



MANAGEMENT'S DISCUSSION & ANALYSIS
NINE MONTH PERIOD ENDED
SEPTEMBER 30, 2025

Minera Alamos Inc. ("Minera Alamos" or the "Company") was incorporated pursuant to the laws of the Province of Ontario in January, 1934. Through various actions at the end of the 1990's up to 2006, the Company reorganized itself and amalgamated various subsidiaries to establish its current form. Subsequently, the following subsidiaries were acquired – Minera Alamos de Sonora S.A. de C.V.; Molibdeno Los Verdes S.A.de C.V.; Cobre 4H S.A. de C.V.; Minera Mirlos, S. de R.L. de C.V.; Sabre Gold Mines Corp. and its subsidiaries American Bonanza Corp. and Bonanza Exploration Inc. and on October 1, 2025 the Company completed the acquisition of Calibre USA Holdings Ltd., and its subsidiaries which includes the Pan Mine, the Gold Rock development Project and the past producing Ilipah mine.

The following discussion and analysis is management's assessment of the results and financial condition of Minera Alamos Inc. for the three and nine months ended September 30, 2025 and 2024 and should be read in conjunction with the audited consolidated financial statements for the years ended December 31, 2024 and 2023 and the notes thereto, that have been prepared by management in accordance with International Financial Reporting Standards ("IFRS"). The Company's most recent filings are available from www.sedarplus.ca. The date of this management's discussion and analysis is November 30, 2025.

CAUTIONARY NOTES AND FORWARD LOOKING STATEMENTS

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement.

Inherent in forward-looking statements are risks, uncertainties, and other factors beyond the Company's ability to predict or control. Please refer to those risk factors included in the "Risk Factors" section below. Actual results and developments are likely to differ and may differ materially from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance, or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements.

All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not

place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

BUSINESS OF MINERA ALAMOS

Minera Alamos is a North American gold production and development Company. As of October 1, 2025, the Company owns the Pan Operating Complex near Ely, Nevada which operates the Pan heap leach gold mine, owns the fully permitted Gold Rock development project and the past producing Ilipah mine all within proximity of the Pan mine. The Company also owns the Copperstone gold mine and associated infrastructure in La Paz County, Arizona, an advanced development asset with a permitted mine plan of operations (MPO) that can be developed in parallel with planned project advancements in Mexico. The Company maintains a portfolio of high-quality Mexican assets, including the 100%-owned Santana open-pit, heap-leach mine in Sonora. The 100%-owned Cerro de Oro oxide gold project in northern Zacatecas has considerable past drilling and metallurgical work completed and the Company's proposed mining project is currently being guided through the permitting process by the Company's permitting consultants. The La Fortuna open pit gold project in Durango (100%-owned) has a positive, robust PEA completed, and the main Federal permits are in place. Minera Alamos is built around its operating team that together brought three open pit heap leach gold mines into successful production in Mexico over the last 14 years. The Company's strategy is to develop very low capex assets while expanding the projects' resources and continuing to pursue complementary strategic acquisitions.

Pan Operating Complex

The Pan Mine: Located in east-central Nevada along the Battle Mountain–Eureka gold trend, Pan is an open-pit, heap-leach gold mine operation recently acquired from Equinox Gold. It produces gold from the North and South pits using a conventional crush and heap-leach process. In 2024, it sold 35,228 ounces of gold at a cash cost of US\$1,473 per ounce, with Equinox's 2025 guidance targeting 30,000–40,000 ounces at an all-in sustaining cost of US\$1,600–\$1,700 per ounce. Gold mineralization is structurally controlled and hosted in limestone-shale contacts, with exploration potential remaining in underexplored zones. As of December 31, 2024, it had proven and probable gold reserves of 217,000 ounces at 0.34 g/t and measured and indicated gold resources inclusive of proven and probable reserves of 258,000 ounces at 0.38 g/t. These estimates exclude an estimated 30,000 ounces of recoverable gold contained within the existing leach pad.

