



## **BLUE MOON METALS INC. MANAGEMENT'S DISCUSSION AND ANALYSIS FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2023**

The following management discussion and analysis of Blue Moon Metals Inc. ("Blue Moon" or the "Company") is dated August 21, 2023, and provides an analysis of the Company's results of operations for the three and six months ended June 30, 2023.

This discussion is intended to provide investors with a reasonable basis for assessing the financial performance of the Company as well as certain forward-looking statements relating to its potential future performance. The information should be read in conjunction with the Blue Moon unaudited condensed interim consolidated financial statements for the three and six months ended June 30, 2023, the Blue Moon audited consolidated financial statements for the year ended December 31, 2022, and the notes thereto, which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. Blue Moon's accounting policies are described in note 3 of the aforementioned audited consolidated financial statements. All of the financial information presented herein is expressed in Canadian dollars, unless otherwise indicated.

The operations of the Company are speculative due to the high-risk nature of the mining industry. Blue Moon faces risks that are generally applicable to its industry and others that are specific to its operations. Additional risks not currently known to the Company, or that the Company currently deems immaterial, may also impair the Company's operations. Such risk factors could materially affect the value of the Company's assets, and future operating results of the Company and could cause actual results to differ materially from those described in the forward looking statements contained in this management discussion and analysis. *Reference is made to the discussion of forward-looking statements at the end of this document.*

### **DESCRIPTION OF THE BUSINESS**

Blue Moon is a Canadian-based publicly-traded mineral exploration and development company with a primary focus of advancing its Blue Moon zinc-silver property in California, USA and the Yava zinc-silver exploration property in Nunavut.

Blue Moon is listed on the TSX Venture Exchange under the symbol "MOON" and quoted in the US on the OTCQB under "BMOOF". On April 13, 2021, the Company changed its name to Blue Moon Metals Inc.

### **CORPORATE DEVELOPMENT**

#### **Financing**

On June 15 2023, the Company closed a non-brokered private placement of \$500,240. The private placement was priced at \$0.065 per common share.

On May 8, 2023, the Company closed a non-brokered private placement of \$175,500. The private placement was priced at \$0.065 per common share.

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On March 3, 2023, the Company closed a non-brokered private placement of \$120,000. The private placement was priced at \$0.01 per common share pre-consolidated or \$0.10 per common share on a post-consolidated basis.

**Share Consolidation**

On February 13, 2023, the Company announced its intent to complete a share consolidation of one (1) new share for every ten (10) old shares. On March 7, 2023, the common shares of the Company began trading on the TSX Venture Exchange on a post-consolidated basis. All references to number of shares and per share amounts have been retroactively restated to reflect the consolidation.

**Director Resignation**

On February 13, 2023, the Company announced that John McClintock resigned from the board of directors.

**PROPERTY OVERVIEW AND DEVELOPMENT****Blue Moon Property (California, USA)**

The Blue Moon project is a polymetallic deposit which contains zinc, gold, silver and copper. The property is well located with existing local infrastructure including paved highways three miles from site; a hydroelectric power generation facility a few miles from the site, a three-hour drive to the Oakland port and a four-hour drive to the service centre of Reno. Zinc is currently on the USGS list of metals critical to the US economy and national security. A 43-101 resource report is available on the Company's website and was filed on [www.sedar.com](http://www.sedar.com) on November 20, 2018.

On March 1, 2022, the Company announced the discovery of an additional massive sulphide zone located to the west of the current resource, referred to as the South Zone, which remains open to the south and up dip. The Company also announced the extension of the American Eagle Zone from surface to a depth of over 700 metres. The drill program was performed in 2021.

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**General Exploration Expenses**

The Company's exploration expenses for the periods presented were as follows:

For the six months ended June 30,	2023	2022
	\$	\$
Claims costs	8,199	10,046
Camp operations	17,066	31,385
Drilling and exploration	-	15,892
Prospecting and geology	2,970	2,162
Permitting	16,959	6,655
Engineering	-	(16,370)
<b>TOTAL</b>	<b>45,194</b>	<b>49,770</b>

**Yava Property (Nunavut, Canada)**

The wholly-owned Yava Property covers approximately 8 kilometres of strike of the prospective Archean Hackett-Back River greenstone belt. The leases occur 24 km south of Glencore's Hackett River Deposit to 5 kilometres south of the Yava Main Zone massive sulphide occurrence. In the 1970s, former property owner Brascan (now named Brookfield Asset Management) drilled along 500 metres of strike length of the Yava Main Zone testing the mineralization to an 80 metre depth. A 43-101 resource report is available on the Company's website and was filed on [www.sedar.com](http://www.sedar.com) on February 27, 2008.

