

GRAPHITE ONE INC.

Management's Discussion and Analysis

December 31, 2021

GRAPHITE ONE INC.
Management's Discussion and Analysis
For the years ended December 31, 2021 and 2020

The Management's Discussion and Analysis ("MD&A") of the financial position and results of operations for Graphite One Inc. (the "Company" or "Graphite One") (TSX-V: GPH and OTCQX: GPHOF) should be read in conjunction with the audited consolidated financial statements of the Company for the years ended December 31, 2021 and December 31, 2020 (the "2021 Financial Statements"), and related notes thereto. The 2021 Financial Statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS") as issued by the International Accounting Standards Board. For further information on the Company, reference should be made to its public filings on SEDAR.

This MD&A is prepared by management and approved by the Board of Directors as of April 28, 2022. The information and discussion provided in this MD&A covers the year ended December 31, 2021, and where applicable, the subsequent period up to the date of issuance of this MD&A. Unless otherwise noted, all dollar amounts in this MD&A are expressed in United States ("US") dollars. References to "\$" or "US\$" in this MD&A are to US dollars and references to C\$ are Canadian dollars.

Forward Looking Statements

This MD&A contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of the applicable Canadian securities legislation. All statements, other than statements of historical fact, are forward-looking statements and are based on expectations, estimates and projections as at the date of this MD&A. Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as "expects", or "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "budget", "scheduled", "forecasts", "estimates", "believes" or "intends" or variations of such words and phrases or stating that certain actions, events or results "may" or "could", "would", "might" or "will" be taken to occur or be achieved) are not statements of historical fact and may be forward looking statements.

In this MD&A, forward-looking statements include, but are not limited to:

- the use of proceeds from the 2021 financing
- release of the pre-feasibility study
- 2022 summer drilling program
- feasibility study
- entering into definitive agreements with Sunrise (Guizhou) New Energy Materials Co. Ltd. and Lab 4 Inc.

These forward-looking statements are based on reasonable assumptions and estimates of management of the Company at the time such statements were made. Actual future results may differ materially as forward-looking.

For a description of material factors that could cause the Company's actual results to differ materially from the forward-looking statements in this MD&A, please see "Mining Risks" and "Business Risks".

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Nature of Operations

The Company continues to develop its Graphite One Project (the "Project"), whereby the Company could potentially become an American producer of high-grade anode materials that is integrated with a domestic graphite resource. The Project is proposed as a vertically integrated enterprise to mine, process, and manufacture high grade anode materials primarily for the lithium-ion electric vehicle battery market. As set forth in the Company's PEA, potential graphite mineralization mined from the Company's Graphite Creek Property, is expected to be processed into concentrate at a graphite processing plant. The proposed processing plant would be located on the Graphite Creek Property situated on the Seward Peninsula about 60 kilometers north of Nome, Alaska. Graphite anodes and other value-added graphite products would be manufactured from the concentrate and other materials at the Company's proposed advanced graphite materials manufacturing facility which is expected to be located in Washington State. The Company expects to release its Preliminary Feasibility Study on the Project in the first half of 2022 ("PFS"). The Company intends to make a production decision on the Project once a feasibility study is completed.

2021 Field Program

The 2021 summer field program was carried out to collect information for the planned Feasibility Study ("FS"). The Field Program included infill and step out core drilling in the resource area and additional core and sonic drilling for geotechnical data collection in the proposed mill site and dry tailings/waste rock storage areas. Other work included access route engineering, surface water and groundwater hydrology studies, wetlands mapping and aquatic life surveys. A total of 2,052 meters were drilled during the 2021 program including 1,695 meters of HQ core drilling and 357 meters of sonic drilling. Results from 8-hole core holes completed in the resource area are expected to be included in the PFS. Additional core drilling was completed to collect detailed geotechnical information for open pit and mill site engineering, and for groundwater investigations. The 5 sonic holes completed in the dry tailings/waste rock storage area will provide detailed geotechnical information to advance the engineering of these facilities. The drill program will generate additional information to update the resource model in the PFS and provide technical data for the FS expected to be initiated in 2022.