Gold Rock Project: The Gold Rock Project is an open-pit, heap-leach gold development project located approximately 8 km southeast of the Company's Pan Mine in east-central Nevada, along the Battle Mountain–Eureka gold trend. It has measured and indicated resources of 403,000 gold ounces at 0.66 g/t and inferred resources of 84,000 gold ounces at 0.87 g/t. The Company is currently reviewing options for the development of the Gold Rock project including the option to transport ore directly to the Pan Mine heap leach pads. This would allow for increased gold production at Pan while also allowing for a better understanding of Gold Rock gold recoveries before capital is required to build a heap leach pad at the Gold Rock site. The Pan mine and associated facilities and the Gold Rock Project together are referred to as the Pan Mine Operating Complex

Ilipah Gold Exploration Project

The Ilipah Gold Exploration Project is a past-producing open-pit, heap-leach operation situated approximately 16 miles northeast of the Pan Operating Complex. Historically, mining activity at Ilipah focused on two oxide pits, which were actively mined between 1987 and 1988. Historical information indicates the operation produced a total of

37,000 ounces of gold, achieving an average grade of 1.1 grams per tonne and maintaining a waste to ore strip ratio of 4.6:1. A current assessment of data from 160 reverse circulation (RC) drill holes by the Company shows the Ilipah project hosts geological potential gold mineralization estimated at 3 to 5 million tonnes at an average gold grade of 0.4 to 0.5 grams per tonne. The size and grade of the geological potential mineralization is conceptual in nature, the target is not a resource and further exploration is required.

Copperstone Gold Project

The Company acquired the Copperstone gold property, located in La Paz County, Arizona, under the terms of the business combination with Sabre Gold Mines Corporation (“Sabre”) that closed on February 6, 2025. The Copperstone underground mine is fully permitted for operations with significant mining infrastructure, mineral resources, and site infrastructure in place. It has measured and indicated gold resources of 300,000 ounces at 7.7 g/t and inferred resources of 197,000 ounces at 6.3 g/t. An updated PEA commissioned by the Company in 2025 outlined a 6 year mine life with initial capex of US \$36 million providing annual average gold production of 42,000 ounces with an all-in sustaining cost of US \$1,259.02/oz. During Q4, 2025, the Company initiated an updated technical study on the gold resources and Life of Mine plan along with the reconstruction of the processing plant facilities incorporating Company-owned and refurbished process equipment. The Company expects to announce a construction decision for the mine in Q1, 2026.

Mexican Projects

In September 2020, the Company finalized definitive option agreements with arms-length parties (through its subsidiary Minera Mirlos S. De R.L. DE C.V.) to acquire 100% of the Cerro de Oro project, which comprise the Zacatecas I and Zacatecas II concessions near Concepcion del Oro, Zacatecas, Mexico. The acquisition of these two core claims in a district that contains significant gold prospects increases the Company’s total claim holdings in the Concepcion del Oro district to approximately 6,500 ha. In August 2024, the final payment was made to complete the Company’s earn-in of 100% interest in the Zacatecas I and II properties with no outstanding royalties. This open pit, heap leach project has inferred gold resources of 790,00 ounces at a grade of 0.37g/t. A 2022 PEA outlined an 8 year mine life with initial capital of US \$28 million providing average annual gold production of approximately 58,000 ounces at all-in sustaining costs of US \$875/oz. The permitting process is ongoing with the Company continuing to provide support for any follow-up requests from the permit authorities. It is expected that increased visibility should be available in the coming months as to the plans/timelines from the new government authorities in Mexico for issuing permits relating to mining activities. Engineering work continues to progress for Cerro de Oro to advance pre-development activities to coincide with the ultimate receipt of permits and a construction decision for the project. Workflow in 2026 will include further metallurgical optimization studies, detailed engineering design and additional exploration drilling aimed at in-filling and potentially expanding the areas of known gold mineralization.

