HUNTSMAN EXPLORATION INC.	Management's Discussion and Analysis For the Three Months Ended November 30, 2024

FORWARD-LOOKING INFORMATION AND MATERIAL ASSUMPTIONS

This report on results for the three months ended November 30, 2024 contains forward-looking information, including forward-looking information about Huntsman Exploration Inc.'s (the "Company") operations, estimates, and exploration and acquisition spending.

Forward-looking information is generally signified by words such as "forecast", "projected", "expect", "anticipate", "believe", "will", "should" and similar expressions. This forward-looking information is based on assumptions that the Company believes were reasonable at the time such information was prepared, but assurance cannot be given that these assumptions will prove to be correct, and the forward-looking information in this report should not be unduly relied upon. The forward-looking information and the Company's assumptions are subject to uncertainties and risks and are based on a number of assumptions made by the Company, any of which may prove to be incorrect.

GENERAL

This Management Discussion and Analysis ("MD&A") of the financial condition, results of operations and cash flows of the Company for the three months ended November 30, 2024 should be read in conjunction with the condensed consolidated interim financial statements as at November 30, 2024 and for the three months then ended and the audited consolidated financial statements as at August 31, 2024 and for the year then ended. This MD&A is effective as of January 21, 2025. Additional information relating to the Company is available on SEDAR+ at www.sedarplus.ca.

The Company has prepared its condensed consolidated interim financial statements as at November 30, 2024 and for the three months then ended in Canadian dollars and in accordance with IFRS Accounting Standards ("IFRS") and International Accounting Standard ("IAS") 34 *Interim Financial Reporting*, as issued by the International Accounting Standards Board ("IASB").

DESCRIPTION OF BUSINESS

The Company is an exploration stage company incorporated pursuant to the British Columbia *Business Corporations Act* on March 31, 2011. The principal business of the Company is the acquisition, exploration and evaluation of mineral properties, as well as exploration of mineral properties once acquired. The Company's shares are listed for trading on the TSX Venture Exchange ("TSX-V") under the symbol "HMAN" and on the US OTC Markets under the symbol "BBBMF". The address of the Company's corporate office and its principal place of business is 1615 – 200 Burrard Street, Vancouver, British Columbia, Canada, V6C 3L6.

The Company is currently focusing its financial resources on conducting exploration programs. The Company has not yet determined whether its properties contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain necessary financing to complete the development of the resource properties and upon future profitable production or proceeds from the disposition thereof.

EXPLORATION AND EVALUATION ASSETS

Total costs incurred on exploration and evaluation assets are summarized as follows:

	Legear Property
Acquisition Costs	
Balance, August 31, 2023	**$ -**
Acquisition and option payments	7,500
Balance, August 31, 2024 and November 30, 2024	**$ 7,500**
Total Exploration and Evaluation Assets	
Balance, August 31, 2024	**$ 7,500**
Balance, November 30, 2024	**$ 7,500**

Legear Property

On November 3, 2023, and as amended on May 24, 2024 and November 23, 2024, the Company entered into an option agreement to acquire a 100% interest in the Legear Property located in Ontario. Under the terms of the agreement the Company is required to make payments as follows:

- Issuance of 250,000 common shares of the Company upon approval by the TSX-V (issued and measured at $7,500); and
- Issuance of an additional 1,000,000 common shares of the Company and a cash payment of $20,000 on or before February 28, 2025.

The vendor retains a 2% net smelter return royalty (“NSR”), of which one-half (1%) may be repurchased by the Company for $500,000.

Baxter Spring Property

On August 26, 2020, and as amended on September 22, 2021, the Company entered into an option agreement to acquire a 100% interest in the Baxter Spring Property, located in Nevada, from Liberty Gold Corp. (“Liberty”) and Liberty's wholly owned subsidiary, Pilot Gold (USA) Inc.

In consideration, the Company made payments as follows:

- Cash payment of US$250,000 (paid);
- An additional cash payment of US$250,000 (paid) on or before May 31, 2022; and
- Issuance of common shares of the Company equal to 19.5% of the outstanding shares (issued 1,498,689 shares valued at $3,821,657).