As part of the 2021 field program, the Company implemented its Community and Workplace Protection Plan (CWPP) which details COVID-19 protocols that met all State of Alaska and City of Nome requirements for detecting and mitigating the spread of COVID-19. The CWPP defines protocols to be followed by all field program personnel to ensure appropriate measures are in place to detect and minimize the spread of COVID-19 to protect the local communities and our workforce. Appropriate COVID19 management protocols have been implemented by all field personnel to ensure the health and safety of everyone involved. Planning for a comprehensive field program for 2022 started in the fourth quarter of 2021. Contracts and commitments for drilling, field engineering, camp expansion, environmental baseline data collection and all support activities continued through first quarter of 2022.

Appointment

On March 1, 2022, the Company announced the retirement of W. Alan Ahlgren, Chief Financial Officer and Corporate Secretary after seven (7) years with the Company. Gordon Jang was appointed Chief Financial Officer and Corporate Secretary effective March 1, 2022 and brings over 25 years of experience in senior management roles with mid-to-large mining companies. Mr. Jang has a wealth of expertise in capital markets, M&A, SOX compliance, financial reporting, corporate restructuring, and process

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improvements. Mr. Jang was previously the Vice-President of Finance and Accounting at Fortuna Silver Mines Inc. and held senior positions at August Resources, Lundin Mining and Pan American Silver.

Development Opportunities

On April 6, 2022, the Company entered into a non-binding memorandum of understanding (“MOU”) with Sunrise (Guizhou) New Energy Materials Co. Ltd. (“Sunrise”), a Chinese lithium-ion battery anode producer to development an agreement to share expertise and technology for the design, construction, and operation of a US-based graphite material manufacturing facility. The plan for the materials facility, which is the second link to the Company’s US supply chain solution for advanced graphite products, will be detailed in the prefeasibility study in the PFS.

On April 4, 2022, the Company entered into a MOU with battery material recycler Lab 4 Inc. (“Lab 4”) of Nova Scotia, Canada whereby Lab 4 will work with the Company to design, develop and build a recycling facility for end-of-life EV and lithium-ion batteries. The Company and Lab 4 anticipate entering into a definitive agreement and ancillary documents within 180 days from signing the MOU to set out the proposed terms of the collaboration. The recycling facility would be located adjacent to the Company’s planned advanced materials manufacturing plant in Washington State. The transaction is subject to a number of conditions including, but not limited to: (1) completion of due diligence by both parties ((ii) the parties negotiating and executing a definitive agreement on terms mutually agreed to by both parties, and (ii) receipt of all regulatory approvals and third-party consents, including the approval of the TSX Venture Exchange.

Overall Performance and Results of Operations

The Company has generated no operating revenue to date. The Company relies on the issuance of common shares as well as debt to finance exploration on its exploration and evaluation property, and to provide general operating working capital. The majority of the Company’s expenditures relate to the acquisition and exploration of its exploration and evaluation property which is reflected in the Company’s consolidated financial statements as capitalized exploration and evaluation costs.

Selected Annual Information

The following table summarizes financial data for annual operations reported by the Company as at and for the years ended December 31, 2021, 2020 and 2019.

	December 31, 2021	December 31, 2020	December 31, 2019
Current assets (\$)	6,528,077	134,718	423,591
Exploration and evaluation property (\$)	34,089,017	20,646,057	15,881,167
Total Assets (\$)	41,149,698	20,906,385	16,455,307
Current liabilities (\$)	7,000,206	1,489,285	301,161
Net loss (\$)	8,264,771	2,127,753	1,538,730
Basic and diluted net loss per common share (\$)	0.12	0.05	0.04
Weighted average number of common shares outstanding	70,368,118	42,891,752	40,609,143

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Summary of Quarterly Results

The following is a summary of selected financial data for the Company for the eight most recently completed quarters:

Quarter ended	Dec 31 2021	Sep 30 2021	Jun 30 2021	Mar 31 2021
Net loss (\$)	4,170,094	721,009	680,375	2,693,293
Basic and diluted loss per share (\$)	0.05	0.01	0.01	0.05

Quarter ended	Dec 31 2020	Sep 30 2020	Jun 30 2020	Mar 31 2020
Net loss (\$)	275,977	418,382	726,489	706,905
Basic and diluted loss per share (\$)	0.00	0.01	0.02	0.02

The increase in expenses in first and fourth quarter of 2021 was due primarily to share-based payment expense of \$1,960,126 and \$3,112,033, respectively, related to stock option issuances.