On April 13, 2018, the Company acquired Corex Gold Corporation (“Corex”) for the Santana Project whereby each Corex shareholder received 0.95 common shares of Minera Alamos Inc. in exchange for each Corex share held. Corex remains a wholly owned subsidiary of Minera Alamos Inc. The Santana gold mine has produced approximately 23,000 ounces of gold since production started in late 2021. On September 30, 2025 recoverable gold inventories on the leach pad were 12,223 ounces. The Company has completed the previously announced mining activity that was part of a 12-month plan designed to use existing leaching pad capacity (see news releases dated February 22nd, 2024 and July 18th, 2024). Residual leaching activities are ongoing as the Company awaits the receipt of the permit amendment for the mine.

On May 4, 2016, the Company completed the acquisition of 100% of the mineral claims known as the “La Fortuna” gold project which is an open pit project in the State of Durango, Mexico that has a robust positive preliminary economic assessment (“PEA”) completed and the Company has secured the main Federal permits relating to mine development. The development of the La Fortuna gold project in Durango has faced significant obstacles related to

the prevailing political and social challenges in the region in recent years. While the Company is focusing on its pipeline of permitted projects an evaluation is underway to review opportunities for the advancement of the Fortuna gold project assets.

Outlook

The Board and management of the Company have executed two transformational transactions during 2025 which has turned Minera Alamos from a Mexican based gold developer into a low cost, junior US gold producer generating significant free cash flow with a pipeline of low capital, permitted gold development projects that can transform it into an intermediate gold producer by 2028. The acquisition of the Pan Operating Complex in Nevada and the Copperstone Mine in Arizona has refocused the Company's operations to the United States and in doing so has reduced the short term timing and permitting risks associated with our high-quality Mexican properties.

The Pan Operating Complex transaction closed on October 1, 2025, the first day of Q4, 2025 and the first gold pour occurred on October 7, 2025, with total gold production of 3,093 ounces during the month of October. Minera Alamos has now become a US gold producer and the Company's objective is to produce at least 150,000 gold per annum by the end of 2028 from the permitted, brownfield projects already held in its pipeline of low capital intensify, high-quality projects.

Q3 Operational Highlights

The Copperstone Mine project continues to advance through permitting and engineering activities. Current work includes refining the underground restart plan and schedule, as well as finalizing the basic process plant design for submission with a minor amendment to the existing Mine Plan of Operations. With additional minor permit amendments filed in Q3 2025 all required approvals to support the planned restart of operations and all required permits are expected to be in place towards the end of 2025. Preparations are also underway to transfer previously acquired process plant equipment to site, enabling refurbishment to begin ahead of installation. The Company continues discussions on project financing that will enable site development activities once a final construction decision has been made.

At the Cerro de Oro gold project, the permitting process is ongoing with the Company continuing to provide support for any follow-up requests from the permit authorities (federal and state). It is expected that increased visibility should be available in the coming months as to the plans/timelines from the new government authorities in Mexico for issuing permits relating to mining activities. Engineering work continues to progress for Cerro de Oro in order to advance pre-development activities to coincide with the ultimate receipt of permits and a construction decision for the project.

Sales revenues from the Santana Project for the third quarter totalled \$1,017,923 on 317 ounces of gold sold. As of September 30, 2025, recoverable gold inventory on the leach pad totalled 12,223 ounces.

The Company recorded a net loss of (\$7,057,841) or (\$0.012)/share in the third quarter of 2025 as compared to a net loss of (\$7,293,825 or (\$0.027)/share in the third quarter of 2024. Loss from operations was (\$299,455) for the third quarter of 2025 as compared to a loss from operations of (\$436,177) for the third quarter of 2024.

Cash and Cash Equivalents of \$1,277,653 as at September 30, 2025, as compared to \$3,435,397 as at June 30, 2025. The reduction in the cash balance reflects the reduction in mining operations in the current quarter, the continued leaching activities at Santana and permitting and engineering activities at Copperstone, transaction costs associated with the Sabre acquisition as well as costs associated with the acquisition of Calibre.

SUBSEQUENT EVENTS

Completed Acquisition of Pan Gold Mining Complex and Exchange of Subscription Receipts

On October 1, 2025, the Company announced the completion of the previously announced acquisition (the “**Transaction**”) of Equinox Gold Corp.’s (“**Equinox Gold**”) Pan Gold Mine (“**Pan**”), Gold Rock Project (“**Gold Rock**”) and Illipah Project (“**Illipah**”) located in White Pine County, Nevada, U.S. (together, the “**Nevada Assets**”).

