Management's Discussion & Analysis
Quarterly Highlights

For the nine months ended June 30, 2024

(Expressed in US dollars)

The following is management's discussion and analysis – quarterly highlights ("MD&A") of the results of operations and financial condition of Pulsar Helium Inc. (the "Company" or "Pulsar") for the nine months ended June 30, 2024, and up to the date of this MD&A, and has been prepared to provide material updates to the business operations, financial condition, liquidity and capital resources of the Company since its last management's discussion and analysis for the year ended September 30, 2023 (the "Annual MD&A").

This MD&A should be read in conjunction with the Annual MD&A and the audited consolidated financial statements for the year ended September 30, 2023, together with the notes thereto, and the accompanying unaudited condensed interim consolidated financial statements and related notes thereto for the nine months ended June 30, 2024 (the "Financial Report").

All financial information in this MD&A is derived from the Company's financial statements prepared in accordance with IFRS Accounting Standards and all dollar amounts are expressed in United States dollars unless otherwise indicated.

The effective date of this MD&A is August 29, 2024.

## CORPORATE OVERVIEW AND OUTLOOK

Pulsar is a publicly traded company incorporated under the laws of British Columbia, Canada on June 30, 2022. The Company trades on the TSX Venture Exchange (the "Exchange") under the symbol PLSR and on the OTCQB Venture Market in the United States under the symbol PSRHF. The corporate office and registered and records office of the Company is located at Unit 1 – 15782 Marine Drive, White Rock, BC, Canada, V4B 1E6.

The Company is engaged in the identification, acquisition, exploration and, if warranted, development of helium exploration projects in the United States of America ("USA") and Greenland.

Pulsar's portfolio consists of its flagship Topaz helium project in Minnesota, USA, that has been drilled and flowed up to 14.5% helium, USA and the Tunu helium project in Greenland. Pulsar is the first mover in both locations with primary helium occurrences not associated with the production of hydrocarbons identified at each.

On August 21, 2024, the Company announced receipt of an independent technical report of the Contingent and Prospective Resources for helium and $CO_2$ from Sproule International Limited ("Sproule") from one prospect at the Company's flagship Topaz Project in Minnesota (the "2024 Sproule Report"). The evaluation relates to the Company's first half 2024 drilling of the Jetstream #1 appraisal well* and geophysical surveys conducted across the prospect. The contingent and prospective resource acreage covered in the 2024 Sproule Report represents approximately 13% of the Company's gross land position that it has under lease and exclusive option.

**AIM LISTING AND FINANCING**

On August 21, 2024, the Company announced its intention to apply for the admission to trading of the Company's common shares on AIM, a market operated by the London Stock Exchange plc ("AIM"), with a target admission date before the end of October 2024 (the "AIM IPO"). The AIM IPO is supplementary to the Company's existing listing on the Exchange.

Based on feedback from a corporate roadshow arranged for the Company by OAK Securities, the Company believes the AIM IPO will enhance its access to UK and European based investors, from whom it is proposing to raise approximately £5 million in connection with the AIM IPO.

A principal of OAK Securities has agreed to cornerstone the AIM IPO by advancing to the Company £1.125 million to fund the long lead items for the deepening of the Jetstream #1 well, expected to commence in October 2024, and the AIM IPO costs (the "Cornerstone Investment").

The Cornerstone Investment will be made by way of a subscription for special warrants (the "Special Warrants") of the Company by a principal of OAK Securities (the "OAK Subscriber"), pursuant to a special warrant subscription agreement between the OAK Subscriber and the Company. The Cornerstone Investment will be made by no later than August 30, 2024 and will form part of the £5 million that the Company is proposing to raise in connection with the AIM IPO.

The Special Warrants will entitle the OAK Subscriber on the exercise thereof to receive, without payment of any further consideration, such number of depositary interests over common shares equivalent to £1.125 million divided by the AIM IPO price, to be priced in the context of the market, subject to admission to trading on AIM of the common shares occurring by October 31, 2024 (or such later date as the OAK Subscriber, in its absolute discretion, may notify the Company in writing). If the AIM IPO has not occurred by October 31, 2024 (or such later date as the OAK Subscriber, in its absolute discretion, may notify the Company in writing), the Special Warrants will automatically be deemed exercised and entitle the OAK Subscriber to receive, without payment of any further consideration, such number of common shares equivalent to 1.2x the amount of the Cornerstone Investment (being CAD$2,400,000) divided by the market price of the common shares at that time, subject to receipt of Exchange approval.