The property is subject to a 2% NSR and Liberty retained a back-in right to acquire a 35% interest in the property within three years upon payment of the sum of US$1,000,000 to the Company.

The Company recorded impairment charges in the amount of $4,581,904 to fully impair during the year ended August 31, 2022, as substantive expenditure for the exploration and evaluation asset is neither budgeted nor planned. The Company retained ownership of the Baxter Spring Property until September 26, 2023, when it completed the sale of its interest.

SELECTED ANNUAL INFORMATION

	August 31, 2024 $	August 31, 2023 $	August 31, 2022 $
Revenue	-	-	-
Net loss	(300,703)	(6,941,498)	(8,466,764)
Basic and diluted loss per common share	(0.02)	(0.45)	(0.07)
Total assets	47,329	392,122	7,188,290
Non-current financial liabilities	-	-	-
Dividends	-	-	-

SUMMARY OF QUARTERLY RESULTS
($000s, except loss per share)

For the Quarter Periods Ending on	November 30, 2024 $	August 31, 2024 $	May 31, 2024 $	February 29, 2024 $
Revenue	-	-	-	-
Net loss	(45)	(114)	(51)	(123)
Basic and diluted loss per common share	(0.00)	(0.01)	(0.00)	(0.01)
Total assets	45	47	51	48
Non-current financial liabilities	-	-	-	-

For the Quarter Periods Ending on	November 30, 2023 $	August 31, 2023 $	May 31, 2023 $	February 28, 2023 $
Revenue	-	-	-	-
Net loss	(12)	(6,574)	(133)	(106)
Basic and diluted loss per common share	(0.00)	(0.43)	(0.01)	(0.01)
Total assets	155	392	6,948	7,272
Non-current financial liabilities	-	-	-	-

OPERATIONS

Three Months Ended November 30, 2024

During the three months ended November 30, 2024, the Company reported a net loss of $44,861 (2023 - $12,342). Variations in expenses from the three months ended November 30, 2024 to the three months ended November 30, 2023 were as follows:

- Consulting fees of $10,500 (2023 - $18,397) decreased due a reduction in the use of consultants from the prior period;
- General exploration costs of $nil (2023 - $30,674) decreased due to tenement rental cost related to the impaired Canegrass property in the prior period;
- Management fees of $15,000 (2023 - $7,500) increased due to a change in management from the prior period;
- Office and general expenses of $4,657 (2023 - $4,918) were comparable to the prior period;
- Professional fees of $6,628 (2023 - $11,902) were lower due to lower legal fees compared to the prior period;
- Rent of $6,000 (2023 - $6,000) was comparable to the prior period;

- Shareholder communications and investor relations expenses of $1,170 (2023 - $1,229) was comparable to the prior period;
- Transfer agent and filing fees of $906 (2023 - $2,338) decreased due to a reduction of filing fees from the Legear property payment in the prior period;
- Realized gain on marketable securities of $nil (2023 - $6,345) was the result of marketable securities sold at a loss during the prior period; and
- Change in fair value of marketable securities of $nil (2023 - gain of $64,276) was the result of the marketable securities held by the Company decreasing in value during the period.

LIQUIDITY AND CAPITAL RESOURCES

The Company's cash at November 30, 2024 was $2,422, as compared to $3,439 at August 31, 2024. At November 30, 2024, the Company had a term deposit of $18,254 (August 31, 2024 - $18,272) and marketable securities of $11,200 (August 31, 2024 - $11,200). The working capital deficit was $367,001 (August 31, 2024 - $312,138).

The Company will need to raise additional financing in order to meet general working capital requirements for the 2025 fiscal year and continue exploration on its mineral properties.

SUBSEQUENT EVENT

Subsequent to November 30, 2024, 150,000 stock options expired unexercised.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has not entered into any off-balance sheet arrangements.

