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Toll free 1.800.667.1870 or 604.685.1870
101 – 2148 West 38th Avenue, Vancouver, B.C. Canada V6M 1R9

FINANCIAL STATEMENTS

31 January 2022

(An Exploration Stage Company)

(Expressed in Canadian dollars)



DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of El Nino Ventures Inc.:

Opinion

We have audited the financial statements of El Nino Ventures Inc. (the "Company"), which comprise the statements of financial position as at 31 January 2022 and 2021, and the statements of loss and comprehensive loss, cash flows and changes in equity for the years then ended, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 January 2022 and 2021, and its financial performance and its cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1.1 to the financial statements, which describes events or conditions that indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in Management's Discussion and Analysis.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditor's report is Cherry Ho.

DMCL

DALE MATHESON CARR-HILTON LABONTE LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Vancouver, BC
30 May 2022

El Nino Ventures Inc.
(An Exploration Stage Company)
Statements of Financial Position
(Expressed in Canadian dollars)

	Notes	As at 31 January 2022	As at 31 January 2021
ASSETS		\$	\$
Current assets			
Cash		785,275	641,295
Amounts receivable	4	2,868	3,891
Short term investments	5	232,075	178,245
		1,020,218	823,431
Equipment	7	-	18,173
Total assets		1,020,218	841,604
EQUITY AND LIABILITIES			
Current liabilities			
Trade payables and accrued liabilities	8	15,678	14,422
Due to related parties	15	7,318	23,557
Total liabilities		22,996	37,979
Equity			
Common shares	9	25,841,421	25,557,671
Reserves	9	8,574,579	8,542,566
Deficit		(33,418,778)	(33,296,612)
Total equity		997,222	803,625
Total equity and liabilities		1,020,218	841,604

Corporate Information (Note 1), Going Concern (Note 1.1), Commitments and Contingencies (Note 16)

APPROVED BY THE BOARD:

“Harry Barr”
Director

“Gordon Chunnnett”
Director

The accompanying notes are an integral part of these financial statements.

El Nino Ventures Inc.
(An Exploration Stage Company)
Statements of Loss and Comprehensive Loss
(Expressed in Canadian dollars)

	Notes	Year ended 31 January	
		2022	2021
		\$	\$
Administration expenses			
Accounting and audit		15,759	14,206
Bank charges and interest		3,320	2,072
Consulting fees	15, 16	103,085	162,784
Depreciation	7	4,764	5,948
Information technology		511	480
Insurance, licenses and fees		2,227	-
Management fees	15	120,000	120,000
Marketing and communications		23	1,163
Office and miscellaneous	15	12,562	37,760
Rent	15	7,913	23,779
Share-based payments	10, 15	32,013	69,252
Telephone and utilities		1,766	6,010
Transfer agent and regulatory fees		19,043	13,261
Travel, lodging and food		4,008	9,898
Net loss before other items		(326,994)	(466,613)
Other items			
Interest income		345	17
Gain on sale of short-term investments	5	82,187	32,666
Gain on disposal of equipment	7	11,558	-
Unrealized gain on money market funds		-	2,672
Unrealized gain on short term investments	5	110,738	19,245
Net loss and comprehensive loss for the year		(122,166)	(412,013)
Net loss per share – basic and diluted	12	(0.002)	(0.007)

The accompanying notes are an integral part of these financial statements.

El Nino Ventures Inc.

Statements of Cash Flows

(Expressed in Canadian dollars)

	Notes	Year ended 31 January	
		2022	2021
		\$	\$
OPERATING ACTIVITIES			
Loss before tax		(122,166)	(412,013)
Adjustments for:			
Depreciation	7	4,764	5,948
Share-based payments	10	32,013	69,252
Gain on disposal of equipment	6	(11,558)	-
Gain on sale of short term investment	5	(82,187)	(32,666)
Unrealized gain on short term investment	5	(110,738)	(19,245)
Changes in operating working capital			
Decrease (increase) in amounts receivable		1,023	4,740
Increase (decrease) in trade payables and accrued liabilities		1,256	(1,579)
Decrease (increase) in due to related parties		(16,239)	12,527
Cash used in operating activities		(303,832)	(373,036)
INVESTING ACTIVITIES			
Purchase of equipment	7	(3,033)	-
Proceeds from disposal of equipment	7	28,000	-
Proceeds from sale of short-term investments	5	139,095	82,850
Cash provided by investing activities		164,062	82,850
FINANCING ACTIVITIES			
Proceeds from exercise of warrants	9	283,750	-
Cash provided by financing activities		283,750	-
Increase (decrease) in cash		143,980	(290,186)
Cash, beginning of year		641,295	931,481
Cash, end of year		785,275	641,295

The accompanying notes are an integral part of these financial statements.

El Nino Ventures Inc.
(An Exploration Stage Company)
Statements of Changes in Equity
(Expressed in Canadian dollars)

	Number of shares	Common shares	Stock option reserve	Warrant reserve	Deficit	Total
		\$	\$	\$	\$	\$
Balances, 1 February 2020	61,611,966	25,557,671	2,103,687	6,369,627	(32,884,599)	1,146,386
Share-based compensation (Note 10)	-	-	69,252	-	-	69,252
Net loss for the year	-	-	-	-	(412,013)	(412,013)
Balances, 31 January 2021	61,611,966	25,557,671	2,172,939	6,369,627	(33,296,612)	803,625
Shares issued for:						
Warrants exercise (Note 9)	5,675,000	283,750	-	-	-	283,750
Share-based compensation (Note 10)	-	-	32,013	-	-	32,013
Net loss for the year	-	-	-	-	(122,166)	(122,166)
Balances, 31 January 2022	67,286,966	25,841,421	2,204,952	6,369,627	(33,418,778)	997,222

The accompanying notes are an integral part of these financial statements.

1. CORPORATE INFORMATION

El Nino Ventures Inc. (the “Company”) was incorporated on 19 February 1988 under the laws of the Province of British Columbia, Canada. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in Canada with the aim of developing them to a stage where they can be exploited at a profit or to arrange joint ventures whereby other companies provide funding for development and exploration. The Company is listed on the Toronto Stock Exchange Venture (“TSX-V”) under the symbol “ELN”.

The business of mining and exploring for minerals involves a high degree of risk and there can be no assurance that the Company will obtain the necessary financing to complete the exploration and development of mineral property interests, or that the current or future exploration and development programs of the Company will result in profitable mining operations. In addition to ongoing working capital requirements, the Company must secure sufficient funding to meet its existing commitments, including conducting minimum exploration and evaluation programs and paying for general and administrative expenses (Note 1.1).

The Company’s principal address and records office is located at 101-2148 West 38th Avenue, Vancouver, BC V6M 1R9.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company’s business or ability to raise funds.

These financial statements do not reflect any adjustments to the carrying values of assets and liabilities and the reported amounts of expenses and balance sheet classifications that would be necessary if the going concern assumption was not appropriate and such adjustments could be material.

1.1 GOING CONCERN

These financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) applicable to a going concern which assumes that the Company will be able to continue its operations and will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

Several conditions cast significant doubt on the validity of this assumption and ultimately the appropriateness of the use of accounting principles related to a going concern. From inception to date, the Company has incurred losses from operations, earned no revenues and has experienced negative cash flows from operating activities. As at 31 January 2022, the Company had cash of \$785,275 (2021: \$641,295) and working capital of \$997,222 (2021: \$785,452). However, management cannot provide assurances that it will achieve profitable operations or raise additional equity capital.

The Company is presently exploring its property interests and has not confirmed they contain

mineral reserves that are economically recoverable. The Company's continuing operations and the underlying value and recoverability of the mineral properties are entirely dependent upon the existence of economically recoverable mineral reserves and the Company's ability to obtain necessary financing to complete its exploration and development of its current property interests and on future production from or proceeds from the disposition of its mineral property interests.

The ability of the Company to continue as a going concern is dependent on raising additional financing, retaining or attracting joint venture partners, developing its properties and/or generating profits from operations or the disposition of properties in the future. These material uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

Management has been successful in obtaining sufficient funding for operating, exploration and capital requirements from the inception of the Company to date. There is, however, no assurance that additional future funding will be available to the Company, or that it will be available on terms which are acceptable to the management of the Company.

If the Company is unable to raise additional capital in the immediate future, management expects that the Company will need to further curtail operations, liquidate assets, seek additional capital on less favourable terms and/or pursue other remedial measures including ceasing operations. These financial statements do not reflect any adjustments to the carrying values of assets and liabilities and the reported amounts of expenses and balance sheet classifications that would be necessary if the going concern assumption was not appropriate and such adjustments could be material.

