MANAGEMENT'S DISCUSSION AND ANALYSIS

For the three months and year ended December 31, 2022

May 19, 2023

The following management's discussion and analysis ("MD&A") of Athabasca Minerals Inc.'s ("Athabasca", "AMI", "our" or the "Corporation") financial condition and results of operations should be read in conjunction with the Audited Consolidated Financial Statements for the year ended December 31, 2022. The accompanying Audited Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All dollar amounts referred to in this MD&A are Canadian dollars. Athabasca Minerals Inc. ("Athabasca", "AMI", "our" or the "Corporation") is a reporting issuer in each of the provinces of Canada. The Corporation's shares trade on the TSX Venture Exchange under the symbol AMI-V.

Athabasca's Board of Directors, on the recommendation of the Audit Committee, approved the content of this MD&A on May 18, 2023.

Additional information about Athabasca, including our management information circular and quarterly reports, is available at **www.athabascaminerals.com** and on the System for Electronic Document Analysis and Retrieval (SEDAR) at **www.sedar.com.**

FORWARD LOOKING INFORMATION

This document contains "forward looking statements" and "forward-looking information" (collectively referred to herein as "forward-looking statements") within the meaning of Canadian securities legislation. Such forward-looking statements the Corporation and its subsidiaries, relating to, without limitation, expectations, intentions, plans and beliefs, including information as to the future events, results of operations and Athabasca's future performance (both operational and financial) and business prospects. Forward-looking statements can be identified by the use of words such as "anticipates", "believes", "continue", "estimates", "expects", "intends", "may", "pending", "potential", "plans", "seeks", "should", "projects", "forecasted", "will" or variations of such words and phrases.

Forward-looking statements are based on the expectations and opinions of the Corporation's management ("Management") on the date the statements are made. The assumptions used in the preparation of such statements, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made. Such forward-looking statements reflect Athabasca's beliefs, estimates and opinions regarding its future growth, results of operations, future performance (both operational and financial), and business prospects and opportunities at the time such statements are made, and Athabasca undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or circumstances should change, except as required by applicable securities laws. Forward-looking statements are necessarily based upon a number of estimates and assumptions made by Athabasca that are inherently subject to significant business, economic, competitive, political and social uncertainties and contingencies. Forward-looking statements are not guarantees of future performance.

Although the Corporation believes that the material factors, expectations and assumptions expressed in such forward-looking statements are reasonable based on information available to it on the date such statements are made, undue reliance should not be placed on the forward-looking statements because the Corporation can give no assurances that such statements and information will prove to be correct and such statements are not guarantees of future performance. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual performance and results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to: known and unknown risks; exploration and development costs and delays; weather, health, safety, market and environmental risks; integration of acquisitions, competition, and uncertainties resulting from potential delays or changes in plans with respect to acquisitions, development projects or capital expenditures and changes in legislation including, but not limited to incentive programs and environmental regulations; stock market volatility and the inability to access sufficient capital from external and internal sources; general economic, market or business conditions; the COVID-19 health pandemic; global economic events; changes to Athabasca's financial position and cash flow; the availability of qualified personnel, management or other key inputs; potential industry developments; and other unforeseen conditions which could impact the use of services supplied by the Corporation. Accordingly, readers should not place undue importance or reliance on the forward-looking statements. Readers are cautioned that the foregoing list of factors is not exhaustive.

Statements, including forward-looking statements, contained in this MD&A are made as of the date they are given and the Corporation disclaims any intention or obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws. The forward-looking statements contained in this MD&A are expressly qualified by this cautionary statement.

Additional information on these and other factors that could affect the Corporation's operations and financial results are included in reports on file with applicable securities regulatory authorities and may be accessed under Athabasca's profile on SEDAR at www.sedar.com.

OUR BUSINESS

Incorporated in 2006, Athabasca Minerals is an integrated group of companies capable of full life-cycle development and supply of aggregates and industrial minerals. The Corporation is comprised of the following business units:

- **AMI Silica** division (amisilica.com) has resource holdings and business interests in Alberta, North-East BC, and the United States with its 50% interest in AMI Silica LLC.
- **AMI Aggregates** division produces and sells aggregates from its corporate pits and manages the Coffey Lake Public Pit on behalf of the Government of Alberta.
- **AMI RockChain** division (amirockchain.com) is a midstream, technology-enabled business using its proprietary RockChain™ digital platform, automated supply-chain and logistics solutions, quality-assurance & safety programs to deliver products across Canada.
- **Métis North Sand & Gravel** is a strategic partnership with the McKay Métis Group to deliver aggregates to the energy, infrastructure, and construction sectors in the Wood Buffalo region. In December 2022, the Corporation ceased its limited partner position in the partnership but continues to provide services to the partnership under an operating agreement.
- **TerraShift Engineering** (terrashift.ca) conducts resource exploration, regulatory, mining, environmental and reclamation engineering for a growing nation-wide customer base and is also the developer of the proprietary TerraMaps™ software. As of August 24, 2022 the Corporation began to phase out the operations of TerraShift as part of the Corporation's staged plan to create a sustainable and resilient business model. TerraMaps™ and other assets will be maintained to continue to be of benefit to other AMI divisions.

BUSINESS HIGHLIGHTS

Athabasca Minerals reports the following key financial highlights for the year ended December 31, 2022:

- Consolidated revenue, net of royalties for 2022 was $34.2 million versus $11.8 million for 2021, driven by increased demand for industrial sand in AMI Silica LLC and a major aggregate contract in RockChain.
- An operating loss of $11.9 million in 2022 versus an operating loss of $2.4 million in 2021.The increase in loss was due to increased depreciation expense of $2.9 million resulting from the acquisition of the U.S. sand mine and facilities in Hixton, Wisconsin in February 2022, $5.6 million in write-downs of inventory, resource properties and contract costs, increased general and administrative expenses of $3.1 million due to increased personnel expenses and severance.
- In 2022, the Corporation reported a total comprehensive income of $13.5 million versus a total comprehensive loss of $2.2 million in 2021. The increase was due mainly to a $24.1 million gain resulting from the acquisition of the U.S. sand mine and facilities offset by increases in depreciation expense and general and administrative expenses.
- Net income for 2022 was $12.2 million compared to a loss of $2.2 million for 2021. For 2022, on a per share basis, net income was $0.156/share basic and $0.142/share diluted versus a net loss of $0.032/share basic and diluted in 2021.
- On February 1, 2022, the Corporation took control of an operational U.S. sand mine and facilities in Hixton, Wisconsin through its jointly controlled operation, AMI Silica LLC.
- AMI Board of Directors appointed Dana Archibald as the Corporation's permanent Chief Executive Officer, effective August 29, 2022.
- As of August 24, 2022 the Corporation began to phase out the operations of its engineering division, TerraShift Engineering ("TerraShift") as part of the Corporation's staged plan to create a sustainable and resilient business model. This reorganization and simplification of operations also contributes to a reduction in personnel and overhead.

