



## **LION ONE METALS LIMITED**

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

**FOR THE YEAR ENDED JUNE 30, 2023**

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## INTRODUCTION

*The Management Discussion & Analysis ("MD&A") has been prepared by management and reviewed and approved by the Board of Directors on September 27, 2023. Set out below is a review of the activities, results of operations and financial condition of Lion One Metals Limited ("LIO", "Lion One", or the "Company") and its subsidiaries for the year ended June 30, 2023. The following discussion of performance, financial condition and future prospects should be read in conjunction with the audited annual consolidated financial statements and the related notes thereto for the year ended June 30, 2023. Those financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board. This discussion covers the year ended June 30, 2022 and the subsequent period up to September 27, 2023, the date of preparation of this MD&A. Monetary amounts in the following discussion are in Canadian dollars unless otherwise noted. The Company is listed on the TSX Venture Exchange ("TSX-V") under the symbol LIO, on the Australian Securities Exchange ("ASX") under the symbol LLO, and on the OTCQX market under the symbol LOMLF.*

*Mr. Sergio Cattalani, M.Sc., who is an officer of the Company and a member of The Association of Professional Geologists of Ontario, is the Qualified Person under the meaning of Canadian National Instrument 43-101, and responsible for the exploration technical content of this Management's Discussion and Analysis.*

*Mr. Patrick Hickey, P. Eng., MBA, who is an officer of the Company, is a Qualified Person under the meaning of Canadian National Instrument 43-101, is responsible for the development and engineering content of this Management's Discussion and Analysis.*

## OBJECTIVES

Lion One is focused on advancing premium quality gold assets in Fiji that have: high grades, scope, district scale, and depth potential, with access to infrastructure in a mining-friendly jurisdiction. The Company's 100% owned Tuvatu Gold Project ("Tuvatu") has received all of the mandatory regulatory approvals, including a 10-year renewable mining lease Special Mining Lease (SML 62) and a 21-year surface lease, for the complete development of mining and processing operations. In August 2022, SML 62 was extended for an additional 10-year renewable term to February 28, 2035. The 384.5 hectare Tuvatu mining lease is located near its epicenter and hosts the high grade, permitted for production, Tuvatu gold resource.

In May 2019, SPL 1512 was issued for the Navilawa tenement and Lion One became the first company in modern times to consolidate and carry out systematic exploration over the entire 7km diameter Navilawa Caldera. The Project area consists of four contiguous exploration licenses covering approximately 13,613 hectares.

Mineralization of the Tuvatu deposit is associated with the emplacement of an alkalic volcanic intrusive complex, with Navilawa Caldera being one of several large mineralized alkaline gold systems aligned along the Viti Levu Lineament, Fiji's gold corridor. The geologic setting of Tuvatu shares affinities with the Vatukoula deposit in the neighboring Tavua Caldera, where over seven million ounces of gold have been recovered since mining commenced at Vatukoula in 1933. The Fijian Islands are located along the Pacific Island Arc, which hosts a number of other well-known major mineralized alkaline gold deposits systems. This variety of gold system is not prolific in number globally but are among the largest producers of gold in the world, with notable examples in the Pacific Island Arc including the Porgera (>25 million ounces gold) and Lihir (>40 million ounces gold) gold mines in Papua New Guinea, and Vatukoula in Fiji, 40km from Tuvatu. A North American example is the Cripple Creek gold mine, the richest gold mine in Colorado history. These deposits, like other alkaline hosted gold deposits, are associated with deep crustal magmas, alkaline rich alteration mineral assemblages, and are valued for their high grades and deep vertical profiles, resulting in large gold endowments.

In 2019, the Company commenced a deep diamond drilling program targeting feeder structures at depth below the known Tuvatu mineralization and discovered the Deep Feeder 500 Zone ("500 Zone"), which supports the alkaline gold model and the concept that Tuvatu has high-grade gold mineralization extending and evolving at great depths. The Company will continue this deep drilling program, up to depths of over 1,000m below the surface, to gain a better understanding of the underlying plumbing system which served as a conduit for the gold-rich fluids from the base of the crust in that area.

The Company's objective is to work towards a near-term 300 tonnes per day initial processing plant, along with a regional exploration program aimed at deep high-grade and bonanza-grade resources for the eventual scaled-up development of a larger and richer resource base thereby proving the concept that the Tuvatu has the potential to become a gold camp with 10 to 20 million gold ounces.

The Company now utilizes eight fully-owned active diamond drilling rigs capable of operating year-round through the rainy season, and a fully operational, quick-response metallurgical and geochemical laboratory at its Fiji head office close to the project site. Lion One will continue to focus on testing the deep extensions of new high-grade zones of mineralization discovered below Tuvatu in 2020 and shallow resource infill drilling from the surface and underground targeting areas of planned early production.

**HIGHLIGHTS AND SIGNIFICANT SUBSEQUENT EVENTS*****June Quarter 2023 Exploration Summary:***

During the quarter ended June 30, 2023, the Company completed 9,667.7 meters of diamond drilling in 56 completed holes, while a further 5 drill holes were still in progress. The Company is undertaking four tiers of drilling for exploration purposes:

- 1) shallow resource grade control drilling from surface and underground targeting areas of planned early production;
- 2) shallow resource infill drilling from surface targeting areas of planned mid-term production;
- 3) close spaced grade control drilling from below surface for higher resolution in areas targeted for near-term mining;
- 4) regional target areas within the Navilawa caldera, such as the new Lumuni occurrence, and Batiri Creek.

An additional tier of drilling for geotechnical and metallurgical purposes has also been initiated in 2022 and remains ongoing.

<b>June 2023 Quarter Exploration Summary</b>	
<b>Activity</b>	<b>Number</b>
# of drill holes completed	52
# of drill holes in progress at end of Quarter	5
# of meters drilled	9,667.7
# of drill core samples submitted for analysis	17,146
# of bulk density analyses from drill core	73
# of channels excavated and sampled	307
# of samples from channel sampling	1,966
# of rock chip samples collected	373
# of samples analyzed in Lion One Laboratory	17,676

During the quarter ended June 30, 2023, the Company continued with its exploration program to confirm the potential for a multi-million ounce high-grade alkaline gold system. Two rigs remain focused on regional exploration drilling, three rigs are focused on infill drill programs from surface and two rigs on grade control drilling from underground in areas earmarked for near-term mining.

On April 3, 2023, the Company announced the start of mining at Tuvatu by way of extraction of near-surface, high-grade gold bearing mineralization from the URA1 lode. The URA1 lode discovery, first announced on December 8, 2022 had been defined by diamond drilling and subsequently by underground mapping and chip-channel sampling. By end of March 2023, a total of approximately 30m of strike as well as a 9m rise had been developed along this lode, totaling approximately 475 tonnes of mineralized material extracted. The material extracted from this drive represents the first modern extraction from the Tuvatu deposit, and as such represents a significant milestone for the Company.

On April 25, 2023, the Company announced the new high-grade results from grade control drilling at Tuvatu. Following on the initial mining and extraction of the URA1 lode, the Company reported new high-grade results from grade control drilling on the URW1 lode system, approximately 120m to the east of the URA1 lode. Strike drive development on URW1 commenced in April.

Highlights of new high-grade gold mineralization intersected by grade control drilling:

- 88.07g/t Au over 5.7m (including 1,396g/t Au over 0.3m) (TGC-0034)
- 27.52g/t Au over 5.55m (TUG-056)
- 20.93g/t Au over 7.2m (TGC-0003)
- 16.12g/t Au over 9.3m (TGC-0014)
- 16.48g/t Au over 9.6m (TGC-0002)
- 14.6g/t Au over 6.6m (TGC-0032)
- 14.97g/t Au over 5.4m (TGC-0018)
- 10.85g/t Au over 6.9m (TGC-0013)

Close spaced grade control drilling has resulted in much higher resolution of the lode arrays as compared to previous infill drilling, including the identification of bonanza grade (>50g/t Au) zones. Visible gold observed in several drill holes. The tightened drill pattern will facilitate optimized development and extraction of high-grade gold mineralization from the URW1 lodes while minimizing dilution.

On June 14, 2023, the Company announced the high-grade gold results from ongoing grade control drilling the URW1 lode system as well as the Zone 5 areas.

Highlights of new grade control drilling:

- 7.14 g/t Au over 21.6m (including 18.61 g/t Au over 5.1m) (TGC-0042, from 73.6m depth)
- 52.05 g/t Au over 2.1m (including 345.3 g/t Au over 0.3m) (TGC-0042, from 118.0m depth)
- 23.11 g/t Au over 3.6m (including 125.31 g/t Au over 0.3m) (TGC-0040, from 65.4m depth)
- 19.43 g/t Au over 3.3m (including 80.87 g/t Au over 0.6m) (TGC-0051, from 49.5m depth)
- 21.15 g/t Au over 2.7m (including 67.59 g/t Au over 0.6m) (TGC-0047, from 123.3m depth)
- 9.39 g/t Au over 4.2m (including 67.30 g/t Au over 0.3m) (TGC-0050, from 26.7m depth)
- 33.99 g/t Au over 0.9m (including 100.89 g/t Au over 0.3m) (TGC-0045, from 62.1m depth)
- 78.03 g/t Au over 0.3m (TGC-0052, from 40.2m depth)

On June 20, 2023, the Company announced completion of CSAMT (Controlled Source Audio-frequency Magnetotellurics) survey at its 100%

Highlights:

- 14 new CSAMT survey lines were completed, including 7 across the main Tuvatu deposit area
- 3 lines from the 2019 CSAMT survey were extended
- Station density has doubled from 100m in the 2019 survey to 50m in the 2022-23 survey
- Line spacing has halved from an average of 560m in 2019 to an average of 300m in 2023
- A total of approximately 33 line-kms were surveyed (11 km in 2022 and 22 km in 2023)

The 2022-2023 survey complements the 2019 survey and improve survey resolution across the property, where the Company has already identified numerous untested prospects. The new CSAMT data will assist with identifying and refining drill targets underlying our prospects in the near future.

**Exploration Highlights Tuvatu (subsequent to June Quarter 2023):**

On August 10 and 15, 2023, the Company announced exceptional high-grade gold results from ongoing infill and grade control drilling, including 6.6m of 80.78 g/t Au in the Main Zone. These exceptional results include 1,839.55 g/t, 779.81 g/t, and 300.47 g/t Au from Zone 5.

