

LITHIUM SOUTH DEVELOPMENT CORPORATION
FORM 51-102F1
MANAGEMENT DISCUSSION AND ANALYSIS
DECEMBER 31, 2024

This Management Discussion and Analysis (“MD&A”) of Lithium South Development Corporation (“LIS” or the “Company”) provides analysis of the Company’s audited consolidated financial results for the year ended December 31, 2024 and the related notes thereto, prepared in accordance with International Financial Reporting Standards (“IFRS”). All amounts are expressed in Canadian dollars, unless otherwise stated. All documents previously mentioned are available on SEDAR+ at www.sedarplus.ca. This discussion is based on information available as at April 30, 2025.

Management is responsible for the preparation and integrity of the financial statements, including the maintenance of appropriate information systems, procedures and internal controls. Management is also responsible for ensuring that information disclosed externally, including the financial statements and MD&A, is complete and reliable.

Certain statements made may constitute forward-looking statements. Such statements involve a number of known and unknown risks, uncertainties and other factors. Actual results, performance and achievements may be materially different from those expressed or implied by these forward-looking statements. Additional information about the Company is available at www.sedarplus.ca.

Description of Business

The Company was incorporated in the Province of Ontario on June 20, 1995. Effective January 15, 2007, the Company was granted a Certificate of Continuation under the Business Corporation Act from the jurisdiction of Ontario into British Columbia. The Company is an exploration stage junior mining company engaged in the identification, acquisition and exploration of mineral properties. The common shares of the Company are listed on the TSX Venture Exchange (“TSX-V”) and trade under the symbol NGZ and during year ended December 31, 2020, the Company changed its name from NRG Metals Inc. to Lithium South Development Corporation and trade under the symbol LIS. To date, the Company has not generated significant revenues from its operations which are considered to be in the exploration stage.

Hombre Muerto North Lithium Project (“HMN Project”)

The Company owns the project which was acquired through a purchase option agreement from a private borate producer from Salta, Argentina. At December 31, 2024, the Company had capitalized a total of \$12,085,974 (December 31, 2023 - \$12,085,974) related to the HMN acquisition. Terms of the acquisition are as follows:

1. US \$50,000 (paid) on signing for a 90-day due diligence period and for the completion of a NI 43-101 Technical Report on the project.
2. Upon acceptance of the NI 43-101 report by the TSX, the Company will pay US \$100,000 and issue 1,000,000 common shares of the Company common stock (issued at a fair value of \$350,000 in fiscal 2017).

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3. At March 17, 2018, US \$250,000 (paid) and 41,667 common shares of the Company (issued at a fair value of \$250,000).
4. At September 17, 2018, US \$250,000 (paid) and 41,667 common shares of the Company (issued at a fair value of \$200,000).
5. At March 17, 2019, US \$1,000,000 subsequently amended to be US\$500,000 (paid) due in March 2019 and US\$500,000 due June 24, 2019 (paid) and 166,667 common shares of the Company. (issued)
6. At March 22, 2020, US \$1,000,000 (paid) and 2,250,000 (issued at a fair value of \$528,750) common shares of the Company.
7. At March 17, 2021, US \$1,000,000 (paid) and 2,250,000 (issued at a fair value of \$1,822,500) common shares of the Company.
8. At March 17, 2022, US \$2,000,000 (paid) and 2,250,000 (issued at a fair value of \$1,315,000) common shares of the Company.
9. The project will be subject to a 3% Net Production Royalty.

Exploration

The Company incurred exploration costs as follows:

	Year ended Dec. 31, 2024	Year ended Dec. 31, 2023
Consultants, geologists and camp employees	\$1,375,840	\$1,951,046
Drilling, drilling prep, staggng and road costs	825,431	2,731,545
Amortization of equipment	34,426	37,742
Field supplies, camp costs, cannon payments and other	1,255,279	1,849,144
Total	\$ 3,490,976	\$ 6,569,477

Current period highlights of exploration are as follows:

On May 16, 2023, the Company provided final results for the recently completed resource expansion drilling program at the 5,687-hectare Hombre Muerto North (HMN) lithium project in Salta province, Argentina. The program comprised eight core holes, seven located on the Alba Sabrina claim block (2089 hectares) and one on the Natalia Maria claim block (115 hectares). Combined with the previously drilled Tramo claim block (383 hectares) the company has now evaluated 70 per cent of the owned salar surface area.