Athabasca Minerals reports the following key financial highlights in Q4 2022:

- Consolidated revenue, net of royalties for Q4-2022 was $8.4 million versus $3.1 million for Q4-2021, driven by increased demand for industrial sand in AMI Silica LLC and continued revenue from a major aggregate contract in RockChain.
- An operating loss of $4.6 million in Q4-2022 versus an operating loss of $0.7 million in Q4-2021. The increase in loss was mainly due to a $2.3 million write-down of aggregate inventory and resource properties, increased operating and depreciation expenses in AMI Silica LLC and increased general and administrative expenses due to increased personnel expenses.
- For the three months ended December 31, 2022, the Corporation reported a net loss of $3.1 million versus a net loss of $0.6 million for the three months ended December 31, 2021.
- For the three months ended December 31, 2022, on a per share basis, net loss was $0.039/share basic and diluted versus a net loss of $0.009/share basic and diluted for the three months ended December 31, 2021.

SELECTED FINANCIAL INFORMATION

	Three months ended December 31, 2022		Twelve months ended December 31, 2022	
	2022	2021	2022	2021
FINANCIAL HIGHLIGHTS:				
Product sales revenue	$ 6,473,887	$ 805,233	$ 25,571,323	$ 3,035,742
Services revenue	2,082,961	2,475,780	9,008,409	9,093,507
Gross revenue, including royalties	8,556,848	3,281,013	34,579,732	12,129,249
Less: provincial royalties	(138,368)	(139,316)	(354,359)	(337,638)
Gross revenue, net of royalties	8,418,479	3,141,697	34,225,373	11,791,611
Gross profit (loss)	43,657	74,635	25,044	1,104,778
Gross profit percentage	0.5%	2.4%	0.1%	9.4%
Write-down of inventory, contract costs and resource properties	(2,298,045)	-	(5,620,780)	-
Severance expense	(11,923)	-	(685,269)	-
Total Operating loss	(4,572,251)	(684,264)	(11,939,057)	(2,351,699)
Gain on acquisition of Wisconsin assets	-	-	24,057,403	-
Other non-operating income	259,892	43,810	350,640	206,438
Net income (loss)	$ (3,074,477)	$ (643,621)	$ 12,167,346	$ (2,187,088)
Net income (loss) per common share - basic	(0.039)	(0.009)	0.156	(0.032)
Net income (loss) per common share - diluted	(0.039)	(0.009)	0.152	(0.032)
Weighted Average # of Shares Outstanding	78,582,686	71,812,704	77,989,187	67,947,084

	As at	
	December 31, 2022	December 31, 2021
FINANCIAL POSITION:		
Working capital[1]	$ (2,756,100)	$ 1,991,501
Total assets	69,379,079	20,936,866
Total liabilities	39,998,759	5,785,589
Shareholder's Equity	29,380,319	15,151,277

[1]Non-IFRS Measure - identified and defined under "Liquidity & Capital Resources"

FINANCIAL AND OPERATIONAL REVIEW

REVENUE

For the year ended December 31, 2022, the Corporation's revenue net of royalties of $34.2 million increased by $22.4 million compared to $11.8 million in 2021 with divisional revenue contributions as follows:

- $21.7 million revenue from AMI Silica (which includes its 50% ownership in AMI Silica LLC.);
- $6.5 million in AMI Aggregates related to sales from the Coffey Lake, Firebag, Hargwen and Pelican pits;
- $9.1 million in AMI RockChain related to increased sales and logistics contracts in 2022;
- $0.8 million in TerraShift revenue; and
- $3.8 million in internal revenue, which is eliminated in consolidation, represents services provided by RockChain and TerraShift to other divisions.

The Corporation's revenue net of royalties during Q4-2022 was $8.4 million compared to $3.1 million in Q4-2021. The increase in revenue of $5.3 million in the Corporation was largely the result of revenues from sand sales in AMI Silica LLC. and additional revenues from RockChain.

The revenue net of royalties by division includes internal revenue (see also Segmented Reporting).

GROSS PROFIT

Gross profit for the year ended December 31, 2022 was $0.03 million compared to a gross profit of $1.1 million for the year ended December 31, 2021. The gross profit in 2022 was lower than 2021 due mainly to increased depreciation expense of $3.0 million resulting from the Wisconsin assets acquired in February 2022. Without the increased depreciation expense in 2022, gross profit was $3.03 million.

Gross profit for Q4-2022 was $0.04 million due to increased operating expenses and depreciation in AMI Silica LLC compared to gross profit of $0.07 million in Q4-2021.

General and Administrative Expenses

General and administrative expenses for the year ended December 31, 2022 increased over $2.4 million compared to the same period in 2021. The increase is due mainly to the increased wages and benefits of increased headcount in RockChain and TerraShift. There was $0.7 million in severance expenses for two departed executives in Q2-2022 and severance expenses related to the winding down of TerraShift in Q3-2022.

General and administrative expenses for Q4-2022 were $1.5 million higher compared to the same period in 2021 due mainly to increased personnel expenses.

OPERATING INCOME (LOSS)

For the year ended December 31, 2022, the increase in operating loss to $11.9 million versus $2.4 million for the prior year was due mainly to the increased personnel expenses, severance expenses, increased depreciation expense of $3.0 million due to the acquisition of the Wisconsin mine assets and a $5.6 million write-down of aggregate inventory, contract costs and resource properties.