2. BASIS OF PREPARATION

2.1 Basis of presentation

The Company's financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value (Note 14).

The financial statements are presented in Canadian dollars, which is also the Company's functional currency, except where otherwise indicated and all values are rounded to the nearest dollar.

2.2 Statement of compliance

These financial statements have been prepared in accordance with and using accounting policies in full compliance with International Financial Reporting Standards ("IFRS") and International Accounting Standards ("IAS") issued by the International Accounting Standards Board ("IASB") and interpretations of the International Financial Reporting Interpretations Committee ("IFRIC"), effective for the Company's reporting for the year ended 31 January 2022.

2.3 Standards, amendments and interpretations issued but not yet effective

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's financial statements.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments and share-based payments, the recognition and valuation of provisions for decommissioning liabilities, the carrying value of exploration and evaluation properties, the valuation of all liability and equity instruments including warrants and stock options, the recoverability and measurement of deferred tax assets and liabilities and the ability to continue as a going concern. Actual results may differ from those estimates and judgments.

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

Exploration and evaluation expenditures

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining the point at which a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop the property are capitalized into development assets. The determination may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the statement of loss and comprehensive loss in the year when new information becomes available.

Determining whether to test for impairment of exploration and evaluation properties requires management's judgment regarding the following factors, among others: the period for which the entity has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed; substantive expenditure on further exploration and evaluation of mineral resources in a specific area is neither budgeted nor planned; exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or sufficient data exists to indicate that, although a development in a specific area is likely to proceed, the carrying amounts of the exploration assets are unlikely to be recovered in full from successful development or by sale.

Decommissioning and restoration costs

Management is not aware of any material restoration, rehabilitation and environmental provisions as at 31 January 2022. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value and these estimates are updated annually. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the exploration and evaluation property. Such estimates are subject to change based on changes in laws, regulations and negotiations with regulatory authorities.

Impairment of financial assets

At each reporting date the Company assesses financial assets not carried at fair value through profit or loss to determine whether there is objective evidence of impairment. A financial asset is impaired if objective evidence indicates that one or more events occurred during the period that negatively affected the estimated future cash flows of the financial asset.

Objective evidence that financial assets are impaired can include significant financial difficulty of the issuer or debtor, default or the disappearance of an active market for a security. If the Company determines that a financial asset is impaired, judgment is required in assessing the available information in regards to the amount of impairment; however the final outcome may be materially different than the amount recorded as a financial asset.

Share based payments

Management assesses the fair value of stock options granted in accordance with the accounting policy stated in Note 3.6. The fair value of stock options is measured using the Black-Scholes Option Valuation Model. The fair value of stock options granted using valuation models is only an estimate of their potential value and requires the use of estimates and assumptions.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. Under the residual method, the share component is measured first and the residual amount is allocated to the warrants.

Deferred income taxes

Judgement is required in determining whether deferred tax assets are recognized on the statement of financial position. Deferred tax assets, including those arising from unutilized tax losses require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that the cash flows and taxable income differ significantly from estimates, the ability of the Company to realize the net deferred tax assets recorded at the statement of financial position date, if any, could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company operates could limit the ability of the Company to obtain tax deductions in future periods.

Going concern

These financial statements have been prepared on a basis which assumes the Company will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. In assessing whether this assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period. This assessment is based upon planned actions that may or may not occur for a number of reasons including the Company's own resources and external market conditions (Note 1.1).

3.2 Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand, and short term money market instruments with an original maturity of three months or less, which are readily convertible into a known amount of cash.

3.3 Foreign currencies

The Company's presentation currency and the functional currency of all of its operations is the Canadian dollar as this is the principal currency of the economic environment in which they operate.

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive income to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

3.4 Equipment

Equipment is stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is provided at rates calculated to write off the cost of equipment, less their estimated residual value, using the straight-line method over the following expected useful life:

- Automobile: 5 years

3.5 Exploration and evaluation properties

Following the acquisition of a legal right to explore a property, all direct costs related to the acquisition of the property are deferred until the property to which they relate is placed into production, sold, allowed to lapse or abandoned. Mineral property acquisition costs include cash consideration and the fair market value of common shares issued for mineral property interests based on the trading price of the shares.

On an ongoing basis, the Company evaluates each property based on results to date to determine the nature of exploration work that is warranted in the future. Indication of impairment may occur in the carrying value of mineral interests when one of the following conditions exists:

- i) The Company's work program on a property has significantly changed, so that previously identified resource targets or work programs are no longer being pursued;
- ii) Exploration results are not promising and no more work is being planned in the foreseeable future; or
- iii) The remaining lease terms are insufficient to conduct necessary studies or exploration work.

If there is an indication of impairment, the recoverable amount, which is the higher of the asset's fair value less costs to sell and value in use, of the asset is determined. When the carrying value of the property exceeds its recoverable amount the asset is written down accordingly. As a result, an impairment loss is recognized in the statement of loss and comprehensive loss.

The Company may occasionally enter into property option agreements, whereby the Company will transfer part of a mineral interest, as consideration for the incurring of certain exploration and evaluation expenditures by the optionee which would otherwise have been undertaken by the Company. The Company does not record any expenditures made by the optionee on its behalf. Any cash consideration received from the agreement is credited against the costs previously capitalized to the property, with any excess cash accounted for as recovery of exploration and evaluation properties.

Proceeds received from the sale of any interest in a property are first credited against the carrying value of the property, with any excess included in the statement of comprehensive loss for the period.

3.6 Share-based payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the statement of comprehensive loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted.

Where the terms and conditions of options are modified before they vest, any increase in the fair value of the options, measured immediately before and after the modification, is also charged to the statement of comprehensive loss over the remaining vesting period.

El Nino Ventures Inc.
(An Exploration Stage Company)
Notes to the Financial Statements
31 January 2022
(Expressed in Canadian dollars)

Where equity instruments are granted to employees, they are recorded at the fair value of the equity instrument granted at the grant date. The grant date fair value is recognized in comprehensive loss over the vesting period, described as the period during which all the vesting conditions are to be satisfied.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statement of comprehensive loss, unless they are related to the issuance of shares, in which case they are recorded as a reduction of share capital.

When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

All equity-settled share-based payments are reflected in reserves, until exercised. Upon exercise, the shares are issued from treasury and the amount reflected in contributed surplus is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

3.7 Taxation

Income tax expense is comprised of current and deferred tax. Current tax and deferred tax are recognized in the statement of loss and comprehensive loss except to the extent that they relate to items recognized directly in equity or in other comprehensive loss/income.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax is recognized on loss carry-forwards and tax credits, and on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary differences arise from goodwill or from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and law that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

The Company records provisions for uncertain tax provisions if it is probable that the Company will make a payment on tax positions as a result of examinations by the tax authorities. These provisions are measured at the Company's best estimate of the amount expected to be paid. Provisions are reversed to income in the period in which management assesses that they are no longer required or determined by statute.

3.8 Financial instruments

Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment. Cash, trade payable and due to related parties are recognized at amortized cost.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit and loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in profit and loss in the period in which they arise. Short term investments are recognized as FVTPL. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the

Company's own credit risk will be recognized in other comprehensive income (loss). Short term investments are recognized as FVTPL.

Financial assets at FVTOCI

Elected investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the credit risk on the financial asset has not increased significantly since initial recognition, the Company measures the credit risk of the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in profit and loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition of assets are recognized in profit and loss.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized at the consideration paid or payable, including any non-cash assets transferred or liabilities assumed, is recognized in profit and loss.

3.9 Flow-through shares

The Company, from time to time, issues flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through shares into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenses being incurred, the Company derecognizes the liability and recognizes a premium reversal recorded in other income or a reduction to deferred tax expense. The Company also recognizes a deferred tax liability and the related deferred tax is recognized as a tax provision.

Proceeds received from the issuance of flow-through shares are restricted to be used only for qualifying Canadian resource property exploration expenditures, within the prescribed period. The portion of proceeds received but not yet expended at the end of the period is disclosed separately within restricted cash.

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the look-back rule, in accordance with Government of Canada income tax regulations. When applicable, this tax is accrued as an other expense until paid.