Jonathan Gagne, P. Eng, a qualified person as defined by NI 43-101, has reviewed the scientific and technical information that forms the basis for this MD&A. Mr. Gagne is not independent of the Company.

**RESULTS OF OPERATIONS**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2023	2022	2023	2022
	\$	\$	\$	\$
General exploration expenses	13,195	1,223	45,194	49,770
Filing and regulatory	21,542	4,364	33,144	29,224
General administrative costs	5,873	1,990	10,497	4,467
Professional fees	15,057	(7,012)	15,466	(6,512)
Share-based payments	-	-	-	-
Shareholder communication and travel	2,156	4,436	3,330	38,803
Consulting fees	21,000	21,000	42,000	42,000
Foreign exchange (gain) loss	(1,853)	48	(1,853)	(5,033)
Interest expense	4,035	4,893	8,974	12,522
<b>LOSS AND COMPREHENSIVE LOSS</b>	<b>81,005</b>	<b>30,942</b>	<b>156,752</b>	<b>165,241</b>

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**THREE MONTHS ENDED JUNE 30, 2023**

Blue Moon incurred a loss of \$81,005 (\$0.00 per common share) for the three months ended June 30, 2023, compared to a loss of \$30,942 (\$0.00 per common share) over the same period in 2022. The scale and nature of the Company's administrative activity have remained generally consistent throughout these periods; however, a few items led to differences in the comparative figures, as follows:

Exploration expenses increased by \$11,972 during the three months ended June 30, 2023, compared to same period in 2022, as the Company completed work to ensure the project was kept in good standing.

Filing and regulatory fees increased by \$17,178 during the three months ended June 30, 2023, compared to the same period in 2022 as the Company incurred fees associated with its OTCQB listing.

Professional fees increased by \$22,087 during the three months ended June 30, 2023, compared to the same period in 2022 largely due to an increase legal activity.

**SIX MONTHS ENDED JUNE 30, 2023**

Blue Moon incurred a loss of \$156,752 (\$0.00 per common share) for the six months ended June 30, 2023, compared to a loss of \$165,241 (\$0.01 per common share) over the same period in 2022. The scale and nature of the Company's administrative activity have remained generally consistent throughout these periods; however, a few items led to differences in the comparative figures, as follows:

Professional fees increased by \$21,978 during the three months ended June 30, 2023, compared to the same period in 2022 due to an increase legal activity.

Shareholder communication and travel decreased by \$35,473 during the six months ended June 30, 2023, compared to the same period in 2022 as the Company reduced investor outreach to preserve cash.

**LIQUIDITY AND CAPITAL RESOURCES**

For the six months ended June 30,	2023	2022
	\$	\$
CASH PROVIDED BY (USED IN)		
Operating activities	(151,633)	(346,243)
Financing activities	698,316	-
<b>CHANGE IN CASH</b>	<b>546,683</b>	<b>(346,243)</b>
Cash and cash equivalents – beginning	30,193	582,073
<b>CASH - ENDING</b>	<b>576,876</b>	<b>235,830</b>

Blue Moon had \$576,876 in cash as at June 30 2023 (December 31, 2022: \$30,193). As at June 30, 2023, the Company had a working capital of \$492,566 (December 31, 2022: -\$57,972).

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The Company will continue to require additional funding to maintain its ongoing exploration and development programs, property maintenance payments and operations. Its principal source of funds is the issuance of common shares. Blue Moon's common shares are publicly traded. As such, the price of its common shares is susceptible to factors beyond management's control including, but not limited to, fluctuations in commodity prices and foreign exchange rates and changes in the general market outlook. Should Blue Moon require funds during a time when the price of its common shares is depressed, the Company may be required to accept significant dilution to maintain enough liquidity to continue operations or may be unable to raise sufficient capital to meet its obligations.