TRANSACTIONS WITH RELATED PARTIES

These amounts of key management compensation are included in the amounts shown on the condensed consolidated interim statements of loss and comprehensive loss for the three months ended November 30, 2024 and 2023:

	Three Months Ended November 30, 2024	Three Months Ended November 30, 2023
Consulting fees	$ 3,000	$ 3,000
Management fees	15,000	7,500
Total	$ 18,000	$ 10,500

Key management includes directors and officers of the Company, including the chief executive officer, president and chief financial officer.

During the three months ended November 30, 2024, the Company also paid or accrued $6,000 (2023 - $40,000) in rent to companies with a common officer.

As at November 30, 2024, included in accounts payable and accrued liabilities is $96,830 (August 31, 2024 - $77,690) due to companies controlled by directors for outstanding consulting fees and $21,000 (August 31, 2024 - $14,700) due to a company with a common officer for outstanding rent. The amounts are unsecured, non-interest-bearing and due on demand.

COMMITMENTS

The Company is obligated to make certain payments and issue shares in connection with the acquisition of its exploration and evaluation assets.

MATERIAL ACCOUNTING POLICIES

The Company adopted the following material accounting policy during the three months ended November 30, 2024:

Classification of Liabilities as Current or Non-current (Amendments to IAS 1 *Presentation of Financial Statements*)

IAS 1 has been amended to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

These amendments to IAS 1 were adopted beginning September 1, 2024. These amendments did not have any material impact for the Company.

NEW ACCOUNTING STANDARDS ISSUED BUT NOT YET EFFECTIVE

Certain new standards, interpretations and amendments to existing standards have been issued by the IASB or the IFRS Interpretations Committee that are mandatory for accounting periods in the future. There are no updates applicable or consequential to the Company.

IFRS 18 *Presentation and Disclosure in Financial Statements*

In April 2024, the IASB issued IFRS 18. This standard aims to improve the consistency and clarity of financial statement presentation and disclosures by providing updated guidance on the structure and content of financial statements. Key changes include enhanced requirements for the presentation of financial performance, financial position and cash flows, as well as additional disclosures to improve transparency and comparability.

IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027. The Company is currently assessing the impact that the adoption of IFRS 18 will have on its consolidated financial statements.

ACCOUNTING ESTIMATES AND JUDGMENTS

Judgments in applying accounting policies

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the condensed consolidated interim financial statements within the next financial year are discussed below.

Share-based payments

The Company's determination that the fair value of exploration and evaluation assets acquired cannot be reasonably determined. As a result, the value of the common shares of the Company issued must be used.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's financial instruments include cash, term deposit, marketable securities, amounts receivable, and accounts payable and accrued liabilities. Cash, term deposit and marketable securities are classified as fair value through profit or loss. Amounts receivable are classified as amortized cost. Accounts payable and accrued liabilities are classified as measured at amortized cost. The carrying values of these instruments approximate their fair values due to the relatively short periods to maturity.

Financial risk management objectives and policies

The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash, term deposit and amounts receivable. To minimize the credit risk on cash and term deposit, the Company places the instruments with major Canadian and Australian financial institutions. The maximum amount of credit risk is equal to the carrying value of cash, term deposit and amounts receivable. The Company's management of credit risk has not changed materially from that of the year ended August 31, 2024.

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company manages liquidity risk by maintaining a balance between continuity of funding and flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations. As at November 30, 2024, the Company had contractual obligations consisting of accounts payable and accrued liabilities of $404,991, due within the next twelve months. At November 30, 2024, the Company's cash was insufficient to cover its current liabilities. All of the liabilities presented as accounts payable are due within 30 days of the reporting date. The Company's management of liquidity risk has not changed materially from that of the year ended August 31, 2024.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices and comprises: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return on capital. The Company's management of market risk has not changed materially from that of the year ended August 31, 2024.