3.10 Decommissioning liabilities

An obligation to incur decommissioning costs arises when environmental disturbance is caused by the exploration or development of mineral property interest. These costs are discounted to their net present value and are provided for and capitalized at the start of each project to the carrying amount of the asset, along with a corresponding liability, as soon as the obligation to incur such cost arises. The timing of the actual expenditure is dependent on a number of factors such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the Company operates.

Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through depreciation. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

Estimated costs for decommissioning costs are adjusted as changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capital costs of the related assets, in which case the capitalized cost is reduced to zero and the difference is recognized in profit or loss. As at 31 January 2022 and 2021, the Company has \$Nil decommissioning liabilities.

3.11 Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

3.12 Loss per share

Basic loss per share is computed by dividing the net income applicable to common shares of the Company by the weighted average number of common shares outstanding for the relevant period.

Diluted earnings per common share is computed by dividing the net income applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding if potentially dilutive instruments were converted. In the event of a loss, diluted loss per share is equal to basic loss per share as the additional equity instruments are anti-dilutive. Shares held in escrow, other than where their release

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is subject to the passage of time, are not included in the calculation of the weighted average number of common shares outstanding.

4. AMOUNTS RECEIVABLE

The Company's amounts receivable arises from Goods and Services Tax ("GST") receivable due from the government taxation authorities:

	31 January 2022	31 January 2021
GST receivable	\$ 2,868	\$ 3,891
Total amounts receivable	2,868	3,891

5. SHORT TERM INVESTMENTS

	31 January 2022		31 January 2021	
	Cost	Fair Value	Cost	Fair Value
Puma Exploration Inc. 374,500 shares (2021: 768,000 shares) 500,000 warrants (2021: 500,000 warrants) ⁽¹⁾	\$ 54,159 -	\$ 142,310 89,765	\$ 111,067 -	\$ 122,880 55,365
Total short term investments	54,159	232,075	111,067	178,245

(1) The Puma warrants are exercisable at a price of \$0.25 until 20 December 2022.

The Company received shares and warrants from Puma Exploration Inc. ("Puma") as option payments pursuant to the Murray Brook Asset Purchase Agreement dated 15 May 2017 (Notes 6 and 14). On 31 July 2020, the Company received 1,100,000 shares and 500,000 warrants from Puma. On 31 July 2020, the Company changed from the binomial model to the Black-Scholes Option Pricing Model in estimating the fair value of the Puma warrants. The weighted average assumptions used for the calculation were:

	31 January 2022	31 January 2021
Risk free interest rate	1.65%	1.65%
Expected life	0.88 years	1.88 years
Expected volatility	87.47%	187.77%
Expected dividend per share	-	-

During the year ended 31 January 2022, the Company sold a total of 393,500 (2021: 347,000) shares of Puma for total proceeds of \$139,095 (2021: \$82,850), resulting in a gain of \$82,187 (2021: \$32,666).

During the year ended 31 January 2022 the Company recorded an unrealized gain of \$110,738 (2021: \$19,245) related to the change in fair value of the short-term investments.

6. EXPLORATION AND EVALUATION PROPERTIES

Murray Brook Project

On 31 July 2020, the Company and Puma terminated the amended and restated asset purchase agreement and both parties agreed to execute the requirements for termination. Puma agreed to take all actions and do all things necessary to keep at all times the mining claims in good standing through 30 July 2021, including generating and filing sufficient work credits.

On 1 August 2020, the Company and Votorantim Metals Canada Inc. (“VM Canada”) reverted to the agreement relating to the dilution of the Company’s interest in the Properties dated 1 July 2015, whereby the parties agreed that the amounts owing by the Company to VM Canada will be satisfied in full by the dilution of the Company’s interest in the Properties. During the year ended 31 January 2022, amounts of \$245,390 owing by the Company to VM Canada were satisfied in full by the dilution of the Company’s interest in the Murray Brook Project from 30.96% to 29.50%.

7. EQUIPMENT

A summary of changes in the Company’s equipment for the year ended 31 January 2022 and 2021 as follows:

	Automobile	Total
COST	\$	\$
As at 31 January 2020 and 2021	33,042	33,042
Additions	3,033	3,033
Disposals	(36,075)	(36,075)
As at 31 January 2022	-	-
DEPRECIATION		
As at 31 January 2020	8,921	8,921
Depreciation	5,948	5,948
As at 31 January 2021	14,869	14,869
Depreciation	4,764	4,764
Disposals	(19,633)	(19,634)
As at 31 January 2022	-	-
NET BOOK VALUE		
As at 31 January 2021	18,173	18,173
As at 31 January 2022	-	-

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During the year ended 31 January 2022, the Company sold the automobile to New Age Metals Inc. for a consideration of \$28,000 and realized a gain of \$11,558 (Note 15).

8. TRADE PAYABLES AND ACCRUED LIABILITIES

The Company's trade payables and accrued liabilities are principally comprised of amounts outstanding for trade purchases relating to exploration and evaluation activities and amounts payable for general operations. These are broken down as follows:

	31 January 2022	31 January 2021
	\$	\$
Trade payables	1,178	1,422
Accrued liabilities	14,500	13,000
Total	15,678	14,422

9. SHARE CAPITAL

9.1 Authorized share capital

The Company has authorized an unlimited number of common and preferred shares with no par value. As at 31 January 2022, the Company had 67,286,966 common shares outstanding (2021: 61,611,966) and no preferred shares outstanding.

9.2 Shares issuances

During the year ended 31 January 2022, the Company issued 5,675,000 common shares related to the exercise of 5,675,000 warrants at an exercise price of \$0.05 per share.

9.3 Share purchase warrants

The following is a summary of the changes in the Company's share purchase warrants for the year ended 31 January 2022:

As at	31 January 2022		31 January 2021	
	Number of warrants	Weighted average Exercise price	Number of warrants	Weighted average Exercise price
Outstanding, beginning of year	22,697,750	\$0.05	22,697,750	\$0.05
Exercised	(5,675,000)	\$0.05	-	-
Expired/Cancelled	(17,022,750)	\$0.05	-	-
Outstanding, end of year	-	-	22,697,750	\$0.05

The average stock price on the dates of warrant exercise was \$0.50/share.

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9.4 Stock options

The Company has adopted a stock option plan (the “Plan”) whereby, the Company may grant stock options up to a maximum of 20% of the number of issued shares of the Company. The exercise price of any options granted under the plan will be determined by the Board of Directors (the “Board”), at its sole discretion, but shall not be less than the last closing price of the Company’s common shares on the day before the date on which the Board grants such options, less the maximum discount permitted under the policies of the TSXV.

The following is a summary of the changes in the Company’s stock option plan for the year ended 31 January 2022 and 2021:

As at	31 January 2022		31 January 2021	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding, beginning of year	5,675,000	\$0.07	4,725,000	\$0.07
Granted	-	-	1,500,000	\$0.08
Cancelled	-	-	(550,000)	\$0.06
Outstanding, end of year	5,675,000	\$0.07	5,675,000	\$0.07
Exercisable, end of year	5,675,000	\$0.07	4,425,000	\$0.06

The following table summarizes information regarding stock options outstanding and exercisable as at 31 January 2022:

Grant date	Expiry date	Options outstanding (#)	Exercise Price (\$)	Weighted Average Life (years)	Options exercisable (#)
1 November 2017	1 November 2022	2,175,000	0.05	0.29	2,175,000
2 January 2018	2 January 2023	350,000	0.07	0.06	350,000
11 April 2018	11 April 2023	150,000	0.05	0.03	150,000
1 June 2018	1 June 2023	100,000	0.07	0.02	100,000
5 July 2018	5 July 2023	1,300,000	0.10	0.33	1,300,000
18 October 2018	18 October 2023	100,000	0.10	0.03	100,000
04 August 2020	04 August 2025	1,500,000	0.08	0.93	1,500,000
		5,675,000	0.07	1.68	5,675,000

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The fair value of the 1,500,000 stock options granted during previous year ended 31 January 2021 was estimated at \$101,265. The fair value of the stock options granted during the year ended 31 January 2021 were estimated using the Black-Scholes Option Pricing Model using the following factors:

	31 January 2021
Risk free interest rate	0.32%
Expected life	5 years
Expected volatility	190.09%
Expected dividend per share	-
Expected forfeiture	-

10 SHARE-BASED PAYMENTS

Share-based payments for the following options granted by the Company was amortized over the vesting period, of which \$32,013 was recognized in the year ending 31 January 2022.