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Well	Property	Brine Samples	Average Li concentration [mg/L]	Porosity S
DDH-AS22-01	Alba Sabrina	7	722	13
DDH-AS22-02	Alba Sabrina	6	633	14
DDH-AS22-03	Alba Sabrina	6	663	15
DDH-AS22-04	Alba Sabrina	10	734	15
DDH-AS22-05	Alba Sabrina	8	705	6
DDH-AS22-06	Alba Sabrina	3	644	6
DDH-AS22-07	Alba Sabrina	1	599	2
DDH-AS22-07A	Alba Sabrina	1	694	3
DDH-NM23-01	Natalia Maria	9	1176	11

Table 1: Lithium results for the brine samples collected using a packer system from the exploration holes at the Alba Sabrina and the Natalia claim blocks.

Management is pleased with the excellent results from all holes. The Alba Sabrina drill program returned an average lithium concentration of 692 milligrams/litre lithium. The Natalia Maria core hole returned an average of 1,176 mg/litre lithium. The program was completed under the supervision of Dr. Mark King, qualified person of Groundwater Insight of Halifax, N.S. Lithium assay work was completed by Alex Stewart Laboratories (ISO certified) of Mendoza, Argentina. Additionally, core samples have been submitted to GeoSystems Analysis Inc. in Tucson, Ariz., for porosity analysis and results are expected in the next few weeks.

Lithium South Development is currently drilling five shallow monitoring wells on the Tramo property, to monitor groundwater levels in the salar and to support future pumping tests. The monitoring wells are located on the corners of the property. Three have been completed to date, and the remaining wells will be completed by the third week of May.

The company also plans to drill three pumping wells, two in Alba Sabrina and one in Natalia Maria, and conduct pumping tests at each well. Drilling is expected to begin in early June and completion of the pumping test program is anticipated in late August. The data obtained from the pumping tests will be used to assess hydrogeological parameters within the salar and to support future reserve estimation.

Lithium South Development is committed to responsible and sustainable exploration and development. The company is planning a third exploration campaign to drill Gaston Enrique, Via Monte and Norma Edith.

The company is pleased with the progress achieved so far. With the Hombre Muerto North deposit yielding impressive results, Lithium South Development looks forward to further expanding its resource estimation and cementing its position as a leading lithium exploration company in the region.

On June 1, 2023, the Company completed a hydrological study on the Sophia II and Sophia III claim blocks, located at the Hombre Muerto salar, Salta province, Argentina. The report was completed by CM Hidrogeologia, a consulting and engineering company located in Salta,

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Argentina. Work to date has identified a potential water source near the 100-per-cent company owned Hombre Muerto North lithium project (HMN Li project), which is currently under development.

Water is a critical reagent for the production of lithium. In order to secure a reliable and sustainable water supply, the company acquired the Sophia I, II and III claim blocks for this purpose. Located approximately 10 kilometres north of the HMN Li project, the claim group is in close proximity to any future lithium production development.

Work to date included a vertical electric sounding of the Sophia II and III claim blocks. Three distinct geological zones have been identified and a drill program is now being designed to quantify the potential aquifer. Water was found on site to flow to surface.

On July 13, 2023, the Company announced that it has contracted Well Drilling of Salta, Argentina, for the provision of three pumping wells for the Hombre Muerto North lithium project (HMN Li project). The program is expected to be undertaken in the immediate future with rig availability in August.

On August 10, 2023, the Company announce it has formalized a contract with Well Drilling of Salta, Argentina, for the provision of a two-phase program of up to six production/pumping wells for the Hombre Muerto North Lithium Project (HMN Li Project), located in Salta Province, Argentina. Phase One will locate Wells P1 and P2 on the Alba Sabrina claim block, and well P3 on the Natalia Maria claim block.

Phase Two will site an additional three production wells within a zone across the Norma Edit and Viamonte Claim blocks. The LIS technical team is reviewing geological and regulatory details prior to a Phase Two decision. The total program will range between 1,000 and 1,500 meters with a budgeted value of between US\$1.2 million to US\$1.8 million.

On September 14, 2023, the Company announced the initiation of a pumping/production well drilling campaign at the 5-claim block Hombre Muerto North Lithium Project (HMN Li Project) Salta, Argentina.

This Phase One program will include the drilling of three wells: two at Alba Sabrina (AS-WW-01-23 and AS-WW-02-23) and one at Natalia Maria (NM-WW-01-23). Notably, each well will be fitted with screen filters and blind casing. Upon completion, long-term pumping tests will be conducted to determine brine transmissivity, including the maximum flow of each well. The results will provide key information for the upcoming Feasibility Study.