For Q4-2022, the Corporation had an operating loss of $4.6 million compared to an operating loss of $0.7 million in Q4-2021. This increased loss was driven by increased depreciation expense for the Wisconsin mine assets and a $2.3 million write-down of resource properties and aggregate inventory.

NET INCOME (LOSS) AND TOTAL COMPREHENSIVE INCOME (LOSS)

For the year ended December 31, 2022 the Corporation had net income of $11.7 million and net income of $0.156 per share basic and $0.152 per share diluted, as compared to a net loss of $2.2 million and net loss of $0.032 per share basic and diluted for the year ended December 31, 2021. The increase 2022 is due mainly to the $24.1 million gain on the acquisition of the Wisconsin sand mine assets. Total comprehensive income in 2022 was $13.5 million due to the $1.3 million impact of foreign exchange translation from the US sand mine operations with no impact in 2021 as the sand mine had not been acquired until March 2022.

For the three months ended December 31, 2022 the Corporation had a net loss of $3.1 million and net loss of $0.039 per share basic and diluted, as compared to a net loss of $0.6 million and net loss of $0.009 per share basic and diluted for the three months ended December 31, 2021. The increase in loss in Q4- 2022 is due mainly a $2.3 million write-down of resource properties and aggregate inventory and increased operating expenses and depreciation expense in AMI Silica for the sand operations in Hixton, Wisconsin.

SUMMARY OF QUARTERLY RESULTS

The following selected information is derived from the Consolidated Financial Statements of the Corporation. The information has been prepared by Management in accordance with IFRS.

	Q4 2022	Q3 2022	Q2 2022	Q1 2022
Product Sales Revenue	$ 6,473,887	$ 7,224,168	$ 5,967,509	$ 5,905,760
Services Revenue	2,082,961	4,297,412	1,489,189	1,138,847
Gross Revenue, including royalties	8,556,848	11,521,580	7,456,698	7,044,607
Less: provincial royalties	(138,368)	(33,600)	(122,229)	(60,161)
Revenue, net of royalties	8,418,479	11,487,979	7,334,469	6,984,446
Gross (Loss) Profit	43,657	(800,140)	(401,098)	1,182,625
Total Comprehensive Income (Loss)	(3,336,331)	(657,296)	(4,770,632)	22,286,022
Net income (loss) per share, basic	(0.039)	(0.008)	(0.061)	0.289
Net income (loss) per share, diluted	(0.039)	(0.008)	(0.061)	0.284
Total Assets	69,379,079	66,489,261	61,024,198	65,237,872
	Q4 2021	Q3 2021	Q2 2021	Q1 2021
Product Sales Revenue	$ 805,233	$ 981,985	$ 821,402	$ 798,130
Services Revenue	2,475,780	3,359,063	2,460,534	427,122
Gross Revenue, including royalties	3,281,013	4,341,048	3,281,936	1,225,252
Less: provincial royalties	(139,316)	(29,024)	(40,703)	(128,595)
Revenue, net of royalties	3,141,697	4,312,024	3,241,233	1,096,657
Gross (Loss) Profit	74,635	362,350	467,114	200,679
Total Comprehensive Loss	(643,621)	(361,829)	(579,726)	(601,912)
Net loss per share, basic	(0.009)	(0.005)	(0.009)	(0.009)
Net loss per share, diluted	(0.009)	(0.005)	(0.009)	(0.009)
Total Assets	20,936,866	20,548,032	21,785,559	20,012,175

Seasonality of Operations

The Corporation derives revenues from managing the supply of, and from the production of, various types of aggregates across Alberta and industrial sand from the United States. Aggregate and industrial sand sales and the associated delivery can be affected by, among other things:

- weather conditions;
- seasonal variances in oil and natural gas exploration and development activities;
- timing of projects;
- market demand; and
- timing of capital investments in the regions.

Most construction, infrastructure and industry projects, to which the Corporation supplies aggregate, ramp up later in the summer and the fall seasons when ground conditions firm up. These seasonal trends typically lead to quarterly fluctuations in operating results and, consequently, the financial results from one quarter are not necessarily comparable or indicative of financial results in other quarters of the year. These seasonal trends can be observed in fluctuations in Revenue, net of royalties and Net Income (Loss) and Total Comprehensive Income (Loss) in the Summary of Quarterly Results above.

OPERATIONS

With respect to the Corporation's operations, a conversion ratio of 2.471 acres to 1 hectare has been used throughout.

Resource Properties	Location	Land Size (hectares)	Resource Type	Status
Coffey Lake	90 kms North of Fort McMurray, AB, Canada	335	Sand and gravel	In production[1]
Kearl	76 kms North of Fort McMurray, AB, Canada	32	Sand and gravel	In production
Hixton	Hixton, Wisconsin, US	440	Sand	In production
Hargwen	27 kms East of Hinton, AB, Canada	32	Sand and gravel	In production
Pelican Hill	70 kms Southeast of Wabasca, AB, Canada	32	Sand and gravel	In production
Emerson	27 kms Southeast of Hinton, AB, Canada	30	Sand and gravel	Production ready[2]
Firebag	97 kms North of Fort McMurray, AB, Canada	32	Sand	Production ready
House River	South of Fort McMurray, AB, Canada	65	Sand and gravel	Production ready
Logan	110 kms North of Lac La Biche, AB, Canada	81	Sand and gravel	Production ready
KM248	37 kms south of Anzac, AB	28	Sand and gravel	Production ready
Prosvita	County of Athabasca, AB, Canada	320	Sand	Development[3]
Richardson Quarry	130 kms North of Fort McMurray, AB, Canada	3,900	Granite and dolomite	Development
Montney In-basin	South of Fort St. John, BC, Canada	112,000	Sand	Exploration[4]

Coffey Lake Public Pit – In Production

- Effective January 13, 2020, the Government of Alberta issued the Corporation a disposition for the Coffey Lake Public Pit and a Surface Mineral Lease that allows for the extraction of sand and gravel. This authorization enabled the Corporation, as pit management contractor on behalf of the Government of Alberta, to commence activities to open aggregate operations at Coffey Lake to the public.
- Coffey Lake has been active since 2020, with activity increasing during 2022.