Results of Operations

The net loss for the three months ended December 31, 2021 was \$4,177,982, an increase of \$3,902,005 over the \$275,977 net loss for the same period in 2020. The increase in the net loss was due primarily to a \$3,107,586 increase in share-based payment expense from the stock option grants in the quarter and higher management fees and salaries and investor relation costs of \$437,369 and \$74,039, respectively.

The net loss for the year ended December 31, 2021 was \$8,264,771, an increase of \$6,137,018 over the \$2,127,753 net loss reported in 2020. The increase in the net loss was due primarily to increases in share-based payments of \$4,877,592, management fees and salaries of \$429,676 and marketing and investor relations of \$446,418.

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General and administrative expenses consist of management fees and salaries, marketing and investor relations, office and administration and professional fees.

	Three months ended December 31,		Years ended December 31,	
	2021	2020	2021	2020
Management fees and salaries	\$ 675,398	\$ 238,029	\$ 1,610,684	\$ 1,181,008
Marketing and investor relations	119,724	55,127	630,217	183,799
Office and administration	33,766	43,747	200,418	98,766
Professional fees	53,585	31,369	92,823	62,619
Share-based payments	3,112,033	4,447	5,081,571	203,979
	\$ 4,003,948	\$ 372,719	\$ 7,615,713	\$ 1,730,165

Management fees and salaries

Management fees and salaries increased \$437,379 to \$675,398 for the three months ended December 31, 2021 compared to a \$238,029 for the same period in 2020. The increase was due primarily to bonus awards in the last quarter of 2021.

Management fees and salaries increased \$429,676 to \$1,610,684 for the year ended December 31, 2021 compared to \$1,181,008 in 2020. The increase was due primarily to bonus awards in the last quarter of 2021.

Marketing and investor relations

Marketing and investor relations increased \$64,597 to \$119,724 for the three months ended December 31, 2021 compared to \$55,127 in the same period in 2020. The increase was due to increased spending on marketing and investor relations campaigns.

Marketing and investor relations increased \$496,418 to \$630,217 for the year ended December 31, 2021 compared to \$183,799 in 2020. The increase was due to increased spending on marketing and investor relations campaigns that commenced in the second quarter of 2021.

Share-based payments

Share based payments increased \$3,107,586 to \$3,112,033 for the three months ended December 31, 2021 compared to \$4,147 in the same period in 2020. The increase was due to significant increase in the value of each of the 3,387,429-stock option awarded in the fourth quarter of 2021. In addition, \$884,577 of share-based payments were capitalized to the exploration and evaluation property compared to \$nil in 2020.

Share-based payments increased \$4,814,592 to \$5,018,571 for the year ended December 31, 2021 compared to \$203,979 in 2020. The increase was due to the recognition of the fair value of 5,492,429 stock options awarded during 2021 compared to 575,000 options that were awarded in 2020. In addition, \$929,654 of share-based payments were capitalized to the exploration and evaluation property compared to \$3,440 in 2020.

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Liquidity, Capital Resources and Going Concern

The Company's consolidated financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

As at December 31, 2021, the Company had a cash balance of \$6,376,049 and a working capital deficit (current assets less current liabilities) of \$472,129. Current liabilities as at December 31, 2021 totaled \$7,000,206 which includes the \$6,308,720 Taiga loan that is due in 2022. The Company is in discussions with Taiga Mining Inc. to extend the maturity of the loan by two years. The Company has incurred losses since inception and does not generate any cash inflows from operations. For the year ended December 31, 2021, cash used in operating activities totaled \$3,006,320 compared to \$690,528 in 2020.

During the year ended December 31, 2021, the Company completed three financings, raising total gross proceeds of CA\$21.3 million. These financings undertaken under the following terms.

On February 23, 2021, the Company completed a private placement for total gross proceeds of CA\$8,000,000. Pursuant to this private placement, the Company issued a total of 16,000,000 units (the "2021-1 Units") at a price of CA\$0.50 per 2021-1 Unit. Each 2021-1 Unit consists of one common share and one transferable common share purchase warrant (a "2021-1 Warrant"). Each 2021-1 Warrant entitles the holder to purchase one additional common share of the Company at a purchase price of CA\$0.61 per share during the 2 years from the date of issuance. The warrants include an accelerated exercise clause whereby, in the event the common shares trade at a volume of CA\$0.90 or more on the TSXV or the Toronto Stock Exchange (if so listed at such time) for 10 consecutive trading days, the Company may, at its option, issue a press release and a notice to the warrant holders for the expiry of the warrants on the date that is 45 days from the press release and notice and the warrant holder may exercise the warrants during this 45 day period but no later than the expiry date.