The first well, NM-WW-01-23, located at the Natalia Maria claim block, is currently being drilled to a depth of 200m. Early results from core drilling are promising, with a lithium concentration exceeding 1,175 milligrams per liter (as announced on April 6, 2023).

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Following the completion of the Natalia Maria well, the team will begin drilling two wells at the Alba Sabrina block, with depths of 400m and 200m, respectively. The Alba Sabrina claim block is the largest in the HMN Li Project claim group, encompassing 2,089 hectares of the total 3,287-hectare salar footprint. The upgraded project resource (September 12, 2023) delineates a resource of 927,500 tonnes of Lithium Carbonate Equivalent (LCE) within this block.

In addition to the above, Lithium South Development is reviewing technical data associated with the southern Viamonte and Norma Edit claim blocks. These blocks are being evaluated for potential production well installation during this drilling campaign.

On January 11, 2024, the Company announced that it has signed a landmark agreement with POSCO Argentina SAU, a wholly owned subsidiary of South Korean industry giant Pohang Iron and Steel Company (POSCO). The newly signed Cooperative Development Agreement marks a significant milestone in the Company's progression towards lithium production, setting the stage for an innovative collaboration in the development of the Hombre North Lithium Project (HMN Li Project), located in Salta Province, Argentina.

The Viamonte and Norma Edith contiguous claim blocks are located in an area of dual jurisdiction whereby both POSCO (Catamarca Province) and Lithium South (Salta Province) hold claims to the same ground but in different provinces. Preliminary data suggest that the Norma Edith and Viamonte area holds significant potential to bolster the scope of the HMN Li Project.

In the spirit of finding a solution, to enable both companies to access the potential brine in this area, and to avoid a lengthy, costly, and uncertain legal undertaking, Lithium South and POSCO have agreed to collectively develop the Norma Edith and Viamonte claim blocks and share the brine produced on a 50/50 basis. This agreement represents a pivotal solution to the historical provincial title issue, showcasing a spirit of partnership and pragmatism. The agreement will be subject to other legal undertakings and regulatory approvals as required.

On January 18, 2024, Lithium South announced Alba Sabrina production well 1 (ASPW1) has been drilled to 340 metres depth and is nearing the target depth of 400 metres. The well has encountered sand and sand/broken rock from surface to the current depth. Porosity is anticipated to be good. Upon target depth, the well will then be cased, developed and a pumping test will be completed. A technical review is under way to determine the optimal location for further pumping wells on the Alba Sabrina claim block.

On March 4, 2024, the Company announced positive results from an independent Preliminary Economic Assessment (“PEA”) for its Hombre Muerto North Lithium Project (“HMN Lithium Project”) near Salta, Argentina. The PEA was prepared by Knight Piésold Consulting (“KP”) and JDS Energy and Mining (“JDS”), both of Vancouver, in accordance with the standards set out in National Instrument 43-101 Standards of disclosure for Mineral Projects (“NI 43-101”), and CIM’s Best Practice Guidelines for Mineral Processing (“BPGMP”).

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Summary of Economic Results

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Table 1: Lithium South PEA Summary of Economic Results

Summary of Economic Results		
Pre-Tax		
NPV @ 0%	US\$M	4,999
NPV @ 8%	US\$M	1,451
IRR	%	37.2%
Payback	Years	2.4
After-Tax		
NPV @ 0%	US\$M	3,294
NPV @ 8%	US\$M	934
IRR	%	31.6%
Payback	Years	2.5

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Project Overview

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Table 2: Lithium South PEA Project Overview

Project Overview		
Production		
Li2CO3 Produced	tonnes	3,81,686
Income		
Total Payable Metal	US\$M	7,634
	\$/t product	20,000
Total Off-Site Expenses	US\$M	427
	\$/t product	1,118
Total Operating Expenses	US\$M	1,725
	\$/t product	4,520
Pre-Tax Operating Income	US\$M	5,482
	USD/t product	14,362

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Resource Estimate

The resource estimate for this PEA was prepared in accordance with NI 43-101 and CIM Standards, and uses best practice methods specific to brine resources, including a reliance on core drilling and sampling methods that yield depth-specific chemistry and effective (drainable) porosity measurements. The technical report filed on November 6, 2023, is titled, *Updated Mineral Resource Estimate – Hombre Muerto North Project, NI 43-101 Technical Report Catamarca and Salta, Argentina, Mark King, Ph.D., P.Geo., Peter Ehren, M.Sc., MAusIMM, September 5th, 2023*. The report was prepared in accordance with National Instrument 43-101 – Standards of Disclosure for Mineral Projects, on behalf of the Company by independent consultants Groundwater Insight of Halifax, Nova Scotia, Canada.