Highlights of new Zone 5 drilling:

- 83.47 g/t Au over 6.6m (including 793.24 g/t Au over 0.6m) (TUDDH-643, from 242.7m depth)
- 314.27 g/t Au over 1.8m (including 1,839.55 g/t Au over 0.3m) (TGC-0067, from 48.2m depth)
- 104.00 g/t Au over 0.9 m (including 300.47 g/t Au over 0.3m) (TGC-0067, from 53.3m depth)
- 9.96 g/t Au over 6.8 m (including 165.95 g/t Au over 0.3m) (TUDDH-653, from 89.5m depth)

On August 24, 2023, the Company announced the discovery of a new mineralized structure carrying bonanza grade gold 1 km to the north of the Tuvatu Alkaline Gold Project with surface sampling returns multiple high-grade results up to 92.55 g/t gold.

Highlights of Lumuni channel sampling:

- 66.83 g/t Au over 0.7m (CH3850)
- 48.45 g/t Au over 0.7m (including 92.55 g/t Au over 0.3m) (CH3851)
- 15.18 g/t Au over 1.1m (including 31.25 g/t Au over 0.3m) (CH3849)
- 14.66 g/t Au over 1.1m (including 16.78 g/t Au over 0.7m) (CH3855)
- 17.04 g/t Au over 0.6m (including 30.59 g/t Au over 0.3m) (CH3853)
- 10.30 g/t Au over 0.9m (including 13.89 g/t Au over 0.6m) (CH3852)

On September 14, 2023, the Company announced the high-grade gold results from Zone 2 grade control drilling.

Highlights of new Zone 2 grade control drilling (3 g/t Au cutoff):

- 19.78 g/t Au over 6.0m (including 31.52 g/t Au over 3.0m) (TGC-0071, from 114.0m depth)
- 14.83 g/t Au over 6.0m (including 25.16 g/t Au over 2.4m) (TGC-0055, from 90.9m depth)
- 18.08 g/t Au over 3.6m (including 32.74 g/t Au over 1.5m) (TGC-0073, from 90.0m depth)
- 25.25 g/t Au over 2.4m (including 149.63 g/t Au over 0.3m) (TGC-0078, from 95.2m depth)
- 45.89 g/t Au over 0.9m (TGC-0080, from 23.4m depth)
- 8.00 g/t Au over 4.8m (including 21.05 g/t Au over 0.9m) (TGC-0080, from 47.4m depth)
- 17.73 g/t Au over 1.5m (including 20.98 g/t Au over 0.9m) (TGC-0053, from 56.4m depth)
- 14.13 g/t Au over 1.8m (including 18.64 g/t Au over 1.2m) (TGC-0062, from 67.5m depth)

**Surface Development for 300TPD Pilot Plant**

On June 28, 2023, Company announced an update on construction progress:

- Mine construction is approximately 75% complete.
- Earthworks and concrete works are substantially complete, structural steel is 70% complete.

Mine construction is approximately 75% complete and remains on track for delivery of first gold during the quarter ending December 2023. Earthworks and concrete works are substantially complete, with over 3,500 m<sup>3</sup> of concrete poured to date. Structural steel is 70% complete and is progressing rapidly. All the components required to commission the processing plant are on site and a team of 350 contractors and employees are working together to bring the pilot project towards completion.

**Underground Mine Development**

During the quarter ended June 2023, the Company achieved the following mining physicals:

- Total tonnes mined at 18,280, with 17,217 tonnes of waste and 1,063 tonnes of ore
- Total development meters at 391.6
- Advanced decline by 199.5 meters and vertical development by 18.2 meters

**Completed \$27 million bought deal placement**

On May 11, 2023, the Company completed a bought deal offering of 29,350,000 units at a price of \$0.92 for gross proceeds of \$27,002,000.

**BACKGROUND AND CORE BUSINESS**

Lion One Metals Limited was incorporated on November 12, 1996, under the name X-Tal Minerals Corp. and under the laws of the Province of British Columbia, Canada. On January 28, 2011, the Company executed a reverse takeover of X-Tal by American Eagle Resources Inc. and changed its name to Lion One Metals Limited. Lion One is a reporting issuer in British Columbia and Alberta, with its common shares listed on the TSX Venture Exchange under the symbol "LIO", and a secondary listing of Chess Depository Interests "CDI's" on the Australian Stock Exchange "ASX" under the symbol "LLO". The Company's head office and principal address is 306 – 267 West Esplanade, North Vancouver, BC, V7M 1A5.

The Company's primary asset is the 100% held Tuvatu Gold Project, located 17 km from the Nadi International Airport on the main island of Viti Levu in Fiji. Discovered in 1987, Tuvatu is a high-grade underground gold project situated along the Viti Levu lineament, Fiji's own corridor of high-grade alkaline gold deposits. The Tuvatu resource covers a 5-hectare footprint within the 384 hectare mining lease. The project contains numerous high-grade prospects proximal to Tuvatu, at depth, and up to 1.50 km along strike from the resource area, giving near-term production potential and further discovery upside on one of Fiji's largest and underexplored alkaline gold systems. The Tuvatu Project was acquired by Lion One in 2011 and has over 170,000 meters of drilling completed to date in addition to 2,000 meters of underground development. Concomitant with the mine development plan being undertaken, Lion One continues to pursue aggressive exploration drilling of newly defined feeder targets in proximity to the Tuvatu resource, including the prolific 500 Zone, as well as regional targets within the 6 km Navilawa caldera.

In 2019, the Company purchased all of the drilling equipment from Geodrift, a Fijian drilling company, and also employed several experienced drillers and offsidars from Geodrift. This strategic acquisition ensured the Company has available, cost-effective diamond drilling capabilities by operating these drills "in-house". In 2020-2021, the Company purchased three additional deep capacity diamond drill rigs and contracts a sixth diamond drill rig to accelerate the drilling program, with the capabilities to drill to depths beyond 1,000 meters. In March 2022, the Company purchased two additional deep capacity rigs which were delivered to Fiji in September 2022, which brings the total drill rig fleet to eight rigs.

The Company has encountered multiple high-grade intercepts from its high-grade feeder diamond drill program since 2020, which supports the alkaline gold model and the concept that Tuvatu has high-grade gold mineralization extending and evolving at great depths. The Company will continue this deep hole drill program, up to depths of over 1,000m below the surface, to gain a better understanding of the underlying plumbing system which allowed a conduit for the gold-rich fluids from the base of the crust in that area. Alkaline hosted gold deposits are known to extend to great depths, so there are many areas to explore. The Company is also infill and grade control drilling from surface and underground targeting areas of planned early production with the Phase 1 and 2 infill programs. Additional sampling, resampling and relogging of earlier diamond drill holes is an ongoing project. Trenching, mapping and sampling within the Company's tenement holding is also continuing.

In May 2019, SPL 1512 was issued for the Navilawa tenement for a 5-year term ending in 2024, which for the first time consolidated the ownership of the entire Navilawa mineral complex under a tenement package with the Tuvatu 384.5

hectare SML 62 Mining Lease at its center. A number of access tracks into the Navilawa tenement were completed and sampling of prospective zones continues with numerous additional targets identified to date. The Company has a large pipeline of drilling targets across the Navilawa Caldera and this program will include deep drilling, further geophysics, mapping and sampling, and targeted exploration of other prospects generated.

In 2019, the Company completed a specialized stream sediment sampling program using the BLEG ("Bulk Leach Extractable Gold") technique over the entire project area. The results from that BLEG sampling program indicates an extensive anomalous area within the northern part of the Navilawa caldera. Furthermore, to better define the underlying structural controls that hosts the high-grade vein network in the Navilawa Caldera, an initial controlled source audio-magnetotelluric ("CSAMT") geophysical program was also completed late in 2019. Following the interpretation of this CSAMT program, the deep drilling program was expanded to include targets identified from that survey. The Company also implemented a regional drill program aimed at drill-testing some of the anomalies derived from previous geophysical and geochemical survey results. In 2022-23, the Company carried out a second CSAMT geophysical survey designed to infill and add detail and resolution to the existing CSAMT results. The new CSAMT data will help the Company to identify and refine drill targets underlying those prospects to drill test select targets in the future.

Lion One believes the Tuvatu region can host a deep, high-grade alkaline gold system associated with the interpreted underlying magma chamber beneath the Navilawa Caldera.

#### **Completed \$27 million bought deal placement**

On May 11, 2023, the Company completed a bought deal offering of 29,350,000 units, at a price of \$0.92 per unit for gross proceeds of \$27,002,000. Each unit consists of a common share of the Company and one-half of one common share purchase warrant. Each whole common share warrant, may be exercised to purchase a common share at a price of \$1.25 until November 11, 2025. The Company also issued 1,755,000 non-transferable compensation options ("CO") to the underwriters, each CO is exercisable to purchase a common share at a price of \$0.92 until November 11, 2025.

## **EXPLORATION PROGRAM**

During the quarter ended June 30, 2023, the Company completed 9,667.7 meters of diamond drilling in 56 completed holes, while a further 5 drill holes were still in progress. The Company is undertaking four tiers of drilling for exploration purposes:

### ***Diamond Drilling***

During the quarter ended June 30, 2023, the Company continued its diamond drilling program, where it completed 9,667.7 meters of diamond drilling in 56 completed holes with 5 drill holes still in progress at the end of the quarter. The Company continues to advance its deposit-scale and regional diamond drilling program to demonstrate that the project has the potential to become a multi-million ounces gold camp, consistent with Tuvatu as an example of an alkaline gold mineralizing system. Alkaline gold systems typically have large gold endowments due to their high grade and deep vertical extents. Initially, Lion One intersected high grade gold mineralization in TUDDH493 late in 2019, and then once again returned very high-grade intersections in hole TUDDH500 and its two wedges in mid-2020 thereby discovering the 500 Zone Feeder. On June 6, 2022, the Company announced the discovery of a new major portion of the 500 Zone gold feeder including 20.86 g/t Au over 75.9m, from 443.4 to 519.3m from Hole TUG-141. TUG-141 was the longest high-grade intercept yet recorded at Tuvatu and the Company followed it up with holes TUDDH-601, with 12.22 g/t Au over 54.90m from 576.1-631.0m, and TUDDH608, with 17.52 g/t Au over 23.7m at from 594.5-618.2m.

Predominant vein minerals included a combination of quartz, biotite, potassium-rich feldspar, hydrothermal apatite, epidote, a vanadium-rich hydrothermal mica called roscoelite, characteristic of alkaline gold mineralized systems, as well as late-stage carbonate minerals. Gold occurs as native free Au, as well as in association with pyrite, lesser chalcopyrite, sphalerite, galena, trace tetrahedrite, and minor telluride minerals. The mineral textures observed reflect rapid deposition of gold from a metal-saturated ore-forming colloid or fluid; a process referred to as "flashing". Such rapid gold-deposition can result from sudden pressure drops or a sudden change in physico-chemical conditions which destabilizes the fluid triggering the rapid precipitation of metals, and are known to generate very high grades in epithermal gold systems. Tuvatu is a low-sulphur system, with sulphide minerals accounting for less than 5% overall, and include pyrite (2 generations), lesser marcasite, sphalerite, chalcopyrite, and traces of galena, arsenopyrite, tetrahedrite, and bornite.