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[1] In production – Currently providing product to customers.
[2] Production ready – All permits are in place for site and the site is ready to provide product to customers.
[3] Development – Resource has been identified and the site is developed into a production ready site.
[4] Exploration – Site is explored to find viable resource.

Kearl Pit – In Production

- The Kearl corporate pit is located on 32 hectares (80 acres) of crown land north of Fort McMurray, Alberta on an all-season road near Imperial Oil /Exxon Kearl Oilsands Operations. The Surface Materials Lease (SML) is in effect until October 2030. The Kearl Pit is production-ready and has stockpiled sand which is being sold and transported to meet regional customer needs.
- In the second quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and determined there was shortfall and wrote-down costs of $542,000.

Hargwen – In Production

- Hargwen aggregates deposit is located on 32 hectares (80 acres) of crown land about 21 km east of the community of Hinton, Alberta on an all-season road:
- During April 2021, the Corporation announced SML approval from the Government of Alberta to develop an open-pit aggregate operation of the leased land for a term of 10 years.
- Hargwen commenced production in July 2022.
- In the fourth quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and determined there was shortfall and wrote-down costs of $181,949.

Pelican Hill Pit – In Production

- The Pelican corporate pit is located on 32 hectares (80 acres) of crown land approximately 70 km south-east of the hamlet of Wabasca, Alberta. In early 2021, a winter-access road was converted into an all-season road by a regional 3rd party contract operator.
- Starting June 2022, the Pelican Hills pit is contract-operated by a 3rd party.
- In the fourth quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and determined there was shortfall and wrote-down costs of $250,238.

Emerson Pit – Production Ready

- The Emerson corporate pit is located on 30 hectares (75 acres) of crown land approximately 27 km south-east of the community of Hinton, Alberta on an all-season road.
- The pit is production ready but there have been no sales in the past year.
- In the second quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and determined there was shortfall and wrote-down costs of $490.

Firebag Sand Resource – Production Ready

- The Firebag Sand Resource, containing premium domestic sand, is located north of Fort McMurray, Alberta with an active SML covering 32 hectares (80 acres).
- The Firebag Sand Resource was opened and commenced production in February 2022 on a winter road.
- In the fourth quarter of 2022, management re-assessed the recovery of resource development costs compared to saleable product and determined there was shortfall and wrote-down costs of $1,141,355. The market for the product is geographically limited and a substitute product is now being used by a prior customer. Alternative commercial uses for the silica sand are limited due to the nature of the mineral.

House River Pit – Production Ready

- **The House River corporate pit is located on 65 hectares (160 acres) across two leases of Crown land south of Fort McMurray, Alberta, approximately 11 km east of Highway 63 on the House River. The pit is currently inactive.**
- In the second quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and additional costs required for production and determined there was shortfall and wrote-off costs of $175,266.

Logan Pit – Production Ready

- The Logan corporate pit is located on 81 hectares (200 acres) across 3 leases of crown land, approximately 110 km north of Lac La Biche, Alberta, and is accessible by an all-season road to the south and a seasonal winter road from the east.
- The Logan corporate pit is currently inactive due to changes in the regional demand market and seasonal access limitations which require advanced orders versus crushing on-demand.
- In the second quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and determined there was shortfall and wrote-down costs of $370,000.

Inventory Staging and Distribution Hubs (Conklin, Sunday Creek, KM248, and True North Staging Hub)

The Corporation has strategic inventory staging hubs on accessible, year-round roads to support product supply and deliveries on demand to local projects and industry customers. These staging hubs are also accessible in relation to nearby corporate pits. AMI's key staging hubs include:

- **Conklin** - The Conklin staging hub, located 13km East of the Town of Conklin, Alberta. The Conklin staging hub is accessible by the Corporation's Logan Pit and has inventory on location.
- **Sunday Creek** - The Sunday Creek staging hub is located 26km North of the Town of Conklin, Alberta on roads accessible to nearby industry SAGD operations. The Sunday Creek hub has historically staged and delivered products from various aggregate sources in the area to service annual orders.
- **KM248** - Located at kilometer 248 of Highway 881, KM248 hub was historically an aggregate source (now depleted) and has been re-purposed as a staging hub for industrial customers near the town of Anzac, Alberta, south of Fort McMurray.
- **True North Staging Hub** - Strategically located 7 km from the Coffey Lake Public Pit at the Highway-63 junction, near Fort McMurray, Alberta. AMI received its disposition from Alberta Environment & Parks in Q1-2020. The Corporation will manage the True North Staging Hub to provide stockpiling and crushing access for aggregate producers in the area. The Corporation completed vegetation clearing activities in Q1-2020. The vegetation clearing activities gave rise to an ERO which was included in the Corporation's liabilities as of December 31, 2020.

Richardson Quarry Project – Development Project

- The Corporation holds leases for a potential large-scale quarry located approximately 40 km north of Coffey Lake and 130 km north of Fort McMurray, Alberta for the Richardson Project. It contains high quality granite and dolomite in large volumes (683 million tonnes). on a possible transportation corridor.
- In the second quarter of 2022, management re-assessed the recovery of pit development costs compared to saleable product and the significant additional costs required for production and the viability of markets for the products. Based on this, management wrote-down costs of $1,130,421

Prosvita Sand Project

- On February 3, 2020, AMI Silica Inc and Shell ratified a Master Purchase Contract to purchase Premium Domestic sand from AMI's Prosvita Sand Project beginning on the later of mid-2021 or 30 days after the Prosvita facility has been commissioned. The Corporation invested $1,000,735 in contract costs to secure this agreement. Under terms of the contract, there is a minimum sales volume at predetermined prices, with an optional maximum annual volume that books a significant portion of the Prosvita Sand Project production capacity. The contract has a five-year term from the effective delivery date and gives Shell the right to extend for an additional two 12-month terms thereafter, with the option to procure sand from AMI's future Montney In-Basin Project. Due to lengthy regulatory approvals and increasing cost estimates for production facilities, it is unlikely silica sand will be produced from the Duvernay site before mid-2026, meaning the Corporation will not be able to meet the terms of this contract. Therefore, the contract costs of $1,000,735 were written off at June 30, 2022.

- On February 5, 2021, the Corporation acquired the full ownership interest for additional consideration of 8 million shares at $0.25 per share, for incremental consideration of $2.0 million, in addition to costs previously incurred.