Operating Costs

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Table 3: Lithium South PEA Operating Cost Details

Operating Cost Details		
	Total US\$M	Unit Cost US\$/t
Reagents	807.2	2,115
Energy	187.6	492
Manpower	166.4	436
Equipment	31.5	83
Maintenance	236.2	619
Product Transport to Port	85.8	225
General & Administrative	210.3	551
Subtotal On-Site OPEX	1,725.1	4,520
Selling Costs (Transaction Tax)	73.3	192
Royalties - Provincial	183.9	482
Royalties - JM	169.5	444
Subtotal Off-Site OPEX	426.7	1,118
All-in OPEX	2,151.8	5,638
Sustaining CAPEX	116.9	306
All-in Sustaining Cost	2,268.7	5,944

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Capital Costs

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Table 4: Lithium South Capital Costs Details

Capital Cost Details			
	Pre-Prod US\$M	Sustaining US\$M	Total US\$M
Lithium Carbonate Plant	127.4	-	127.4
Brine Production Wells	22.1	-	22.1
Evaporation and Concentration Pond	101.0	-	101.0
Infrastructure	22.5	-	22.5
Mobile Equipment	4.9	-	4.9
Owner Costs	4.5	-	4.5
Sustaining/Replacements	-	113.9	113.9
Closure	-	3.0	3.0
Subtotal	282.4	116.9	399.3
Contingency	83.7	-	83.7
Total	366.1	116.9	483.0

Capital costs (CAPEX) have been updated with quotations from current suppliers working in project construction and development in the Puna region of Argentina. CAPEX estimates include an Indirect Cost of 16.6% of Direct Costs, and a contingency of 30% of Total Costs.

Project Location and Environmental Permitting

The HMN Lithium Project is located at the northern portion of the Salar del Hombre Muerto, at the boundary zone of the Catamarca and Salta provinces, 170 km southeast of the city of Salta. The project area comprises a collection of properties or concessions acquired under purchase options from the existing owner. The properties are held as “minas” (full mining licenses not subject to further area reduction requirements) by a wholly owned Argentine subsidiary of the Company. The HMN Lithium Project comprises six properties distributed over the Salar for a total of 3,237 hectares. All properties are subject to a mining license for borates. The area of the property is not subject to any known environmental liabilities.

Lithium Pricing

A lithium price of \$US20,000/tonne (t) was assumed for the study, assuming a 2029 production start-up. The price of lithium has been volatile in recent months, declining from a peak of approximately US\$85,000/t in November 2022 and stabilizing to US\$13,000/t in 2024. The selected price was based on current published market analysis and by benchmarking the price assumptions found in multiple technical reports from similar brine lithium projects. The benchmarking exercise provided a long-term price range of between US\$20,000 and US\$25,000/t, with an average of US\$22,400/t over seven projects.

The assumption of US\$20,000/t is deemed to be reasonable by the Qualified Person (“QP”).

Processing

The PEA models process eco-system covers the following units:

The brine chemistry is similar to other brines in the region, which allows the brine to be processed using similar processing technology as existing producers. The nominal extraction rate of the design is 179 liters per second. After an initial preconcentration, lime is added to the brine, which removes a large part of magnesium as magnesium hydroxide and the sulfate as gypsum. When the low magnesium and calcium brine is concentrated to about 0.75% it is fed to the lithium carbonate plant. Most of the noxious impurities that are still left in the brine are removed by selective precipitation through the addition of a solution of soda ash and slaked lime and a final ion exchange polishing. The impurity free brine is then sent to specially designed carbonation precipitators. To produce technical-grade lithium carbonate, a soda ash solution is added at high temperatures, leading to the precipitation of solid lithium carbonate. This solid is then subjected to a series of processes: it is filtered in a centrifuge, washed, repulped, centrifuged once more, and finally washed again. The lithium carbonate is dried and packaged in maxi bags, to be finally transported to the client. The main consumption of reagents in the process is shown in a table below.

Table 5: shows the consumption of reagents required to produce technical-grade lithium carbonate.

	Ton/ton LC
Lime	2.60
Soda Ash	2.45
Water	29.0

Increased Lithium Recovery

The report has an updated lithium recovery process for the HMN Lithium Project brine, which uses industry proven evaporation. An adjustment in the processing sequence will reduce lithium loss as brine entrainments in harvested salts, in the magnesium hydroxide, and in calcium sulfate solids, obtaining a lithium recovery of approximately 70%, an improvement from the previous recovery of 50%. Peter Ehren, M.Sc., MAusIMM, is the QP responsible for Mineral Processing.