Grant date	Fair value	Amount vested - 2022	Amount vested - 2021
04 August 2020	\$ 101,265	\$ 32,013	\$ 69,252
Total	101,265	32,013	69,252

11 TAXES

11.1 Provision for income taxes

Applying the Company's Canadian federal and provincial statutory income tax rates of 27.00% (2021 – 27.00%):

Year ended 31 January	2022	2021
	\$	\$
Net income (loss) before tax	(122,166)	(412,013)
Expected income tax	(32,985)	(111,244)
Permanent differences	(19,415)	4,554
Change in prior year provision to actual	41,772	(2,524)
Change in valuation allowance	10,628	109,214
Provision for (recovery of) income taxes	-	-

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11.2 Deferred tax balances

The tax effects of temporary differences that give rise to deferred tax assets and liabilities are as follows:

	As at 31 January 2022	As at 31 January 2021
Deferred tax assets	\$	\$
Tax loss carry-forwards	3,021,457	2,947,548
Exploration and evaluation properties	435,353	462,914
Other	(24,018)	11,702
Total deferred tax assets	3,432,792	3,422,164
Less: Unrecognized deferred tax assets	(3,432,792)	(3,422,164)
Net deferred tax assets	-	-

11.3 Expiry dates

The Company's unrecognized deferred tax assets related to unused tax losses have the following expiry dates:

As at 31 January	2022
	\$
Non-capital losses	
2026	88,428
2027	961,396
2028	538,135
2029	914,962
2030	1,306,522
2031	1,484,856
2032	1,272,975
2033	1,525,375
2034	681,418
2035	367,543
2036	38,487
2037	157,020
2038	319,942
2039	552,549
2040	317,867
2041	370,325
2042	292,780
Total non-capital losses	11,190,580
Total net capital losses, no expiry	-
Total resource-related deduction, no expiry	1,612,417

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12 LOSS PER SHARE

The calculation of basic and diluted loss per share is based on the following data:

Year ended 31 January	2022	2021
	\$	\$
Net loss	(122,166)	(412,013)
Weighted average number of shares – basic and diluted	65,193,862	61,611,966
Net income per share, basic and diluted	(0.002)	(0.007)

The basic income per share is computed by dividing the net loss by the weighted average number of common shares outstanding during the period. The diluted income per share reflects the potential dilution of common share equivalents, such as outstanding stock options, in the weighted average number of common shares outstanding during the period, if dilutive. All of the stock options and warrants were anti-dilutive for the years ended 31 January 2022 and 2021.

13 CAPITAL RISK MANAGEMENT

The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements and continue the exploration of its mineral properties.

The Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administration costs, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

The Company is not subject to any externally imposed capital requirements. There were no significant changes in the Company's approach or the Company's objectives and policies for managing its capital.

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14 FINANCIAL INSTRUMENTS

14.1 Categories of financial instruments

	As at 31 January 2022	As at 31 January 2021
FINANCIAL ASSETS	\$	\$
Amortized cost		
Cash	785,275	641,295
FVTPL		
Short term investments	232,075	178,245
Total financial assets	1,017,350	819,540
FINANCIAL LIABILITIES		
Amortized cost		
Trade payables	1,178	1,422
Due to related parties	7,318	23,557
Total financial liabilities	8,496	24,979

14.2 Fair value

The fair value of financial assets and financial liabilities at amortized cost is determined in accordance with generally accepted pricing models based on discounted cash flow analysis or using prices from observable current market transactions. The Company considers that the carrying amount of all its financial assets and financial liabilities recognized at amortized cost in the financial statements approximates their fair value due to the demand nature or short-term maturity of these instruments.

The following table provides an analysis of the Company's financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to 3 based on the degree to which the inputs used to determine the fair value are observable.

- Level 1 fair value measurements are those derived from quoted prices in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1, that are observable either directly or indirectly.
- Level 3 fair value measurements are those derived from valuation techniques that include inputs that are not based on observable market data.

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As at 31 January 2022	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Financial assets at fair value				
Short term investments	142,310	-	89,765	232,075
Total financial assets at fair value	142,310	-	89,765	232,075

As at 31 January 2021	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
Financial assets at fair value				
Short term investments	122,880	-	55,365	178,245
Total financial assets at fair value	122,880	-	55,365	178,245

⁽¹⁾ The Puma warrants are determined to be a Level 3 measurement using a Black-Scholes Option Pricing Model where the inputs are unobservable due to the warrants not being traded in an active market (Note 5).

There were no transfers between Level 1, 2 and 3 during the year ended 31 January 2022 and 2021.

14.3 Management of financial risks

The financial risk arising from the Company's operations are credit risk, liquidity risk, interest rate risk, currency risk and commodity price risk. These risks arise from the normal course of operations and all transactions undertaken are to support the Company's ability to continue as a going concern. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Credit risk

Financial instruments that potentially subject the Company to credit risk consist of cash and cash equivalents and amounts receivable. The Company deposits cash and cash equivalents with high credit quality financial institutions as determined by rating agencies. As a result, the Company is not subject to a significant credit risk. The Company does not consider any of its financial assets to be impaired.

Liquidity risk

Liquidity risk is the risk that the Company will not have sufficient cash resources to meet its financial obligations as they become due (Note 1.1). The Company's liquidity and operating results may be adversely affected if its access to the capital market is hindered. The Company has no source of revenue and has obligations to meet its administrative overheads, maintain its mineral investments and to settle amounts payable to its creditors. As at 31 January 2022, the Company had a cash balance of \$785,275 (2021: \$641,295) and gross receivables of \$2,868 (2021: \$3,891) to settle current liabilities due in twelve months or less of \$22,996 (2021: \$37,979) and carry out its planned exploration program in the coming year. Management seeks additional financing through the issuance of equity instruments and liquidation of its marketable securities, either partial or in full,

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to continue its operations, and while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future.

Currency risk

For the year ended 31 January 2022, the Company's operations were solely in Canada. The Company considers its currency risk to be insignificant.

Other market risks

The Company is not subject to any other market risks, including interest rate risk and commodity price risk.

15 RELATED PARTY TRANSACTIONS

For the year ended 31 January 2022 and 2021, the Company had related party transactions with the following companies related by way of directors, management or shareholders in common:

- New Age Metals Inc., a company with management and certain directors in common with the Company. The Company pays shared office costs to New Age Metals Inc. on a month-to-month basis. During the year ended 31 January 2022, the Company sold the automobile to New Age Metals Inc. for a consideration of \$28,000 and realized a gain of \$11,558 (Note 7).
- 3846717 Canada Inc., a company owned by the CEO of the Company. 3846717 Canada Inc. provides management services on a five year term effective 1 June 2018 (Note 16).
- 873285 B.C. Ltd., a company owned by the Corporate Secretary of the Company. 873285 B.C. Ltd. provides consulting services on a month-to-month basis.

15.1 Related party expenses

The Company's related party expenses paid and/or accrued during the years ended 31 January 2022 and 2021 are as follows:

Year ended 31 January	2022	2021
	\$	\$
Consulting fees	13,814	47,729
Shared office costs	14,493	45,730
Total related party expenses to New Age Metals Inc.	28,307	93,459
Fees paid to CEO and his companies	120,000	120,000
Fees paid to CFO	42,000	42,000
Fees paid to Corporate Secretary	24,000	24,000
Total related party expenses other than New Age Metals Inc.	186,000	186,000
Total related party expenses	214,307	279,459

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15.2 Due from/to related parties

The assets and liabilities of the Company include the following amounts due to/from related parties:

	31 January 2022	31 January 2021
	\$	\$
New Age Metals Inc.	6,675	23,557
Due to CEO	643	-
Total amount due to related parties	7,318	23,557

The amounts due to/from related parties are non-interest bearing, unsecured and due on demand.

15.3 Key management personnel compensation

The remuneration of directors and other members of key management were as follows:

Year ended 31 January	2022	2021
	\$	\$
Short-term benefits – management and consulting fees	186,000	186,000
Share-based payments (Note 10)	18,141	37,239
Total key management personnel compensation	204,141	223,239

16 COMMITMENTS and CONTINGENCIES

As at 31 January 2022, the Company had the following commitments and contingent liabilities:

- a) During the year ended 31 January 2022, the Company did not obtain a director's and officer's insurance policy. The Company currently self-insures and has established no reserves for insurance-related contingencies. Rather, the Company assesses each contingency, if any, as it arises to determine estimates of the degree of probability and range of possible settlement. Those contingencies which are deemed to be probable and where the amount of such settlement is reasonably estimable, are then accrued in the Company's financial statements. If only a range of loss can be determined, the best estimate within that range is accrued.