The Company intends to use the net proceeds of the AIM IPO primarily to fund the cost of the ongoing exploration programs at the Company's Topaz Project and for general working capital purposes.

As part of the AIM IPO process, the 2024 Sproule Report will be updated to produce a competent person's report in accordance with the requirements of AIM Note for Mining, Oil and Gas Companies. In addition, the Company intends to augment the structure of its Board in readiness for the AIM IPO.

## HELIUM EXPLORATION PROJECTS

### *Topaz Project, USA*

History

In 2011, a previous explorer was drilling a series of boreholes targeting nickel and platinum when they unexpectedly encountered a pocket of high-pressure gas at a depth of 542 metres (1,778 feet) in borehole LOD-6. The gas pressure was sufficient to blow the core tube and associated drill fluid out of the hole and is therefore considered to be an over pressured reservoir. The borehole was allowed to flow with the expectation the pocket would be depleted in a matter of hours, however the gas flow persisted for a duration of 4 days with no obvious drop in pressure. The gas flow velocity was measured using an anemometer designed for domestic wind speed, reaching its maximum speed recording of 150 km/hr prior to breaking under the gas pressure.

Two gas samples were collected from the flowing LOD-6 borehole and a gas analysis was completed at the University of Toronto and at Pace Laboratories, with both confirming a gas composition of 73.8% $CO_2$, 13.2% $N_2$, 10.5% He, 0.1% $O_2$ and 2.4% methane and other hydrocarbon gases. After analysis of the gas confirmed that it was non-combustible, LOD-6 was sealed and permanently abandoned. The uses and value of helium have increased significantly since 2011, and the high concentrations of carbon dioxide and nitrogen with helium and minimal hydrocarbons have favourable implications for the economic potential of this project as a helium source. In addition, with the gas stream composed primarily of carbon dioxide, there is the long-term potential to sell the carbon dioxide to consumers (there is a shortage of beverage and food-grade $CO_2$ in the US and there elevated pricing).

Outlook

The Jetstream #1 well confirmed the presence of helium and $CO_2$ bearing gas identified in the original LOD-6 discovery well and has substantially de-risked the Topaz Project. In addition, Jetstream #1 correlates with seismic data acquired by the Company which shows a distinct velocity anomaly at the depth of the gas zone that persists for a further ~500m and it is the Company's near-term intention to deepen Jetstream #1 to test the full scale of the seismic velocity anomaly. This is also proposed to be accompanied by a step out well and additional seismic acquisition with the intention of increasing the size of the resource base and delineating additional prospects. The Company intends to commission a third-party preliminary economic assessment (PEA) study, with the intention of identifying near-term production scenarios.

Company Analysis of Material Changes to the 2024 Sproule Report from the 2022 Sproule Report

Sproule last reported on Pulsar's Topaz Project with its "Evaluation of the Helium Resources of RGGS Land & Minerals, Ltd., L.P. in Minnesota, USA for Pulsar in April of 2022" (the "2022 Sproule Report"). There have been several material changes to the Topaz Project since that report, the most notable being Pulsar's drilling of the Jetstream #1 well. This well confirmed the presence of a fractured reservoir that contained native gas with high concentrations of both helium and carbon dioxide. In the 2022 Sproule Report, Sproule used a Low Case Reservoir Model of a single fracture which has now been disproven as the Jetstream #1 well has multiple fractures with gas shows. Additionally, the 2022 Sproule Report used a High Case Reservoir Model of a vugular dual porosity system which has likewise been disproven. Using conventional oil and gas testing equipment, the Jetstream #1 well tested reservoir pressures and flow rates and obtained multiple reliable gas analysis.

Pulsar also acquired multiple geophysical surveys across the Topaz Project which have been integrated into the analysis of both the Jetstream #1 well and the historical mineral wellbores. These various geophysical surveys have been interpreted to show an extended gas filled fracture network deeper than the penetration of the Jetstream #1 well and more laterally extensive. These 3D volumes have been accounted for as Prospective Resources as they have yet to be tested by any wells.

The Company's land holdings that are evaluated in the 2024 Sproule Report consist of a helium discovery located approximately 100 km northeast of Duluth, in Lake County, Minnesota, USA.