As consideration for the Transaction, Minera Alamos paid a wholly-owned subsidiary of Equinox Gold \$88,372,424 in cash, subject to a customary post-closing working capital adjustment, and issued 96,802,816 common shares in the capital of Minera Alamos (each, a “**Common Share**”). Post-Transaction, Equinox Gold will own 9.15% of the issued and outstanding Common Shares.

The cash consideration for the Transaction was funded from the proceeds of the previously-announced “bought deal” private placement of subscription receipts, pursuant to which the Company issued an aggregate of 380,282,535 Subscription Receipts at an issue price of \$0.355 per Subscription Receipt, for gross proceeds of approximately \$135,000,300 (the “**Offering**”). Stifel Canada (the “**Lead Underwriter**”) acted as sole bookrunner for the Offering, which included a syndicate of underwriters consisting of BMO Capital Markets, Desjardins Capital Markets and National Bank Financial Inc. (collectively the “**Underwriters**”).

On October 1, 2025, the escrow release conditions for the exchange of the Subscription Receipts had been satisfied and the Subscription Receipts were automatically exchanged for 380,282,535 Common Shares and 380,282,535 Common Share purchase warrants (each, a “**Warrant**”). Each Warrant is exercisable to purchase one Common Share (each, a “**Warrant Share**”) at a price of C\$0.705 per Warrant Share until September 17, 2028. The Common Shares and Warrants issued upon exchange of the Subscription Receipts, and the Common Shares issuable upon exercise of the Warrants, are subject to a regulatory hold period expiring on January 18, 2026 (See News releases issued on September 17 and October 1, 2025).

Gold Prepayment Agreement

Minera Alamos executed, on a post Transaction basis, a US\$25,000,000 24-month gold prepay agreement (the “**Gold Loan Agreement**”) with Auramet International, Inc. (“**Auramet**”). The gold re-payment is structured to include a 6 month “**grace period**” followed by 18 equal monthly installments amounting to a total of 7,830 ounces of gold. The obligations under the Gold Loan Agreement are ancillary documents guaranteed by Minera Alamos and specific subsidiaries, and secured by the assets of such subsidiaries, among other customary collateral.

As part of the prepayment facility, the Company paid Auramet a fee equal to US \$250,000, in addition to the issuance of 10,000,000 common share purchase warrants (“**Warrants**”) as a loan bonus, exercisable at C\$0.44 per share for a period of 24 months. After four months from issuance, the expiry date of the Warrants may be accelerated (the “**Acceleration Right**”) by Minera Alamos at any time prior to expiry, if the volume weighted average price of the common shares of Minera Alamos on the TSX Venture Exchange is equal to or greater than \$0.66 for any five consecutive trading days (the “**Acceleration Event**”), at which time Minera Alamos may, within ten business days of the Acceleration Event, accelerate the expiry date of the Warrants by providing Auramet two days prior written notice and then issuing a press release announcing the reduced warrant term whereupon the Warrants will expire on the 30th calendar day after the date of such press release.

Proceeds under the Gold Loan Agreement are being used to, among other things, secure cash reclamation bonding supporting the Company’s Nevada assets, repay in full of a previous existing Auramet loan facility, and for general operational working capital purposes.

Leadership Team Updates

The Company continued to strengthen its board and management team as it rapidly grows towards the goal of becoming an intermediate gold producer. The Company appointed Jason Kosec as Chairman of the Board, Darren Blasutti as Executive Vice President, Corporate Development and David Stewart as Vice President, Capital Markets & Strategy.