Mineralization in hole TUDDH500 and the subsequent holes drilled as follow up to that hole display many diagnostic characteristics of feeder style mineralization from an alkaline gold system. Notably, remarkable vertical extent to the high-grade mineralization, and mineral textures that suggest rapid deposition (skeletal, dendritic crystals) from what was a mineral-saturated to supersaturated fluid. This is encouraging, as it suggests the mineralized system was preserved over an extensive vertical dimension, and that the Company has targeted the right part of the system to find additional mineralization.

The Company continues its four-pronged approach with drilling:

- 1) shallow resource grade control drilling from surface and underground targeting areas of planned early production;
- 2) shallow resource infill drilling from surface targeting areas of planned mid-term production;
- 3) close spaced grade control drilling from below surface for higher resolution in areas targeted for near-term mining;
- 4) regional target areas within the Navilawa caldera, such as the new Lumuni occurrence, Batiri Creek, Matanavatu, or Qalibua occurrences.

Regional drill programs requiring access to remote parts of the Navilawa caldera (SPL1512) were interrupted during the wet season (November to March) but resumed during the dry season beginning in April 2023.

### **Infill/Definition/Grade Control Drilling**

Two phases of infill drilling have been planned at Tuvatu with the aim of infilling areas within the current resource and thus augmenting the data density, to further improve the resolution of the geological model in portions of the deposit scheduled for earliest production. Phase 1 infill drilling began in June 2021 and was completed over Zone 2 in mid-February 2022, adding over 8,400m of new data from drill core, including 7,475m of new drilling and 955m of sampling of previously unsampled historic drill core. Multiple bonanza-grade intercepts have been returned from this program, which is aimed at a thorough re-appraisal of the database in portions of the resource earmarked for earliest production (news release dated February 23, 2022). Following the success of the Phase 1 Program, the Company started the Phase 2 Infill Drill Program in February 2022, which was planned for a total of 8,200m of diamond drilling from both surface and underground. To date, Phase 2 infill drilling has completed approximately 6,200m of drilling or 76% of the originally proposed program.

On May 31, 2022, the Company announced the first 11 holes for the Phase 2 infill program on Zone 5, representing 2,375m of diamond drilling, which include significant new intercepts of high- to bonanza-grade Au mineralization that was not known to occur as part of the existing resource model. The Phase 2 infill drill program, as per Phase 1, was designed to confirm the location, size, and continuity of the known mineralized lodes, in portions of the orebody slated for early production (news release dated May 31, 2022). On September 8, 2022, the Company announced the results from 20 additional drill holes, as part of ongoing Phase 2 infill drilling, including 3,900m of diamond drilling in Zone 5. The additional data outlines high-grade to bonanza-grade mineralized lode swarms less than 100m from surface.

The mineralization from the Phase 2 drilling is a highly significant development, as it represents a substantive addition of Au mineralization at grades well in excess of the average resource grade, intersected at relatively shallow levels in the orebody. As a result, the new high-grade mineralization defined by the ongoing infill drill program can be expected to enhance the early part the production stream and hence the immediate economic viability of Tuvatu.

On April 3, 2023, the Company announced the start of mining at Tuvatu by way of extraction of near-surface, high-grade gold bearing mineralization from the URA1 lode. The URA1 lode discovery, first announced on December 8, 2022 had been defined by diamond drilling and subsequently by underground mapping and chip-channel sampling. By end of March 2023, a total of approximately 30m of strike as well as a 9m rise had been developed along this lode, totaling approximately 475 tonnes of mineralized material extracted. The material extracted from this drive represents the first modern extraction from the Tuvatu deposit, and as such represents a significant milestone for the company.

Grade characteristics of URA1 are consistent with the high-grade nature of Tuvatu, with some of the best drill and underground channel sample intervals summarized below:

#### **Hole ID:**

- TUDDH-621: 27.99 g/t Au over 1.2m from 159.3 to 160.5m
- TUDDH-624: 20.16 g/t Au over 2.1m from 79.1 to 81.2m including
  - 33.04 g/t Au over 1.2m from 79.1 to 80.3 m and 0.3m at 106.99 g/t Au from 79.7 to 80.0m
- TUDDH-086: 9.14 g/t Au over 2.05m from 241.25 to 243.3m, including
  - 18.7 g/t Au over 0.7m from 241.25 to 241.95m

#### **Chip-Channel ID:**

- MD-CH-001: 9.94 g/t Au over 2.5m, including 0.5m at 32.57 g/t Au
- MD-CH-002: 29.02 g/t Au over 1.0m, including 0.5m at 55.12 g/t Au
- MD-CH-005: 15.17 g/t Au over 1.5m, including 0.5m at 41.94 g/t Au
- MD-CH-011: 10.46 g/t Au over 2.5m, including 0.5m at 44.30 g/t Au
- 1155URA1STHOD.02: 14.7 g/t Au over 1.4m, including 29.2 g/t Au over 0.5m
- 1155URA1STHOD.03: 7.57 g/t Au over 2.4m, including 32.89 g/t Au over 0.45m
- 1155URA1STHOD.07: 6.89 g/t Au over 2.7m, including 24.88 g/t Au over 0.5m

In September 2022, the Company commenced a grade control program from underground targeting areas of planned early production from Zones 2 and 5, and to the end of June 2023 had completed a total of 7,067.2m in 69 diamond drill holes, with one additional hole in progress for grade control.

On April 25, 2023, the Company announced the new high-grade results from grade control drilling at Tuvatu. Following on the initial mining and extraction of the URA1 lode, the Company reported new high-grade results from grade control drilling on the URW1 lode system, approximately 120m further east. Strike drive development on URW1 had commenced.

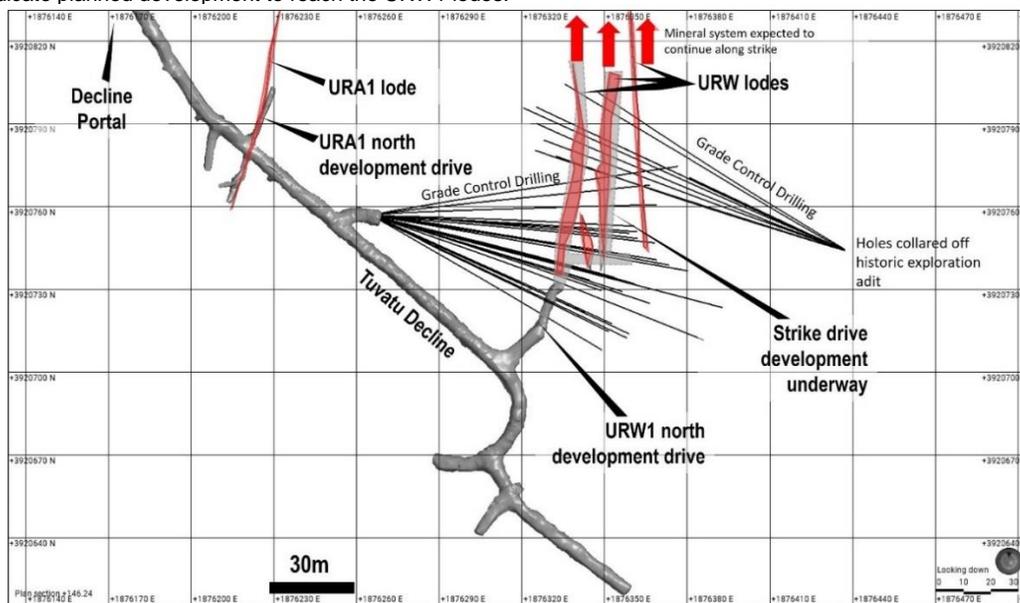
Highlights of new high-grade gold mineralization intersected by grade control drilling:

- 88.07g/t Au over 5.7m (including 1,396g/t Au over 0.3m) (TGC-0034)
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- 14.97g/t Au over 5.4m (TGC-0018)
- 10.85g/t Au over 6.9m (TGC-0013)

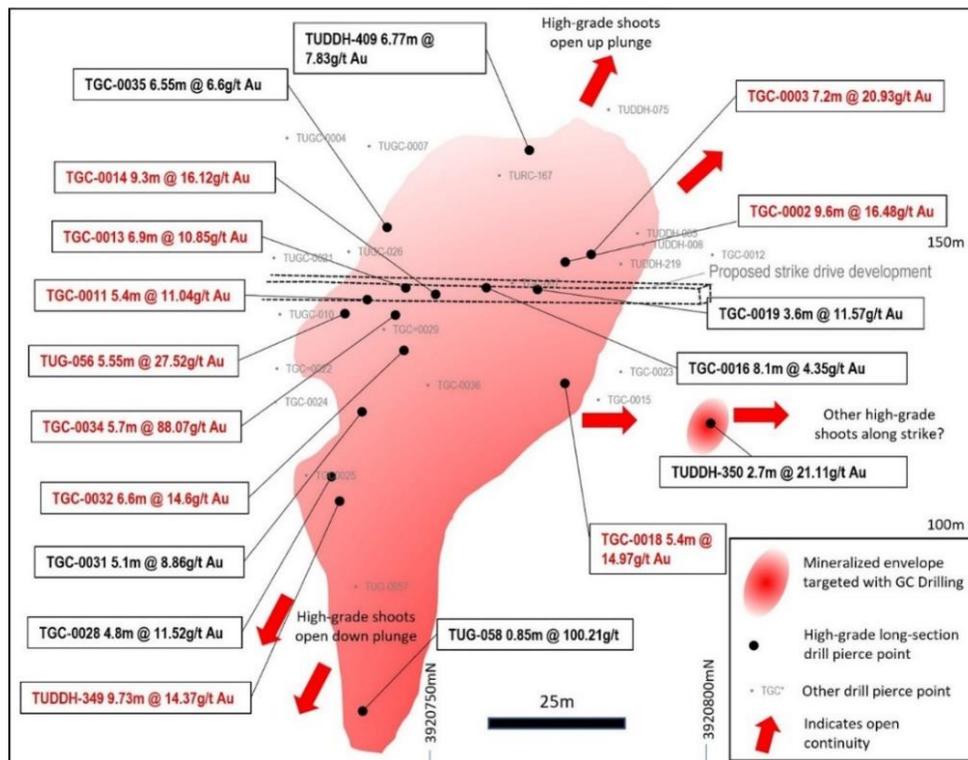
Close spaced grade control drilling has resulted in much higher resolution of the lode arrays as compared to previous infill drilling, including the identification of bonanza grade (>50g/t Au) zones. Visible was gold observed in several drill holes. The tightened drill pattern will facilitate optimized development and extraction of high-grade gold mineralization from the URW1 lodes while minimizing dilution. Grade control drilling on the URW1 lode system has been conducted from underground from both the main decline and the historical exploration decline

The URW1 lode system consists of narrow, high-grade to locally bonanza-grade vein arrays and vein swarms that strike approximately N-S and dip sub-vertically to steeply east and is located approximately 120m east of the URA1 lode (Figure 1). A longitudinal section, the distribution of high-grade intercepts defining the URW1 lodes suggests a possible steep S plunging high-grade shoots (Figure 1)

**Figure 1:** Plan map showing the locations of the URA1 and URW1 lodes (in red) relative to the main Tuvatu decline. The gray outlines indicate planned development to reach the URW1 lodes.