Gas samples were taken from the flowing well test and analyzed by Isotech Laboratories. 21 samples over 12 days were compositionally analyzed and had a range of helium of 14.48-7.91% by volume with an average of 9.91%. The carbon dioxide percentages ranged from 21.5% to 71.28% by volume with an average of 62.49%.

The Company notes that Jetstream #1 was drilled within 50ft (15m) of the LOD-6 discovery well (drilled in 2011), a mineral exploration borehole that encountered an uncontrolled gas from a depth of 1,778ft (542m), with concentration of 10.5% helium, measured in 2011. The gas flowed naturally to surface and showed no sign of pressure decline during the flow period of four days.

Jetstream #1 was designed to twin this discovery and encountered gas which naturally flowed to surface at a similar depth of between 1,740 – 1,975ft and had a maximum measured absolute open flow rate of 821 Mcf/d from fractured igneous reservoirs, with 8.7-14.5% helium and 62-74% $CO_2$ measured, with no formation water present. Total depth drilled was 2,200ft, and Jetstream #1 is in a suspended state capable of being either re-entered or used for production.

In May 2024, the State of Minnesota enacted legislation that includes helium exploration, production and for leasing on state lands. The new regulatory framework allows the State of Minnesota to issue leases for exploration and production of non-hydrocarbon gases (including helium), with Pulsar already having lodged an application for new leases in areas of interest for helium and hydrogen. Prior to the new regulations, leases could only be issued on mineral rights that are privately held, accordingly all of Pulsar's existing leases are with private entities.

*Helium Contingent and Prospective Resources Report Prepared by Sproule, an Independent Evaluator*

All volumes are reported as unrisked and there is both a geological risk (Pg) and a Chance of Commerciality (Pc) that requires independent evaluation. The Chance of Commerciality (Pc) is the likelihood that the Topaz Project will, in a timely manner, be able to be commercialized. The Topaz Project has both commercial concentration helium (being not less than 0.5% by volume of gas) and $CO_2$ and there are no significant environmental nor logistical barriers to commercialization given its location. Therefore, given the Resource base, the Pc is fairly high for an early stage project with a value of 0.65.

The Contingent and Prospective Resources data presented in the 2024 Sproule Report was prepared in accordance with the Canadian Oil and Gas Evaluation Handbook (the "COGE Handbook") as of July 31, 2024. No economic evaluation was performed Sproule for any of the assigned resources. The evaluation adheres in all material aspects to the principles and definitions in the COGE Handbook.

The Company is not deemed to be engaged in oil and gas activities and as such they are not required to disclose under National Instrument 51-101 – *Standards of Disclosure for Oil and Gas Activities*. Additionally, Helium is not a defined "Product Type" in NI 51-101. Consequently, any reference to contingent or prospective resources in the 2024 Sproule Report should not be interpreted in being prepared in accordance with NI 51-101.

*Evaluated Helium Contingent and Prospective Resources as of July 31, 2024 (unrisked)*

| Category / Level of Certainty | Recoverable Contingent | Recoverable Prospective | Recoverable Contingent | Recoverable Prospective |
|---|---|---|---|---|
| | Gross (MMcf) | Gross (MMcf) | Net (MMcf) | Net (MMcf) |
| Low Estimate | 3.2 | 53.5 | 1.6 | 11.5 |
| Best Estimate | 22.9 | 380.2 | 5.9 | 40.3 |
| High Estimate | 174.0 | 2,785.7 | 34.9 | 205.9 |

*Evaluated $CO_2$ Contingent and Prospective Resources as of July 31, 2024 (unrisked)*

| Category / Level of Certainty | Recoverable Contingent | Recoverable Prospective | Recoverable Contingent | Recoverable Prospective |
|---|---|---|---|---|
| | Gross (MMcf) | Gross (MMcf) | Net (MMcf) | Net (MMcf) |
| Low Estimate | 24.2 | 410.2 | 11.9 | 88.0 |
| Best Estimate | 171.8 | 2,862.1 | 44.6 | 303.7 |
| High Estimate | 1,331.4 | 21,254.6 | 266.7 | 1,570.7 |

Notes:
(1) *Low Estimate – P90; Best Estimate – P50; High Estimate – P10.*
(2) *The helium and $CO_2$ resources are presented in millions of cubic feet (MMcf), at base conditions of 14.65 psia and 60 degrees Fahrenheit.*
(3) *The resources are technical before any commercial or economic truncation.*

The net resources stated are derived from Sproule's calculation of the Company's Net Revenue Interest in the applicable resource. Net Revenue Interest was calculated by taking the gross recoverable volumes attributable to a particular lease multiplied by the working interest and accounting for any royalties, severances or other payments required.