On April 2, 2024, the Company commenced development activities for pumping well PW23-AS-02, located within the Alba Sabrina tenement. The Alba Sabrina claim is the largest of the five, salar-located claim blocks which total 3,287 hectares of the 5,687-hectare Hombre Muerto North lithium project (HMN lithium project) package. Pumping well PW23-AS-02 has been completed to 400 metres of depth and is being prepared for a long-term pumping test.

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Initial assessments suggest the well could be highly productive. Emergence, which is brine surging out of the hole, has been observed. This early indication is a promising sign for brine production potential.

The planned installation of a custom-made metal capsule, functioning as a valve to control upwelling, further underscores the anticipation of substantial brine production. Implementing this valve highlights the company's pro-active approach to managing the well's emergent behaviour, indicative of its expected high yield. A 20 HP pump set is to be deployed to a depth of approximately 58 metres, which aligns with the presence of the first filter in order to optimize brine pumpability. As the pumping operation commences, adjustments to pump capacity or depth may be made to maximize brine extraction.

On April 18, 2024 the Company announced that as a result of recent efforts at Well PW23-AS-02, have successfully cleared the well of sediment, leading to the flow of clear brine with strong artesian characteristics. These developments suggest potential for enhanced brine extraction rates. To maximize these benefits, an 80-kilowatt pump, significantly larger than the initially planned 50-kilowatt pump, has been contracted for the HMN Li Project.

On April 30, 2024, the Company announced that it had filed on SEDAR+ its preliminary economic assessment (PEA) following the summary results previously announced March 3, 2024. The report, titled, "NI 43-101 Preliminary Economic Assessment Hombre Muerto North Lithium Project, Salta, Argentina," was completed by Knight Piesold Consulting and JDS Energy and Mining Inc., both industry-leading independent engineering consulting firms.

The PEA report provides support for Lithium South to proceed with development plans for a 15,600-tonne-per-year lithium carbonate plant, located at its wholly owned Hombre Muerto North lithium project (HMN Li project) in Salta, Argentina. The extraction and recovery process for the project is based on conventional solar evaporation of the well brine, magnesium removal with slaked lime and lithium carbonate precipitation using soda ash, which is an industrial proven method of lithium production.

On June 12, 2024, further to news releases of May 22, 2024, May 29, 2024, and June 5, 2024, it has closed its non-brokered private placement raising gross proceeds \$3,952,747.80 through the issuance of 13,175,826 units at 30 cents per unit. Each unit comprises one common share of the company and one transferable common share purchase warrant. Each warrant allowing the holder to purchase an additional share of the company at a price of 40 cents for a period of five years from the date of closing of the private placement.

The net proceeds from the private placement will be used for the continued development of the company's flagship HMN lithium project, located in Salta, Argentina, and for general working capital purposes.

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The company paid finder's fees in the aggregate of \$252,219.84 cash and 840,733 finder's warrants. The finder's warrants are non-transferable and exercisable at 40 cents per share for a period of five years from the closing date of the private placement.

Additionally, the company paid Canaccord Genuity, as lead finder for the private placement, a corporate advisory fee in the amount of \$45,000. The advisory fee was paid through the issuance of 150,000 units, consisting of 150,000 shares and 150,000 warrants. The warrants are exercisable on the same terms as the finder's warrants.

On August 8, 2024, the Company provided an update regarding test work, on-site development work and business developments.

Lithium iron phosphate test work

The company is pleased to report the laboratory-scale production of lithium iron phosphate (LiFePO₄) directly from concentrated brine obtained from its Hombre Muerto North (HMN) lithium project, located in Salta province, Argentina. Test work was undertaken in co-operation with an independent laboratory based in Salta, Argentina. The product was then forwarded to the Research and Development Center for Advanced Materials and Energy Storage (CIDMEJu), located in Jujuy province, Argentina. At this facility, a basic operating button-type battery was constructed using the HMN lithium project LiFePO₄ product. This facility is part of the CONICET/National Scientific and Technical Research Council, an Argentine government agency that directs and co-ordinates most of the technical and scientific research done in Argentine universities and institutes.

The laboratory (patent-pending) process resulted in a lithium iron phosphate product directly from lithium chloride, eliminating the need for lithium carbonate. LiFePO₄ (LFP) batteries are being utilized by Tesla, BYD and others due to their lower manufacturing costs, long cycle life and high-power density. LFP batteries are cobalt-free and are finding increased demand in utility-scale stationary applications in addition to the electric vehicle market. LFP demand is expected to rise considerably over the coming years.