- On June 21, 2021, the Corporation announced that it has filed its regulatory application with Alberta Environment and Parks (AEP) allowing for the operation of a Class 1 Pit under the Code of Practice for Pits in Alberta.

- On August 5, 2021, a NI 43-101 technical report for the associated Whitetail Sand Resource was completed, demonstrating measured and indicated resources of 40/140 mesh fraction which were calculated to be 11.9 million tonnes (MT) with an additional 0.9 MT of inferred resources further increasing the mineral resources for the project.

Montney In-Basin Project

- On December 14, 2018, the Corporation purchased a 49.2% ownership interest in the numbered Alberta corporation that owns the Montney In-Basin Project (Privco1) located in the vicinity of Dawson Creek and Fort St. John, British Columbia, recorded at a historical cost basis of $1.6 million. On February 5, 2021, the Corporation acquired the remaining 50.8% ownership interest for additional consideration of one dollar.
- The Corporation is taking a measured approach concerning expenditures to confirm the most suitable and cost-effective location for development. As a result of this approach the Corporation reduced its mineral lease holdings in Q4 2022 to 61,000 hectares, the properties removed were technically and economically unsuitable for development.

SEGMENTED REPORTING

The reportable segments discussed below represent segments that Management considers when reviewing the performance of the Corporation and deciding how to allocate resources. Specifically, an operating segment should have separate financial information available, with management review of financial information. The operating segment should engage in business activities where it earns revenue and incurs expenses. While a reporting segment should have revenue which is 10% or more of combined revenue; assets which are 10% or more of combined assets; and an absolute amount of reporting profit or loss that is 10% or more or reported profit of all operating segments.

A summary of key financial information by reportable segment for the year ended December 31, 2022 (along with comparative information for 2021) is as follows:

	AMI Aggregates		AMI RockChain		AMI Silica		TerraShift		Corporate & Eliminations		Consolidated	
For the three months ended December 31,	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**
Revenue:												
Product sales revenue	**$ 446,204**	$ 136,558	**$ 232,533**	$ 668,673	**$ 6,347,972**	$ 2	**$ 49,616**	$ -	**$ (602,437)**	$ -	**$ 25,571,323**	$ 805,233
Services revenue	**444,834**	$ 274,029	**1,845,804**	(99,959)	**-**	1,986,465	**-**	359,055	**(207,676)**	(43,810)	**9,008,409**	2,475,780
Gross revenue, including royalties	**891,037**	410,587	**2,078,336**	568,714	**6,347,972**	1,986,467	**49,616**	359,055	**(810,114)**	(43,810)	**34,579,732**	3,281,013
Revenue, net of royalties	**832,282**	271,272	**2,078,336**	568,714	**6,268,359**	1,986,467	**49,616**	359,055	**(810,114)**	(43,810)	**34,225,373**	3,141,698
Gross profit (loss)	**$ (145,901)**	200,999	**$ 136,980**	(363,577)	**$ 397,590**	265,714	**$ 33,280**	(20,160)	**$ (378,292)**	(8,335)	**$ 25,044**	$ 74,641
For the twelve months ended December 31,	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**	**2022**	**2021**
Revenue:												
Product sales revenue	**$ 4,417,032**	$ 283,736	**$ 2,212,061**	$ 2,752,006	**$ 21,783,457**	$ -	**$ 360,404**	$ -	**$ (3,201,630)**	$ -	**$ 25,571,323**	$ 3,035,742
Services revenue	**2,321,205**	1,286,770	**6,886,520**	2,288,248	**-**	4,636,835	**394,148**	1,301,836	**(593,464)**	(420,182)	**9,008,409**	9,093,507
Gross revenue, including royalties	**6,738,237**	1,570,506	**9,098,581**	5,040,254	**21,783,457**	4,636,835	**754,551**	1,301,836	**(3,795,094)**	(420,182)	**34,579,732**	12,129,249
Revenue, net of royalties	**6,463,492**	1,232,868	**9,098,581**	5,040,254	**21,703,844**	4,636,835	**754,551**	1,301,836	**(3,795,094)**	(420,182)	**34,225,373**	11,791,611
Gross profit (loss)	**$ 147,032**	366,089	**$ 684,976**	51,053	**$ (1,167,406)**	(15,863)	**$ 748,572**	757,083	**$ (388,130)**	(53,584)	**$ 25,044**	$ 1,104,778
As at	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**	**December 31, 2022**	**December 31, 2021**
Segment assets	**$ 47,727,497**	$ 9,705,916	**$ (717,354)**	$ 446,181	**$ 53,794,568**	$ 13,589,565	**$ 425,440**	$ 282,420	**$ (31,851,072)**	$ (3,087,216)	**$ 69,379,079**	**$ 20,936,866**
Segment liabilities	**$ 5,663,667**	$ 4,551,286	**$ 1,703,823**	$ 421,641	**$ 33,507,575**	$ 324,537	**$ 78,512**	$ 60,000	**$ (954,818)**	$ 428,125	**$ 39,998,759**	**$ 5,785,589**

The Corporation has four reportable Operations segments (please note the US geographic segment is also represented by AMI Silica).

AMI Aggregates

The Corporation produces and sells aggregate out of its Corporate Owned Pits (see the Operations section of this MD&A); manages the Coffey Lake aggregate pit on behalf of the Government of Alberta for which aggregate management services revenue are earned and manages other contract work for customers.

Total revenues net of royalties of $0.8 million from AMI Aggregates for Q4-2022 were $0.6 million higher compared to $0.2 million in Q4-2021 due to higher volumes from the Hargwen pit.

AMI RockChain

Revenues for the fourth quarter increased to $2.1 million as compared to $0.6 million for the comparable period in 2021 due to a large contract supplying gravel to a large construction project in Saskatchewan.

AMI Silica

AMI Silica is reported as a segment representing the Corporations sand assets including 50% ownership in AMI Silica LLC., 100% ownership of the Prosvita Sand Project, and 100% ownership of the Montney In-Basin Project. Both the Provista and Montney projects are in the development stage and do not generate revenue.

