-	-	207,449	-	-	2,804,402	-	-	3,011,851
Reporting	-	-	-	423,668	-	-	71,527	-	-	495,195
Airborne geophysical survey	-	-	-	185,773	-	-	-	-	-	185,773
Line cutting	-	-	-	-	-	-	22,906	-	-	22,906
Geology and geophysics	-	-	-	81,046	-	-	322,281	1,758	-	405,085
Geochemistry	-	-	-	-	-	-	662	-	-	662
Prospecting	-	-	-	79,524	-	-	121,205	-	-	200,729
Metallurgy	-	-	-	-	-	-	2,086	-	-	2,086
Other evaluation and exploration expenses	-	-	-	4,452	-	14,550	8,845	22,000	-	49,847
Rebidding	-	-	-	-	-	(13,095)	-	-	-	(13,095)
Tax credit related to resources and mining tax credits	-	-	-	(3,595)	-	-	(7,572)	-	-	(11,167)
	-	-	-	1,006,296	-	1,455	3,657,205	23,758	-	4,688,714

QUEBEC PRECIOUS METALS CORPORATION Exploration and evaluation expenditures For the year ended January 31, 2020

	Blanche-Charles	Chemin Troilus	Cheechoo-Éléonore trend	Elmer East	Kipawa-Zeus	Lac-des-Îles et La Loutre	Sakami	Somanike	Matheson	Total
	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
Exploration and evaluation expenditures										
Assays	4,511	-	26,423	-	-	-	145,383	-	-	176,317
Drilling	10,328	-	10,328	10,328	-	-	1,457,650	-	-	1,488,634
Geophysical and electromagnetic survey	-	-	140,707	-	-	-	127,207	-	-	267,914
Line cutting	-	-	-	-	-	-	12,749	-	-	12,749
Resource estimate	-	-	-	-	-	-	34,821	-	-	34,821
Geology and geophysics	53,113	-	70,354	47,314	-	-	100,315	-	-	271,096
Airborne geophysical survey	-	-	-	97,170	-	-	-	-	-	97,170
Other evaluation and exploration expenses	-	1,040	471	840	6,610	13,740	35,117	-	45,014	102,832
Rebidding	-	-	-	-	-	(14,711)	-	-	-	(14,711)
Tax credit related to resources and mining tax credits	(77,892)	(92)	(103,754)	-	-	-	(599,017)	-	-	(780,755)
	(9,940)	948	144,529	155,652	6,610	(971)	1,314,225	-	45,014	1,656,067

EXPLORATION PROJECTS

EEYOU ISTCHEE JAMES BAY, QUÉBEC

SAKAMI – GOLD PROJECT

Project Description

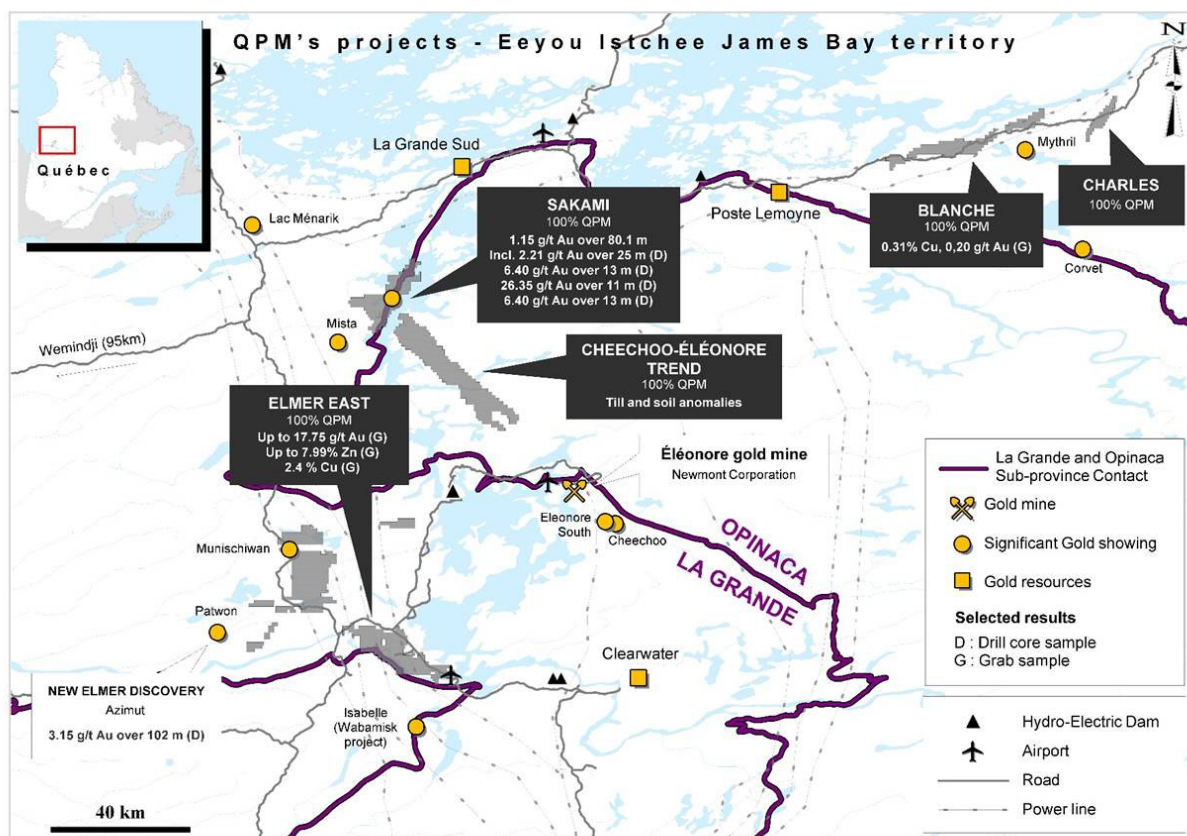
The Project consists of a block of 281 contiguous mineral claims totalling (142.50 km²) consisting of several peninsulas and islands in the centre of the Sakami Reservoir. The Project is 100% owned by QPM.

The town of Radisson in the Eeyou Istchee James Bay territory of Quebec is the closest infrastructure, located 130 km northwest of the Project with Matagami, located approximately 600 km to the south. The Project is located in the James Bay gold mining camp where the Éléonore gold mine is owned and operated by Newmont Corporation (Newmont).

The Project is subject to a 1% Net Smelter Return royalty ("NSR") on certain claims (Agreement signed on September 7, 1999) and a NSR of 2% on 81 claims, half of which can be bought back for \$1,000,000. QPM has a right to buy back half of the 2% NSR (i.e., 1%) against a C\$1,000,000 cash payment to the owners (Agreement signed on September 28, 2007) (see figure below).