The LiFePO₄ battery test work is important to Lithium South as it is helping to define potential options for the production of higher-priced, value-added lithium products. Evaporation test work is also continuing at the HMN lithium project site as part of the process validation for a planned feasibility study.

HMN lithium project site

At the Alba Sabrina claim block on the HMN lithium project, a second-phase pump test is being planned for well PW23-AS-02, a 400-metre-deep production well. With recent test work indicating a good pumping rate from a single pump, it has been determined that two pumps down the same hole will be necessary to provide additional brine lift and to fully evaluate the pumping capacity of the well. The company is in the process of acquiring two new pumps and support

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equipment to continue the test work. In addition, the company plans to conduct new pumping tests on the Tramo and Natalia Maria claim blocks.

Business discussions

Management is in continuing discussions with several automotive and lithium industry corporations regarding potential strategic alliances or business arrangements. In spite of a challenging market environment, project interest remains high. These discussions include a bulk-sample site visit planned for one interested party in September. Management remains on a trading blackout.

On September 12, 2024, the Company announced that it has successfully completed phase I of the environmental baseline study for the Hombre Muerto North (HMN) lithium (Li) project, located in Salta province, Argentina. The report was completed by Knight Piesold Consulting (Argentina), a global engineering firm. The evaluation has taken 18 months and represents an important step for moving the project toward development.

The report presents comprehensive data pertaining to hydrology, hydrogeology, soil quality, flora and fauna, landscape, and socio-cultural impact. The report establishes an environmental baseline from which the company can further develop the project to an anticipated production rate of 15,600 tonnes per year of lithium carbonate using industry standard evaporation. This report will be key to the completion of an environmental impact report seeking permissions to construct the mine.

The company is now advancing with phases II and III of the environmental impact assessment, which will focus on:

- Basic engineering: the basic construction and waste engineering for the preparation of the environmental impact assessment;
- Detailed environmental impact assessments: in-depth analysis of potential environmental impacts due to the construction and operation of the production facility, particularly focusing on the construction of evaporation ponds;
- Mitigation strategies: development of comprehensive plans to mitigate any identified environmental and social impacts, including water management plans and habitat restoration initiatives;
- Stakeholder engagement: continued engagement with local communities and stakeholders to ensure transparency and address any concerns.

On January 14, 2025 and an extension announced on March 12, 2025 Lithium South Development Corp. signed a letter of intent (LOI), for the co-operative development of the Hombre Muerto North (HMN) lithium project, located in Salta province, Argentina.

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Letter of intent

The company and a non-related party, which will remain confidential until the completion of a definitive agreement (DA), have entered into an LOI for the development and financing of the HMN lithium project. The party is a private European corporation with strong financing abilities. The LOI was entered into with the approval of the majority of the board of directors of Lithium South. The following is a summary of the terms of the LOI:

1. On a best-effort basis, the party will procure a capital loan for up to \$10-million (U.S.) for the completion of a definitive feasibility study (DFS) on the HMN lithium project.
2. On a best-effort basis, the party will procure project financing for 80 per cent of the capex (capital expenditure) as defined in the DFS.
3. An earn-in at the project level allows the party to earn 10 per cent upon delivery of a loan confirmation letter for up to \$9-million (U.S.) for the DFS and a further 30 per cent upon delivery of a loan confirmation letter for project financing for 80 per cent of the capex.
4. At the option of the party and at completion of the definitive agreement, the company agrees to issue to the party special warrants for a price of \$1-million (U.S.). The special warrants when converted will equal 10 per cent of the issued and outstanding shares of Lithium South Development at the time of conversion. The funds will be allocated 70 per cent to the DFS and 30 per cent to general working capital.
5. The party will obtain rights to 80 per cent of the lithium production at the HMN lithium project as an offtake, with a commercialization commission of 4 per cent of gross sales.
6. The party will be granted rights of first refusal in respect of the sale of any interest Lithium South Development holds in the HMN lithium project and any future placement of equity in Lithium South Development.

The foregoing arrangements are subject to Lithium South Development and the party entering into a DA. Conditions precedent to entering into the DA include renegotiation of the existing Chemphys/Lithium South Development offtake agreement to the satisfaction of the party, completion of due diligence by the party within 60 days (which has already commenced), the approval of each respective board, exchange and regulatory approval, and no material adverse change in the business affairs of Lithium South Development or the party.