Mineralization consists of abundant free gold, typically in association with light to dark gray chalcedonic quartz and roscoelite, locally accompanied by minor amounts of pyrite, sphalerite, galena and lesser chalcocopyrite.

**Figure 2:** Long section looking west of grade control drilling at URW1. Intersections >5m and 10g/t Au highlighted

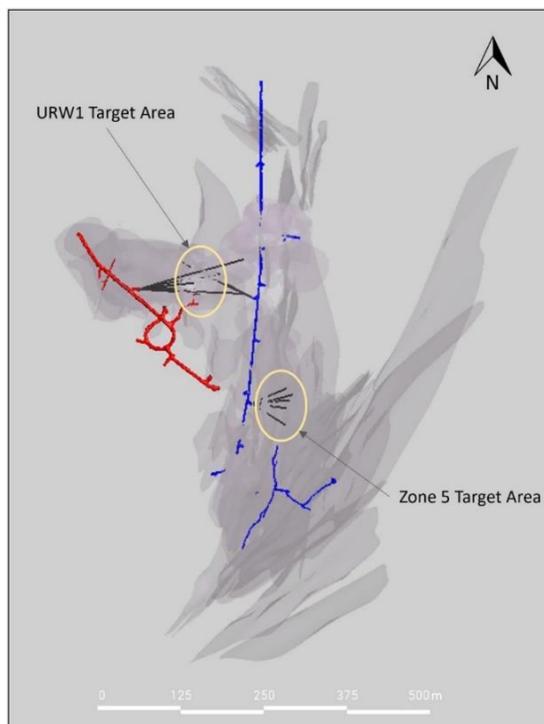
On June 14, 2023, the Company announced the high-grade gold results from ongoing grade control drilling the URW1 lode system as well as the Zone 5 areas.

#### Highlights of new grade control drilling:

- 7.14 g/t Au over 21.6m (including 18.61 g/t Au over 5.1m) (TGC-0042, from 73.6m depth)
- 52.05 g/t Au over 2.1m (including 345.3 g/t Au over 0.3m) (TGC-0042, from 118.0m depth)
- 23.11 g/t Au over 3.6m (including 125.31 g/t Au over 0.3m) (TGC-0040, from 65.4m depth)
- 19.43 g/t Au over 3.3m (including 80.87 g/t Au over 0.6m) (TGC-0051, from 49.5m depth)
- 21.15 g/t Au over 2.7m (including 67.59 g/t Au over 0.6m) (TGC-0047, from 123.3m depth)
- 9.39 g/t Au over 4.2m (including 67.30 g/t Au over 0.3m) (TGC-0050, from 26.7m depth)
- 10.13 g/t Au over 3.9m (including 38.58 g/t Au over 0.6m) (TGC-0043, from 66.3m depth)
- 33.99 g/t Au over 0.9m (including 100.89 g/t Au over 0.3m) (TGC-0045, from 62.1m depth)
- 78.03 g/t Au over 0.3m (TGC-0052, from 40.2m depth)

Assay results are presented here for grade control drilling completed on both the URW1 lode system as well as the Zone 5 area of the deposit, which encompasses the upper portion of lodes UR1, UR2, UR3, UR4, URW2, URW3, URW1A, and UR2A (Figure 3). As reported on May 18, 2023, initial mining of the URW1 lode system has already commenced and grade control drilling is being completed in advance of mining. The Zone 5 area of the deposit is scheduled for mining in early 2024 and thus the grade control drilling in this area is being conducted in anticipation of future mining, as well as to increase the knowledge of the deposit in that area. Additional high-grade intersections peripheral to both the URW1 and the Zone 5 areas are also included in this release as part of the grade control program.

**Figure 3:** Plan View of the Main Tuvatu Deposit with Reported Grade Control Drilling. Plan view image illustrating the location of the most recent grade control drillholes in relation to the Tuvatu lode system. Grade control holes are shown in black, currently modelled mineralized



Grade control drilling is being conducted on 5-10m centers and is designed to provide a much higher resolution of the lode arrays than compared to infill drilling, which is being conducted on approximately 20m centers. This increased resolution provides a much better understanding of the geometry and mineralization of the lodes and helps to optimize mine development and extraction. The grade control drilling program is currently on schedule and the results to date confirm the local understanding of the URW1 and Zone 5 geological models.

The URW1 lode system consists of narrow, high-grade to locally bonanza-grade vein arrays and vein swarms that strike approximately N-S and dip sub-vertically to steeply east. Current modelling suggests that there are multiple separate lodes within the URW1 lode system. The first two of these lodes, URW1a and URW1b, are currently being mined. The URW1 lode system has a current strike length of approximately 300m in the N-S direction, and a vertical extent of approximately 300m.

#### Zone 5 Grade Control Drilling

The Zone 5 area of the Tuvatu deposit consists of the upper portion of a series of closely spaced lode systems. The lode systems targeted by the most recent grade control drilling in Zone 5 are the UR1, UR2, and URW3 lodes. These three lodes are located just east of the historical exploration decline, strike approximately N-S, and dip sub-vertically to steeply east, similar to the URW1 lodes. As currently modelled, the UR1, UR2, and URW3 lodes have vertical extents ranging from approximately 700 m to approximately 900 m, and strike lengths ranging from 300 m to 600 m. All three of the lodes are open both along strike and at depth. Grade control drilling in the Zone 5 area has been conducted from the historical exploration decline and has been designed to target a 60 m strike section within the overall 300 m to 600 m strike length of these lodes.

On August 10 and 15, 2023, the Company announced exceptional high-grade gold results from ongoing infill and grade control drilling.

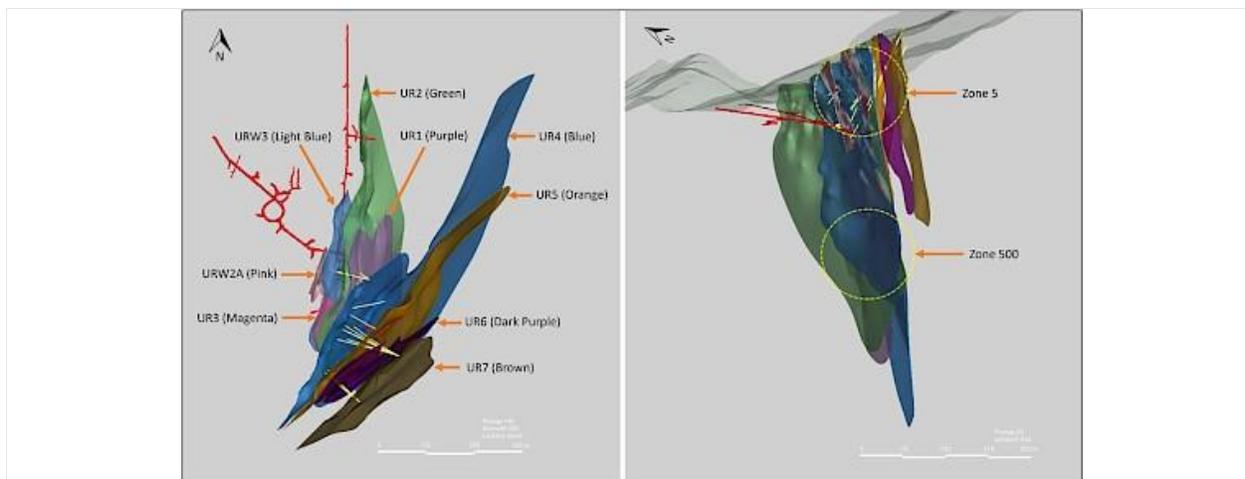
Assay results are presented here for infill and grade control drilling completed in the Zone 5 area of the deposit, which encompasses the near-surface portions of lodes UR1 to UR8, as well as URW2A and URW3. The Zone 5 area of the deposit is scheduled for mining in early 2024. Grade control drilling is being conducted in anticipation of future mining and is therefore focused on the first part of Zone 5 to be mined whereas infill drilling is focused on the parts of Zone 5 scheduled to be mined later. Zone 5 includes the main north-south oriented lodes at Tuvatu (UR1, UR2, and UR3), and represents the upward extension of the Zone 500 feeder zone, which includes intercepts such as 20.86 g/t Au over 75.9 m (TUG-141), 12.22 g/t Au over 54.90m (TUDDH-601), and 17.52 g/t Au over 23.7m (TUDDH-608) (see June 6, 2022, August 15, 2022 and November 7, 2022 news releases). Zone 5 will be the second major part of Tuvatu to

commence mining after mining in the URW1 area began on May 18, 2023. Once Zone 5 is in production, Tuvatu will have two major zones of very high-grade, near surface mineralization developing and producing simultaneously.

Highlights of new Zone 5 drilling:

- 83.47 g/t Au over 6.6m (including 793.24 g/t Au over 0.6m) (TUDDH-643, from 242.7m depth)
- 314.27 g/t Au over 1.8m (including 1,839.55 g/t Au over 0.3m) (TGC-0067, from 48.2m depth)
- 104.00 g/t Au over 0.9m (including 300.47 g/t Au over 0.3m) (TGC-0067, from 53.3m depth)
- 9.96 g/t Au over 6.8m (including 165.95 g/t Au over 0.3m) (TUDDH-653, from 89.5m depth)

**Figure 4: Main Zone at Tuvatu.** Left image: Plan view of Tuvatu identifying the lodes referenced in this report. Right image: Section view looking approximately northeast, showing the location of Zone 5 and Zone 500 relative to the lodes. Drillholes reported in this news release are shown in yellow for visibility.



Zone 5 is located along the main north-south corridor of Tuvatu and represents the shallower portions of the UR lodes, occurring between the surface and the exploration decline. It encompasses a series of closely spaced, narrow, high-grade to locally bonanza-grade vein arrays that strike approximately north-south to northeast-southwest and dip sub-vertically to steeply east. The lodes in the center of the corridor (UR1, UR2, UR3, URW2, URW3) are very closely spaced and strike north-south. They have an east-west width of approximately 75m and a strike length of approximately 600m. The lodes in the east and southeast (UR4, UR5, UR6, UR7, UR8) strike approximately northeast-southwest, are slightly wider spaced, and fan out to the east. They have a northwest-southeast width of approximately 250m and a strike length of approximately 600m (see Figure 4).