*Additional Information Regarding the Contingent Resources*

Contingent Resources are those quantities of gas estimated, as of a given date, to be potentially recoverable from known accumulations using established technology or technology under development but which are not currently considered to be commercially recoverable due to one or more contingencies. There is uncertainty that it will be commercially viable to produce any portion of the resources. Contingent Resources do not constitute, and should not be confused with, reserves.

Four contingencies are identified for the Topaz Project development:

1) Evaluation Drilling & Testing: There is a requirement for more evaluation drilling to confirm the geological continuity of the reservoir and to reduce the uncertainty of the area of continuity of the reservoir from the proven productivity of the near wellbores. It is anticipated that as the Company continues to pursue primary development of the reservoir, commercial productivity will be established by testing closer to and within the primary production contingent resource areas, at which time this contingency would be removed.

2) Corporate Commitment: There has been no final investment decision and endorsement from the Company to move forward with commercial development of this asset. Gathering of the additional technical data is required to establish the commerciality of the project and make the final investment decision. Additionally, a detailed development plan has not been determined and further work needs to be completed to confirm how the resources will be developed. Currently, the Company is working on securing additional acreage by exercising lease options, pursuing additional lands, engaging vendors for drilling activities and engaging with local government and regulatory bodies. It is anticipated that as the development plan is refined the Company would be able to make a final investment decision, at which point this contingency would be lifted.

3) Market Access: There is a viable helium and carbon dioxide market in Minnesota. Considering the early stage of the project, the Company will be required to build helium extraction facilities as well as execute a helium and/or $CO_2$ sales contract to allow for the product to reach markets. Once determination of market access has been completed, or will be completed in the near term, this contingency may be lifted.

4) Demonstration of commerciality: Once the uncertainties on the reservoir size are reduced and the determination of market access has been negotiated the field development plan can be designed and the economics can be calculated to determine a basis for commerciality and reserve determination.

*Additional Information Regarding the Prospective Resources*

The estimated quantities of a gas that may potentially be recovered by the application of a future development project(s) relate to undiscovered accumulations. These estimates have both an associated risk of discovery and a risk of development. Further exploration appraisal and evaluation is required to determine the existence of a significant quantity of potentially moveable non-hydrocarbon gases. There is no certainty that any portion of the resources will be discovered. If discovered, there is no certainty that it will be commercially viable to produce any portion of the resources." As required under 51-101 Section 5.3 (2)(v)(B).

*Risk*

The Topaz Project has twice flowed and tested helium and carbon dioxide gas in volumetrically significant percentages and both wells demonstrated shut-in pressures that indicated a reservoir that extended beyond the immediate area of the wellbores. The Jetstream #1 well has been logged, cored and with an optical televiewer log has confirmed the presences of open, gas filled fractures. Therefore, the Geological Chance of Success for the Contingent Resource (Pg) has been assessed as 0.95.

The Prospective Resources are defined by the integration of a variety of geophysical methods that have tied back to multiple boreholes, including the Jetstream #1 well. These resources by definition are untested and undrilled and have a much higher risk. The largest uncertainty is the ability to locate the fracture network with the drill bit and the amount of regional connectivity of the fracture network. The estimated Geological Chance of Success for the Prospective Resources is assessed as 0.25. The Company is planning additional 2D and 3D seismic data acquisition for the purpose of reducing these uncertainties and following the acquisition, processing and interpretation it is anticipated that the Pg of the Prospective Resources will increase.

The Chance of Commerciality (Pc) is the likelihood that the Topaz Project will, in a timely manner, be able to be commercialized. The Topaz project has both commercial grade helium and $CO_2$ and there are no significant environmental or logistical barriers to commercialization given its location. Therefore, given the Resource base, the Pc is fairly high for an early-stage project with an estimated value of 0.65.