i) *Currency risk* – Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate as a result of changes in foreign exchange rates. The Company has operations in Canada, the USA and Australia, and incurs operating and exploration expenditures in all currencies. The fluctuation of the Canadian dollar in relation to the Australian dollar will have an impact on the results of the Company. A fluctuation in the exchange rate between the Canadian and Australian dollars of 10% would result in a change to the Company's profit or loss of $6,300. The fluctuation of the Canadian dollar in relation to the US dollar would not have any material impact on the results of the Company. The Company does not use any techniques to mitigate currency risk.

ii) *Interest rate risk* – Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market interest rates. The Company is exposed to interest rate risk on the variable rate of interest earned on cash. The fair value interest rate risk on cash is immaterial, as the deposits are short-term. The Company has not entered into any derivative instruments to manage interest rate fluctuations. The Company has no interest-bearing financial liabilities.

iii) *Other price risk* – Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer by factors affecting all similar financial instruments traded in the market. The Company is exposed to other price risk on its marketable securities. A fluctuation in the trading price of the marketable securities of 10% would result in a $1,100 change in the Company's profit or loss.

SHARE CAPITAL

As at January 21, 2025, the Company had the following securities issued and outstanding:

	January 21, 2025	November 30, 2024	August 31, 2024
Common shares	15,974,740	15,974,740	15,974,740
Warrants	-	-	-
Stock options	-	150,000	150,000
Fully diluted shares	15,974,740	16,124,740	16,124,740

RISKS

The Company, and the securities of the Company, should be considered a highly speculative investment. The following risk factors should be given special consideration when evaluating an investment in any of the Company's securities.

There are a number of outstanding securities and agreements pursuant to which common shares of the Company may be issued in the future. This will result in further dilution to the Company's shareholders.

The Company has a very limited history of operations, is in the early stage of development and has received no revenues other than insignificant interest revenues following its transition to a mineral exploration and development company. As such, the Company is subject to many risks common to such enterprises. There can be no assurance that the Company will be able to obtain adequate financing in the future or, if available, that the terms of such financing will be favourable. The Company does not anticipate paying any dividends in the near future.

Although the Company has taken steps to verify the title to mineral properties in which it has acquired an interest, no assurance whatsoever can be given that the Company's interests may not be challenged by third parties. If challenged, and if the challenge is sustained, it will have an adverse effect on the business of the Company. Title to mineral properties may be subject to unregistered prior agreements or transfers and may also be affected by undetected defects or the rights of Indigenous peoples.

Environmental legislation is becoming increasingly stringent and costs and expenses of regulatory compliance are increasing. The impact of new and future environmental legislation on the Company's operations may cause additional expenses and restrictions. If the restrictions adversely affect the scope of exploration and development on the mineral properties, the potential for production on the properties may be diminished or negated.

The exploration of mineral properties involves significant risks, which even experience, knowledge and careful evaluation may not be able to avoid. The price of metals has fluctuated widely, particularly in recent years, as it is affected by numerous factors that are beyond the Company's control, including international economic and political trends, expectations of inflation or deflation, currency exchange fluctuations, interest rate fluctuations, global or regional consumptive patterns, speculative activities and increased production due to new extraction methods. The effect of these factors on the price of metals, and therefore, the economic viability of the Company's interests in the mineral properties cannot be accurately predicted. Furthermore, changing conditions in the financial markets and Canadian income tax legislation may have a direct impact on the Company's ability to raise funds for exploration expenditures. A drop in the availability of equity financings will likely impede spending. As a result of all these significant risks, it is quite possible that the Company may lose its investments in the Company's mineral property interests.

The Company's business, financial condition and results of operations may be further negatively affected by recent geopolitical events.

BOARD OF DIRECTORS

Certain directors of the Company are also directors, officers and/or shareholders of other companies that are similarly engaged in the business of acquiring, developing and exploring natural resource properties. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required to act in good faith with a view to the best interests of the Company and to disclose any interest that they may have in any project 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/her interest and abstain from voting in the matter(s). In determining whether 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 the time.

Current directors of the Company are as follows:

Carl Ginn, President, Chief Executive Officer and Director
Nathan Tribble, Director
Jeremy Ross, Director