The assessment of contingencies is a highly subjective process that requires judgments regarding future events. Insurance contingencies are reviewed at least annually to determine the adequacy of the accruals and whether related financial statement disclosure is required. The ultimate settlement of insurance contingencies may differ materially from amounts accrued in the financial statements.

- b) The Company has indemnified the subscribers of flow-through shares of the Company issued in prior years against any tax related amounts that may be payable as a result of the Company not making eligible expenditures.

- c) The Company regularly assesses its income tax and related non income tax amounts and obligations and the related filing obligations in Canada. It is management's position that adequate provisions have been made in the financial statements related to such obligations. However, there exists uncertainty due to the fact that the Company could be assessed differently by tax and/or other regulatory authorities in a manner that is not consistent with management's expectation. This situation would result in management being required to adjust its provision for income taxes and related non income tax amounts in the period that such a situation occurs and such adjustments could be material.
- d) The Company's exploration and evaluation activities are subject to various Canadian federal and provincial laws and regulations governing the protection of the government. These laws and regulations are continually changing and generally becoming more restrictive. The Company conducts its operations so as to protect public health and the environment and believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.
- e) Effective 1 November 2016, the Company and New Age Metals Inc. entered into a consulting agreement with a company controlled by the corporate secretary for \$4,000 per month collectively. The Company's portion of the consulting fees was \$2,000 per month. Effective 1 February 2022, the monthly consulting fees was amended to \$4,700 per month collectively. The Company's portion of the consulting fees is \$2,100 per month.
- f) Effective 1 June 2018, the Company entered into a management agreement with 3846717 Canada Inc., a company owned by the CEO for \$10,000 per month to provide consulting and management services (Note 15).
- g) In prior years, the Company entered into arbitrated dispute proceedings with GCP Group Ltd. ("GCP Group") related to its efforts to assert its legal and effective control over the Kasala Mineral Research Permits and the Company's interest in Infinity Resources SPRL ("Infinity") in the Democratic Republic of the Congo. The Company was awarded on 21 March 2014 pursuant to the arbitration, control of all assets of Infinity but was not successful in asserting its legal and effective control over Infinity.

It is management's position that no further action would be taken related to the above.

There is no assurance that further formal claims will not be made against the Company by GCP Group or other related parties.

17 APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements of the Company for the year ended 31 January 2022 were approved and authorized by the Board of Directors on 30 May 2022.



TSX.V: ELN OTC Pink: ELNOF FRANKFURT: E7QN

Toll free 1.800.667.1870 or 604.685.1870 70
101 – 2148 West 38th Avenue, Vancouver, B.C. Canada V6M 1R9 X7

EL NINO VENTURES INC.

MANAGEMENT DISCUSSION AND ANALYSIS FOR THE YEAR ENDED 31 JANUARY 2022

30 May 2022

El Nino Ventures Inc.

www.elninoventures.com

The following management discussion and analysis (“MD&A”) should be read in conjunction with the audited financial statements and accompanying notes (“Financial Statements”) of El Nino Ventures Inc. (the “Company”) for the year ended 31 January 2022. Results have been prepared using accounting policies in compliance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”). All monetary amounts are reported in Canadian dollars unless otherwise indicated.

For further information on the Company reference should be made to the Company’s public filings which are available on SEDAR. Further information is also available on the Company’s website at www.elninoventures.com.

This MD&A contains forward-looking information. See “Forward-Looking Information” and “Risks and

Uncertainties” for a discussion of the risks, uncertainties and assumptions relating to such information.

1. Overview of the Company

El Nino Ventures Inc. (the “Company”, “ELN”) was incorporated on 19 February 1988 under the laws of the Province of British Columbia, Canada. The Company is an exploration stage company engaged in the acquisition, exploration and development of mineral properties in Canada. The Company has its registered corporate office based in Vancouver, British Columbia, Canada.

As at 31 January 2022, the Company had 67,286,966 common shares outstanding, with a total market capitalization of approximately \$2,018,609. The Company shares trade on the TSX Venture Exchange (“ELN”), OTC Pink (“ELNOF”) and the Frankfurt Stock Exchange (“E7Q”).

The Company is focusing its efforts on developing and growing its asset base. On 25 October 2016, the Company executed an asset sale agreement with Puma Exploration (PUM:TSX-V) to relinquish its interest in the Murray Brook Zn-Pb-Cu-Ag Volcanogenic Massive Sulphide (“VMS”) deposit. The Murray Brook property consists of Mining Lease 252 and contiguous Mineral Claim Block 4925 (245 claims). El Nino’s joint venture partner, Votorantim Metals Canada Inc. (“VM Canada”), on the Murray Brook Project has also optioned their total interest of the Murray Brook Project to Puma. On 31 July 2020, the Company and Puma terminated the asset sale agreement. On 1 August 2020, the Company and VM Canada reverted to the agreement relating to the dilution of the Company’s interest in the Properties dated 1 July 2015.

The Company is continuing to pursue acquisitions globally.

In March 2020, the World Health Organization declared coronavirus COVID-19 a global pandemic. This contagious disease outbreak, which has continued to spread, and any related adverse public health developments, has adversely affected workforces, economies, and financial markets globally, potentially leading to an economic downturn. It is not possible for the Company to predict the duration or magnitude of the adverse results of the outbreak and its effects on the Company’s business or ability to raise funds.

1.1 - Overview of Company’s Projects

Bathurst JV Base Metals Project (the “BJVP Project”) (Previously Bathurst Mining Camp Project and BOJV);

The BJVP Project consists of various claims owned 50%:50% between ELN and Glencore in the prolific Bathurst Mining Camp of New Brunswick, Canada. The Joint Venture seeks a 3rd party partner to explore and develop its properties.

On 17 November 2017, The BOJV Project with Glencore and ELN was terminated by mutual consent of the two companies.

El Nino Ventures Inc.

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Murray Brook Project

The Murray Brook deposit is a polymetallic, volcanic hosted massive-sulfide deposit and is the fifth largest deposit in the Bathurst Mining Camp (BMC) with open pit mining potential. The property is located approximately 60 km west of Bathurst, New Brunswick, in Restigouche County, within the BMC. An existing gravel road accesses the property from a paved highway. The electricity grid is nearby, as are communities with goods, services and skilled labour. The gossan zone was removed during the open-pit mining operations carried out by Novagold Resources Inc. during the early 1990s. The hanging wall is moderately chloritic and is locally intensely deformed. The footwall consists of fine grained, felsic tuff and tuffaceous sediments with moderate to strong chlorite and sericite alteration. Sulfides are mainly fine grained, massive, vaguely laminated pyrite with disseminated and banded sphalerite, chalcopyrite and galena. Removal of the gossan also removed any evidence of previous drilling within the shallow pit area. Consequently, VM Canada's due diligence process to acquire the Murray Brook deposit required the confirmation of several historically reported drill results in addition to compilation of previous work. Significant drill results from the due diligence, drill twin-hole program included massive-sulfide intersections that were similar in width, position and positively confirmed the grades for copper ("Cu"), lead ("Pb"), zinc ("Zn"), gold ("Au") and silver ("Ag") reported from the three previously drilled holes.

On 31 July 2020, the Company and Puma have terminated the amended and restated asset purchase agreement and both parties agreed to execute the requirements for termination. Puma agreed to take all actions and do all things necessary to keep at all times the mining claims in good standing through 30 July 2021, including generating and filing sufficient work credits.

On 1 August 2020, the Company and VM Canada reverted to the agreement relating to the dilution of the Company's interest in the Properties dated 1 July 2015. Whereby the parties have agreed that the amounts of owing by the Company to VM Canada will be satisfied in full by the dilution of the Company's interest in the Properties. During the year ended 31 January 2022, amounts of \$245,390 owing by the Company to VM Canada were satisfied in full by the dilution of the Company's interest in the Murray Brook Project from 30.96% to 29.50%.

1. Going concern

Several conditions cast significant doubt on the validity of this assumption and ultimately the appropriateness of the use of accounting principles related to a going concern. From inception to date, the Company has incurred losses from operations, earned no revenues and has experienced negative cash flows from operating activities. As at 31 January 2022, the Company had cash and cash equivalents of \$785,275 (2021: \$641,295) and working capital of \$997,222 (2021: \$785,452). Existing funds on hand at 31 January 2022 will not be sufficient to support the Company's needs for cash to conduct exploration and to continue operations during the coming year. The Company will require additional funding to be able to meet ongoing requirements for general operations and to advance and retain mineral exploration and evaluation property interests. The ability of the Company to continue as a going concern is dependent on raising additional financing, retaining or attracting joint

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venture partners, developing its properties and/or generating profits from operations or the disposition of properties in the future.