Revenue of $6.3 million in Q4-2022 was due entirely from industrial sand revenues from the 50% ownership in AMI Silica LLC, compared to $2.0 million in the same period in 2021. The revenue earned in Q4-2021 was under a management services agreement while the acquisition of the Wisconsin sand mine assets was still being finalized.

TerraShift

TerraShift earned $0.05 million in services revenue for Q4-2022 compared to $0.4 million in Q4-2021. The significant decrease was due to the winding down of operations in 2022. As of August 24, 2022 the Corporation began to phase out the operations of TerraShift Engineering as part of the Corporation's staged plan to create a sustainable and resilient business model. Certain assets such as TerraMaps, will be maintained so they may continue to benefit other AMI divisions.

The "Corporate & Eliminations" segment represents services provided by RockChain and TerraShift to other segments and is disclosed for reconciliation purposes only.

Liquidity & Capital Resources

WORKING CAPITAL

Working capital is a non-IFRS measure calculated by subtracting current liabilities from current assets. There is no directly comparable IFRS measure for working capital. Management uses working capital as a measure for assessing overall liquidity. The Corporation had net negative working capital of ($2.8 million) as of December 31, 2022 (December 31, 2021: $2.0 million). As at December 31, 2022, the Corporation has insufficient working capital to fund ongoing operations and meet its liabilities when they come due. Accordingly, the Corporation is exposed to significant liquidity risk (see note 1 in the audited consolidated financial statements).

The Corporation's sources of liquidity as of December 31, 2022 were cash, accounts receivable, shareholders' loans, the Corporation's credit facility with Canadian Western Bank ("CWB"), AMI Silica LLC debt financing and funds secured through the Canadian Emergency Business Account program. Management believes it is able to generate sufficient cash to meet its commitments, support operations, finance capital expenditures, and support growth strategies. The Corporation's capital expenditures may be funded by working capital, cash flows from operations, and proceeds from debt and equity offerings.

The Corporation manages its capital structure and makes adjustments for market conditions to maintain flexibility while achieving the objectives stated above. To manage the capital structure, the Corporation may adjust capital spending, issue new shares, issue new debt, repay existing debt or enter into other credit arrangements.

BANK AND OTHER LOANS

CWB Bank Loan (CWB)

As at December 31, 2022 the Corporation has an outstanding balance owning of $193,735 and is not subject to any covenants as part of the credit facility. The loan is secured by a general security agreement on all Canadian assets and full liability guarantees from AMI RockChain Inc. and AMI Silica Inc.

Interest paid has been expensed as finance costs. Blended loan payments started in August 2020 and the Corporation has paid down principal of $561,316 on the bank loan in the year ended December 31, 2022 (2021: $531,873).

On February 28, 2023, the Corporation repaid the outstanding balance owing at that time of $146,849 using proceeds from a new loan the Corporation obtained.

AMI Silica LLC Financing

On September 15, 2022, AMI Silica LLC has entered into a non-dilutive debt financing facility for US$2,700,000. Under the terms of this financing, the facility is backed by eligible equipment owned by AMI Silica LLC. A payment of principal amount in the amount of US$56,373 shall be paid at closing and thereafter 35 equal consecutive monthly installments, beginning on the 1st of October and continuing on the same day of each month with the final payment on August 1, 2025 ("maturity date"). All amounts outstanding, including all accrued and unpaid interest and other amounts payable, shall be due and payable on the maturity date.

Letters of Credit

The issued and outstanding letters of credit are as follows:

	As at	
	December 31, 2022	December 31, 2021
Susan Lake pit	$ 228,540	$ 228,540
Poplar Creek Site, storage yard	180,000	180,000
Emerson pit	75,240	75,240
Coffey Lake reclamation	296,520	296,520
Coffey Lake industrial miscellaneous lease	74,130	74,130
Coffey Lake performance bond	100,000	100,000
	$ 954,430	$ 954,430

As at December 31, 2022, the Corporation has outstanding letters of credit in the amounts of $854,430 (2021: $854,430) in favour of the Government of Alberta. These letters of credit are issued by CWB secured by Account Performance Service Guarantees and guaranteed investment certificates.

Account Performance Service Guarantee

In July 2021 the Corporation entered into an Account Performance Service Guarantee (APSG) arrangement with Export Development Canada for a maximum aggregate liability of $1,000,000. The fee rate under the APSG is 0.2225% for financial types of obligations and 0.1692% for non-financial types of obligations.

Coffey Lake Performance Bond

The Corporation has a $500,000 bonding facility through Trisura Guarantee Insurance Company ("Trisura") for a $500,000 bond with the Government of Alberta for the Coffey Lake Performance Bond. The $500,000 bond with Trisura carries a 2% annual interest rate. Security for the bond is based on the appraised value of private lands included in exploration costs and a $100,000 letter of credit to be held as security by Trisura. This $100,000 letter of credit is secured with a $100,000 guaranteed investment certificate.

Bonding Facility for Wisconsin Sand

As part of the acquisition of the operational U.S. sand mine and facilities in Hixton, Wisconsin, AMI Silica LLC. arranged a bonding facility through Trisura Guarantee Insurance Company ("Trisura") for various bonds required to close the transaction. The bonds are subject to an annual rate of 2.5% and are secured by a first security charge over all of the land, plant and equipment of the sand mine and facilities (with the exception of assets under the Northview loan). Bonds issued and outstanding under the facility total US$13,742,579 and are for reclamation, road use, railcar subleases and general performance.

Shareholder's Loans

On April 29, 2022, the Corporation borrowed $1,985,000 through shareholders loans from a director, officers and senior management and two existing shareholders. The loans were for a period of twelve months, were unsecured with interest of 12% per annum, payable monthly. In June 2022, $85,000 in loans were repaid. On December 31, 2022 the shareholders' loan agreements were amended with annual interest now 14%, payable monthly and the principal repayment terms extended until May 1, 2024. The loans are still unsecured and the principal balance is due on May 1, 2024. In January 2023, an existing shareholder loaned the Corporation an additional $500,000 under the amended terms.