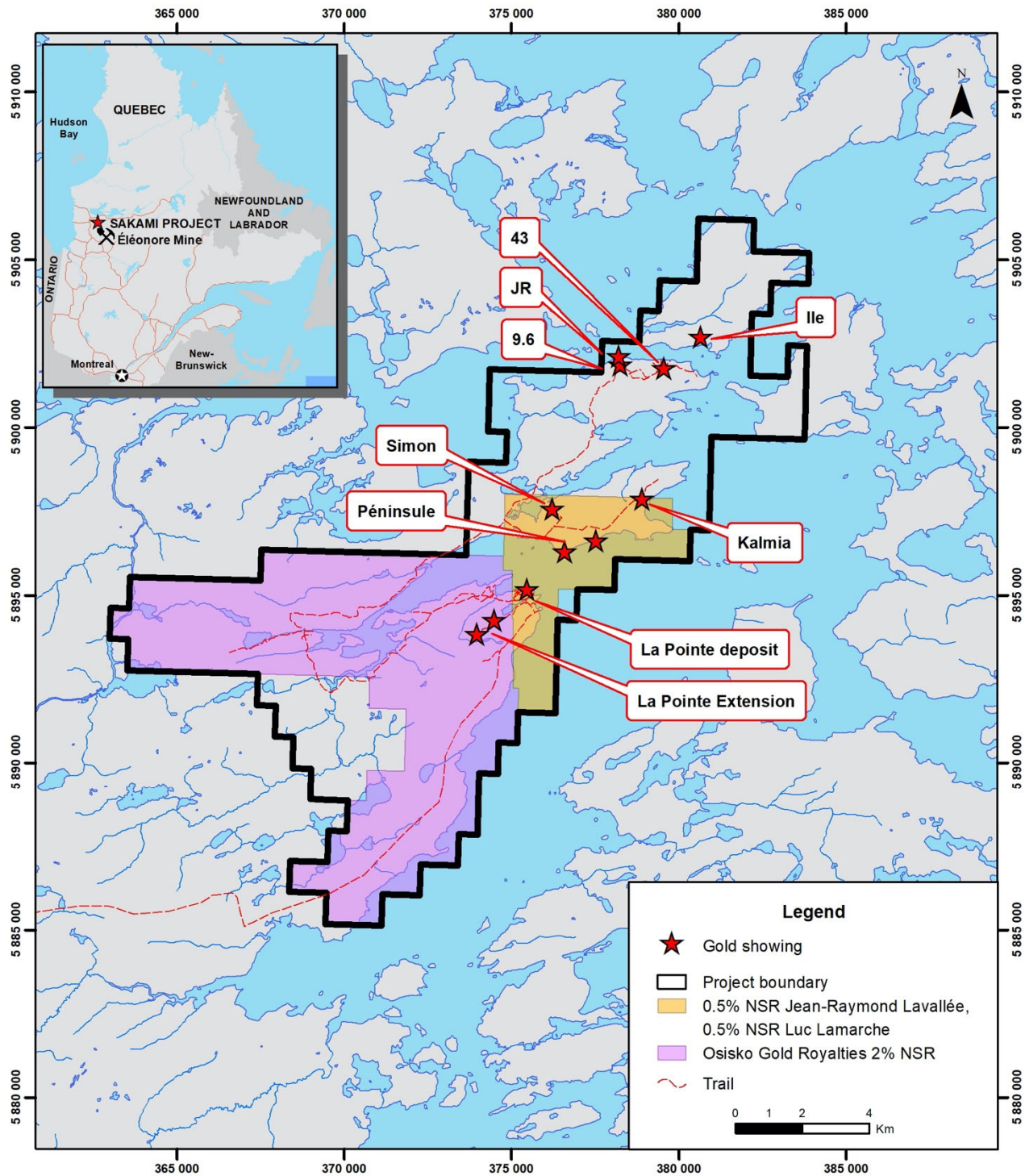
MANAGEMENT'S DISCUSSION AND ANALYSIS

The three figures below illustrate the Company's projects in the James Bay region, the location of the Project and claims with NSR, and interpreted total magnetic intensity from airborne surveys and gold showings on the Project).



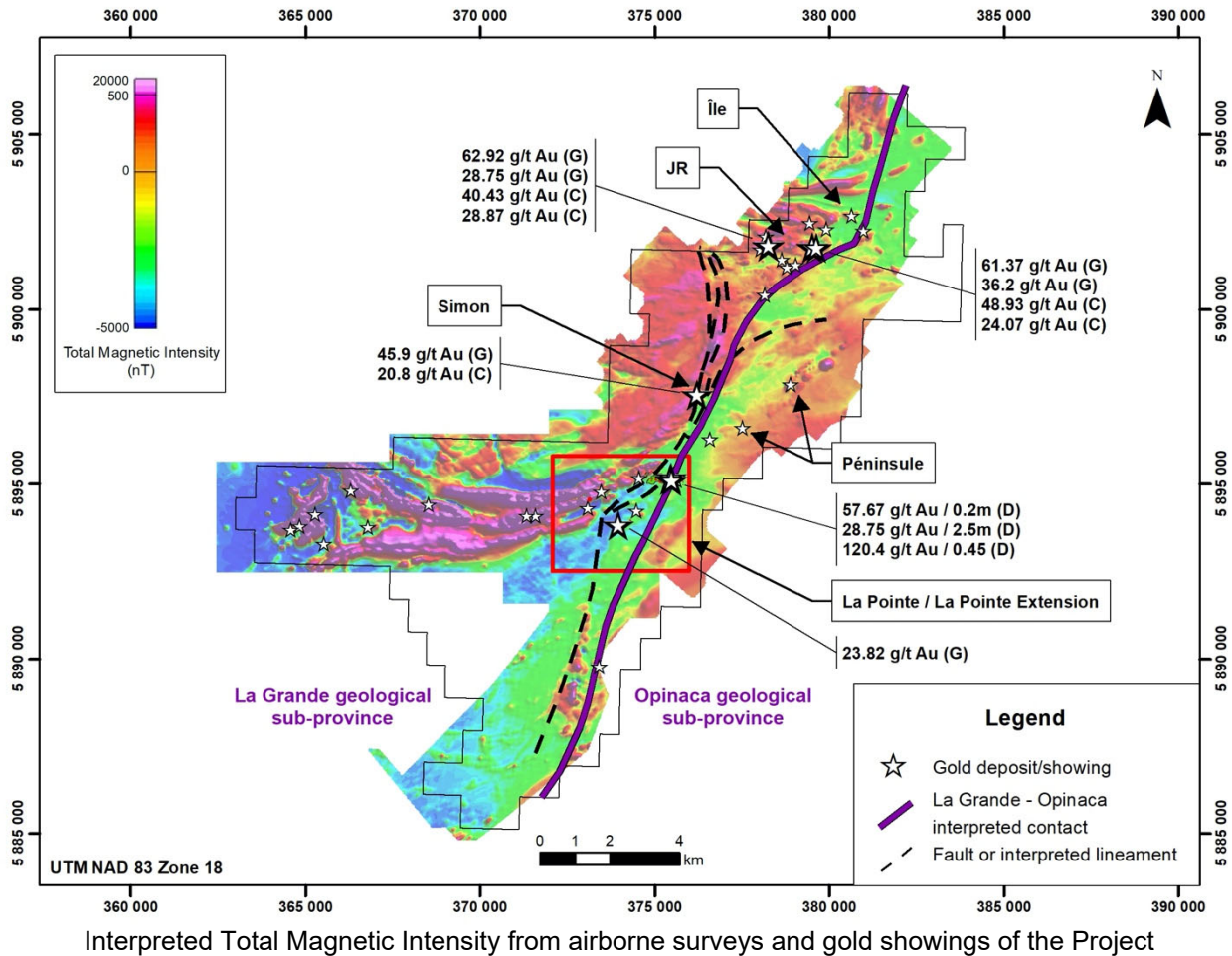
Map of the James Bay area with QPM's projects, gold deposits and showings

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Location of the Project and claims with NSR Royalty

MANAGEMENT'S DISCUSSION AND ANALYSIS



Historical Exploration Work

Exploration work within and surrounding the Project area has taken place since the late 1950's whereby geological, geochemical, geophysical and other exploration work programs were completed within and around the Project area which were compiled in a geological map and a report on the Sakami area issued by the Geological Survey of Canada in 1957. From 1956 to 2007, numerous exploration programs executed by several major and junior exploration companies including Mines D'Or Virginia Inc. (Virginia), the company that discovered the Éléonore gold mine, took place in the Project area. The various exploration work programs consisted of airborne magnetic and electromagnetic surveys, geological, geochemical and ground geophysical programs, and diamond drilling.

In 1998 Matamec initially acquired claims in the Sakami Reservoir area and mineralized zones were discovered on the western shore of the Sakami Reservoir. The new gold mineralization discovered by Matamec went unnoticed despite the abundance of outcrop exposure. Significant gold grades were obtained from grab and channel samples. In 2013 the Company started to drill on the La Pointe area and obtained significant gold intersections.

Geological Setting, Mineralization and Deposit Types

The Project is located within the central part of the Superior Geological Province, which comprises four subprovinces: from north to south they are the La Grande, Opinaca, Nemiscau and Opatika. The Project straddles the contact of the sediments of the Opinaca Subprovince and Yasinski group basalts of the La

MANAGEMENT'S DISCUSSION AND ANALYSIS

Grande Subprovince: the regional exploration guideline that led to the discovery of the Éléonore gold mine in 2004, and the discovery of gold deposits and showings in the region. The Project area offers a variety of lithologic settings in which to host various mineral deposit types. Several mineralized areas hosting variable gold grades are known to exist throughout the Project and have been the focus of exploration work.

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

The focus of recent work has been the La Pointe deposit and La Pointe Extension area, JR and Simon areas. Recent drilling has focused on the La Pointe deposit and La Pointe Extension in which gold occurs at the geological subprovinces contact in association with structural deformation. Gold mineralization at the La Pointe deposit occupies the western portion of a high strain zone (i.e., Sakami Fault) that has a drilled strike length of 950 m, 450 m depth with a core of +80 (true thickness in metres x g/t Au), and at the La Pointe Extension, 1,100 m strike length, 300 m depth with core of +80 (true thickness in metres x g/t Au). The exposed portion of the deposit on surface is about 150 m in length. At the La Pointe Extension, the mineralization extends over a 1,100 m strike length, 300 m depth with a core of +80 (true thickness in metres x g/t Au).

The main lithologies are:

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

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

At the JR and Simon showings, the mineralization consists of disseminated to semi-massive pyrite, pyrrhotite and arsenopyrite hosted in a volcano-sedimentary sequence (La Grande Subprovince) in contact with the sedimentary rocks (Opinaca Subprovince). The gold mineralization is associated with strongly deformed iron formations hosted in a volcano-sedimentary sequence in the vicinity of a tonalitic intrusive. This contact continues to be the focus of exploration work.