**Operating Activities**

The main components of cash flows used for operating activities are discussed in the Results of Operations section, above.

**Financing Activities**

During the six months ended June 30, 2023, the Company completed non-brokered private placements for gross proceeds of \$795,740.

During the six months ended June 30, 2023, the Company made loan principal and interest payments totaling \$75,000 and \$8,974, respectively.

**SUMMARY OF QUARTERLY RESULTS**

The following table sets forth selected unaudited quarterly financial information derived from financial information for each of the eight most recent quarters.

<b>As at and for the quarter ended</b>	<b>30-Jun-23</b>	<b>31-Mar-23</b>	<b>31-Dec-22</b>	<b>30-Sep-22</b>
Loss and comprehensive loss	81,005	75,747	130,268	53,575
Loss per share – basic and diluted	-	-	-	-
Cash and cash equivalents	576,876	58,415	30,193	137,108
Total assets	1,301,338	777,455	754,998	863,907
<b>As at and for the quarter ended</b>	<b>30-Jun-22</b>	<b>31-Mar-22</b>	<b>31-Dec-21</b>	<b>30-Sep-21</b>
Loss and comprehensive loss	30,942	134,299	685,998	441,365
Loss per share – basic and diluted	-	0.01	0.05	0.03
Cash and cash equivalents	235,830	350,400	582,073	1,210,265
Total assets	963,348	1,069,358	1,421,574	1,948,187

Mineral exploration and development is typically a seasonal business, and accordingly, the Company's administrative expenses and cash requirements will fluctuate depending upon the season. The Company's primary source of funding is through the issuance of common shares. When capital markets are depressed, the Company's activity level normally declines accordingly. As capital markets strengthen and the Company

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is able to secure equity financing on favourable terms, the Company's activity levels and the size and scope of planned exploration and development programs will also increase.

During the three months ended June 30, 2023, March 31, 2023 and December 31, 2022, the Company completed field work to ensure the property was maintained to conform with permits and county regulations.

During the three months ended September 30, 2022, and June 30, 2022, the Company minimized expenditures to preserve cash.

During the three months ended March 31, 2022, the Company was in the final phases of its exploration and drilling program.

During the three months ended December 31, 2021 and September 30, 2021, the Company was completing its exploration and drilling program which resulted in higher exploration expenses

**RELATED PARTY TRANSACTIONS****Management compensation**

The Company's related parties include its directors and officers, who are the key management of the Company. The remuneration of directors and officers during the periods presented was as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2022	2022	2022
	\$	\$	\$	\$
Consulting fees	21,000	21,000	42,000	42,000
<b>MANAGEMENT COMPENSATION</b>	<b>21,000</b>	<b>21,000</b>	<b>42,000</b>	<b>42,000</b>

As at June 30, 2023, due to related parties included \$88,000 (December 31, 2022 - \$46,000) due to officers of the Company. These amounts due to related parties are unsecured, non-interest bearing and have no specific terms of repayment.

On November 2, 2018, the Company entered into a loan agreement with a director of the Company for the amount of \$250,000. The Company was loaned an additional \$15,000, \$35,000 and \$6,000 on January 9, 2019, March 21, 2019, and August 21, 2019, respectively, by the same director. The loans are unsecured and bear interest at 10% per annum. The principal value plus interest was originally payable on September 1, 2019. During the year ended December 31, 2022, the loan was extended until May 1, 2024 and the Company agreed to make principal payments of approximately \$10,000 per month plus interest.

During the six months ended June 30, 2023, the Company made principal and interest payments totaling \$75,000 and \$8,974, respectively (During the year ended December 31, 2022, the Company made principal and interest payments totaling \$106,000 and \$24,806, respectively). As at June 30 2023, \$125,000 (December 31, 2022 – \$200,000) was outstanding on the loan.

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**OUTSTANDING SHARE DATA**

As at the date of this report, the Company has 24,404,086 common shares outstanding. The Company also has 395,000 stock options outstanding with exercise prices ranging from \$0.50 - \$0.80 per stock option and 2,958,947 warrants with an exercise price of \$1.20 per share.