On February 23, 2021, the Company completed a private placement for total gross proceeds of CA\$2,000,000. Pursuant to this private placement, the Company issued a total of 2,564,104 units (the "2021-2 Units") at a price of CA\$0.78 per 2021-2 Unit. Each 2021-2 Unit consists of one common share and one transferable common share purchase warrant (a "2021-2 Warrant"). Each 2021-2 Warrant entitles the holder to purchase one additional common share of the Company at a price of CA\$0.98 per share during the 2 years from the date of issuance. The warrants include an accelerated exercise clause whereby, in the event the common shares trade at a volume of CA\$1.45 or more on the TSXV or the Toronto Stock Exchange (if so listed at such time) for 10 consecutive trading days, the Company may, at its option, issue a press release and a notice to the warrant holders for the expiry of the warrants on the date that is 45 days from the press release and notice and the warrant holder may exercise the warrants during this 45 day period but no later than the expiry date. Based on the residual valuation method, no value was attributed to the 2021-2 Warrants.

On August 12, 2021, the Company completed the first tranche of a brokered private placement ("2021-3 First Tranche Financing"), raising gross proceeds of CA\$7,727,000 through the issuance of 7,727,000 units ("2021-3 Units") at a price of CA\$1.00 per 2021-3 Unit consisting of one common share and one share purchase warrant ("2021-3 Warrant"). Each 2021-3 Warrant entitles the holder to acquire one common share of the Company at a price of CA\$1.50 per warrant for a period of 12 months from the closing date of the closing of the 2021-3 First Tranche Financing.

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The continuing operations of the Company are dependent upon the Company's ability to arrange adequate financing in the near term. However, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable. If adequate financing is not available when required, the Company may be required to delay, scale back or eliminate various programs and may be unable to continue operations. The Company will seek such additional financing through debt or equity offerings, but there can be no assurance that such financing will be available on terms acceptable to the Company or at all which gives rise to material uncertainties which may cast significant doubt regarding the going concern assumption and, accordingly, the ultimate appropriateness of the use of accounting principles applicable to a going concern.

The Company's consolidated financial statements do not reflect the adjustments to the carrying values of assets and liabilities and the reported expenses and balance sheet classifications that would be necessary if the Company were unable to realize its assets and settle its liabilities as a going concern in the normal course of operations for the foreseeable future. These adjustments could be material.

Financial Instruments and risk management

Financial instrument classification

The Company's financial instruments recognized on the statement of financial position consist of cash, deposits and trade and other accounts payable and loans.

The estimated fair market values of the Company's financial instruments carried at amortized cost approximate their carrying values due to their short-term nature.

Financial Risk Management

The Company may be exposed to risks of varying degrees of significance which could affect its ability to achieve its strategic objectives. The main objectives of the Company's risk management processes are to ensure that risks are properly identified and that the capital base is adequate in relation to those risks. The principal risks to which the Company is exposed are described below.

Interest rate risk

Interest rate risk is the risk arising from the effect of changes in prevailing interest rates on the Company's financial instruments. The Company's cash balances held at financial institutions earn interest at rates which vary according to prevailing rates. The Company does not deem the associated interest rate risk to be material.

Credit risk

Credit risk is the risk of potential loss to the Company if a counter party to a financial instrument fails to meet its contractual obligations. Management does not believe that the Company is exposed to any material credit risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value of, or future cash flows from, the Company's financial instruments will fluctuate because of changes in foreign exchange rates. The Company maintains the

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majority of its cash reserves in United States dollars. A portion of the Company’s funds are held in Canadian dollars and are, therefore, subject to fluctuations in foreign exchange rates.

On December 31, 2021, the Company has certain monetary items denominated in Canadian dollars. Based on these net exposures, a 10% appreciation or depreciation of the Canadian dollar against the United States dollar would result in an increase or decrease of \$296,928 in the Company’s net loss.