Exploration and Drilling

The work completed to date is comprised of:

- Heliborne geophysical surveys (2,060 line-km);
- Ground magnetic surveys (280 line-km);
- Induced polarization (IP) surveys (147 line-km);
- Soil geochemistry (3,868 samples);
- Rock sampling (1,602 grab samples);
- Channel sampling (1,285 samples); and
- Diamond drilling (to the end of 2020, 192 holes, 47,719 m).

This work on the Project has resulted in:

- Identifying a 23-km gold-bearing contact between volcano-sedimentary (La Grande geological subprovince) & sedimentary (Opinaca geological subprovince) rocks supported by airborne magnetic surveys data interpretation;
- Discovering through prospecting along the contact of significant showings over 13 km at La Pointe and La Pointe Extension, Île, JR, Péninsule and Simon areas;
- At La Pointe and La Pointe Extension, defining a 6,000 m long by 400 m wide area prospective trend with multiple soil anomalies for Au with associated As;
- Delineating drill targets with induced polarization ("IP") surveys that coincide with soil anomalies and surface showings;

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- Diamond drilling at La Pointe/La Pointe Extension 45,301 m (to the end of 2020, 142 holes), Simon 3,146 m (20 holes), and JR 2,257 m (19 holes);
- Intersecting grades at the La Pointe deposit with a 950 m strike length, 450 m depth down-plunge with a core of +80 (true thickness in metres x g/t Au), and at the La Pointe Extension, 1,100m strike length, 300 m depth with a core of +80 (true thickness in metres x g/t Au); and
- Focused since 2018 on the La Pointe deposit and the La Pointe Extension discovery.

The Project has considerable potential to host economic gold mineralization and requires additional drilling to extend the known mineralization.

At the La Pointe deposit, a total of 112 diamond drillholes have intercepted the deposit on 37,220 m of drilling. The thickness of mineralization ranges from 20 to 50 m. The deposit is defined over a 950 m strike length and 600 m down-plunge. When plotted on longitudinal sections, metal factors (grade x thickness values) clearly show richer cores of mineralized material trending to the east and west, and open at depth. To the west an interpreted fault that shifts the mineralization has been identified. The 2021 drilling program has been designed to expand the deposit across the fault laterally and at depth.

During the 2020 winter drilling campaign, the discovery of the La Pointe Extension was made while investigating strong gold and arsenic soil geochemical anomalies and high-grade mineralized samples taken from outcrops. Following the discovery, an IP survey conducted to evaluate the potential size of the zone. The survey extended the zone of interest 800 m to the northwest delineating a 2 km-long anomaly with an interpreted parallel structure. Longitudinal sections of metal factors indicate a concentration of gold along a 2,500 m-long mineralized trend that connects with the La Pointe deposit to the northeast, and open at depth. At the La Pointe extension, a total of 30 drillholes have been completed on 8,081 m of drilling. The 2021 drilling program currently underway aims to discover new areas of mineralization along this major trend.

EYYOU ISTCHEE JAMES BAY, QUÉBEC - OTHER PROJECTS

CHEECHOO-ÉLÉONORE TREND – GOLD PROJECT

Project description

The Cheechoo-Éléonore Trend project is wholly-owned by the Company and consists of 551 claims (285.70 km²). The project is located in the extension of the axis connecting the gold discoveries on the Sakami project, Newmont's Éléonore gold mine and the Cheechoo gold discovery belonging to Sirios Resources Inc. ("Sirios"). The northwestern part of the project is adjacent to the Sakami project, approximately 24 km northwest of the Éléonore mine. Given the same high degree of metamorphism and similar gold-arsenical paragenesis, the Company considers the project's geological setting to be comparable to that of the Sakami and Cheechoo discoveries and the Éléonore mine.

On April 25, 2018, the Company entered into an asset purchase agreement to acquire 100% of the Cheechoo-Éléonore Trend gold project owned 50%-50% by Sphinx Resources Ltd. ("Sphinx") and Sirios. The project was acquired on June 27, 2018, through the issuance of 600,000 common shares (post-consolidation).

A soil geochemistry survey (952 samples) and a prospecting program (121 grab samples) were conducted in late summer 2019. Anomalous gold values were detected in several soil samples from the northwestern part of the project. Prospecting work is being planned as part of the 2021 program of work on the Sakami project.

ELMER EAST – GOLD PROJECT

Project Description

The Elmer East project (929 claims, 488.42 km²) is 100% owned by the Company. The project is located in the extension of the recent gold discovery made by Azimut on the Patwon Prospect on its Elmer project. The Elmer East project was acquired, by map designation, and includes the Company's claim blocks previously

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known as the Annabelle and Opinaca Gold West projects. The western part of the Elmer East Project is contiguous with Azimut's project.

Azimut announced in early 2020 significant gold-bearing drill intersections on the Patwon Prospect: 3.15 g/t Au over 102.0 m including 10.1 g/t Au over 20.5 metres. The western portion of the Elmer East project located closest to the Patwon discovery shows a favourable geological setting for gold mineralization.

Regional and local geology

The project consists of different parts of the Eastmain volcano-sedimentary belt. The Opinaca Gold West claim block and Opinaca Gold East block are located on the eastern edge of the Duxbury batholith and are composed of the Bernou and Pilipas formations. The Central Block is located along and north of the Opinaca River straddling a contact between the Duxbury batholith and the Kauputauch formation. The Annabelle block lies along the Eastmain River for more than 25 km and straddles the contact of the Kapawasatish batholith to the north and the Kawaschusi and Wabamisk formations to the south. Metamorphism generally varies between greenschist and upper amphibolite.

Previous exploration work

Several areas of the project were extensively explored starting in 1977. Since 2017, QPM has carried out mapping and prospecting work in 2019 on the Annabelle, Opinaca Gold West and Central blocks. A high-resolution helicopter-borne mag survey was completed in the winter of 2020.

A magnetic helicopter-borne survey was conducted across the entire project in the winter of 2020, along with a geological compilation and targeting study. The results were used to design a follow-up program of prospecting, geological mapping and rock sampling work, which began in July 2020. On September 16, 2020, the Company reported several high-grade grab sampling results from the summer 2020 surface sampling program that confirmed a new gold mineralized system (see photo below).

Prior to the summer 2020 campaign, GoldSpot Discoveries Corp. carried out a geological interpretation and an evaluation of the gold prospectivity using methods based on Artificial Intelligence. The compilation of over 30,000 outcrop observations combined with over 12,000 lithogeochemical samples allowed a revision of the existing large-scale geological mapping, which resulted in the reinterpretation of the regional geological map. This work highlighted the common geological characteristics of the project with the Éléonore gold mine:

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

A total of 425 grab samples were collected during the 2020 summer surface exploration campaign. The most significant values were obtained primarily from the new Lloyd discovery in the Annabelle claim block, as follows:

- 4.06 g/t Au, 38.9 g/t Ag, 1.72 % Zn, 1.88 % Pb over 2.0 m (channel R4)
- 1.77 g/t Au, 12.3 g/t Ag, 0.30 % Zn, 0.78 % Pb over 1.0 m (channel R9)
- 1.73 g/t Au, 10.3 g/t Ag, 1.00 % Zn, 0.49 % Pb over 1.0 m (channel R8)
- 1.18 g/t Au, 10.2 g/t Ag, 0.52 % Zn, 0.71 % Pb over 1.0 m (channel R7)
- 0.96 g/t Au, 19.5 g/t Ag, 1.66 % Zn, 0.51 % Pb over 2.0 m (channel R3)

For the 2021 field season, geological mapping, sampling and trenching are planned along the Lloyd discovery.



BLANCHE AND CHARLES – GOLD-COPPER PROJECTS

Project description

The Blanche project is wholly owned by the Company and consists of 256 claims (130.92 km²). The project lies approximately 150 km northwest of the Eleonore mine. It is accessible east on the Trans-Taïga Road (230 km). The Charles project, also wholly owned by the Company, consists of 61 claims (31.15 km²). It is located approximately 120 km northeast of the Éléonore mine approximately 15 km east of the Blanche project along the Trans-Taïga Road. The projects overlie volcano-sedimentary rocks of the La Grande Subprovince.

In a press release dated April 30, 2019, the Company highlighted the strong copper-gold potential of these projects. Both projects are adjacent to the Mythril high-grade copper-gold-molybdenum-silver discovery of Midland Exploration Inc. ("Midland"). The samples on the Mythril discovery are selected samples and the grades obtained are not necessarily representative of the mineralization hosted on the project. BHP Billiton Canada Inc. recently invested \$5.9 million in Midland to finance drilling on the Mythril discovery.