During the 60-day period, the company will not solicit any further business interests or continue with discussions with current parties of interest.

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Selected Annual Information

A summary of selected annual financial information for the last three fiscal years is as follows, as expressed in Canadian dollars:

	As at December 31, 2024	As at December 31, 2023	As at December 31, 2022
Total revenues	\$ Nil	\$ Nil	\$ Nil
Net loss	5,286,414	8,462,604	9,179,363
Net loss per share	0.05	0.09	0.10
Total assets	12,943,447	14,095,991	21,233,310
Total liabilities	1,021,799	602,106	346,079

Results of Operations

The Company incurred a loss of \$5,286,414 during the year ended December 31, 2024 (“current period”), compared to a loss of \$8,462,604 for the year ended December 31, 2023 (“comparative period”). Some of the significant changes for the current period compared to the comparative period are as follows:

Administrative expenses decreased to \$251,024 (2023 - \$634,833) as the Company made cost saving measures in the current fiscal year as a result of lower exploration work as the PEA and drilling were completed.

Exploration costs of \$3,528,610 (2023 - \$6,569,477) were incurred as the Company was actively drilling its claim blocks in Argentina and commenced its PEA discussed above.

Share-based payments of \$Nil (2023 - \$863,508), a non-cash expense was incurred during the period on the granting of incentive stock options to directors, officers and consultants of the Company.

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Summary of Quarterly Results

	Three Months Ended Dec. 31, 2024	Three Months Ended Sept. 30, 2024	Three Months Ended June 30, 2024	Three Months Ended Mar. 31, 2024
Total assets	\$12,943,447	\$13,551,711	\$14,543,829	\$12,907,992
Evaluation and exploration assets	12,085,974	12,085,974	12,085,974	12,085,974
Working capital (deficiency)	(280,863)	1,326,164	2,225,494	294,104
Shareholders' equity	11,884,015	13,538,746	14,447,333	12,523,492
Loss for the period	(1,617,098)	(908,587)	(1,276,687)	(1,484,042)
Loss per share	(0.02)	(0.01)	(0.01)	(0.01)

	Three Months Ended Dec. 31, 2023	Three Months Ended Sept. 30, 2023	Three Months Ended June 30, 2023	Three Months Ended Mar. 31, 2023
Total assets	\$14,095,991	\$15,648,718	\$16,984,425	\$18,438,608
Evaluation and exploration assets	12,085,974	12,085,974	12,085,974	12,085,974
Working capital (deficiency)	1,256,947	3,183,466	4,660,505	6,124,064
Shareholders' equity	13,493,884	15,429,839	16,916,313	18,389,308
Loss for the period	(1,879,237)	(2,072,732)	(1,753,539)	(2,757,096)
Loss per share	(0.02)	(0.02)	(0.02)	(0.03)

Liquidity and Going Concern

The Company has financed its operations to date primarily through the issuance of common shares, proceeds from related-party loans and the exercise of stock options and share purchase warrants. The Company continues to seek capital through various means including the issuance of equity and/or debt.

The Company's unaudited condensed consolidated financial statements for the year ended December 31, 2024 have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. As at December 31, 2024, the Company had a working capital deficiency of \$280,863 (December 31, 2023 working capital of \$1,256,947) and an accumulated deficit of \$76,819,719 (December 31, 2023 - \$71,495,672). In addition, the Company has not generated enough revenues to meet its operating and administrative expenses or its other obligations. These circumstances cast significant doubt on the validity of the going concern assumption.

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In order to continue as a going concern and to meet its corporate objectives, which primarily consist of exploration work on its Guyana mineral property, the Company will require additional financing through debt or equity issuances or other available means. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. Factors that could affect the availability of financing include the progress and exploration results of the mineral property, the state of international debt, equity and metals markets, and investor perceptions and expectations.

Contingencies

The Company has no contingencies at the date of this MD&A.

Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements at the date of this MD&A.

Investor Relations

The Company has no investor relations agreements as at the date of this MD&A.

Related Party Transactions

The Company incurred the following expenses charged by key management personnel and companies controlled by key management personnel, such personnel include the Company's Directors, Chief Executive Officer, Chief Financial Officer and Corporate Secretary:

	Dec. 31, 2024	Dec. 30, 2023
Consulting, management, exploration and professional fees charged by officers and directors and corporations under their control	\$ 1,067,925	\$ 1,056,795
Director fees	\$ 82,518	\$ 99,018
Share-based payments	\$ -	\$ 357,205

Key management personnel were not paid any post-employment benefits, termination benefits, or other long-term benefits during the respective periods.