<u>Acquisition of Additional Tenure in Minnesota</u>

On October 10, 2023, the Company announced it signed a lease with a private mineral rights holder to expand the area of the Company's Topaz helium project in Minnesota, USA. The additional mineral rights are within a 6.2 mile (10 km) radius of the Topaz discovery. The lease is for privately held mineral rights covering a total of 2,840 gross acres (1,049 net acres), over 75 parcels. The lease is for an initial term of 20 years (extendable up to a maximum of 40 years, subject to conditions) with a payment on signing of $11,000 (paid) and a retained production royalty of 3%. The lease gives Pulsar exclusive rights to non-hydrocarbon gases. The mineral rights are adjacent to Pulsar's existing parcels and are considered high-priority with significant potential for hosting helium accumulations.

***Tunu Project, Greenland***

The Tunu Project consists of a Special Mineral Exploration Licence (MEL-S 2021-45) effective from November 22, 2021 until December 31, 2024 that covers Liverpool Land in East Greenland and has an area of 2,772 $km^2$ and a Mineral Prospecting Licence (MPL 2021-46) effective from November 22, 2021 until December 31, 2026 that covers East Greenland. The aforementioned licences are the first in Greenland to be approved for the exploration of "industrial gases" and Pulsar is the only helium explorer in Greenland. Greenland is a European Union overseas territory and helium is on the European Union's list of critical raw materials.

<u>2024 Exploration work</u>

As announced August 13, 2024, field activities are underway for the 2024 field season at the Tunu project. The first array of passive seismic survey nodes was deployed on August 6$^{th,}$ at the Kap Tobin prospect in the south of the licence area. A total of three passive seismic arrays are planned and anticipated to be completed in September and then sent for processing and interpretation. The passive seismic survey will provide the first sub-surface dataset for the Tunu project.

Migratory primary helium (not associated with hydrocarbons) was identified by the Company at Kap Tobin, in addition to a potential geothermal heat source. There are multiple un-tested hot springs within the project area that provide a favourable sample medium for gases from depth, emanating at surface.
Passive seismic, formally referred to as ambient noise tomography, is a cost effective and non-invasive geophysical method employing background seismic noise, generated by human activities or natural

sources, to generate 3D maps of subsurface structures. Through analyzing the variations in ambient noise propagation, geoscientists can measure details about the 3D velocity variation and properties of geological bodies.

Licence addendum

On October 17, 2023, the Company announced that it has received an addendum to its licence No. MEL-S 2021-45, confirming enlargement to include a prospective area for both helium and geothermal power generation.

The enlarged Tunu Project area now covers a total of 2,816 $km^2$, an increase of 45 $km^2$. This enlarged area covers the Kap Tobin locality where thermal springs were sampled in 2022, returning a helium concentration of 0.8%, associated with 97% nitrogen and 2% argon. The same location has been studied by geothermal industry experts including the Iceland GeoSurvey who have published data stating that cogeneration of power and heat looks achievable due to the 80°C geochemical temperature at depth and access to the locally cold ocean as a heat sink. The Government of Greenland has stated that the usage of geothermal energy falls under the administrative purview of the Mineral Resource Authority if the usage occurs as part of a mineral exploitation activity, such as Pulsar's activities for helium.

## INVESTOR AWARENESS CAMPAIGN

Pulsar commenced a strong broad reaching marketing campaign that began on Pulsar's listing on the Exchange. We engaged a number of service providers, each bringing their different skills, to heighten market and brand awareness. The implementation of our comprehensive strategy is to create effective capital market awareness, increase investor engagement, and allow us to connect with existing and new shareholders during what we anticipate will be a very active time for Pulsar.

On March 13, 2023, Pulsar announced a multi-year partnership with leading Formula E Race Team, Envision Racing where Pulsar became an Official Partner and a member of the Team of its unique 'Race Against Climate Change™' sustainability programme, created to help amplify the fight against climate change and accelerate the movement to zero emission vehicles.

The parties will work together on promoting a healthier planet through their respective global platforms. Pulsar is focused on growing its business and the Team will provide relevant and authentic opportunities, including branding, story-telling and unique experiences to support the ongoing development of the Pulsar brand and to engage with investors and customers. Helium is key component in automotive engineering and primary helium will play an important role in the green transition.

**RESULTS OF OPERATIONS**

The consolidated loss for the nine months ended June 30, 2024 was $9,059,717 before non-cash charges of $12,384,290 resulting in a total loss of $21,444,007 compared to $1,794,193 for the nine months ended June 30, 2023.