**CONTRACTUAL OBLIGATIONS**

The Company has no off-balance sheet arrangements, no capital lease agreements and no contractual obligations. Neither the Company nor any of its subsidiaries has any externally imposed capital requirements. The Company has no proposed transactions.

**FINANCIAL INSTRUMENT RISK**

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company has exposure to liquidity and credit risks from the use of financial instruments. Financial instruments consist of cash, restricted cash, receivables, due to related parties, and accounts payable and accrued liabilities.

**Liquidity risk**

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they come due. Certain conditions cast significant doubt on the Company's ability to meet its financial obligations. Refer to Liquidity and Capital Resources for more information regarding the Company's liquidity risk.

**Credit risk**

The Company is exposed to credit risk on its bank accounts, restricted cash and receivables. To reduce credit risk, substantially all cash is on deposit at Canadian chartered banks. Receivables consist of Canadian excise taxes receivable and other amounts due from government agencies. Restricted cash are deposits held by the Bureau of Land Management in Nevada. Accordingly, the Company considers its exposure to credit risk minimal.

**Market Risk**

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

**Interest rate risk**

The Company has cash balances which are not subject to significant risks in fluctuating interest rates. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its banking institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. An increase to interest rates by 1% would have an insignificant effect on the Company's operations.

**Foreign currency risk**

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The Company is exposed to foreign currency risk on fluctuations related to cash, restricted cash, receivables and accounts payable and accrued liabilities that are denominated in US dollars.

**Sensitivity Analysis**

The Company through a subsidiary operates in the United States and is exposed to exchange risk from changes in the US dollar. A 10% fluctuation in the US dollar against the Canadian dollar would have a minimal impact on the Company's loss and comprehensive loss.

**Price risk**

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings, or ability to obtain equity financing, due to movements in individual equity prices or general movements in the level of the stock market. The Company's marketable securities are subject to price risk. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of zinc, copper, lead, silver, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company.

**FORWARD-LOOKING STATEMENTS**

This Management Discussion and Analysis contains certain forward-looking statements concerning anticipated developments in Blue Moon's operations in future periods. Statements that are not historical fact are forward looking information as that term is defined in National Instrument 51-102 ("NI 51-102") of the Canadian Securities Administrators. Certain forward looking information should also be considered future-oriented financial information ("FOFI") as that term is defined in NI 51-102. The purpose of disclosing FOFI is to provide a general overview of management's expectations regarding the anticipated results of operations and capital expenditures. Forward-looking statements and information (referred to herein together as "forward-looking statements") are frequently, but not always, identified by words such as "expects", "anticipates", "believes", "intends", "estimates", "potential", "possible" and similar expressions, or statements that events, conditions or results "will", "may", "could" or "should" occur or be achieved. The material factors or assumptions used to develop forward-looking statements include prevailing and projected market prices and foreign exchange rates, exploitation and exploration estimates and results, continued availability of capital and financing, and general economic, market or business conditions and as more specifically disclosed throughout this document. Forward-looking statements are statements about the future and are inherently uncertain, and actual achievements of Blue Moon and its subsidiaries may differ materially from those reflected in the forward-looking statements due to a variety of risks, uncertainties and other factors.

Blue Moon's forward-looking statements are based on the beliefs, expectations and opinions of management on the date the statements are made, and Blue Moon does not assume any obligation to update forward-looking statements if circumstances or management's beliefs, expectations or opinions should change except as required by law. For the reasons set forth above, investors should not place undue reliance on forward-looking statements. Important factors that could cause actual results to differ materially from Blue Moon's expectations include, but are not limited to, uncertainties involved in fluctuations in commodity prices and currency exchange rates; uncertainties relating to interpretation of drill results and geology, continuity and grade of mineral deposits; uncertainty of estimates of capital and operating costs, recovery rates, production estimates and estimated economic return; the need for cooperation of government agencies and First Nations in the exploration and development of properties and the issuance

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of required permits; the need to obtain additional financing to develop properties and uncertainty as to the availability and terms of future financing; the possibility of delay in exploration or development programs or in construction projects and uncertainty of meeting anticipated program milestones; and uncertainty as to timely availability of permits and other governmental approvals.