On the Blanche project, the Company carried out prospecting and grab sampling in 2017. A total of 221 samples were collected systematically along lines spaced 400 m apart. The highest sample values were 0.31%, 0.29%, 0.10% and 0.10% for copper and 0.20 g/t, 0.19 g/t and 0.13 g/t for gold. The averages are 0.02% for copper and 0.01 g/t for gold. The samples are selected samples, and the grades obtained are not necessarily representative of the mineralization hosted on the project.

The Charles project has a similar geological setting. It consists of a NE-striking horizon of amphibolitized basalt interbedded with banded iron formations and biotite-garnet paragneiss bands. Ultramafic rocks have been observed. Linear magnetic highs have been identified in the SE portion of the project and show a spatial correlation with the iron formations.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The first field reconnaissance work was carried out on the Charles project in the fall of 2019 (124 selected samples) in order to further validate the copper-gold potential. No significant results were obtained, but the work only covered around 40% of the project. Additional reconnaissance work is planned for the summer of 2021. For the 2021 field season, geological mapping, sampling and prospecting are planned.

NON-CORE ASSETS

NEW GOLD - GOLD PROJECT

Project Description

The New Gold project consists of 49 mineral claims (25.90 km²), 100% owned by the Company. It is located about 5 km northwest of the 167-Extension project, where Visible Gold Mines Inc. in 2014 discovered several erratic boulders containing gold, silver, copper and zinc mineralization.

The project was acquired by map designation following a compilation of all the information available from the MENR and an assessment of the erratic boulder dispersal train aimed at identifying the potential in-situ source of the boulders identified by Visible Gold Mines Inc. The project covers a strong SW-NE magnetic anomaly crossed by a NW-SE major structure. The junction of these two structures is located right in the middle of the project. A work program will be prepared in the near future.

CHEMIN TROÏLUS – GOLD PROJECT

Project Description

The Chemin Troilus project consists of 61 mineral claims (33.15 km²). The project is located 25 km southwest of the former Troilus gold and copper mine and approximately 110 km north-northwest of Chibougamau with good road access. The project is located at the southwestern end of a northeastern-trending gold-copper corridor at the northern edge of the Frotet-Troilus greenstone belt. This corridor includes the Troilus mine, which was operated by Inmet Mining Corporation from 1997 to 2010 and produced over 2 million ounces of gold and 70,000 tonnes of copper. Prospecting work identified mineralized boulders in a northeast-striking 220 m by 45 m area within the corridor. The mineralized boulders, however, have not been explained by the preliminary drilling program and their source in the bedrock remains a priority for future exploration. In combination with the drilling, the results of till sampling programs confirm the area's prospectivity. Further work will be needed to identify the source of the blocks.

On April 25, 2018, the Company entered into an asset purchase agreement to acquire 100% of the project owned by Sphinx. The project was acquired on June 27, 2018, through the issuance of 369,000 common shares (post-consolidation).

On May 21, 2020, UrbanGold acquired the project following the signature of a final agreement with the Company, pursuant to which UrbanGold issued 800,000 common shares, made a lump sum cash payment of \$100,000 and assumed responsibility for the pre-existing 2% NSR royalty.

LAC DES ÎLES AND LA LOUTRE – GRAPHITE PROJECTS

Project description

The Lac-des-Îles project consists of one contiguous block of 23 claims (9.88 km²) that borders the western limit of the Lac-Des-Îles graphite mine (operated by Imerys) close to the town of Mont-Laurier, 183 km northwest of Montreal.

The La Loutre project consists of one contiguous block of 48 mineral claims (28.67 km²) located

MANAGEMENT'S DISCUSSION AND ANALYSIS

approximately 53 km east of the Lac-des-Îles graphite mine (operated by Imerys), 120 km north of Montreal. The project is subject to a 1.5% NSR on certain claims, of which 0.5% may be bought back for an amount of \$500,000.

Grab samples taken on the project returned up to 22.04% carbon flake graphite, and carbon purity test results returned up to 100.00% carbon purity in the large and extra-large flake graphite. The results of grab sampling and mapping on the project has confirmed a graphite-bearing structure covering an area of approximately 7 km by 1 km in multiple parallel zones 30 m to 50 m wide. Another area has also been identified covering an area of approximately 2 km by 1 km in multiple parallel zones of 20 m to 50 m wide, which includes results of up to 18% graphite. Grab samples are selective by nature and are unlikely to represent the average grade of a deposit.

On March 24, 2016, an independent technical report was filed by a predecessor company and entitled "Technical Report and Mineral Resource Estimate for the Loutre Property" on Sedar (www.sedar.com). The report was prepared by B. Turcotte and G. Savelle of InnovExplo Inc. of Val-d'Or, Quebec, and O. Peters of AGP Mining Inc. in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects. The mineral resource as estimated by InnovExplo Inc. is shown in the table below.

A 1,550 m drilling program carried out on the Refractory zone in 2017 intercepted multiple zones with graphite mineralization. On April 24, May 6 and July 9, 2019, the Company and its partner Lomiko announced the results of diamond exploration drill holes from a drilling program on the Refractory Zone consisting of 21 holes for a total of 2,985 metres. The results obtained to date are very encouraging.

On April 16, 2020, the Company and Lomiko Metals Inc. ("Lomiko") agreed on the terms of an amendment on the option agreement on the Lac-des-Îles and La Loutre projects allowing Lomiko to acquire up to 100% interest in both projects. Lomiko must also pay the Company an additional amount of \$1,125,000 (amount paid on January 29, 2021) and issue 1,000,000 common shares (shares issued on January 29, 2021) to the Company (total for both projects) for a period commencing on the deemed exercise date of the Additional Option signed on February 6, 2015 and ending on December 31, 2021.

At January 31, 2021, the Company had no interest in the project.

SOMANIKE – NICKEL-COPPER PROJECT

Project Description

The Somanike project is wholly owned by the Company and consists of 107 claims (50.21 km²). The project is located about 25 km northwest of Malartic, in the Abitibi region.

On April 25, 2018, the Company entered into an asset purchase agreement to acquire 100% of the Somanike project owned by Sphinx. Ownership was acquired on June 27, 2018 through the issuance of 531,000 common shares (post-consolidation), with a value of \$231,941.

In August 20, 2018, the Company signed an agreement with Vanicom Resources Limited ("Vanicom") (Amended on March 20, 2019, September 18, 2019, June 2, 2020 and May 7, 2020) whereby Vanicom has been granted an option to earn 100% interest in the Somanike project in consideration of a total cash payment of \$25,000 upon signature of the agreement (payment received). Vanicom must also issue \$75,000 in common shares of Class 1 Nickel and Technologies Inc. ("Class 1"), its parent company (104,166 common shares has been issued on August 28, 2020 for a value of \$75,000) and incur \$600,000 in exploration expenditures, including 750 m of drilling, no later than December 31, 2021, subject to an agreement between Globex Mining Enterprises Inc. and Class 1. Vanicom must also make a cash payment of \$25,000 and must issue \$25,000 in common shares of Class 1 by June 15, 2022 (38,462 common shares have been issued on August 20, 2020 for a value of \$25,000) and must make a cash payment of \$50,000 and must issue \$25,000 in common shares of Class 1 by June 15, 2023 (38,461 common shares have been issued on August 20, 2020 for a value of \$25,000). Class 1 has an option to acquire a 100% interest in the rights held by Vanicom.

MANAGEMENT'S DISCUSSION AND ANALYSIS

KIPAWA-ZEUS - RARE EARTHS PROJECT

Project description

The Company has a 68% interest in the Kipawa project, through the Kipawa Rare Earth Joint Venture ("SCCK"). Investissement Quebec holds the remaining 32% interest. The project is part of the 73 claims (43.03 km²) of the Kipawa-Zeus project. Claims that are not part of the Kipawa project are wholly owned by the Company. The project is located in the Témiscamingue region of Quebec, 140 km south of Rouyn-Noranda and 90 km northeast of North Bay, Ontario.

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

On September 18, 2014, Matamec and Toyotsu Rare Earth Canada Inc. ("TRECAn") signed a termination agreement for the Kipawa project. Following the signature of the agreement, Matamec paid TRECAn \$280,000 and TRECAn converted its undivided 49% interest in the project to a 10% net profits interest.

On September 24, 2017, SCCK decided to stop the development activities at the Kipawa project and subsequently its research activities with various academic partners and government agencies. The project was acquired on June 27, 2018, following the business combination by way of arrangement and approved an order of the Superior Court of Canada with Matamec. The Company intends to interest one or more third parties in joining the project.