The lodes within the main corridor at Tuvatu have a vertical extent in excess of 1,000m and appear to coalesce at approximately 450m depth where they transition to Zone 500 – the very high-grade feeder zone at Tuvatu. Zone 5 is located approximately 250m directly above Zone 500. The results reported in this news release therefore represent high-grade mineralization that is the direct vertical upward extension of the Zone 500 feeder zone. The region between Zone 5 and Zone 500 has only been tested by relatively wide-spaced exploration drilling. The results reported here represent the initial stages of a more systematic infill and locally grade control drilling program in Zone 5, which has a strike length in excess of 300m in the north-south direction and a vertical extent of approximately 250m.

### **Navilawa Tenement and Exploration Program**

In May 2019, SPL 1512 was issued for the Navilawa tenement for a 5-year term renewable in 2024. The tenement area directly adjoins the northern boundary of Lion One's tenements at Tuvatu, which consolidates ownership of the entire Navilawa mineral complex under a contiguous 13,613 hectare tenement package with Tuvatu's 384.5 hectare Mining Lease (SML 62) and mining and processing site, at its center. This is the first time that modern, systematic exploration has been able to be undertaken over the entire area. The Navilawa area has over 10 well defined prospects including the Kingston, Banana Creek, Matanavatu, and Tuvatu North. The most significant historic results returned were surface rock chip samples of 46.30 g/t Au from Banana Creek; 176.27 g/t Au from the Kingston, and 8.50 g/t Au from Tuvatu North. Although little systematic historical exploration has been previously undertaken in the area, a number of prospects have historic workings with short shafts or adits up to 15 meters deep or manual workings on copper- and gold-bearing rocks, as is the case at the Central Ridge prospect. Previous efforts have been primarily focused at Banana Creek, where the Company's team has completed two drill holes totaling 1,458.7m. More recently, work has been focused on the Matanavatu prospect which is approximately half-way between Tuvatu and Banana Creek. Here the Company drilled one hole (TUDDH-553) but was forced to abandon the program after only 188m of drilling due to

extreme wet conditions which rendered the work untenable. The program is scheduled to be resumed during the dry season in 2023.

In June 2022, the Company initiated a major benching program following up on positive results from 2021 along Qualibua creek, by extending a new bench in the Batiri creek area towards Banana creek. On August 29, 2022, the Company announced a new regional high grade gold discovery, the Batiri Creek Vein, located in the Navilawa Caldera 1.8 km northeast of the Tuvatu Alkaline Gold Project. This new regional discovery was made as a result of this benching program, referred to as the Batiri Creek occurrence returning 13.3 g/t Au over 4.0m at surface. The Batiri Vein discovery is credited to the Lion One Fiji exploration team's regional benching and surface sampling program targeting new gold bearing systems in under-explored regions peripheral to Tuvatu in the surrounding Navilawa Caldera.

The new structure is characterized by an intense zone of veining on a lithological contact between monzonite and andesite, with two significant N-S and NE-SW oriented structural intersections. The lithological contact and structural intersections observed in the Batiri Vein are comparable to the lithological contact and structural intersections observed from deep extensional drilling in the 500 Zone below the Tuvatu resource where Lion One reported the longest and highest-grade intercepts yet recovered at Tuvatu, including 20.86 g/t Au over 75.90m from TUG 141 and 12.22 g/t Au over 54.90m including 20.10m @ 23.03 g/t Au from TUDDH 601.

In August 2022, the Company mobilized a drill rig to this occurrence to test the Batiri Creek discovery. A three-hole program was planned with only two holes completed (TUDDH-611 and 614), with a third hole (TUDDH-615) abandoned due to extreme wet conditions. The highlights include 5.04 g/t Au over 0.3m in hole TUDDH-614.

Following the wet season which typically ends in late March-early April, a dedicated mapping/sampling program resumed, aiming to identify additional areas for follow-up by diamond drilling. For 2023, the regional mapping/sampling program commenced late April, and to the end of June, a total of 2,034 regional samples had been added to the database. The regional work from April to July was focused in the Goat Hill, Nasiti Ridge and Ba road areas, north of Navilawa village, as well as in the Wailoaloo area just south of the Upper Qalibua bench.

The best regional sample results during the quarter ended June 30, 2023 include:

- 14.0m at 1.96 g/t Au and 1.2m at 1.21 g/t Au in two separate channels in the Goat Hill access road area;
- 0.6m at 1.65 g/t Au at Wailoaloo, in the Kinikinimaloku creek.

On August 24, 2023, the Company announced the discovery of a new mineralized structure carrying bonanza grade gold 1 km to the north of the company's Tuvatu Alkaline Gold Project and has been named the Lumuni occurrence. The structure is located 1 km north of Tuvatu, approximately along strike from lodes UR1, UR2, and UR3.

Highlights of Lumuni channel sampling:

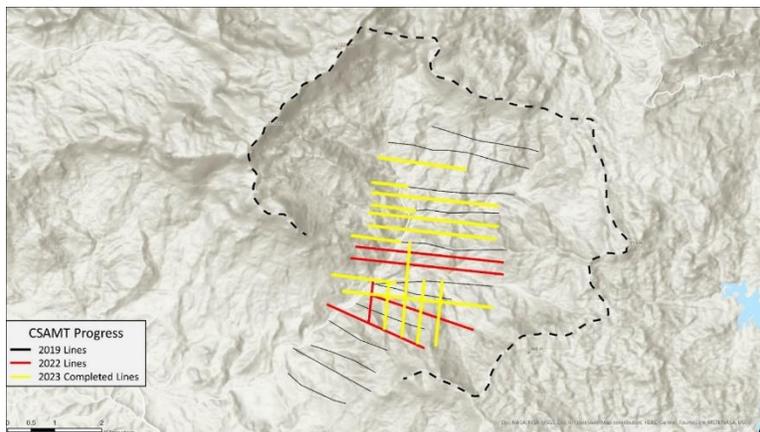
- 66.83 g/t Au over 0.7m (CH3850)
- 48.45 g/t Au over 0.7m (including 92.55 g/t Au over 0.3m) (CH3851)
- 15.18 g/t Au over 1.1m (including 31.25 g/t Au over 0.3m) (CH3849)
- 14.66 g/t Au over 1.1m (including 16.78 g/t Au over 0.7m) (CH3855)
- 17.04 g/t Au over 0.6m (including 30.59 g/t Au over 0.3m) (CH3853)
- 10.30 g/t Au over 0.9m (including 13.89 g/t Au over 0.6m) (CH3852)

The continuity of the high-grade material is notable including the fact that a traceable lode of high to very-high grade material can be followed along at surface. Moreover, the high-grade samples coincide with a steeply dipping resistivity low is compelling as it provides the Company with immediate drill targets to pursue. The Company will now add Lumuni to our growing list of high-priority regional exploration targets.

### **CSAMT survey**

On June 20, 2023, Company announced that it has completed the CSAMT and the 2022-2023 CSAMT survey was designed to complement the 2019 survey by adding infill and extension lines to the previous survey area. The 2019 survey was moderate to widely spaced, with line spacing ranging from 300 m to 800 m, and station spacing every 100 m. Line and station spacing has improved significantly across the Navilawa Caldera following the 2022-2023 CSAMT survey, with line spacing ranging from 100 m to 400 m, and station spacing only 50 m apart on all new lines (Figure 5). The increased line and station density will provide greater resolution across the property and will assist in refining and generating new drill targets in the caldera.

**Figure 5:** Location of 2019-2023 CSAMT Survey Lines; black lines completed in 2019; red lines completed in 2022; yellow lines completed in 2023.



The 2022-2023 CSAMT survey was conducted by Zonge Engineering and Research Organization of Adelaide, Australia. The 2022-2023 CSAMT survey was originally planned for 2021 but was delayed by the COVID-19 pandemic. The 2022 portion of the survey was completed on October 8, 2022 and the 2023 portion was completed on June 10, 2023. A total of 33 line-km were surveyed, with 11 km completed in 2022 and 22 km completed in 2023. In addition to the 22.5 line-km surveyed in 2019, Lion One has now surveyed a total of 55.5 line-km of CSAMT across the Navilawa Caldera. Notably, the 2022-2023 survey included 5 survey lines oriented north-south across the main Tuvatu deposit, providing a high-density grid of coverage across the Tuvatu area. This will provide high-quality resistivity data for the Tuvatu deposit and all near-mine exploration targets, such as the West Zone.

Lion One has also identified numerous regional prospects throughout the Navilawa Caldera, with multiple surface samples returning grades of over 100 g/t Au. One of the goals of the 2022-2023 CSAMT survey was to improve coverage and understanding of the structural architecture underlying these prospects, some of which are located on the edge of the 2019 survey lines where results can be less reliable. The 2022-2023 infill and extension lines will dramatically improve survey resolution and reliability in these areas and will help refine drill targets underlying those prospects.

### **Surface Development for 300 TPD Pilot Plant**

Construction of the processing plant foundation started in September 2022.

During the quarter ended on June 30, 2023, all the 300 TPD pilot processing plant equipment and structural steel have been shipped to the site laydown yard and the purchase orders have also been issued for first draw consumables and spare parts.

On June 28, 2023, Company announced an update on construction progress:

- Mine construction is approximately 75% complete.
- Earthworks and concrete works are substantially complete, structural steel is 70% complete.

Mine construction is approximately 75% complete and remains on track for delivery of first gold during the quarter ending December 2023. Earthworks and concrete works are substantially complete, with over 3,500 m<sup>3</sup> of concrete poured to date. Structural steel is 70% complete and is progressing rapidly. All the components required to commission the processing plant are on site and a team of 350 contractors and employees are working together to bring the project towards completion.

During the quarter ended June 30, 2023, the Company advanced the construction of the spillway, shaping of pond batters, foundation drain installation within the pond basin, excavation of south diversion channel (SDC) hilltop batters, and filling of zone A and zone B material at the embankment area continue to progress. The target is to have the spillway and pond basin ready for HDPE liner installation set for later this summer.

As at June 30, 2023, the majority of the processing plant foundation works have been completed allowing for steel erection and equipment installation to progress. Steel structure installation at the crusher and screening area along with belt corridors have been completed. Other installation works completed are the thickener, fine ore bin and electrowinning warehouse steel structures. Steel fabrication of fine ore bin and seven leaching tanks, process water tank, and buffer tank of filter presses were also completed and lifted to their respective positions. Major concrete work pending is the gold room and filter press which is currently being prioritized and scheduled to be completed by the end

of September. Power plant foundations at the processing plant and mining plant have been completed, genset and distribution room units are to be installed in July.