The Company has entered into dual currency swap contracts to provide a better interest rate yield in exchange of foreign currency risk. If the CAD/USD spot rate is less than or equal to the pre-determined conversion rate on settlement date, the principal amount will be settled in the conversion currency at the pre-determined conversion rate resulting in a foreign exchange loss. At December 31, 2021, the Company has recognized loss of \$21,501 on the fair value of embedded derivative in open contracts.

Liquidity risk

Liquidity risk is the risk that the Company will not meet its financial obligations as they fall due. See “Liquidity, Capital Resources and Going Concern” section.

Related party transactions and balances

Relationships	Nature of the relationship
Huston and Huston Holdings Corp. (“Huston”)	Huston and Huston Holdings Corp. is a private company controlled by Anthony Huston, an officer and director of the Company which provides management services to the Company.
Rockford Resources LLC (“Rockford”)	Rockford is a private company controlled by Patrick Smith, a director of the Company which provides director services to the Company.
0897877 BC Ltd. (“0897877 BC”)	0897877 BC is a private company controlled by Brian Budd, a director of the Company which provides director services to the Company.
Beattie Battery Technology Innovations	Beattie is a private company controlled by Dr. Shane Beattie, Chief Technology Officer of the Company, which provided technical services to the Company, until July 2020.
Taiga Mining Company, Inc	Taiga is a private company and a Control person of the Company in accordance with Policy 4.1 of the TSX Venture Exchange Corporate Finance Manual.

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Relationships	Nature of the relationship
ROTAK LLC	ROTAK is one of the providers to the Company of helicopter support services in Alaska. One of Taiga's principals is also a manager in the entity that controls ROTAK.

Related party transactions

For the years ended December 31,	Management and Director		Project Services	
	Fees	Fees	Fees	Fees
	2021	2020	2021	2020
Huston & Huston Holdings Corp.	\$ 624,718	\$ 405,414	\$ -	\$ -
Rockford Resources LLC	75,636	18,010	-	-
0897877 B.C. Ltd.	74,965	18,010	-	-
Beattie Battery Technologies Innovations	-	33,199	-	-
ROTAK Helicopter Services	-	-	919,076	-

The above transactions relate to consulting fees incurred by the Company and services provided to the Company. Management services expenses are included in management fees and salaries in the consolidated statements of financial position. Geological services are capitalized to Exploration and evaluation property in the consolidated statements of financial position.

During the year ended December 31, 2021, the Company accrued interest of \$686,806 (year ended December 31, 2020: \$562,812) related to the Taiga Loan. As at December 31, 2021, the Company owed \$6,308,720 (December 31, 2020: \$5,653,815) for principal and interest on the Taiga Loan.

Amounts owing to other related parties are non-interest bearing, unsecured and due on demand. The transactions were in the normal course of operations. At December 31, 2021, the Company owed \$1,237 (December 31, 2020 - \$358,351) to related parties.

Key management compensation

Key management are those personnel having the authority and responsibility for planning, directing and controlling the Company and include the President, Chief Executive Officer, Directors, Chief Financial Officer and Chief Operations Officer.

For the year ended December 31,	2021	2020
Consulting and directors' fees	\$ 775,321	\$ 439,465
Salaries	1,005,724	809,506
Benefits	85,306	77,752
Share-based payments	4,916,876	151,630
	\$ 6,783,227	\$ 1,478,353

Managing Risks

Mining Risks

The Company is subject to risks typical in the mining business including uncertainty of success in exploration and development; unusual and unexpected geological formations, possible flooding and other

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conditions involved in drilling and removal of material, mitigation of possible environmental impacts, and the occurrence of other unexpected hazards. Risks also include the possibility that intended drilling schedules or estimated costs will not be achieved and unexpected fluctuations in the price of materials, supplies and currency exchange rates. The aggregate effect of these factors is impossible to predict with any degree of certainty.

Mineral Processing Risks

The Company is subject to the risks typical in the mineral processing business including uncertainty that intended schedules, timelines, process performance criteria or estimated capital and operating costs will be achieved. There are risks beyond the Company's control, including: currency exchange rates; inflation; levels of interest rates; costs and availability of skilled workers, materials and supplies; global or regional political, economic and banking crises; and transportation and distribution disruptions. The aggregate effect of these factors is impossible to predict with any degree of certainty.

Business Risks

Natural resources exploration, project development, processing, and transportation; and, product development, processing, production, and marketing all involve a number of business risks, some of which are beyond the Company's control. These can be categorized as operational, market, financial and regulatory risks.