TANSIM – LITHIUM PROJECT

Project Description

The Tansim project consists of 65 claims (37.66 km²) in the Témiscamingue RCM. The Company owns a 50% interest in the project. The Tansim project is part of the Pontiac geological Subprovince, located south of the Abitibi geological Subprovince, part of the Archean Superior province. The lithologies consist of a group of Late Archean metasedimentary-metavolcanic-granitoid-gneissic rocks.

Sayona announced in August 2018, that current exploration program at Tansim is aimed at defining drilling targets at the Viau-Dallaire and Viau prospects. Viau-Dallaire is a pegmatite dyke measuring 300 m long and between 12 and 20 m thick. At the second prospect, Viau, pegmatites have been mapped over an area up to 200 m long and 30 m wide. A recent airborne geophysical survey has confirmed a strong east-west magnetic anomaly that corresponds with historical surface mapping of pegmatites over an area measuring 9 km long and up to 700 m wide. In addition, the host intermediate/mafic magnetic rocks confirmed by the survey are intruded by sub-parallel lithium, beryllium and tantalum-bearing, granitic pegmatite dykes.

On April 9, 2019, Sayona Mining announced the results of an initial drilling program on the project. Highlights were as follows:

- Two east-west striking subparallel pegmatite dykes with coarse-grained spodumene mineralization were intersected over a length of 350 metres;
- Drill results show mineralization in both dykes, including 12.35 m @ 1.29% Li₂O near surface in the first subsurface dyke, and 43.7 m @ 0.82% Li₂O, including 16.1 m @ 1.26% Li₂O, in the second, deeper dyke; and

MANAGEMENT'S DISCUSSION AND ANALYSIS

- The drilling program demonstrates that the pegmatite system is open in all directions, with potential for the discovery of other subparallel pegmatite dykes.

On November 20, 2019, Sayona Mining announced that based on recent drilling, the Viau-Dallaire exploration target on the project is thought to be between 5 million and 25 million tonnes grading an estimated 1.2-1.3% Li₂O. The mineralization is open in all directions. Note that Sayona Mining cautions that the potential quantity and content of the exploration target are conceptual in nature and are therefore approximations; there has been insufficient exploration to define a mineral resource and it is uncertain if further exploration could result in the determination of a mineral resource.

On January 18, 2018, Matamec announced that it had granted an option on 65 claims to Sayona Québec Inc. ("Sayona"), a wholly owned subsidiary of Australia-based Sayona Mining Corp. ("Sayona Mining").

Under this option Sayona may acquire 50% of the 65 claims by paying a total of \$103,587 for the claim renewal fees, or \$63,587 (amount paid) by carrying out exploration work before January 31, 2018 on 50 claims and paying the renewal fees for the remaining claims. In addition, Sayona was required to spend \$200,000 on exploration work (condition fulfilled) and pay the Company \$100,000 (amount paid). The agreement was amended by the parties on November 13, 2018, to extend the deadline to complete the work and make the \$100,000 payment from January 31, 2019 (condition fulfilled), to April 19, 2019 (amount paid).

To earn an additional 50% interest to hold 100% of the project, Sayona must spend \$350,000 (condition fulfilled) on exploration work and pay the Company \$250,000. On December 22, 2019, the agreement was extended to December 31, 2020, to defer the payment of the \$250,000 owed to the Company in return for a \$25,000 cash payment (amount paid). On December 22, 2020, Sayona paid \$250,000 to the Company to earn a 100% interest in the project. As part of the option agreement, the Company will also receive a 2% NSR on the production of minerals mined on the project.

The project was acquired on June 27, 2018, as part of the business combination with Matamec by way of the plan of arrangement approved by an order of Superior Court of Québec.

VULCAIN – NICKEL-COPPER PROJECT

Project description

The Vulcain project consists of 68 claims (40.05 km²) located in Haute-Gatineau. It is accessible by provincial paved highway 117 and by a 45 km gravel road linking the project at the Lac Arthur exit. The project is wholly-owned by the Company. A deposit located on the project beneath Renzy Lake was mined from 1969 to 1972, known as the Renzy Mine, with approximately 718,000 tonnes grading 0.7% Ni and 0.7% Cu. Quebec's Ministère de l'Énergie et des Ressources Naturelles have carry out rehabilitation work during the fall 2019 on the area of the old mining operation. The deposit and nickel-copper showings on the project are all hosted by ultramafic sills. These sills, which vary in width from 10 to 300 m and are up to 3 km long, intersect paragneisses of the Grenville geological province supergroup.

The project was acquired on June 27, 2018, as part of the combination with Matamec by way of the plan of arrangement approved by an order of Superior Court of Québec. On December 10, 2020 the Company announced that it had entered into an agreement with Fjordland Exploration Inc. ("Fjordland") to acquire 100% of the project. The agreement allows Fjordland to earn a 100% interest by paying to the Company a total amount of \$50,000 in cash (amount paid in December 2020), issuing 1,000,000 Fjordland common shares (condition fulfilled) and by incurring \$1,000,000 in exploration expenditures on the project over a period of five years. As well, the project is subject to a 1% NSR royalty to be retained by the Company provided that Fjordland shall have the right at any time to purchase back one-half percent of the royalty for the sum of \$500,000 and the second one-half percent of the royalty for the sum of \$2,500,000. Fjordland is also assuming the 2% pre-existing NSR to underlying parties. Each one-half percent of the NSR can be repurchased at any time for \$250,000. As a result, all the overriding royalties can be retired for \$4,000,000 at any time.

MANAGEMENT'S DISCUSSION AND ANALYSIS

MATHESON – GOLD PROJECT

Project description

The Company holds a 50% interest in four non-contiguous blocks totalling 41 single-cell mining claims, four patented claims (surface and mining rights) and three leases (surface and mining rights) totalling 12.77 km² from the Matheson Joint Venture project ("Matheson Project"), located 24 km from downtown Timmins, Ontario. International Explorers and Prospectors Inc. ("IEP") holds the other 50%.

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

The project was acquired on June 27, 2018, as part of the business combination with Matamec by way of the plan of arrangement approved by an order of Superior Court of Québec.

The Company has filed an independent technical report dated September 5, 2019 for the Matheson Project. This technical report was prepared by Paul Chamois, geologist, of RPA Inc., an independent qualified person as defined by NI 43-101. IEP and the Company plans to sell their respective interest in the project or identify a partner to continue exploring the project.

QUALIFIED PERSON

Normand Champigny, Eng., Chief Executive Officer, qualified person under *NI 43-101 on standards of disclosure for mineral projects*, has prepared and approved the technical content of this MD&A for the projects.

MANAGEMENT'S DISCUSSION AND ANALYSIS

FINANCIAL INFORMATION

Functional and presentation currency

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

IFRS Accounting policies

The Company's significant accounting policies under IFRS are disclosed in Note 4 in the audited annual financial statements for the year ended January 31, 2021.

Use of estimates and judgements

Please refer to Note 2.4 of the audited annual financial statements for the year ended January 2021 for an extended description of the information concerning the Company's significant judgments, estimates and assumptions that have the most significant effect on the recognition and measurement of assets, liabilities, income and expenses.

Reporting global event

Since beginning of March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures have caused material disruption to businesses globally resulting in a very important economic slowdown.

The Company re-commenced on-site activities in June and is continuing off-site activities to further the Company's objectives during this uncertain and rapidly evolving time and to follow the recommendations of Quebec Government and Health Canada/Santé Québec. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods. Due to market uncertainty the Company may be restricted in its ability to raise additional funding.

The Company has put in place a rigorous protocol, in accordance with INSPQ and CNESST guidelines, to ensure the protection of all stakeholders in the region in the context of the COVID-19 pandemic. The Company's protocol has been communicated to and reviewed by the Cree Nation Government. The Company wishes to acknowledge the excellent cooperation received from the Cree authorities in support of the exploration programs during this difficult period.

Changes in accounting policies

There were no changes to accounting policies for the year ended January 31, 2021.

New standards and interpretations that have not yet been adopted

There were no new standards and interpretations that have not yet been adopted for the year ended January 31, 2021.

Dividends

The Company has no dividend policy.