Management has been successful in obtaining sufficient funding for operating, exploration and capital requirements from the inception of the Company to date. There is, however, no assurance that additional future funding will be available to the Company, or that it will be available on terms which are acceptable to the management of the Company.

If the Company is unable to raise additional capital in the immediate future, management expects that the Company will need to further curtail operations, liquidate assets, seek additional capital on less favourable terms and/or pursue other remedial measures including ceasing operations.

2. Litigation

In prior years, the Company entered into arbitrated dispute proceedings with GCP (the “GCP Group”) related to its efforts to assert its legal and effective control over the Kasala Mineral Research Permits and the Company’s interest in Infinity.

On 5 December 2013, the Company was granted a partial award in the arbitration proceedings (the “Arbitration Findings”) against the GCP Group. On 21 March 2014, the Company was granted the final award pursuant to the arbitration, whereby the Arbitrator declared various judgements in favour of the Company, including that the GCP Group shall return all assets of Infinity to the control of the Company, the net damages award to the Company being USD\$1,850 with interest, and the GCP Group must pay costs to the Company in the amount of \$431,532 with interest. The Company received a judgement pursuant to the International Commercial Arbitration Act to have the above noted awards applied in the DRC through a successful application of Exequatur.

To date, the Company has not been successful in its efforts in the DRC and there is no assurance that the Company will be successful in asserting its legal and effective control over Infinity. As at 31 January 2022, the Company plans no further action to pursue its legal and effective control over Infinity. There is no assurance that further formal claims will not be made against the Company by GCP Group or other related parties.

As at 31 January 2022 there is no current litigation.

3. Selected Annual and Quarterly Financial Information

Selected Annual Information

Unless otherwise noted, all currency amounts are stated in Canadian dollars. The following table summarizes selected financial data for ELN for each of the three most recently completed financial years. These information set forth below should be read in conjunction with the consolidated audited financial statements, prepared in accordance with IFRS, and related notes.

	Years Ended 31 January (audited)		
	2022	2021	2020
Total revenues	\$ -	\$ -	\$ -
General and administrative expenses	326,994	466,613	483,878
Mineral property cash costs received	-	-	-
Mineral property cash costs incurred	-	-	(18,446)
Loss before other items in total	(326,994)	(466,613)	(483,878)
Net loss	(122,166)	(412,013)	(305,118)
Net loss per share – Basic & fully diluted	(0.002)	(0.007)	(0.005)
Totals assets	1,020,218	841,604	1,173,416
Total liabilities	22,996	37,979	27,030
Cash dividends declared per share	Nil	Nil	Nil

Selected Quarterly Financial Information

The following selected financial information is derived from the unaudited interim consolidated financial statements of the Company. The figures have been prepared in accordance with IFRS.

	For the Quarters Ended (unaudited)							
	31 Jan	31 Oct	31 Jul	30 Apr	31 Jan	31 Oct	31 Jul	30 Apr
	2022	2021	2021	2021	2021	2020	2020	2020
Total revenues	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Net income (loss)	(146,034)	56,007	(15,785)	(16,354)	(154,735)	34,657	(97,419)	(194,516)
Net income (loss) per share	(0.002)	0.001	(0.000)	(0.001)	(0.003)	0.001	(0.001)	(0.003)
Total assets	1,020,218	1,123,960	1,084,736	800,876	841,604	922,565	881,518	989,865

Results of Operations

For the years ended 31 January 2022 and 2021.

The year ended 31 January 2022, resulted in a net loss from operations of \$122,166 which compares to \$412,013 - loss for the same period in 2021. The decrease in loss of \$289,847 was mainly attributable to the net effect of the following:

- Increase of \$1,553 in Accounting and audit. Cost of \$15,759 for the year ended 31 January 2022 compared to \$14,206 for the same period in 2021.
- Increase of \$1,248 in Bank charges and interest. Cost of \$3,320 for the year ended 31 January 2022 compared to \$2,072 for the same period in 2021.
- Decrease of \$59,699 in Consulting fees. Cost of \$103,085 for the year ended 31 January 2022 compared to \$162,784 for the same period in 2021.
-
- Decrease of \$1,184 in Depreciation. Cost of \$4,764 for the year ended 31 January 2022 compared to \$5,948 for the same period in 2021.

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- Increase of \$2,227 in Insurances, licenses and fees. Cost of \$2,227 for the year ended 31 January 2022 compared to \$Nil for the same period in 2021.
- Decrease of \$1,140 in Marketing and communications. Cost of \$23 for the year ended 31 January 2022 compared to \$1,163 for the same period in 2021.
- Decrease of \$25,198 in Office & miscellaneous. Cost of \$12,562 for the year ended 31 January 2022 compared to \$37,760 for the same period in 2021.
- Decrease of \$15,866 in Rent. Cost of \$7,913 for the year ended 31 January 2022 compared to \$23,779 for the same period in 2021.
- Decrease of \$37,239 in Share-based payments. Cost of \$32,013 for the year ended 31 January 2022 compared to \$69,252 for the same period in 2021.
- Decrease of \$4,244 in Telephone and utilities. Cost of \$1,766 for the year ended 31 January 2022 compared to \$6,010 for the same period in 2021.
- Increase of \$5,782 in Transfer agent and regulatory fees. Cost of \$19,043 for the year ended 31 January 2022 compared to \$13,261 for the same period in 2021.
- Decrease of \$5,890 in Travel, lodging and food. Cost of \$4,008 for the year ended 31 January 2022 compared to \$9,898 for the same period in 2021.
- Increase of \$49,521 in Gain on sale of short term investments. \$82,187 for the year ended 31 January 2022 compared to \$32,666 for the same period in 2021.
- Increase of \$11,558 in Gain on disposal of equipment. \$11,558 for the year ended 31 January 2022 compared to \$Nil for the same period in 2021.
- Decrease of \$2,672 in Unrealized gain on money market funds. \$Nil for the year ended 31 January 2022 compared to \$2,672 for the same period in 2021.
- Increase of \$91,493 in Unrealized gain on short term investments. \$110,738 for the year ended 31 January 2022 compared to \$19,245 unrealized loss for the same period in 2021.

4. Cash flow, Liquidity and Capital Resources

During the year ended 31 January 2022, the Company's working capital, defined as current assets less current liabilities, was \$997,222 (2021: \$785,452). The Company has a total 67,286,966 common shares issued and outstanding as at 31 January 2022.

Cash outflows for operating activities for the year ended 31 January 2022 were \$303,832 (2021: \$373,036) and consist of corporate costs.

Capital Risk Management

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The Company's objectives are to safeguard the Company's ability to continue as a going concern in order to support the Company's normal operating requirements, continue the exploration of its mineral properties.

The Company is dependent on external financing to fund its activities. In order to carry out the planned exploration and pay for general administration costs, the Company may issue new shares, issue new debt, acquire or dispose of assets or adjust the amount of cash and cash equivalents. The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so.

The Company is not subject to any externally imposed capital requirements. There were no significant changes in the Company's approach or the Company's objectives and policies for managing its capital.

5. Contractual Obligations

The Company has no remaining contractual obligations under any of its property option agreements.

6. Off-Balance Sheet Arrangements

The Company has no off-balance sheet arrangements.

7. Related Party Transactions

The related party transactions during the year ended 31 January 2022 and 2021, which occurred in the normal course of operations and were measured at the exchange amount (the amount of consideration established and agreed to by the related parties), were as follows:

Year ended 31 January	2022	2021
	\$	\$

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Consulting fees	13,814	47,729
Shared office costs	14,493	45,730
Total related party expenses to New Age Metals Inc.	28,307	93,459
Fees paid to CEO and his companies	120,000	120,000
Fees paid to CFO	42,000	42,000
Fees paid to Corporate Secretary	24,000	24,000
Total related party expenses other than New Age Metals Inc.	186,000	186,000
Total related party expenses	214,307	279,459

8. Significant accounting judgments, estimates and assumptions

The preparation of the Company's financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of income and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes can differ from these estimates.

Areas requiring a significant degree of estimation and judgment relate to the fair value measurements for financial instruments and share-based payments, the recognition and valuation of provisions for decommissioning liabilities, the carrying value of exploration and evaluation properties, the valuation of all liability and equity instruments including warrants and stock options, the recoverability and measurement of deferred tax assets and liabilities and the ability to continue as a going concern. Actual results may differ from those estimates and judgments.