COMMITMENTS

The following table summarizes the expected contractual maturities of the Corporation's financial liabilities as at December 31, 2022:

	As at December 31, 2022			
	0 - 1 year	2 - 3 years	4 - 5 years	Total
Accounts payable and accrued liabilities	$ 9,687,653	$ -	$ -	$ 9,687,653
Income taxes payable	51,277	-	-	51,277
Bank loans, including interest	1,065,283	569,395	1,313,350	2,948,028
Shareholders' loans	338,600	1,900,000	-	2,238,600
Lease obligations, including interest	2,596,592	5,404,151	5,023,722	13,024,465
Total	**$ 13,739,406**	**$ 7,873,546**	**$ 6,337,072**	**$ 27,950,024**

SHARE CAPITAL

Common shares issued and outstanding, and other securities convertible into common shares are summarized in the following table:

	As at December 31, 2022	As at December 31, 2021
Common shares issued and outstanding	78,582,686	76,964,088
Options	3,721,600	5,822,200

As of December 31, 2022, the authorized share capital of the Corporation consisted of an unlimited number of common voting shares with no par value, and preferred shares issuable in series. The Corporation did not declare or pay dividends during the years ended December 31, 2022 or December 31, 2021.

As of May 17, 2023 there were 78,582,686 Common Shares issued and outstanding.

RELATED PARTY TRANSACTIONS

All related party transactions during the year ended December 31, 2022 were in the normal course of operations and were measured at the amount of consideration established and agreed to by the related parties. Refer to note 20 of the Audited Consolidated Financial Statements for disclosure with respect to related party transactions.

The Corporation's related parties include four independent Directors, the Chief Executive Officer, the Chief Financial Officer, the Chief Operations Officer, AMI RockChain Inc., AMI Silica Inc., TerraShift Engineering Ltd., the numbered Alberta corporation that owns the Montney In-Basin Project, and the numbered Alberta corporation that owns the Prosvita Sand Project.

The remuneration earned by the Directors was as follows:

	Years ended December 31,			
	2022		2021	
Directors:				
Directors fees	$	**152,000**	$	158,000
Travel and miscellaneous expenses		**1,358**		1,007
Share-based compensation		**42,721**		47,344
	$	**196,079**	$	206,351

The Directors fees are paid on a quarterly basis.

On April 29, 2022, the Corporation entered into shareholder loan agreements for funds totaling $1,985,000.

During the year, AMI provided management services to AMI Silica LLC for $161,303 (2021-$nil). JMAC provided accounting services to AMI Silica LLC for $144,921 (2021-$nil).

During the year JMAC provided factoring services to AMI Silica LLC for working capital purposes. Interest and fees totaling USD $222,812 were paid for these services.

SUBSEQUENT EVENTS

a). On February 28, 2023, the Corporation obtained a secured bridge loan of $2,000,000 (the "**Loan**") from JMAC Energy Services LLC ("JMAC"). The Corporation used the proceeds of the Loan to repay its existing term loan with Canadian Western Bank ("CWB Loan") (Note 14) and for general working capital purposes.

The Loan will bear interest at a rate of 12% per annum, provided that the interest rate will increase to 18% per annum if there is an event of default. The Loan will mature on June 30, 2023, but may be prepaid in full at any time following April 30, 2023. Additionally, the Loan will be secured by a first priority security interest over all of the assets of Athabasca and its Canadian subsidiaries following the discharge of the CWB Loan.

JMAC is a related party to Athabasca, as JMAC is controlled by Jon McCreary who is a director of Athabasca, and, as such, the Loan is a "related party transaction" within the meaning of Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**").

The Loan was obtained on reasonable commercial terms that are not less advantageous to Athabasca than if the Loan was obtained from a person dealing at arm's length with Athabasca and Athabasca's board of directors (other than Mr. McCreary) have approved the Loan. The Loan and interest are not convertible, or repayable, directly or indirectly, in equity or voting securities of Athabasca or any of its subsidiaries or otherwise participating in nature.

b). On March 28, 2023, the Corporation announced that its Board of Directors (the "Board"), together with the support of management, has initiated a process to evaluate potential strategic alternatives to maximize shareholder value. As part of the process, the Board is considering a full range of strategic alternatives, which may include financing alternatives, merger, amalgamation, plan of arrangement, reorganization, other business combinations, sale of assets, or other transactions. There can be no assurance that the evaluation of strategic alternatives will result in any strategic alternative, or any assurance as to its outcome or timing.

c.) On April 5, 2023, AMI Silica LLC ("AMIS") signed a multi-year transload agreement (the "Transload Agreement") for the delivery of its silica sand into the Grande Prairie, Alberta region. In addition, AMIS signed an eighteen-month Sand Supply Agreement (the "Sand Agreement") with a commitment to provide various product specifications to a leading North American oilfield services firm. The Sand Agreement provides a minimum commitment of 20,000 tons per month of 40/70 frac sand with the option for the customer to purchase additional volumes. The total minimum commitment for the Sand Agreement is 360,000 tons, subject to pricing adjustments. This agreement has a two-year term with the option to extend, by mutual agreement, for up to two additional terms of twelve months.

FINANCIAL INSTRUMENTS

Classification

The Corporation's financial instruments consist of the following:

Classification

The Corporation's financial instruments consist of the following:

Financial statement item	Classification
Cash	Amortized cost
Trade and other receivables	Amortized cost
Amounts due from related entities	Amortized cost
Long-term deposits	Amortized cost
Restricted cash	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Bank loans	Amortized cost
Deferred share unit liability (included in Accounts payable and accrued liabilities)	Fair value through profit and loss

Fair Value
Due to the short-term nature of cash, trade and other receivables, as well as accounts payable and accrued liabilities and amounts due from related entities, the carrying value of these financial instruments approximate their fair value.

The fair value of restricted cash approximates the carrying values as they are at the market rate of interest. Long-term deposits are refundable. The fair values of the long-term deposits are not materially different from their carrying value.

The fair value of bank loans approximates their carrying value as they are at market rates of interest.

The deferred share unit liability is the only financial instrument measured at fair value on a recurring basis. The deferred share unit liability is a Level 2 fair value hierarchy measurement. There were no transfers between Level 1, 2, or 3 of the fair value hierarchy for the year ended December 31, 2022 (December 31, 2021: none).

Credit Risk
Financial instruments that potentially subject the Corporation to credit risk consist primarily of cash, restricted cash, trade and other receivables, and long-term deposits. The Corporation's maximum credit risk at December 31, 2022 is the carrying value of these financial assets.