MANAGEMENT'S DISCUSSION AND ANALYSIS

SELECTED ANNUAL FINANCIAL INFORMATION

The following selected financial information is derived from our audited financial statements for each of the years ended ("YE") 2019 to 2021:

QUEBEC PRECIOUS METALS CORPORATION SELECTED ANNUAL FINANCIAL INFORMATION

	YE-2021 January 31 2021	YE-2020 January 31 2020	YE-2019 January 31 2019 restated ⁽¹⁾
	\$	\$	\$
STATEMENTS OF LOSS AND COMPREHENSIVE LOSS			
Expenses :			
Salaries and employee benefit expense	862,028	450,590	160,260
General administrative expenses	153,194	302,668	126,086
Travel	35,106	130,846	77,349
Registration, listing fees and shareholders information	96,236	117,906	286,414
Professional and consulting fees	538,914	446,335	607,179
Depreciation of property and equipment	2,430	2,289	8,342
Share-based compensation	404,585	277,698	254,475
Part XII.6 tax	-	38	7,212
Exploration and evaluation expenditures	4,688,714	1,656,067	6,933,506
Write-off of property, plant and equipment	-	-	30,943
Loss on disposal of property, plant and equipment	-	35,011	-
	6,781,207	3,419,448	8,491,766
Other revenues (expenses):			
Interest income	(53,978)	(32,077)	(29,709)
Other revenues	(4,148)	(18,495)	(1,546)
Change in fair value of marketable securities	(286,796)	(411,335)	276,300
Gain on write-off debt	-	-	(199,583)
Gain on disposal of mining projects	(1,898,000)	(150,000)	-
	(2,242,922)	(611,907)	45,462
Income tax recovery	(1,591,920)	(231,347)	(318,468)
Net loss and comprehensive loss	2,946,365	2,576,194	8,218,760
Basic and diluted loss per share:	0.04	0.05	0.22
	YE-2021 January 31 2021	YE-2020 January 31 2020	YE-2019 January 31 2019 restated ⁽¹⁾
	\$	\$	\$
STATEMENTS OF FINANCIAL POSITION			
Cash and cash equivalents	1,178,991	2,460,498	3,275,858
Restricted cash	1,125,000	-	-
Investments	-	3,600,000	-
Marketable securities	614,527	33,750	30,000
Warrants	-	-	96,500
Taxes receivable	57,117	160,623	146,192
Other receivable	1,236	47,636	28,537
Prepays expenses and deposits related to exploration and evaluation activities	154,254	618,963	39,097
Tax credits related to resources receivable	140,226	701,116	318,580
Mining tax credits receivable	28,900	88,664	79,849
Property and equipment	8,671	4,664	97,129
Total assets	3,308,922	7,715,914	4,111,742
Trade accounts payable and accrued liabilities	368,100	718,892	927,783
Liability related to flow-through shares	117,468	1,709,388	-
Total current liabilities	485,568	2,428,280	927,783
Share capital	47,551,328	47,439,128	43,114,217
Contributed surplus	4,615,282	4,245,397	3,890,439
Deficit	(49,343,256)	(46,396,891)	(43,820,697)
Equity	2,823,354	5,287,634	3,183,959
Total liabilities & equity	3,308,922	7,715,914	4,111,742

⁽¹⁾ See Note 4 in the audited annual financial statements for the year ended January 31, 2020.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Results of operations for the year ended January 31, 2021 (YE-2021)

The basic and diluted loss per share during the YE-2021 is \$0.04 (\$0.05 in 2020 and \$0.22 in 2019). During the YE-2021, the Company realized a net loss of \$2,946,365 as compared to a net loss of \$2,576,194 for the YE-2020 (an increase of \$370,171 in 2021 compared to 2020) and to a net loss of \$8,218,760 for the YDT-2019 (a significant decrease of \$5,642,566 in 2020 compared to 2019).

The increase of \$370,171 for the YE-2021 as compared to 2020 in net loss is attributable to an increase of \$3,361,759 in expenses (\$6,781,207 in 2021 compared to \$3,419,448 in 2020) combined with an increase of \$1,631,015 in other revenues (\$2,242,922 in 2021 compared to \$611,907 in 2020) and an increase of \$1,360,573 in income tax recovery (\$1,591,920 in 2021 compared to \$231,347 in 2020).

The significant decrease of \$5,642,566 for the YE-2020 as compared to 2019 in net loss is mostly attributable to a decrease of \$5,277,439 in exploration and evaluation expenditures (\$1,656,067 in 2020 compared to \$6,933,506 in 2019).

The total assets as at January 31, 2021 were \$3,308,922 as compared to \$7,715,914 and \$4,111,742 for the years ended January 31, 2020 and 2019 respectively. The increase of \$4,406,992 in total assets in 2021 compared to 2020 (\$3,308,922 compared to \$7,715,914) is mainly due to a decrease of \$3,600,000 in investments held as at the year ended (Nil as at January 31, 2021 compared to \$3,600,000 as at January 31, 2020). The increase of \$3,604,172 in total assets in 2020 compared to 2019 (\$7,715,914 compared to \$4,111,742) is mainly due to an increase of \$3,600,000 in investments held as at the year ended (3,600,000 as at January 31, 2020 compared to Nil as at January 31, 2019).

The total current liabilities as at January 31, 2021 were \$485,568 as compared to \$2,428,280 and \$927,783 for the years ended January 31, 2020 and 2019 respectively. The decrease of \$1,942,712 in total current liabilities in 2021 compared to 2020 is mainly due to a significant decrease of \$1,591,920 in liability related to flow-through shares (\$117,468 as at January 31, 2021 compared to \$1,709,388 as at January 31, 2020).

The increase of \$1,500,497 in total current liabilities in 2020 compared to 2019 is mainly due to a significant increase of \$1,709,388 in liability related to flow-through shares (\$1,709,388 as at January 31, 2020 compared to Nil as at January 31, 2019).

The total equity as at January 31, 2021 were \$2,823,354 as compared to an equity of \$5,287,634 and \$3,183,959 for the years ended January 31, 2020 and 2019 respectively.

The change of \$2,464,280 in equity in 2021 compared to 2020 (\$2,968,944 compared to \$5,287,634) is mainly due to the net loss and comprehensive loss of \$2,946,365 in 2021.

The increase of \$2,103,675 in equity in 2020 compared to 2019 (\$5,287,634 compared to \$3,183,959) is mainly due to the net loss of \$2,576,194 in 2020 combined with an increase in share capital of 4,324,911 in 2020.

Expenses

During the YE-2021, expenses were \$6,781,207 as compared to \$3,419,448 for the YE-2020.

The increase of \$3,361,759 for YE-2021 as compared to YE-2020 in expenses is attributable to an increase of \$3,032,647 in exploration and evaluation expenditures (\$4,688,714 for YE-2021 compared to \$1,656,067 for YE-2020).

During the YE-2020, expenses were \$3,419,448 as compared to \$8,491,766 for the YE-2019.

MANAGEMENT'S DISCUSSION AND ANALYSIS

The decrease of \$5,072,318 for YE-2020 as compared to YE-2019 in expenses is attributable to a significant decrease of \$5,277,439 in exploration and evaluation expenditures (\$1,656,067 for YE-2020 compared to \$6,933,506 for YE-2019).

Other revenues (expenses)

During the YE-2021, the other revenues were \$2,242,922 as compared to other revenues of 611,907 for YE-2020.

The increase of \$1,631,015 in other revenues for YE-2021 as compared to YE-2020 is attributable to an increase in gain on disposal of mining project of \$1,748,000 (\$1,898,000 for YE-2021 (\$208,000 for the disposal of the Chemin Troilus project, \$125,000 for the disposal of the Somanike project, \$1,170,000 for the disposal of the Lac-des-Îles and La Loutre project, \$250,000 for the disposal of the Tansim project and \$145,000 for the disposal of the Vulcain project) as compared to \$150,000 for YE-2020 (\$125,000 for the disposal of the Tansim project and \$25,000 for the disposal of the Somanike project)).

During the YE-2020, the other revenues were \$611,907 as compared to other expenses of \$45,462 for YE-2019.

The increase of \$657,369 in other revenues for YE-2020 as compared to YE-2019 is attributable to an increase in change in fair value of marketable securities of \$687,635 (markup of \$411,335 for YE-2020 compared to a markdown of \$276,300 for YE-2019).

Income tax recovery

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

During the YE-2021, the income tax recovery was \$1,591,920 as compared to income tax recovery of \$231,347 for the YE-2020.

The increase of \$1,360,573 for YE-2021 as compared to YE-2020 in income tax recovery is attributable to an increase of \$3,967,649 in eligible exploration and evaluation expenditures (\$4,511,994 for YE-2021 compared to \$544,345 for YE-2020).

During the YE-2020, the income tax recovery was \$231,347 as compared to income tax recovery of \$318,468 for YE-2019.

The decrease of \$87,121 for YE-2020 as compared to YE-2019 in income tax recovery is attributable to a decrease of \$1,072,037 in eligible exploration and evaluation expenditures (\$544,345 for YE-2020 compared to \$1,616,382 for YE-2019).