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At December 31, 2024, the Company had a total amount due to related parties of \$418,296 December 31, 2023 - \$377,470) classified within accounts payable and accrued liabilities. Amounts due to related parties are unsecured, due on demand, and bear no interest.

Financial and Capital Risk Management

The Company's financial instruments consist of cash, receivables, short-term investments and accounts payable and accrued liabilities. Cash has been designated as fair value through profit and loss, receivables as loans and receivables, and accounts payable and accrued liabilities and related party loans payable are designated as other financial liabilities. The fair value of these financial instruments approximates their carrying value due to the short-term nature of these instruments, except for cash which is valued at a level 1 fair value measurement. All the Company's financial liabilities have contractual maturities less than 30 days and are subject to normal trade terms.

The Company is exposed to a variety of financial risks by virtue of its activities including currency, credit, interest rate, liquidity and other price risk. There has been no change in the way management managed these risks for the period.

Currency risk

While the Company's parent is Canadian and its capital is raised in Canadian dollars, the Company was conducting business in Argentina, whose currency is the Peso. As such, it was subject to risk due to fluctuations in the exchange rates for the United States and Canadian dollars as well as the Argentina Peso. The Company does not manage currency risk through hedging or other currency management tools.

Credit risk

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. The cash is held in a large Canadian financial institution, which has a strong credit rating from a primary credit rating institution. There is no risk associated with receivables as this is Goods and Services Tax ("GST") due from the Canadian Government.

Interest rate risk

Interest rate risk consists of two components:

- (a) To the extent that payments made or received on the Company's monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.

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- (b) To the extent that changes in prevailing market rates differ from the interest rate in the Company's monetary assets and liabilities, the Company is exposed to interest rate price risk.

Due to the short-term nature of the Company's financial instruments fluctuations in market rates do not have a significant impact on estimated fair values as of June 30, 2022. Future cash flows from interest income on cash will be affected by interest rate fluctuations. The Company manages interest rate risk by maintaining an investment policy that focuses primarily on the preservation of capital and liquidity.

Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they come due. The Company's ability to continue as a going concern is dependent on management's ability to raise the required capital through future equity issuances. The Company manages its liquidity risk by forecasting cash flows required by operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning, and approval of significant expenditures and commitments. All the Company's financial liabilities have contractual maturities less than 30 days and are subject to normal trade terms.

Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in pricing may be significant

The Company's financial instruments consist of cash, receivables and accounts payable and accrued liabilities. Cash has been designated as fair value through profit and loss, receivables as loans and receivables, and accounts payable and accrued liabilities and related party loans payable are designated as other financial liabilities. The fair value of these financial instruments approximates their carrying value due to the short-term nature of these instruments, except for cash which is valued at a level 1 fair value measurement. All the Company's financial liabilities have contractual maturities less than 30 days and are subject to normal trade terms.

Capital management

The capital structure of the Company consists of equity attributable to common shareholders, comprising of issued capital, contributed surplus and deficit.

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The Company's objectives when managing capital are to: (i) preserve capital, (ii) obtain the best available net return, and (iii) maintain liquidity.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and investments.

The Company's policy is to invest its excess cash in highly liquid, fully guaranteed, bank-sponsored instruments payable on demand. This strategy is unchanged from the prior year.

The Company is not subject to externally imposed capital restrictions.

Current Share Data

As at the date of this MD&A, the common shares outstanding are as follows:

	Number of Shares
Balance,	110,175,368

As at the date of this MD&A, the Company has 33,434,455 share purchase warrants exercisable between \$0.35 and \$0.80 per share to June 7, 2029 and 7,195,000 stock option exercisable between \$0.20 and \$0.80.

Disclaimer

The information provided in this document is not intended to be a comprehensive review of all matters concerning the Company. It should be read in conjunction with all other disclosure documents provided by the Company, which can be accessed at www.sedar.com. No securities commission or regulatory authority has reviewed the accuracy or adequacy of the information presented herein.

Cautionary Statement on Forward Looking Information

Certain statements contained in this document constitute "forward-looking statements". Such 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 expressly stated or implied by such forward-looking statements. Such factors include, among others, the following: evaluation and exploration asset costs and results, fluctuation in the prices of commodities for which the Company is exploring, foreign operations and foreign government regulations,

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competition, uninsured risks, recoverability of resources discovered, capitalization requirements, commercial viability, environmental risks and obligations, and the requirement for obtaining permits and licenses for the Company's operations in the jurisdictions in which it operates.