Mr. Kosec is an experienced mining professional and brings nearly 15 years of experience in all aspects of mineral exploration, mine development, investor relations, and capital markets. He completed his undergraduate degree in Geology, specializing in Structural Geology, at Western University and earned a Master's in Earth and Energy Resources from Queen's University. Prior to completing his undergraduate degree, Jason was drafted by the Edmonton Eskimos. Mr. Kosec began his career as a Project Geologist at Trelawney Mining and Exploration, which was sold to IAMGOLD for C\$608 million in 2012. During his time there, he played a crucial role in the Côté Gold discovery, managing exploration and infill programs while developing the geological and resource models. In early 2015, he was recruited by Barkerville Gold Mines as Senior Geologist and appointed Chief Mine Geologist in 2016. In late 2017, Mr. Kosec took on the role of VP Corporate Development, which contributed to the sale of Barkerville Gold Mines to Osisko Gold Royalties in 2019. Most recently, Jason was the Chief Executive Officer of Integra Resources Corp. growing it from an exploration company with no resource to one with a 10-million-ounce resource and 80,000 ounces of annual production within four years through multiple M&A transactions. He is currently the President and Chief Executive Officer of Hemlo Mining Corp.

Mr. Blasutti is a mining executive and professional Chartered Accountant with more than 25 years of mining finance and senior executive experience, focusing on identifying, acquiring and advancing mining projects and operations in the resource sector. His extensive experience includes Senior Vice President, Corporate and Business Development with Barrick Gold Corporation over an eleven-year period, where Mr. Blasutti led and executed the acquisitions of Homestake Mining and Placer Dome, the asset consolidations of the Cortez, Hemlo, and Porgera mines and the sale of 50% of South Deep mine. Mr. Blasutti has been a senior executive and board member of several mining companies, playing an instrumental role in a variety of transactions, including hostile acquisitions, project consolidations, material equity and debt financings, international bilateral tax agreements, reverse take overs, and the management of recently merged entities. Mr. Blasutti was previously the President and CEO of Americas Gold and Silver Inc., and a member of the Board of Directors and Chair of the audit committee at Noront Resources Ltd. He is currently Chairman of the Board of Directors at Barksdale Resources Corp.

David Stewart, P.Eng. has 15 years of progressive leadership in the mining sector spanning mine development and operations, sell-side equity research, and corporate development & investor relations.

David was most recently VP Corporate Development & Investor Relations at Omai Gold Mines, where he led investor engagement, financing efforts, and corporate strategy initiatives through an increase in market capitalization from C\$130M to over C\$550M. Previously, he was VP Corporate Development and Shareholder Communications at a Canadian mine developer through the permitting, construction, and initial production ramp-up stages. David was an equity research analyst at Desjardins Securities and GMP Securities and has formally covered 23 companies ranging from small-cap explorers to large-cap gold producers. David's mining career began with Redpath Mining developing underground mine projects around the world, after which he worked at Barrick Gold's Hemlo operation where he was responsible for mine design, capital projects, and expansion scoping study development. David is a licenced Professional Engineer in the province of Ontario and holds a Bachelor of Applied Science in Mining Engineering from Queen's University.

The Company also announces that Victoria Vargas de Szarzynski, former VP Investor Relations, has chosen to move on from the Company. The Board is thankful for her seven years of hard work and dedication in service to the shareholders of the Company and wishes her the very best in the future.

Share Consolidation

The Company intends to file articles of amendment implementing a consolidation of its outstanding common shares on the basis of one (1) post-consolidation common share for every ten (10) pre-consolidation common shares (the "Consolidation"). The Consolidation is subject to TSXV approval. Minera Alamos will issue a press release providing the date on which the common shares will commence trading on a post-consolidation basis on the TSXV. The exercise price and the number of common shares issuable under any of the Company's outstanding share-based securities such as warrants, stock options and restricted share units, as applicable, will be proportionately adjusted upon completion of the Consolidation. The CUSIP and ISIN numbers of the post-consolidation common shares and warrants will also change upon the completion of the Consolidation.

The Company has granted 48,300,000 pre consolidation stock options to officers and directors of the Company, in accordance with the Company's Omnibus Incentive Plan, which shall vest over the next 3 years and have an exercise price of \$0.425 per share.

Other Subsequent Events

On October 23, 2025, the Company granted an aggregate amount of 7,025,824 restricted share units ("RSU") to officers and directors of the Company.