SELECTED QUARTERLY FINANCIAL INFORMATION

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

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

MANAGEMENT'S DISCUSSION AND ANALYSIS

QUEBEC PRECIOUS METALS CORPORATION SELECTED QUARTERLY FINANCIAL INFORMATION

	Q4-2021	Q3-2021	Q2-2021	Q1-2021	Q4-2020	Q3-2020 restated ⁽¹⁾	Q2-2020 restated ⁽¹⁾	Q1-2020 restated ⁽¹⁾
	\$	\$	\$	\$	\$	\$	\$	\$
STATEMENTS OF (INCOME) LOSS AND COMPREHENSIVE (INCOME) LOSS								
Expenses :								
Salaries and employee benefit expense	299,602	187,257	143,335	231,834	135,514	145,127	128,892	41,057
General administrative expenses	36,552	23,265	24,216	69,161	78,236	14,680	52,540	157,212
Travel	6,003	12,505	-	16,598	36,802	29,904	19,179	44,961
Registration, listing fees and shareholders information	5,490	18,787	24,008	47,951	50,220	7,349	31,946	28,391
Professional and consulting fees	133,288	188,940	82,531	134,155	143,138	76,957	118,851	107,389
Depreciation of property and equipment	693	1,023	438	276	352	290	627	1,020
Share-based compensation	14,627	120,381	49,001	220,576	(84,186)	-	361,884	-
Part XII.6 tax	-	(6,673)	(7,884)	14,557	-	-	-	38
Exploration and evaluation expenditures	295,689	1,658,124	842,976	1,891,925	614,192	361,682	97,341	582,852
Loss on disposal of property, plant and equipment	-	-	-	-	-	-	35,871	(860)
	791,944	2,203,609	1,158,621	2,627,033	974,268	635,989	847,131	962,060
Other revenues (expenses):								
Interest income	(27,678)	14,703	(15,339)	(25,664)	(17,496)	(256)	(2,868)	(11,457)
Other revenues	(510)	(3,420)	(218)	-	(3,096)	(4,026)	(2,555)	(8,818)
Change in fair value of marketable securities	(235,942)	133,396	(203,000)	18,750	(11,250)	(89,635)	32,500	(342,950)
Gain on disposal of mining projects	(1,565,000)	(125,000)	(208,000)	-	(25,000)	-	(25,000)	(100,000)
	(1,829,130)	19,679	(426,557)	(6,914)	(56,842)	(93,917)	2,077	(463,225)
Income tax recovery	(32,524)	(388,507)	(354,519)	(816,370)	(231,347)	-	-	-
Net (income) loss and comprehensive (income) loss	(1,069,710)	1,834,781	377,545	1,803,749	686,079	542,072	849,208	498,835
Basic and diluted loss per share:	(0.02)	0.03	0.01	0.03	0.01	0.01	0.02	0.01
	Q4-2021	Q3-2021	Q2-2021	Q1-2021	Q4-2020	Q3-2020 restated ⁽¹⁾	Q2-2020 restated ⁽¹⁾	Q1-2020 restated ⁽¹⁾
	\$	\$	\$	\$	\$	\$	\$	\$
STATEMENTS OF FINANCIAL POSITION								
Cash and cash equivalents	1,178,991	808,337	1,272,481	715,406	2,460,498	1,345,729	945,364	1,469,203
Restricted cash	1,125,000	-	-	-	-	-	-	-
Investments	-	1,085,000	2,500,000	2,600,000	3,600,000	-	-	-
Marketable securities	614,527	253,796	326,000	15,000	33,750	22,500	580,000	612,500
Warrants	-	-	-	-	-	-	-	-
Taxes receivable	57,117	239,251	169,543	267,183	160,623	90,753	51,089	209,510
Other receivable	1,236	26,039	37,338	54,495	47,636	520	-	40,272
Prepays expenses and deposits related to exploration and evaluation activities	154,254	79,061	232,045	314,525	618,963	51,374	67,546	87,944
Tax credits related to resources receivable	140,226	140,226	140,226	701,116	701,116	652,704	775,929	712,866
Mining tax credits receivable	28,900	17,733	17,733	88,664	88,664	82,367	98,118	90,164
Property and equipment	8,671	6,589	7,612	5,765	4,664	5,016	5,306	100,591
Total assets	3,308,922	2,656,032	4,702,978	4,762,154	7,715,914	2,250,963	2,523,352	3,323,050
Trade accounts payable and accrued liabilities	368,100	767,023	789,807	164,675	718,892	595,235	325,552	637,926
Liability related to flow-through shares	117,468	149,992	538,499	893,018	1,709,388	-	-	-
Total current liabilities	485,568	917,015	1,328,306	1,057,693	2,428,280	595,235	325,552	637,926
Equity	2,823,354	1,739,017	3,374,672	3,704,461	5,287,634	1,655,728	2,197,800	2,685,124
Total liabilities & equity	3,308,922	2,656,032	4,702,978	4,762,154	7,715,914	2,250,963	2,523,352	3,323,050

⁽¹⁾ See Note 4 in the audited annual financial statements for the year ended January 31, 2020.

The net income and comprehensive income of \$1,069,710 for Q4-2021 is attributable to a gain on disposal of mining projects of \$1,565,000.

The net loss and comprehensive loss of \$1,834,781 for Q3-2021 is attributable to exploration and evaluation expenditures of \$1,658,124.

The net loss and comprehensive loss of \$1,803,749 for Q1-2021 is attributable to exploration and evaluation expenditures of \$1,891,925.

The net loss and comprehensive loss of \$849,208 for Q2-2020 is mostly attributable to share-based compensation of \$361,682.

MANAGEMENT'S DISCUSSION AND ANALYSIS

Results of operations for the three-month period ended January 31, 2021 (Q4-2021)

Net (income) loss and comprehensive (income) loss

The basic and diluted earning per share for Q4-2021 is \$0.02 as compared to a basic and diluted loss per share of \$0.01 for Q4-2020.

During Q4-2021, the Company realized a net income and comprehensive income of \$1,069,710 as compared to a net loss and comprehensive loss of \$686,079 for Q4-2020.

The increase of \$1,755,789 for Q4-2021 as compared to Q4-2020 in net income and comprehensive income is mostly attributable to an increase of \$1,540,000 in gain on disposal of mining projects (\$1,565,000 in Q4-2021 compared to \$25,000 in Q4-2020).

Expenses

During Q4-2021, expenses were \$791,944 as compared to \$974,268 for Q4-2020.

The decrease of \$182,324 for Q4-2021 as compared to Q4-2020 in expenses is attributable to a decrease of \$318,503 in exploration and evaluation expenditures (\$295,689 in Q4-2021 compared to \$614,192 in Q4-2020).

Other revenues

During Q4-2021, the other revenues were \$1,829,130 as compared to other revenues of \$56,842 for Q4-2020.

The increase of \$1,772,288 in other revenues for Q4-2021 as compared to Q4-2020 is mostly attributable to an increase in gain on disposal of mining project of \$1,540,000 (\$1,565,000 for Q4-2021 (\$1,170,000 for the disposal of the Lac-des-Îles and La Loutre project, \$250,000 for the disposal of the Tansim project and \$145,000 for the disposal of the Vulcain project) as compared to \$25,000 for Q4-2020 (\$25,000 for the disposal of the Tansim project)) combined with an increase in change in fair value of marketable securities of \$224,692 (markup of \$235,942 in Q4-2021 compared to a markup of \$11,250 in Q4-2020).

Income tax recovery

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

During Q4-2021, income tax recovery was \$32,524 as compared to income tax recovery of \$231,347 for Q4-2020.

The decrease of \$198,823 for Q4-2021 as compared to Q4-2020 in income tax recovery is attributable to a decrease of \$387,146 in eligible exploration and evaluation expenditures (\$157,199 for Q4-2021 compared to \$544,345 for Q4-2020).

CASH FLOWS

Cash flows used for operating activities

Cash flows used for operating activities were \$5,431,589 during the YE-2021, an increase of \$1,164,073 as compared to cash flows used for operating activities of \$4,267,516 during the YDT-2020. The increase of \$1,164,073 in cash flows used for operating activities is mostly explained by an increase of \$3,262,188 in cash flows used for operating activities before changes in working capital (negative cash flows of \$6,310,066 (mainly made up of exploration and evaluation expenditures of \$4,688,714) for the YE-2021 as compared to

MANAGEMENT'S DISCUSSION AND ANALYSIS

negative cash flows of \$3,053,878 for the YE-2020) combined with a decrease of \$2,098,115 in cash flows from change in working capital items (positive cash flows of \$884,477 for the YE-2021 as compared to negative cash flows of \$1,213,638 for the YE-2020).

Cash flows (used for) from financing activities

Cash flows used for financing activities were \$1,047,500 during the YE-2021, a decrease of \$7,390,406 as compared to cash flows of \$6,342,906 from financing activities during the YE-2020.

The decrease of \$7,390,406 in cash flows from financing activities is attributable to a decrease of \$7,040,704 of the proceeds from issuance of shares from private placements (\$Nil for the YE-2021 as compared to \$7,040,704 for the YE-2020).