The significant changes between the current period and the comparative period are discussed below.

During the nine months ended June 30, 2024, the Company paid or accrued consulting fees of $437,790 (2023 – $209,052) primarily to executive officers of the Company. The Company also paid or accrued director fees of $76,458 during the nine months ended June 30, 2024 (2023 - $27,500). The Company began incurring executive salaries and director fees on January 1, 2023.

During the nine months ended June 30, 2024, the Company recorded exploration and evaluation expenditures of $4,834,222 (2023 – $421,109) to drill Jetstream #1 and further advance exploration on its Topaz project located in the USA as described above. The Jetstream #1 appraisal well is the first of its kind in Minnesota and cost overruns were incurred due to unknown formation conditions that culminated in a slow rate of penetration and operational modifications. A wealth of knowledge has been garnered where subsequent drill programs will benefit, with the likelihood of cost overruns diminished.

Marketing and promotion expenses for the nine months ended June 30, 2024 were $676,990 compared to $593,128 for the prior period. The Company was listed for trading on the Exchange in August 2023 and significantly increased its advertising and investor awareness campaign as discussed above.

During the nine months ended June 30, 2024, the Company recorded non-cash share-based compensation of $2,349,327 (2023 - $Nil) on stock options and performance share units granted and vested during the period.

Warrants issued in connection with unit offerings are recorded as warrant liabilities as the currency denomination of the exercise price is different from the functional currency of the Company. During the nine months ended June 30, 2024, the Company share price increased significantly and as a result increased the valuation of the warrant liability and resulted in the non-cash revaluation of warrant liability of $12,371,353 (2023 - $Nil).

**LIQUIDITY AND CAPITAL RESOURCES**

During the nine months ended June 30, 2024, the Company spent $6,186,446 on operating activities, net of working capital changes, spent $275,709 on investing activities, and received $6,850,893 from financing activities, to end at June 30, 2024 with $1,596,584 cash.

In January 2024, the Company completed a private placement through the issuance of 18,500,000 units at a price of C$0.23 per unit for gross proceeds of $3,178,307 (C$4,255,000). Each unit consisted of one common share and one transferable common share purchase warrant exercisable into one common share at an exercise price of C$0.36 for a period of 2 years.

During the nine months ended June 30, 2024, the Company issued 11,638,305 common shares on the exercise of warrants for gross proceeds of $3,768,722.

As at June 30, 2024, the Company had working capital of $959,348.

In July 2024, the Company issued 310,869 common shares on the exercise of warrants for gross proceeds of C$111,913.

However, management estimates that its working capital may not provide the Company with sufficient financial resources to carry out currently planned operations and exploration through the next twelve months. Additional financing may be required by the Company to complete its strategic objectives and continue as a going concern. There is no assurance that the Company will be able to obtain adequate financing in the future or that such financing will be on terms acceptable to the Company. These material uncertainties may cast significant doubt upon the Company's ability to continue as a going concern.

As at the date of this MD&A, the Company had 18,067,392 in-the-money share purchase warrants exercisable at C$0.36 that if exercised would generate proceeds of C$6,504,261 for the Company. In addition, the Company had 9,250,000 in-the-money stock options exercisable at a price of C$0.45 that if exercised would generate proceeds of C$4,162,500 for the Company.

## RELATED PARTY TRANSACTIONS

The Company had no other related party transactions other than those incurred in the normal course of business as disclosed in the Financial Report.

## ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The components of exploration and evaluation assets are described in Note 6 to the Financial Report.

## OUTSTANDING SHARE DATA AS AT THE DATE OF THIS MD&A

**Authorized: an unlimited number of common shares without par value.**

| | Number of Shares | Number of Warrants | Number of Options | Number of Performance Share Units ("PSU") |
|---|---|---|---|---|
| Balance, June 30, 2024 | 104,564,308 | 18,378,261 | 9,250,000 | 4,000,000 |
| Exercise of warrants | 310,869 | (310,869) | - | - |
| Issuance of shares for debt | 121,641 | - | - | - |
| Balance, the date of this MD&A | 104,996,818 | 18,067,392 | 9,250,000 | 4,000,000 |