- Operational risks include finding and developing reserves economically; processing minerals competitively into successful products; product deliverability uncertainties; changing governmental law and regulation; hiring and retaining skilled employees and contractors; and conducting operations in a cost effective and safe manner. The Company continuously monitors and responds to changes in these factors and adheres to all regulations governing its operations. Insurance may be maintained at levels consistent with prudent industry practices to minimize risks however the Company is not fully insured against all risks nor are all such risks insurable.
- Operational risks also include the timing and successful completion of the Preliminary Feasibility Study, Feasibility Study, permitting, construction and start-up.
- Market risks include demand and prices for graphite and graphite products not achieving expectations and disruptions in transportation and distribution. These and other factors are beyond the Company's control, including levels of inflation and interest rates, the demand for commodities, global or regional political, economic and banking crises and production rates in competitive producing regions.
- Financial risks include the timely availability of capital and changes in commodity prices, interest rates, inflation, wages and salaries, taxation, and foreign exchange rates, all of which are beyond the Company's control.
- Regulatory risks include possible delays in regulatory approvals for developments and transactions that the Board of Directors believe to be in the best interest of the Company, increased fees for filings, and the introduction of ever more complex reporting requirements, the cost of which the Company must meet in order to maintain its exchange listing.

COVID-19

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In March 2020, the World Health Organization declared the outbreak of a novel coronavirus (COVID-19) as a pandemic, with outbreaks of the virus spreading globally. The spread of COVID-19 and its variants caused significant volatility in North America and international markets and affected the Company's operations during 2020 and 2021. As of the date of these statements, restrictions necessitated by the pandemic are easing; however, the spread of new variants with disruptive affects on business remains a possibility. The Company is carefully monitoring this situation and will take all prescribed steps to minimize the impact of any new outbreaks of the COVID-19 pandemic on the health of its employees, contractors and consultants. Working remotely, testing of field personnel, conducting virtual instead of in-person meetings, restricting travel and other measures for physical distancing have been in place and, as the Company deems necessary, will either continue to be in place or be reinstated. As part of the 2021 field program in Alaska, the Company implemented its Community and Workplace Protection Plan ("CWPP") which details COVID-19 protocols that meet all State of Alaska and City of Nome requirements for detecting and mitigating the spread of COVID-19. The CWPP defines protocols to be followed by all field program personnel to ensure appropriate measures are in place to detect and minimize the spread of COVID-19 to protect the local communities and our workforce. Due to the uncertainty as to the continuing impact of the pandemic with the ongoing threat of virus variants, the Company may find that there could be further delays in completing the PFS in the time expected or there may be other unexpected delays, which could affect progress on the Project.

Outlook

The Company's primary focus is the continued evaluation of the Graphite One Project which includes the proposed mine and primary processing facilities on the Seward Peninsula in Alaska and the graphite product manufacturing facilities expected to be located in Washington State. The Company's goal is to become a vertically integrated producer of premium anode materials and other advanced graphite products by creating an integrated American domestic supply chain. The ability of the Company to achieve this is contingent upon its ongoing ability to raise the risk capital necessary to advance its plans.

The Company is in preparation to commence an extensive 2022 summer drilling and technical assessment program at the Graphite Creek Property in Alaska to provide resource and technical information for the Company's feasibility study.

The Company is negotiating over the next several months, the terms and conditions along with the parties' expected roles and responsibilities in two separate definitive agreements with:

- Sunrise to share expertise and technology for the design, construction, and operation of a US based graphite material manufacturing facility; and
- Lab 4 for the design, construction and operation of a recycling facility for end for end-of-life and lithium-ion batteries.

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Outstanding Share Data

The following table summarizes the Company's outstanding share capital as at April 28, 2022:

Common shares issued and outstanding	87,254,296
Stock options outstanding (weighted average exercise price CA\$0.93)	8,352,429
Warrants outstanding (weighted average exercise price CA\$1.08)	28,808,102
Broker warrants outstanding (weighted average exercise price CA\$0.94)	<u>875,351</u>
Fully diluted common shares outstanding	<u>125,290,178</u>

Other Information

Additional information related to the Company is available for viewing on SEDAR at www.sedar.com and on the Company's website at www.graphiteoneinc.com.