Cash flows from (used for) investing activities

Cash flows from investing activities were \$5,197,582 during the YE-2021, an increase of \$8,088,332 as compared to cash flows of \$2,890,750 used for investing activities during the YE-2020. The increase of \$8,088,332 is mostly attributable to an increase of \$3,600,000 in the proceeds from disposal of investments (\$3,600,000 for the YE-2021 as compared to \$Nil for the YE-2020) combined with a decrease of \$3,600,000 in acquisition of investments (\$Nil for the YE-2021 as compared to \$3,600,000 for the YE-2020) and a decrease of \$750,000 in the acquisition of marketable securities (\$Nil for the YE-2021 as compared to \$750,000 for the YE-2020).

OTHER FINANCIAL DISCLOSURES

Related party transactions

Please refer to Note 16 of the audited annual financial statements for the year ended January 31, 2021, for a summary of the Company's transactions with related parties.

Contingency

Please refer to Note 17 of the audited annual financial statements for the year ended January 31, 2021, for a summary of the Company's commitments.

Subsequent events

Please refer to Note 22 of the audited annual financial statements for the year ended January 31, 2021, for a summary of the Company's subsequent events.

Off-financial position arrangements

As at January 31, 2021, the Company has the following off-financial position arrangements:

MANAGEMENT'S DISCUSSION AND ANALYSIS

• ROYALTIES ON MINING PROJECTS

PROJECTS	ROYALTIES		DESCRIPTION
	Name	Percentage	
Eeyou Istchee James Bay Territory projects, Quebec			
Sakami including the Apple area	Osisko Gold Royalties Ltd. (for Apple area)	100%	2% NSR of which 1% may be purchased for an amount of \$1,000,000
	Succession Luc Lamarche	50%	1% NSR on some claims
	Jean-Raymond Lavallée	50%	
	Osisko Gold Royalties Ltd.	100%	2% NSR on 81 claims of which 1% may be purchased for an amount of \$1,000,000
Elmer East	Tony Perron, Tony Perron & Janine Mongrain on certain claims, Tony Perron & Hélène Laliberté on certain claims	100%	2% NSR of which 1% may be purchased for an amount of \$500,000
Other projects, Quebec			
Somanike	Osisko Gold Royalties Ltd.	100%	2% NSR on 55 claims
	Globex Mining Enterprises Inc.	100%	GMR (Gross Metal Royalty) on 7 claims of which 1% if Ni lower than \$6 US, 1.5% between \$6 and \$8 US and 2% if higher than \$8 US
	Jefmar Inc.	100%	2% NSR on 7 claims of which 1% may be purchased for an amount of \$1,000,000
	RNC Minerals	100%	2% on 6 claims of which 2% may be purchased for an amount of \$2,000,000
Kipawa	Toyotsu Rare Earth Canada Inc.	100%	10% on net profits interest
Tansim	Ressources Minérales Mistassini Inc.	100%	1.25% NSR on 4 claims of which 0.25% may be purchased for an amount of \$60,000
	Quebec Precious Metals Corporation	100%	2% NSR royalty on all payable metals from the mining rights
Vulcain	André Gauthier	60%	1% NSR may be purchased for an amount of
	Jacques Duval	40%	
	Quebec Precious Metals Corporation	100%	1% NSR, first 0.5% may be purchased for an amount of \$500,000, second 0.5% may be purchased for an amount of \$2,500,000
Ontario project			
Matheson	International Explorers and Prospectors Inc.	100%	1.5 % NSR of which 0.75% may be purchased for an amount of \$1,500,000
	Amalco	100%	0.75% NSR of which 0.75% may be purchased for an amount of \$750,000
	Certain individuals and companies on certain claims	100%	1% NSR of which 1% may be purchased for an amount of \$500,000

Going concern assumption

The financial statements have been prepared by the Company on a going concern basis, assuming that the Company will be able to realize its assets and settle its liabilities in the normal course of business as they come due. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period.

Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a significant doubt on the Company's ability to continue as a going concern and, accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These financial statements do not reflect the adjustments to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

For the year ended January 31, 2021, the Company recorded a net loss of \$2,946,365 (\$2,576,194 for the year ended January 31, 2020) and has an accumulated deficit of \$49,343,256 as at January 31, 2021 (\$46,396,891 as at January 31, 2020). Besides the usual needs for working capital, the Company must obtain funds to enable it to meet the timelines of its exploration programs and to pay its overhead and administrative costs. As at January 31, 2021, the Company had a working capital of \$2,814,683 (a working capital of \$5,282,970 as at January 31, 2020) consisting of cash and cash equivalents of \$1,178,991 (\$2,460,498 in cash and cash equivalents as at January 31, 2020). The Company is still in exploration stage and, as such, no revenue nor cash flow has been yet generated from its operating activities. Consequently, management periodically seeks financing through the issuance of shares, the exercise of warrants and share purchase options to continue its operations, and despite the fact that it has been able in the past, there is no guarantee

MANAGEMENT'S DISCUSSION AND ANALYSIS

of success for the future. If management is unable to obtain new funding, the Company may be unable to continue its operation, and amounts realized for assets may be less than amounts reflected in these financial statements.

Capital management policies and procedures

Please refer to Note 19 of the audited annual financial statements for the year ended January 31, 2021, for a summary of the Company's capital management policies and procedures.

Disclosure of outstanding share data

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

QUEBEC PRECIOUS METALS CORPORATION

Disclosure of outstanding share data (as at May 19, 2021)

Outstanding common shares:				82,358,877
Outstanding share options:				5,080,385
Average exercise price of:				\$0.382
Average remaining life of:				3.41 years
Expiry date	Number	Exercise price \$	Remaining life (years)	
July 11, 2021	50,000	0.35	0.15	
February 17, 2022	75,000	0.28	0.75	
May 4, 2022	240,385	0.62	0.96	
December 12, 2023	1,020,000	0.61	2.57	
June 20, 2024	450,000	0.34	3.09	
July 11, 2024	1,000,000	0.35	3.15	
February 17, 2025	685,000	0.28	3.75	
July 24, 2025	50,000	0.27	4.18	
October 26, 2025	235,000	0.23	4.44	
February 19, 2026	1,275,000	0.29	4.76	
	<u>5,080,385</u>			
Outstanding deferred stock units:				502,033
Outstanding warrants and broker warrants:				1,858,027
Average exercise price of:				\$0.035
Average remaining life of:				1.03 years
Expiry date	Number	Exercise price \$	Remaining life (years)	
November 29, 2021	1,210,863	0.30	0.53	
May 3, 2023	431,164	0.30	1.95	
May 3, 2025	216,000	0.30	1.96	
	<u>1,858,027</u>			

RISK AND UNCERTAINTIES

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

MANAGEMENT'S DISCUSSION AND ANALYSIS

Financial instrument risks

Please refer to Note 20 of the audited annual financial statements for the year ended January 31, 2021, for a summary of the Company's financial instruments risks.

COVID-19

Since beginning of March 2020, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures have caused material disruption to businesses globally resulting in a very important economic slowdown.

The Company re-commenced on-site activities in June and is continuing off-site activities to further the Company's objectives during this uncertain and rapidly evolving time and to follow the recommendations of Quebec Government and Health Canada/Santé Québec. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company and its operations in future periods.

The Company has put in place a rigorous protocol, in accordance with INSPQ and CNESST guidelines, to ensure the protection of all stakeholders in the region in the context of the COVID-19 pandemic. The Company's protocol has been communicated to and reviewed by the Cree Nation Government. The Company wishes to acknowledge the excellent cooperation received from the Cree authorities in support of the exploration programs.

Exploration and mining risks

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

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

Titles to property

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

MANAGEMENT'S DISCUSSION AND ANALYSIS

Permits and licenses

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

Metal prices

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

Competition

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

Environmental regulations

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

Conflicts of interest

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

Stage of development

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

MANAGEMENT'S DISCUSSION AND ANALYSIS

Industry conditions

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

Uninsured hazards

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

Future financing

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

Key employees

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

Canada Customs and Revenue Agency

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

CERTIFICATION OF ANNUAL FILINGS

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

- The President and Chief Executive Officer and the Chief Financial Officer confirm to have reviewed the annual financial statements and the annual MD&A (together, the "annual filings") of the Company for the year ended January 31, 2021.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the annual filings do not contain any untrue statement of a material fact or omit to state a material fact required to be stated or that is necessary to make a statement not misleading in light of the circumstances under which it was made, for the period covered by the annual filings.
- Based on their knowledge, having exercised reasonable diligence, the President and Chief Executive Officer and the Chief Financial Officer confirm that the annual financial statements together with the other financial information included in the annual filings fairly present in all material respects the

MANAGEMENT'S DISCUSSION AND ANALYSIS

financial condition, financial performance and cash flows of the issuer, as of the date of and for the period presented in the annual filings.