During the quarter ended June 30, 2023, the following works were completed:

Concrete works:

- Processing plant distribution room foundation: Poured concrete for raft slab and pedestals. Commenced pre-tying of tie-beams.
- Diesel generator: Poured concrete for raft slab and pedestals.
- 11KV power distribution room foundation: Poured concrete for raft slab and pedestals.
- Diesel generator power station for mine operation: Foundation and tie-beam concreting completed.
- Buffer tank for filter press: Foundation completed.
- Filter Press: Completed remaining five concrete columns and commenced fastening rebars for the sump.
- Gravity & leaching circuit foundation: Poured concrete for intensive leaching foundations and SJ-3 footings. Backfilled and compacted excavated areas. Ground slab concrete around the ball mill area is completed.

Processing Plant Installation:

- Crusher/Screening Area: All crushing plant steel structure and equipment are installed. Conveyor belt #1 to #3 installation completed. Cable tray installation in progress. Base plate grouting in progress. Roller belt installation completed.
- Fine Ore Bin: Bin platform assembly and installation has been completed. Fabrication of fine ore bin completed and installed to its position. Guard railing fabrication and checkered plates installation completed above the fine ore bin. Installed 3 chutes and a discharge hopper for the fine ore bin.
- Milling, gravity & intensive leaching circuits: Ball mills are in place. Steel structure platform installation completed.
- Cyanide leaching system: Fabrication and installation of the seven leaching tanks have been completed and lifted to their position. The two cyanide detox tanks are currently under fabrication.
- Leaching thickeners: Thickener steel structure installation completed. Fabrication of thickener main body is in progress.

Buildings:

- Leaching reagent warehouse: wall cladding near complete, window installation complete. Gutter and stormwater pipe installation complete.
- Electrowinning building: Steel structure installation complete. Wall cleats, purlins, and roofing iron installation complete.
- Gold room: Ground floor tie-beam and suspended floor slab concreting complete. Construction and concreting of second floor columns in progress.
- Tailings reagent warehouse: Wall cladding and window installation complete. Floor concreting complete.

TSF Construction:

- Bulk excavation and shaping at TSF northern and dam basin batters continued and shaping of TSF spillway batters continues.
- Bulk excavation at south diversion channel hilltop and batters are on-going
- Rock breaking was carried out at TSF spillway, broken rocks were carted to stockpile.
- Filling TSF embankment area continued as Zone A & B levels reached 111.8m for stage 1 tailings dam.

Subsequent to the June Quarter 2023 end, the following activities are planned for the second half of 2023:

- Complete gold room building construction.
- Complete filter press foundation and miscellaneous concrete work.
- Complete installation of equipment at the crusher/screening areas, ball mill, Sepro gravity and intensive leaching systems, leaching reagent addition warehouse, cyanide detox reagent addition warehouse, EW workshop, and filter press.
- Complete and commission power plants for both processing plant and mining operation.
- Start up and commission each system of processing plant equipment.
- Continue miscellaneous civil and concrete works.
- Complete TSF spillway and shaping of TSF pond.
- Complete HDPE liner installation at the TSF spillway and TSF pond.

### Underground Mine Development

During the quarter ended June 30, 2023, the Company mined 18,280 tonnes, with 17,217 tonnes of waste and 1,063 tonnes of ore and achieved total development meters of 391.6. The decline was advanced by 199.5 meters and vertical development by 18.2 meters.

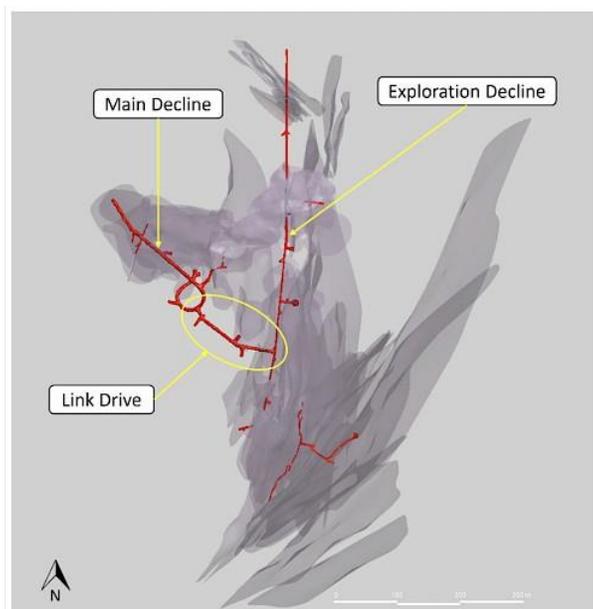
- Total tonnes mined at 18,280, with 17,217 tonnes of waste and 1,063 tonnes of ore
- Total development meters at 391.6
- Advanced decline by 232 meters and vertical development by 18.2 meters

During the quarter ended June 30, 2023, the underground mining of the URA1, URW1a and URW1b lodes continued. The main decline has reached a vertical depth of 99.4m below surface and a total length of 344m from the mine portal. The link drive connecting the main decline to the historical exploration decline has been completed and measures 140m from the junction with the main decline to the junction with the historical exploration decline. The link decline was driven from the main decline to the exploration decline and broke through the exploration decline on June 21, 2023.

The completion of the link drive is a major milestone in the development of the mine as it enables the Stage 1 primary ventilation system to be installed. The Stage 1 primary ventilation system consists of four 55KW exhaust fans that are being installed at the entrance to the historical exploration decline, and which will provide ventilation throughout the mine. The Stage 1 primary ventilation system will provide sufficient ventilation to mine all the way down to the 500 zone, which is part of the high-grade feeder zone underlying Tuvatu and which comprises a major component of the mine plan. The completion of the link drive also enables mineralized lodes to be mined both from the historical exploration decline as well as from the main decline, thereby increasing the number of faces available to mine and adding considerable flexibility to the mining operations. In addition to the link drive and ventilation system, a high voltage power plant and an underground compressor are also being installed to support underground mining operations.

The Company advises that it has not based its current mine development plan on a feasibility study of mineral reserves, demonstrating economic and technical viability, and, as a result, there may be an increased uncertainty of achieving any particular level of recovery of minerals or the cost of such recovery, including increased risks associated with developing a commercially mineable deposit.

**Figure 6:** Location of link drive in relation to the main decline and the historical exploration decline. Mineralized lodes are shown in transparent grey. Connecting the main decline to the exploration decline enables the Stage 1 primary ventilation system to be installed and enables mining of the lodes accessed through the exploration decline.



**EXPLORATION AND EVALUATION ASSETS*****Tuvatu Gold Project, Viti Levu***

The Company's primary asset is the Tuvatu Gold Project located near Nadi on the island of Viti Levu, Fiji. The Tuvatu Gold Project has been fully permitted for development, construction and mining by the Government of Fiji with the grant of a Special Mining Lease (SML 62) in 2015. In June 2022, the Ministry of Environment of Fiji approved the Environmental Impact Assessment (EIA) update. The Company has also submitted its Rehabilitation and Closure Plan for the operation. The Company signed a 21-year Surface Lease agreement with local landowners and the iTaukei Land Trust in 2014 and the SML has been granted for a term of ten years provided the Company complies with the terms of the lease. In August 2022, the SML 62 was extended for an additional 10 years ending to February 28, 2035. Extensions to the term can be applied subject to the terms of the lease and the Mining Act.

SML 62 is a designated area within the original boundaries of the Company's SPL's 1283 and 1296. SML 62 provides exclusive rights for the potential development, construction, and operation of mining, processing, and waste management infrastructure at Tuvatu. The Mining Lease area covers 384.5 hectares and contains all of the current NI 43-101 resource and multiple high-grade prospects in the southern part of the Navilawa Caldera. The Tuvatu camp is located 16 km by road from the Lion One Fiji head office adjacent to the International Airport in Nadi, and 35 km from the Port of Lautoka.

The Company holds four exploration licenses (SPL's) for the Tuvatu properties. Under the terms of the SPL's, the Company is required to spend a minimum threshold of expenditures on each of the licenses. In March 2022, the Company received the renewal application for SPL 1465 for a three-year period ending on March 4, 2025.

SPL	Issued	Expiry Date	Bond (Fijian \$)	Bond (Canadian \$)	Expenditure Requirement (Fijian \$)	Expenditure Requirement (Canadian \$)
1283	Aug. 24, 2020	Aug. 23, 2025	158,180	93,251	1,400,000	852,332
1296	Aug. 24, 2020	Aug. 23, 2025	158,180	93,251	1,600,000	943,237
1465	Mar. 5, 2022	Mar. 4, 2025	67,979	40,075	679,789	400,751
1512	May 14, 2019	May 13, 2024	633,223	373,299	15,333,305	9,039,336

***Mineral Resources***

The Mineral Resource models and estimates, and the site visit were conducted by Mr. Ian Taylor, B.Sc. (Hons), G.Cert. Geostats, M.AusImm (CP) (Qualified Person [QP]) of Mining Associates Pty Ltd. ("MA"). The Mineral Resource estimate was completed in January 2018 following the completion of the 2016-2017 diamond drilling program and field exploration. This Mineral Resource estimate does not include the 2019-2023 diamond drilling programs. The Mineral Resource has been estimated for each vein individually using Ordinary Kriging (OK) of width and grade, the latter using accumulations, into a three-dimensional (3D) block model. The Mineral Resource has been estimated for each vein individually based on the current drill hole database, historic block models, and geological wireframes. The effective date for the Mineral Resource estimate is January 8, 2018 (See sensitivity of Mineral Resource to cut-off grade in table below).

Cut off (g/t Au)	Indicated Resource			Inferred Resource		
	Tonnes	g/t Au	oz Au	Tonnes	g/t Au	oz Au
2.0	1,283,000	7.2	296,400	1,822,000	7.2	423,300
<b>3.0</b>	<b>1,007,000</b>	<b>8.5</b>	<b>274,600</b>	<b>1,325,000</b>	<b>9.0</b>	<b>384,000</b>
5.0	687,000	10.60	234,300	788,000	12.5	317,500

On April 29, 2022, the Company published a National Instrument ("NI") 43-101 Preliminary Economic Assessment Update (the "Report" or the "PEA") for the Tuvatu Gold Project ("Tuvatu") as prepared by independent consultants. The reader is cautioned that the Report includes the use of Inferred Mineral Resources, which are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as Mineral Reserves, and as such, there is no certainty the economic results presented in the Report will be realized. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The Report is based on low accuracy level technical and economic assessments and is insufficient to support estimation of mineral reserves or to provide assurance of an economic development case at this stage; or to provide certainty that the conclusions of the Preliminary Economic Assessment will be realized. The PEA is filed on the Company's profile at [www.sedar.com](http://www.sedar.com).