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

Exploration and evaluation expenditures

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining the point at which a property has economically recoverable resources, in which case subsequent exploration costs and the costs incurred to develop the property are capitalized into development assets. The determination may be based on assumptions about future events or circumstances. Estimates and assumptions may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the statement of loss and comprehensive loss in the year when new information becomes available.

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Determining whether to test for impairment of exploration and evaluation properties requires management's judgment regarding the following factors, among others: the period for which the entity has the right to explore in the specific area has expired or will expire in the near future, and is not expected to be renewed; substantive expenditure on further exploration and evaluation of mineral resources in a specific area is neither budgeted nor planned; exploration for and evaluation of mineral resources in a specific area have not led to the discovery of commercially viable quantities of mineral resources and the entity has decided to discontinue such activities in the specific area; or sufficient data exists to indicate that, although a development in a specific area is likely to proceed, the carrying amounts of the exploration assets are unlikely to be recovered in full from successful development or by sale.

Decommissioning and restoration costs

Management is not aware of any material restoration, rehabilitation and environmental provisions as at 31 January 2022. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value and these estimates are updated annually. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the exploration and evaluation property. Such estimates are subject to change based on changes in laws, regulations and negotiations with regulatory authorities.

Impairment of financial assets

At each reporting date the Company assesses financial assets not carried at fair value through profit or loss to determine whether there is objective evidence of impairment. A financial asset is impaired if objective evidence indicates that one or more events occurred during the period that negatively affected the estimated future cash flows of the financial asset.

Objective evidence that financial assets are impaired can include significant financial difficulty of the issuer or debtor, default or the disappearance of an active market for a security. If the Company determines that a financial asset is impaired, judgment is required in assessing the available information in regards to the amount of impairment; however the final outcome may be materially different than the amount recorded as a financial asset.

Share based payments

Management assesses the fair value of stock options granted in accordance with the accounting policy stated in note 3.6. The fair value of stock options is measured using the Black-Scholes Option Valuation Model. The fair value of stock options granted using valuation models is only an estimate of their potential value and requires the use of estimates and assumptions.

The Company has adopted a residual value method with respect to the measurement of shares and warrants issued as private placement units. Under the residual method, the share component is measured first and the residual amount is allocated to the warrants.

Deferred income taxes

Judgement is required in determining whether deferred tax assets are recognized on the statement of financial position. Deferred tax assets, including those arising from unutilized tax losses require management to assess the likelihood that the Company will generate taxable earnings in future periods, in order to utilize recognized deferred tax assets. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that the cash flows and taxable income differ significantly from estimates, the ability of the Company to realized the net deferred tax assets recorded at the statement of financial position date, if any, could be impacted. Additionally, future changes in tax laws in the jurisdictions in which the Company operates could limit the ability of the Company to obtain tax deductions in future periods.

Going concern

These financial statements have been prepared on a basis which assumes the Company will continue to operate for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of operations. In assessing whether this assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to, 12 months from the end of the reporting period. This assessment is based upon planned actions that may or may not occur for a number of reasons including the Company's own resources and external market conditions

Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and on hand, and short term money market instruments with an original maturity of three months or less, which are readily convertible into a known amount of cash.

Foreign currencies

The Company's presentation currency and the functional currency of all of its operations is the Canadian dollar as this is the principal currency of the economic environment in which they operate.

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the period-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items or on settlement of monetary items are recognized in profit or loss in the period in which they arise, except where deferred in equity as a qualifying cash flow or net investment hedge.

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Exchange differences arising on the translation of non-monetary items are recognized in other comprehensive income in the statement of comprehensive income to the extent that gains and losses arising on those non-monetary items are also recognized in other comprehensive income. Where the non-monetary gain or loss is recognized in profit or loss, the exchange component is also recognized in profit or loss.

Equipment

Equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of equipment consists of the purchase price, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use and an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Depreciation is provided at rates calculated to write off the cost of equipment, less their estimated residual value, using the straight-line method over the following expected useful life:

- Automobile 5 years

Exploration and evaluation properties

Following the acquisition of a legal right to explore a property, all direct costs related to the acquisition of the property are deferred until the property to which they relate is placed into production, sold, allowed to lapse or abandoned. Mineral property acquisition costs include cash consideration and the fair market value of common shares issued for mineral property interests based on the trading price of the shares.

On an ongoing basis, the Company evaluates each property based on results to date to determine the nature of exploration work that is warranted in the future. Indication of impairment may occur in the carrying value of mineral interests when one of the following conditions exists:

- i) The Company's work program on a property has significantly changed, so that previously identified resource targets or work programs are no longer being pursued;
- ii) Exploration results are not promising and no more work is being planned in the foreseeable future; or
- iii) The remaining lease terms are insufficient to conduct necessary studies or exploration work.

If there is an indication of impairment, the recoverable amount, which is the higher of the asset's fair value less costs to sell and value in use, of the asset is determined. When the carrying value of the property exceeds its recoverable amount the asset is written down accordingly. As a result, an impairment loss is recognized in the statement of loss and comprehensive loss.

The Company may occasionally enter into property option agreements, whereby the Company will transfer part of a mineral interest, as consideration for the incurring of certain exploration and evaluation expenditures by the optionee which would otherwise have been undertaken by the Company. The Company does not record any expenditures made by the optionee on its behalf. Any cash consideration received from the agreement is credited against the costs previously capitalized to the property, with any excess cash accounted for as recovery of exploration and evaluation properties.

Proceeds received from the sale of any interest in a property are first credited against the carrying value of the property, with any excess included in the statement of comprehensive loss for the period.

Share-based payments

Where equity-settled share options are awarded to employees, the fair value of the options at the date of grant is charged to the statement of comprehensive loss over the vesting period. Performance vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each reporting date so that, ultimately, the cumulative amount recognized over the vesting period is based on the number of options that eventually vest. Non-vesting conditions and market vesting conditions are factored into the fair value of the options granted.

Where the terms and conditions of options are modified before they vest, any increase in the fair value of the options, measured immediately before and after the modification, is also charged to the statement of comprehensive loss over the remaining vesting period.

Where equity instruments are granted to employees, they are recorded at the fair value of the equity instrument granted at the grant date. The grant date fair value is recognized in comprehensive loss over the vesting period, described as the period during which all the vesting conditions are to be satisfied.

Where equity instruments are granted to non-employees, they are recorded at the fair value of the goods or services received in the statement of comprehensive loss, unless they are related to the issuance of shares, in which case they are recorded as a reduction of share capital.

When the value of goods or services received in exchange for the share-based payment cannot be reliably estimated, the fair value is measured by use of a valuation model. The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions, and behavioural considerations.

All equity-settled share-based payments are reflected in reserves, until exercised. Upon exercise, the shares are issued from treasury and the amount reflected in contributed surplus is credited to share capital, adjusted for any consideration paid.

Where a grant of options is cancelled or settled during the vesting period, excluding forfeitures when vesting conditions are not satisfied, the Company immediately accounts for the cancellation as an acceleration of vesting and recognizes the amount that otherwise

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would have been recognized for services received over the remainder of the vesting period. Any payment made to the employee on the cancellation is accounted for as the repurchase of an equity interest except to the extent the payment exceeds the fair value of the equity instrument granted, measured at the repurchase date. Any such excess is recognized as an expense.

Taxation

Income tax expense is comprised of current and deferred tax. Current tax and deferred tax are recognized in the statement of loss and comprehensive loss except to the extent that they relate to items recognized directly in equity or in other comprehensive loss/income.

Current income taxes are recognized for the estimated income taxes payable or receivable on taxable income or loss for the current year and any adjustment to income taxes payable in respect of previous years. Current income taxes are determined using tax rates and tax laws that have been enacted or substantively enacted by the year-end date.

Deferred tax is recognized on loss carry-forwards and tax credits, and on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary differences arise from goodwill or from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and law that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

The Company records provisions for uncertain tax provisions if it is probable that the Company will make a payment on tax positions as a result of examinations by the tax authorities. These provisions are measured at the Company's best estimate of the amount expected to be paid. Provisions are reversed to income in the period in which management assesses that they are no longer required or determined by statute.

9. Financial instruments

Classification

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The Company classifies its financial instruments in the following categories: at fair value through profit and loss (“FVTPL”), at fair value through other comprehensive income (loss) (“FVTOCI”) or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company’s business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or the Company has opted to measure them at FVTPL.

Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment. Cash, trade payable and due to related parties are recognized at amortized cost.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in profit and loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in profit and loss in the period in which they arise. Short term investment is recognized as FVTPL. Where management has opted to recognize a financial liability at FVTPL, any changes associated with the Company’s own credit risk will be recognized in other comprehensive income (loss). Short term investments are recognized as FVTPL.

Financial assets at FVTOCI

Elected investments in equity instruments at FVTOCI are initially recognized at fair value plus transaction costs. Subsequently they are measured at fair value, with gains and losses recognized in other comprehensive income (loss).

Impairment of financial assets at amortized cost

The Company recognizes a loss allowance for expected credit losses on financial assets that are measured at amortized cost. At each reporting date, the Company measures the loss allowance for the financial asset at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If at the reporting date, the financial asset has not increased significantly since initial recognition, the Company measures the credit risk of the loss allowance for the financial asset at an amount equal to the twelve month expected credit losses. The Company shall recognize in profit and loss, as an impairment gain or loss, the amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized.

Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity. Gains and losses on derecognition of assets are recognized in profit and loss.

Financial liabilities

The Company derecognizes financial liabilities only when its obligations under the financial liabilities are discharged, cancelled or expired. Generally, the difference between the carrying amount of the financial liability derecognized at the consideration paid or payable, including any non-cash assets transferred or liabilities assumed, is recognized in profit and loss.

Flow-through shares

The Company, from time to time, issues flow-through common shares to finance a significant portion of its exploration program. Pursuant to the terms of the flow-through share agreements, these shares transfer the tax deductibility of qualifying resource expenditures to investors. On issuance, the Company bifurcates the flow-through shares into i) a flow-through share premium, equal to the estimated premium, if any, investors pay for the flow-through feature, which is recognized as a liability, and ii) share capital. Upon expenses being incurred, the Company derecognizes the liability and recognizes a premium reversal recorded in other income or a reduction to deferred tax expense. The Company also recognizes a deferred tax liability and the related deferred tax is recognized as a tax provision.

Proceeds received from the issuance of flow-through shares are restricted to be used only for qualifying Canadian resource property exploration expenditures, within the prescribed period. The portion of proceeds received but not yet expended at the end of the period is disclosed separately within restricted cash.

The Company may also be subject to a Part XII.6 tax on flow-through proceeds renounced under the look-back rule, in accordance with Government of Canada income tax regulations. When applicable, this tax is accrued as an other expense until paid.

Decommissioning liabilities

An obligation to incur decommissioning costs arises when environmental disturbance is caused by the exploration or development of mineral property interest. These costs are discounted to their net present value and are provided for and capitalized at the start of each project to the carrying amount of the asset, along with a corresponding liability, as soon as the obligation to incur such cost arises. The timing of the actual expenditure is dependent on

a number of factors such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the Company operates.

Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through depreciation. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

Estimated costs for decommissioning costs are adjusted as changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capital costs of the related assets, in which case the capitalized cost is reduced to zero and the difference is recognized in profit or loss. As at 31 January 2022, the Company has \$Nil decommissioning liabilities.

Related party transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, related parties may be individuals or corporate entities. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

Loss per share

Basic loss per share is computed by dividing the net income applicable to common shares of the Company by the weighted average number of common shares outstanding for the relevant period.

Diluted earnings per common share is computed by dividing the net income applicable to common shares by the sum of the weighted average number of common shares issued and outstanding and all additional common shares that would have been outstanding if potentially dilutive instruments were converted. In the event of a loss, diluted loss per share is equal to basic loss per share as the additional equity instruments are anti-dilutive. Shares held in escrow, other than where their release is subject to the passage of time, are not included in the calculation of the weighted average number of common shares outstanding.

10. Controls and Procedures

The Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO") are responsible for designing internal controls over financial reporting in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external purposes in accordance with IFRS. The design of the Company's internal control over financial reporting was assessed as of the date of this MD&A.

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Based on this assessment, it was determined that certain weaknesses existed in internal controls over financial reporting. As indicative of many small companies, the lack of segregation of duties and effective risk assessment were identified as areas where weaknesses existed. The existence of these weaknesses is to be compensated for by senior management monitoring, which exists. The officers will continue to monitor very closely all financial activities of the Company and increase the level of supervision in key areas. It is important to note that this issue would also require the Company to hire additional staff in order to provide greater segregation of duties. Since the increased costs of such hiring could threaten the Company's financial viability, management has chosen to disclose the potential risk in its filings and proceed with increased staffing only when the budgets and work load will enable the action. The Company has attempted to mitigate these weaknesses, through a combination of extensive and detailed review by the CFO of the financial reports, the integrity and reputation of senior accounting personnel, and candid discussion of those risks with the audit committee.

11. Qualified Person Statement

Technical sections of "Overview of Company's Projects of this report have been reviewed and approved for technical content by Ali Alizadeh, M.Sc. P.Geo, Senior Advisor for ELN and a Qualified Person under the provisions of NI 43-101.

12. Forward Looking Information

Forward-looking information is included in this MD&A, which involves known and unknown risks, uncertainties and other factors that may cause actual results, performance or achievements or industry results, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Forward-looking information is identified by the use of terms and phrases such as "anticipate", "believe", "could", "estimate", "expect", "intend", "may", "plan", "predict", "project", "will", "would", and similar terms and phrases, including references to assumptions. Such information may involve but are not limited to comments with respect to strategies, expectations, planned operations or future actions.

Forward-looking information reflects current expectations of management regarding future events and operating performance as of the date of this MD&A. Such information involves significant risks and uncertainties, should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether or not such results will be achieved. A number of factors could cause actual results to differ materially from the results discussed in the forward-looking information, including, but not limited to, the following factors (as discussed under "Risks and Uncertainties"): industry; commodity prices; competition; foreign political risk; government laws; regulation and permitting; title to properties; estimates of mineral resources; cash flows and additional funding requirements; key management; possible dilution to present and prospective shareholders; material risk of dilution presented by large number of outstanding share purchase options

and warrants; trading volume; volatility of share price; foreign currency risk; and, conflict of interest.

Although the forward-looking information contained in this MD&A is based upon what the Company's management believes to be reasonable assumptions, the Company cannot assure investors that actual results will be consistent with such information. Forward-looking information reflects management's current beliefs and is based on information currently available to the Company. Such information reflects current assumptions regarding future events and operating performance including, without limitation, a strong global demand for mineral commodities, continued funding and continued strength in the industry in which the Company operates, and speaks only as of the date of this discussion. The forward-looking information is made as of the date of this MD&A.

13. Outlook

On 31 July 2020, the Company and Puma have terminated the amended and restated asset purchase agreement and both parties agreed to execute the requirements for termination. Puma agreed to take all actions and do all things necessary to keep at all times the mining claims in good standing through 30 July 2021, including generating and filing sufficient work credits.

On 1 August 2020, the Company and VM Canada reverted to the agreement relating to the dilution of the Company's interest in the Properties dated 1 July 2015. Whereby the parties have agreed that the amounts of owing by the Company to VM Canada will be satisfied in full by the dilution of the Company's interest in the Properties. During the year ended 31 January 2022, amounts of \$245,390 owing by the Company to VM Canada were satisfied in full by the dilution of the Company's interest in the Murray Brook Project from 30.96% to 29.50%.

The Company is continually seeking new opportunities.

Even though current management has demonstrated its ability to raise funds in the past, with the current financial market conditions and global economic uncertainty, there can be no assurance it will be able to do so in the future. Although the Company has been successful in all of its Court actions, as with all disputes, there is no guarantee that the results from the appeals will be favorable towards the Company or that there will be further spurious acts. Because of these uncertainties, there is substantial doubt about the ability of the Company to continue as going concern. These financial results and discussion do not include the adjustments that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

14. Subsequent events

There is no reportable subsequent event for the period.

15. Additional Information

El Nino Ventures Inc.

www.elninoventures.com

Additional information relating to the Company is available on SEDAR at www.sedar.com or on the Company's website at www.elninoventures.com .

For more information, please contact:

Mr. Harry Barr, Chairman & CEO

El Nino Ventures Inc.

101 - 2148 West 38th Avenue,

Vancouver, British Columbia, V6M 1R9

TRADING SYMBOLS

TSX Venture Exchange: ELN

OTC Pink: ELNOF

Frankfurt Stock Exchange: E7Q