**CAUTIONARY NOTE REGARDING FORWARD-LOOKING INFORMATION**

*This MD&A contains forward–looking information within the meaning of Canadian securities legislation (*collectively*, "forward–looking statements") that relate to the Company's current expectations and views of future events. Any statements that express, or involve discussions as to, expectations, beliefs, plans, objectives, assumptions or future events or performance (often, but not always, through the use of words or phrases such as "will likely result", "are expected to", "expects", "will continue", "is anticipated", "anticipates", "believes", "estimated", "intends", "plans", "forecast", "projection", "strategy", "objective" and "outlook") are not historical facts and may be forward–looking statements. Forward-looking statements herein include, but are not limited to, statements relating to the Company's intention to apply for admission to trading of the Company's common shares on the AIM Market of the London Stock Exchange and the timing of its targeted admission; the independent resource estimate for helium and $CO_2$ at Topaz; the potential of $CO_2$ as a valuable by-product of the Company's future helium production; the estimated Geological Chance of Success for the Prospective Resources and the Chance of Commerciality of Topaz; the potential for deepening Jetstream #1 and the potential impact of such deepening on the next iteration of the resource estimate; the Company's expectation that its application on an additional 32,949 acres for the extraction of non-hydrocarbon gases will be granted in the near term; and the intended use of proceeds from the AIM IPO. Forward-looking statements may involve estimates and are based upon assumptions made by management of the Company, including, but not limited to, the Company's capital cost estimates, management's expectations regarding the availability of capital to fund the Company's future capital and operating requirements and the ability to obtain all requisite regulatory approvals.*

*No reserves have been assigned in connection with the Company's property interests to date, given their early stage of development. The future value of the Company is therefore dependent on the success or otherwise of its activities, which are principally directed toward the future exploration, appraisal and development of its assets, and potential acquisition of property interests in the future. Un-risked Contingent and Prospective Helium Volumes have been defined at the Topaz Project. However, estimating helium volumes is subject to significant uncertainties associated with technical data and the interpretation of that data, future commodity prices, and development and operating costs. There can be no guarantee that the Company will successfully convert its helium volume to reserves and produce that estimated volume. Estimates may alter significantly or become more uncertain when new information becomes available due to for example, additional drilling or production tests over the life of field. As estimates change, development and production plans may also vary. Downward revision of helium volume estimates may adversely affect the Company's operational or financial performance.*

*Helium volume estimates are expressions of judgement based on knowledge, experience and industry practice. These estimates are imprecise and depend to some extent on interpretations, which may ultimately prove to be inaccurate and require adjustment or, even if valid when originally calculated, may alter significantly when new information or techniques become available. As further information becomes available through additional drilling and analysis the estimates are likely to change. Any adjustments to volume could affect the Company's exploration and development plans which may, in turn, affect the Company's performance. The process of estimating helium resources is complex and requires significant decisions and assumptions to be made in evaluating the reliability of available geological, geophysical, engineering, and economic date for each property. Different engineers may make different estimates of resources, cash flows, or other variables based on the same available data.*

*Forward–looking statements are subject to a number of risks and uncertainties, many of which are beyond the Company's control, which could cause actual results and events to differ materially from those that are disclosed in or implied by such forward– looking statements. Such risks and uncertainties include, but are not limited to, that Pulsar may be unsuccessful in drilling commercially productive wells; the uncertainty of resource estimation; operational risks in conducting exploration, including that drill costs may be higher than estimates and the potential for delays in the commencement of drilling; commodity prices; health, safety and environmental factors; and other factors set forth above as well as under "Cautionary Note Regarding Forward Looking Statements and Market and Industry Data" and "Risk Factors" in the Final Prospectus dated July 31, 2023 filed on the Company's profile on www.sedarplus.ca. Forward-looking statements contained in this MD&A are as of the date of this MD&A, and the Company undertakes no obligation to update or revise any forward–looking statements, whether as a result of new information, future events or otherwise, except as may be required by law. New factors emerge from time to time, and it is not possible for the Company to predict all of them or assess the impact of each such factor or the extent to which any factor, or combination of factors, may cause results to differ materially from those contained in any forward–looking statement. No assurance can be given that the forward-looking statements herein will prove to be correct and, accordingly, investors should not place undue reliance on forward-looking statements. Any forward–looking statements contained in this MD&A are expressly qualified in their entirety by this cautionary statement.*

**ADDITIONAL INFORMATION**

Additional information relating to the Company is available for viewing on SEDAR+ and on the Company's website www.pulsarhelium.com.