Expenditures incurred on the Fiji properties are as follows:

	June 30, 2021	Additions	June 30, 2022	Additions	June 30, 2023
Acquisition costs	\$ 21,915,063	\$ -	\$ 21,915,063	\$ -	\$ 21,915,063
Camp costs and field supplies	1,669,927	404,544	2,074,471	3,861,858	5,936,329
Consulting fees	4,183,406	863,669	5,047,075	4,017,388	9,064,463
Depreciation	2,119,877	906,196	3,026,073	2,171,249	5,197,322
Development, dewatering, geology and environmental	3,741,133	2,130,822	5,871,955	20,328,082	26,200,037
Drilling	6,152,355	706,078	6,858,433	1,717,199	8,575,632
Fiji office administration	6,587,882	1,306,926	7,894,808	5,052,196	12,947,004
Permitting and community consults	1,531,738	541,157	2,072,895	715,145	2,788,040
Site works and road building	4,309,633	405,960	4,715,593	184,249	4,899,842
Salaries and wages	10,218,501	1,049,770	11,268,271	4,666,404	15,934,675
Sample preparation, assaying	2,686,190	1,007,668	3,693,858	1,586,419	5,280,277
Technical reports	1,406,565	149,457	1,556,022	335,774	1,891,796
Travel	1,366,842	149,660	1,516,502	837,843	2,354,345
Vehicle and transportation	1,596,270	805,404	2,401,674	634,424	3,036,098
Write-off of exploration assets	(771,648)	-	(771,648)	-	(771,648)
Capitalized finance cost	-	-	-	1,412,422	1,412,422
Cumulative foreign currency translation adjustment	(2,218,711)	(1,514,371)	(3,733,082)	351,170	(3,381,912)
	\$ 66,495,023	\$ 8,912,940	\$ 75,407,963	\$ 47,871,821	\$ 123,279,784

A full tenement listing is provided in Schedule "A" at the end of this MD&A.

### Selected Annual Information

	2023	2022	2021
Interest income	\$ 1,147,124	\$ 366,340	\$ 462,827
Net loss	2,909,551	2,508,953	4,231,362
Net loss per share	0.02	0.02	0.03
Comprehensive loss	2,528,625	4,679,366	6,755,798
Comprehensive loss per share	0.02	0.03	0.05
Working capital	45,424,078	36,645,040	57,892,384
Exploration and evaluation assets	123,279,784	75,407,963	66,495,023
Total assets	208,116,895	131,275,674	134,290,897

The difference between net and comprehensive loss over the periods presented is attributed to the foreign exchange translation on the Company's long-term assets denominated in Fijian and Australian dollars.

**Selected Quarterly Results**

	June 30, 2023	March 31, 2023	December 31, 2022	September 30, 2022
Total assets	\$ 208,116,895	\$ 182,661,161	\$ 147,640,714	\$ 147,162,124
Exploration and evaluation assets	123,279,784	107,873,845	95,845,120	84,781,639
Property and equipment	30,998,185	14,493,079	14,420,998	11,782,254
Working capital	45,424,078	37,135,946	20,861,205	32,337,138
Interest income	757,612	259,126	219,863	169,649
Net gain (loss) for the period	339,941	(968,786)	(782,767)	(1,238,814)
Comprehensive gain (loss) for the period	(3,162,743)	(1,050,924)	1,249,957	612,072
Basic and diluted loss per share	0.00	(0.01)	(0.00)	(0.01)

	June 30, 2022	March 31, 2022	December 31, 2021	September 30, 2021
Total assets	\$ 131,275,674	\$ 133,027,838	\$ 133,185,950	\$ 134,059,118
Exploration and evaluation assets	75,407,963	73,635,449	71,137,848	69,000,349
Property and equipment	10,294,938	9,693,494	8,497,529	7,284,898
Working capital	36,645,040	43,308,352	49,997,294	54,206,890
Interest income	119,254	49,419	87,206	110,461
Net loss for the period	(545,663)	(809,577)	(779,448)	(374,265)
Comprehensive loss for the period	(2,465,557)	(764,120)	(1,268,369)	(181,320)
Basic and diluted loss per share	(0.01)	(0.01)	(0.00)	(0.00)

The focus of the Company over the periods presented has been the exploration and development of its Fijian exploration and evaluation assets. The Company raised \$40 million gross proceeds in August 2020 from a private placement and \$17 million from warrants exercised in October 2020. With the additional equity raised in 2020, the Company accelerated the development of Tuvatu project resulting in increases in exploration and evaluations assets and property and equipment, offset by declines in working capital. The Company also completed a \$13 million private placement in September 2022, a \$33 million financing in February 2023 (comprised of \$30 million Tranche 1 loan facility and completion of \$3 million private placement), and \$27 million financing in May 2023, which has increased the total assets and working capital of the Company. Interest income has risen since March 2022 due to raising interest rates and purchase of guaranteed investment certificates from equity raises and loan facility proceeds. From July 2021 to June 2023, the Company has used the proceeds from the private placements and loan facility and incurred cash outflows of \$46 million on exploration and evaluation assets, \$28 million on property and equipment, and \$8 million on operating activities. The differential between net and comprehensive loss in each period reflects the translation adjustment of the assets and liabilities of the Company's subsidiary, Lion One PTE Limited, which is denominated in Fijian dollars.

**Results of Operations for the year ended June 30, 2023 compared to 2022**

The comprehensive loss for the year ended June 30, 2023 was \$2,528,625 (2022 – loss of \$4,679,366). Significant changes to the comprehensive loss are explained as follows:

- Investor relations increased by \$203,351 to \$756,754 (2022 - \$553,403) due primarily to increase in head count, increased attendance at investor conferences coupled with in person conferences and market awareness program compared to virtual attendance in prior year period.
- Office and administrative expenses increased by \$383,842 to \$845,274 (2022 - \$461,432) due to increase in head count at corporate office and higher level of corporate activities in the current period.
- Professional fees increased by \$162,808 to \$583,729 (2022 - \$420,921) primarily due higher legal fees and fees related to financial statement quarterly review engagements initiated in 2022.
- Share-based payments expense increased to \$1,439,910 (2022 - \$870,576) due to the employee stock options granted in September 2022.
- Travel expense increased to \$179,611 (2022 - \$41,575) primarily due to increase in number of trips with higher level of corporate activities in the current period compared to prior year period.
- During the year ended June 30, 2023, the Company recognized a foreign exchange translation gain of \$380,926 on its net assets denominated in Fijian dollars reflecting a strengthening of the Fijian dollar against the Canadian dollar since June 30, 2022. A foreign exchange translation loss of \$2,170,413 was recognized in the comparative period.

**Results of Operations for the three months ended June 30, 2023 compared to 2022**

The comprehensive loss for the three months ended June 30, 2023 was \$3,339,730 (2022 – \$2,465,557). Significant changes to the comprehensive loss are explained as follows:

- Investor relations increased by \$19,644 to \$157,402 (2022 - \$137,758) due primarily to increase in head count.
- Licenses, dues and insurance increased by \$13,488 to \$52,558(2022 - \$39,070) due to higher insurance premiums in the current period.
- Office and administrative expenses increased by \$179,542 to \$287,758 (2022 - \$108,216) due to increase in head count and higher level of corporate activities in the current period.
- Professional fees increased by \$88,048 to \$184,293 (2022 - \$96,245) primarily due to higher legal fees and fees related to financial statement quarterly review engagements initiated in 2022.
- During the three-month period ended June 30, 2023, the Company recognized a foreign exchange translation loss of \$3,420,546 on its net assets denominated in Fijian dollars reflecting a weakening of the Fijian dollar against the Canadian dollar since March 31, 2023. A foreign exchange translation loss of \$1,919,894 was recognized in the comparative period.

**Cash flows for the year ended June 30, 2023 compared to 2022**

Cash, cash equivalent and short-term investments have increased by \$9,644,599 to \$45,394,370 at June 30, 2023 from a balance of \$35,749,771 as at June 30, 2022.

Cash outflows from operating activities increased by \$2,897,365 to \$5,620,795 (2022 – \$2,723,430). This is primarily due to the increase in prepaid expenses and build up in VAT receivables compared to prior year period.

Cash outflows from investing activities increased by \$45,524,089 to \$60,090,435 (2022 - \$14,566,346) due to increase in purchases of mining and process plant equipment and a higher level of Tuvatu Gold Property exploration and evaluation activities in the current year period and the purchase of \$5,000,000 guaranteed investment certificates (GICs) in the current year.

Cash inflows from financing activities included \$69,711,770 due to net cash proceeds on February 2023 Tranche 1 - loan facility and equity raise and net cash proceeds from the September 2022 and May 2023 bought deals, (2022 – \$37,500 inflow) and \$180,000 cash outflows from lease liability payments (2022 - \$180,000 outflows).

## Financial Position

Cash, cash equivalents and short-term investments have increased by \$9,644,599 to \$45,394,370 as at June 30, 2023 from a balance of \$35,749,771 as at June 30, 2022, due primarily to \$12,151,641 net cash from September 2022 bought deal equity financing, \$29,892,900 net cash from Tranche 1 - loan facility and \$2,687,800 from equity financing from lender, and \$24,979,429 net cash from May 2023 bought deal equity financing, offset by expenditures on exploration and evaluation assets and property and equipment purchases including deposits for equipment during the current period.

Shareholders' equity increased by \$45,001,182 to \$175,051,261 (June 30, 2022 – \$130,050,079) primarily due to the September 2022 bought deal equity financing, February 2023 equity financing from lender, and share-based payments expense for stock options and May 2023 bought deal equity financing.

## LIQUIDITY AND CAPITAL RESOURCES

As at June 30, 2023, the Company had a working capital of \$45,424,078 including cash and cash equivalents and short-term investments of \$45,394,370 as compared to working capital of \$36,645,040 including cash, cash equivalents and short-term investments of \$35,749,771 as at June 30, 2022. The Company believes it has adequate financial resources for the next twelve months. Being in the exploration and development stage, the Company does not have revenue from operations, and relies on equity and debt financing for its continuing financial liquidity.

Management cautions that the Company's ability to raise further funding is not certain. Additional funds will be required in order to pursue the Company's current exploration and development plans. Many factors influence the Company's ability to raise funds, including the health of the resource market, the climate for mineral exploration investment, the Company's track record, and the experience and caliber of its management. Actual funding requirements may vary from those planned due to a number of factors, including the progress of exploration and development activities. Management believes it will be able to raise equity capital as required in the long term, but recognizes there will be risks involved that may be beyond their control.