Credit risk associated with cash and restricted cash is minimized substantially by ensuring that these financial assets are placed with major financial institutions that have been accorded strong investment grade rating. Long-term deposits are held with the Government of Alberta thus minimizing their credit risk.

On an ongoing basis, the Corporation monitors the financial condition of its customers with all information available. The Corporation reviews the credit worthiness of all new customers and sets credit limits accordingly in order to minimize the Corporation's exposure to credit losses. The Corporation requires any customers deemed to be high-risk to prepay for aggregate prior to taking delivery.

The aging summary for trade and other receivables is as follows:

	Current	30-60 days	60-90 days	> 90 days	Total
As at December 31, 2022	$ 4,774,045	$ 46,373	$ 150,364	$ 131,828	$ 5,102,611
As at December 31, 2021	$ 1,159,442	$ -	$ 129,044	$ 3,158	$ 1,291,644

Five customers owing greater than 10% of the accounts receivable total balance accounted for 74% of the Corporation's accounts receivable as at December 31, 2022 (2021: one customer accounted for 80%).

Liquidity Risk

Liquidity risk is the risk that the Corporation will not be able to meet its financial obligations as they fall due. The Corporation manages liquidity risk through budgeting and forecasting cash flows to ensure it has enough cash to meet its short-term requirements for operations, business development and other contractual obligations.

As at December 31, 2022, the Corporation has enough working capital to fund ongoing operations and meet its liabilities when they come due. Accordingly, the Corporation is not exposed to significant liquidity risk. The Corporation's financial liabilities include accounts payable and accrued liabilities, income taxes payable, and the bank loans and lease obligations, including interest.

Financial statement item	Classification
Cash	Amortized cost
Trade and other receivables	Amortized cost
Long-term deposits	Amortized cost
Restricted cash	Amortized cost
Accounts payable and accrued liabilities	Amortized cost
Shareholder loans	Amortized cost
Bank loans	Amortized cost
Deferred share unit liability (included in Accounts payable and accrued liabilities)	Fair value through profit and loss

For further information regarding the Corporation's financial instruments and how the Corporation manages the risk associated with the instruments refer to Note 17 in the Unaudited Interim Condensed Consolidated Financial Statements.

OFF-BALANCE SHEET ARRANGEMENTS

The Corporation has no off-balance sheet arrangements as at December 31,2022 or December 31, 2021.

RISKS & UNCERTAINTIES

The success of Athabasca depends on a number of factors, including but not limited to those risks normally encountered by junior resource exploration companies, such as exploration uncertainty, operating hazards, increasing environmental regulation, competition with companies having greater resources, fluctuations in the price and demand for aggregates and minerals.

The operations of the Corporation are speculative due to the high-risk nature of its business which includes the acquisition, financing, exploration, development, production and operation of mining and resource properties. These risk factors could materially affect the Corporation's future operations and could cause actual events to differ materially from those described in forward-looking statements.

Outlined below are a list of the Corporation's significant business risks.

- Exposure to fluctuations in foreign currency exchange, especially U.S. dollars in AMI Silica through AMI Silica LLC. ;
- Economic cyclicality of the energy, civil and construction industries;
- Commodity risk;
- Environmental and regulatory;
- Conditions of equity markets;
- Access to capital;
- Risk of delays to projects and stakeholder management;
- Seasonality;
- Loss of key personnel;
- Shortage of equipment or other supplies;
- Sales and inventory turnover versus production;
- Profitability from production and operations;
- Reclamation and remediation obligations;
- Estimation of resource reserves;
- Health, safety and environment operations risks;
- Cyber security risk; and
- Litigation.

SIGNIFICANT MANAGEMENT ESTIMATES

The preparation of Audited Consolidated Financial Statements in conformity with IFRS as issued by the International Accounting Standards Board requires Management to make estimates and judgments that affect the amount reported in the Audited Consolidated Financial Statements. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances, and are subject to measurement uncertainty. The effect of changes in such estimates on the Audited Consolidated Financial Statements in future reporting periods could be significant.

The most significant accounting estimates and judgements used in the preparation of the Corporation's Audited Consolidated Financial Statements are included in Note 2 of the Audited Consolidated Financial Statements for the year ended December 31, 2022.

SIGNIFICANT ACCOUNTING POLICIES

The Corporation's accounting policies are included in Note 3 of the Audited Consolidated Financial Statements for the Year Ended December 31, 2022. There were no changes to the Corporation's accounting policies during the year and no new policies were adopted.

INTERNAL AND DISCLOSURE CONTROLS OVER FINANCIAL REPORTING

The Company is exempted from providing certifications regarding its disclosure controls and procedures as well as regarding its internal control over financial reporting as a "venture issuer". The Company is required to file basic certificates, which it has done for the year ended December 31, 2022. The Company makes no assessment relating to the establishment and maintenance of (i) disclosure controls and procedures or (ii) internal control over financial reporting (as such terms are defined under Multilateral Instrument 52-109) as at December 31, 2022.

APPROVAL

The Board of Directors has approved the disclosure in this MD&A, and related Audited Consolidated Financial Statements for the year ended December 31, 2022 at the Board of Directors meeting on May 18, 2023.

Under National Instrument 52-109F2 Certification of Disclosure in Issuers' Annual and Interim Filings, TSX Venture Exchange issuers like Athabasca are required to certify using the Venture Issuer Basic Certificate. This certificate states that the Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Corporation each certify that the documents prepared for the year ended December 31, 2022 have been reviewed, contain no misrepresentations, and provide a fair presentation of the financial condition, financial performance and cash flows of the Corporation, to the best of their knowledge. This Venture Issuer Basic Certificate does not include any representations relating to the establishment and maintenance of disclosure controls and procedures and/or internal controls over financial reporting. Please refer to Form 52-109FV2 for additional details. The CEO and CFO of Athabasca have each certified using the Venture Issuer Basic Certificate for the year ended December 31, 2022.

A copy of this MD&A, the Audited Consolidated Financial Statements, certification of annual filings, and previously published financial statements and MD&A, as well as other filed reporting is available on the SEDAR website at www.sedar.com.