## CRITICAL ACCOUNTING ESTIMATES

The Company's accounting policies are described in Notes 2 and 3 of its consolidated financial statements for the year ended June 30, 2023. The preparation of the condensed consolidated interim financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year. Actual results could differ from these estimates. Management considers the following estimates to be the most critical in understanding the judgments and estimates that are involved in the preparation of the Company's consolidated financial statements and the uncertainties that could impact the results of operations, financial condition and cash flows:

### *Functional currency*

The functional currency of each of the subsidiaries and the Company were assessed to determine the economic substance of the currency in which each entity performed its operations. The functional currency of the Company is the Canadian dollar. The functional currencies of the Company's subsidiaries have been assessed and incorporate the Canadian dollar, Fijian dollar and Australian dollar as detailed in Note 2 of the condensed consolidated interim financial statements for the year ended June 30, 2023.

### *Impairment of non-current assets*

The carrying value and recoverability of exploration and evaluation assets and property and equipment requires management to make certain estimates, judgments and assumptions about its project. Management considers the economics of the project, including the latest resource prices and the long-term forecasts, and the overall economic viability of the project.

### *Income taxes*

The determination of income tax is inherently complex and requires making certain estimates and assumptions about future events. While income tax filings are subject to audits and reassessments, the Company has adequately provided for all income tax obligations. However, changes in facts and circumstances as a result of income tax audits, reassessments, jurisprudence and any new legislation may result in an increase or decrease in the Company's provision for income taxes.

*Equity measurements*

Share-based payments are subject to estimation of the value of the award at the date of grant using pricing models such as the Black-Scholes option valuation model. The option valuation model requires the input of highly subjective assumptions including the expected share price volatility.

**PROPOSED TRANSACTIONS**

Other than as disclosed elsewhere in this document, the Company does not have any proposed transactions.

**FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS**

Financial instruments of the Company comprise of cash, cash equivalents, short term investments, receivables, deposits, accounts payable and accrued liabilities and lease liability. The carrying values of these financial instruments do not materially differ from their fair values due to their ability for prompt liquidation or their short terms to maturity.

*Credit risk*

Credit risk is the risk of potential loss to the Company if the counterparty to a financial instrument fails to meet its contractual obligations. The Company's credit risk is primarily attributable to its liquid financial assets including cash, cash equivalents, short-term investments and receivables. The Company limits exposure to credit risk on liquid financial assets through maintaining its cash, cash equivalents, short-term investments with high-credit quality financial institutions. Receivables mainly consist of Goods and Services Tax ("GST") receivable from the Government of Canada, GST receivable from the Government of Australia, and Value Added Tax receivable from the Government of Fiji. The Company has not had issues with respect to collectability of these amounts and believes that the credit risk concentration with respect to receivables is minimal.

*Liquidity risk*

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with its financial liabilities. The Company will raise funds for future use from equity financings and other methods as contemplated by management to satisfy its capital requirements and will continue to depend heavily upon these financing activities. All of the Company's current financial liabilities have contractual maturities of 30 days or due on demand and are subject to normal trade terms. As at June 30, 2023, the Company had a working capital of \$45,424,078.

*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. The Company does not have a practice of trading derivatives.

## a) Interest rate risk

The Company has cash balances, investment-grade short-term deposit certificates issued by its banking institution and long-term debt under the loan facility. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks. Advances under the loan facility will bear interest at the 3 month SOFR +8% for Tranche 1 and +10% for Tranche 2/3. The Company manages this risk by monitoring fluctuations in SOFR and in the event 3-month SOFR is in excess of 5%, the Company has the option to pay that portion of the interest attributable to Term SOFR that exceeds 5% by issuing shares of the Company subject to the approval of the TSXV.

## b) Foreign currency risk

The Company's property exploration work occurs in Fiji and is conducted in Canadian dollars and Fijian dollars. A portion of the Company's financial assets (liabilities) and other assets are denominated in US dollars and Australian dollars. As such, the Company is exposed to foreign currency risk in fluctuations.

## c) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. The Company closely monitors commodity prices to determine the appropriate strategic action to be taken by the Company.

## RISK FACTORS

Prior to making an investment decision, investors should consider the investment risks set out in the Annual Information Form ("AIF"), located on SEDAR at [www.sedar.com](http://www.sedar.com), which are in addition to the usual risks associated with an investment in a business at an early stage of development. The directors of the Company consider the risks set out in the AIF to be the most significant to potential investors in the Company, but are not all of the risks associated with an investment in securities of the Company. If any of these risks materialize into actual events or circumstances or other possible additional risks and uncertainties of which the Directors are currently unaware, or which they consider not to be material in relation to the Company's business, actually occur, the Company's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of the Company's securities could decline and investors may lose all or part of their investment.

## INTERNAL CONTROLS OVER FINANCIAL REPORTING

### Disclosure Controls and Procedures ("DC&P")

The Company has established disclosure controls and procedures to ensure that information disclosed in this MD&A and the related condensed consolidated interim financial statements was properly recorded, processed, summarized and reported to the Company's Board and Audit Committee. The Company's certifying officers conducted or caused to be conducted under their supervision an evaluation of the disclosure controls and procedures as required under Canadian Securities Administration regulations, as at March 31, 2023. Based on the evaluation, the Company's certifying officers concluded that the disclosure controls and procedures were effective to provide a reasonable level of assurance that information required to be disclosed by the Company in its annual filings and other reports that it files or submits under Canadian securities legislation is recorded, processed, summarized and reported within the time period specified and that such information is accumulated and communicated to the Company's management, including the certifying officers, as appropriate to allow for timely decisions regarding required disclosure.

It should be noted that while the Company's certifying officers believe that the Company's disclosure controls and procedures provide a reasonable level of assurance and that they are effective, they do not expect that the disclosure controls and procedures will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

### Control over Financial Reporting ("ICFR")

The Company's certifying officers acknowledge that they are responsible for designing internal controls over financial reporting, or causing them to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

#### *Limitations of Controls and Procedures*

The Company's management, including the Chief Executive Officer and Chief Financial Officer, believe that any disclosure controls and procedures or internal controls over financial reporting, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any systems of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

## BALANCE SHEET ARRANGEMENTS

At June 30, 2023, the Company had no material off balance sheet arrangements such as guarantee contracts, contingent interest in assets transferred to an entity, derivative instruments obligations or any obligations that trigger financing, liquidity, market or credit risk to the Company.

**RELATED PARTY TRANSACTIONS**

The condensed consolidated interim financial statements include the financial statements of Lion One Metals Limited and its 100% owned subsidiaries American Eagle Resources Inc. (Canada), Laimes International Inc. (BVI), Auksas Inc. (BVI), Lion One Limited (Fiji), Lion One Australia Pty Ltd. (Australia) and Piche Resources Pty Ltd. (Australia).

Key management personnel comprise of the: Chief Executive Officer, Managing Director, Chief Financial Officer, Chief Operating Officer, Senior Vice President Exploration and Vice President, Corporate Secretary of the Company, members of the Board of Directors and related companies. The remuneration of the key management personnel is as follows for the year ended June 30:

	2023	2022
Payments to key management personnel:		
Cash compensation expensed to management fees, professional fees, investor relations, director fees and consulting fee	\$ 981,879	\$ 578,584
Cash compensation capitalized to exploration and evaluation assets	533,927	545,139
Share-based payments	1,719,254	943,069

During the year ended June 30, 2023, the Company paid \$180,000 (2022 - \$180,000) in rent to Cabrera Capital Corp. ("Cabrera"), a company controlled by Walter Berukoff, the CEO and director of the Company. As at June 30, 2023, the Company had a payable of \$Nil (June 30, 2022 - \$Nil) due to Cabrera and a lease liability of \$549,197 (June 30, 2022 - \$130,608) due to Cabrera equal to the present value of office space lease payments over the term of the lease.

The Company had a management and corporate services agreement with Cabrera pursuant to which Cabrera provides a fully furnished and equipped business premises as well as management and administration services to the Company. With the exception of rent expense, Cabrera charges the Company on a cost-recovery basis. On April 1, 2023, the Cabrera management and corporate services agreement was renewed for an additional 5-year term.

During the year ended June 30, 2023, the Company paid \$174,405 (2022 - \$108,277) in rent to Lions Den (Fiji) Pte Limited, a company controlled by Walter Berukoff, the CEO and director of the Company, for short-term and long-term accommodations including utilities in Fiji, and has a receivable of \$6,590 (June 30, 2022 - receivable \$6,840).

During the year ended June 30, 2023, the Company paid professional fees of \$34,258 (2022 - \$33,054) to a management services company owned by David McArthur, a director of the Company's subsidiary, Lion One Australia Pty Ltd. As at June 30, 2023, the Company had a payable of \$7,756 (June 30, 2022 - \$2,934).

**OUTSTANDING SHARE DATA**

As at June 30, 2023 and September 27, 2023, the balance of common shares, stock options, warrants and compensation units were issued and outstanding as follows:

	<b>Balance June 30, 2023</b>	<b>Balance September 27, 2023</b>
Common Shares	206,245,241	206,320,241
Warrants	38,682,087	38,682,087
Stock Options	11,138,333	11,063,333
Compensation Options	2,795,880	2,795,880

**INFORMATION REGARDING FORWARD LOOKING STATEMENTS**

This Management's Discussion and Analysis of Financial Condition and Results of Operations contain certain forward-looking statements. Forward-looking statements include but are not limited to the timing and amount of estimated future production, costs of production, capital expenditures, costs and timing of the development of new deposits, success of exploration activities, permitting time lines, currency fluctuations, requirements for additional capital, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage and the timing and possible outcome of pending litigation. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes" or variations of such words and phrases, or statements that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such risks and uncertainties include, among others, the actual results of current exploration activities, conclusions or economic evaluations, changes in project parameters as plans continue to be refined, possible variations in grade and or recovery rates, failure of plant, equipment or processes to operate as anticipated, accidents, labour disputes, impact of the COVID-19 pandemic on operations or other risks of the mining industry, delays in obtaining government approvals or financing or incompleteness of development or construction activities, risks relating to the integration of acquisitions, to international operations, and to the prices of gold and other metals.

While the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise except as required by law.

**ADDITIONAL INFORMATION**

Additional information regarding the Company can be found at [www.sedar.com](http://www.sedar.com) and the Company's website [www.liononemetals.com](http://www.liononemetals.com).

**SCHEDULE "A"****LION ONE METALS LIMITED  
TENEMENT LISTING**

<b>TENEMENT DESCRIPTION</b>	<b>TENEMENT NUMBERS <sup>(1)</sup></b>	<b>PERCENTAGE INTEREST</b>	<b>CHANGES IN THE PERIOD</b>
<b>FIJI</b>			
<b>TUVATU GOLD PROJECT, VITI LEVU</b>			
Tuvatu	SML 62	100%	
Tuvatu	SPL 1283	100%	
Yavuna	SPL 1296	100%	
Nagado	SPL 1465	100%	
Navilawa	SPL 1512	100%	

(1) Tenured ground held in Fiji is held under Special Prospecting Licenses (SPL's) and a Special Mining License (SML).