On October 23, 2025, the Company announced a \$3,500,000 private placement unit offering ("Unit") at a price of \$0.40 per unit and entitles the holder to acquire one common share and one common share purchase warrant at a price of \$0.705 for a period of 36 months. The private placement is expected to close by mid December 2025.

On October 27, 2025, the Company settled US\$3,617,500 (CDN\$5,035,922) in outstanding obligations with the issuance of 12,617,718 common shares of the Company at a price of \$0.40 per share.

SELECTED QUARTERLY INFORMATION

The following selected information is derived from the unaudited quarterly condensed interim consolidated financial statements:

	Quarter Ended September 30, 2025 \$	Quarter Ended June 30, 2025 \$	Quarter Ended March 31, 2025 \$	Quarter Ended December 31, 2024 \$
Net (loss) income (000's)	(7,058)	(1,626)	(33,003)	1,694
Basic and diluted (loss) income per share	(0.012)	(0.002)	(0.059)	0.003
Total assets (000's)	188,539	50,124	53,361	47,432
Total liabilities (000's)	169,832	23,157	25,349	14,006
Shareholders' Equity (000's)	18,707	26,967	28,012	33,426

	Quarter Ended September 30, 2024 \$	Quarter Ended June 30, 2024 \$	Quarter Ended March 31, 2024 \$	Quarter Ended December 31, 2023 \$
Net income (loss) (000's)	(12,755)	(7,035)	528	(496)
Basic and diluted income (loss) per share	(0.027)	(0.015)	0.001	(0.001)

Total assets (000's)	39,891	41,893	47,965	51,620
Total liabilities (000's)	14,262	10,517	11,211	13,931
Shareholders' Equity (000's)	25,629	31,376	36,754	37,689

SELECTED ANNUAL INFORMATION

The following is a summary of selected audited financial information for the fiscal years of:

	December 31, 2024	December 31, 2023	December 31, 2022
	\$	\$	\$
Net (loss) income (000's)	(17,568)	(2,856)	5,609
Basic and diluted income (loss) per share	(0.038)	(0.006)	0.012
Total assets (000's)	47,432	51,620	53,283
Total liabilities (000's)	14,006	13,931	10,076
Shareholders' Equity (000's)	33,426	37,689	43,207

LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2025, the Company had working capital of (\$203,276) in comparison to December 31, 2024, of \$16,070,456. The Company's working capital during the current year period was primarily impacted by the following; the loan facility with Auramet as a current liability of \$6,782,350 as compared to \$4,091,844 at December 31, 2024, the costs associated with the Calibre acquisition and financing, the costs associated with the settlement of debt, the costs and assumption of liabilities associated with the Sabre transaction.

The September 30, 2025, cash and cash equivalents balance of \$1,277,653 will be used for general corporate purposes as the Company completes the closing of the financing associated with the Calibre transaction, the operations at the Santana gold project and the review of the project development on the Copperstone project acquired in Q1 2025. Upon closing of the Calibre transaction, the Company will have the proceeds from the financing, net of the acquisition costs, the net proceeds from the US\$25,000,000 gold prepayment loan and the proceeds from ongoing monthly gold sales from the Pan project.

The Company's net cash flows (used in) after the inclusion of changes to non-cash operating accounts were (\$145,228,743) for the nine-month period ended September 30, 2025 as compared to cash flows (used in) of (\$8,553,578) for the prior year nine-month period ended September 30, 2024. The use of cash from operating activities during the nine month period ended September 30, 2025 was; (\$135,000,300) from the Subscription receipts held in restricted cash from the bought deal financing which closed in escrow on September 17, 2025 (see offset in investing activities) with cash restricted until the closing of the Calibre acquisition on October 1, 2025; the use of cash on operating activities and site holding and maintenance costs at the Santana project, the site maintenance costs at the Copperstone project and the costs associated with the closing of the Sabre acquisition and the costs associated with the Calibre acquisition that closed at the beginning of Q4 2025.

The Company's investing activities for the nine months ended September 30, 2025 was \$134,806,870 a result of the following; \$135,000,300 from the Subscription receipts from the bought deal financing which closed in escrow on September 17, 2025 and were released on October 1, 2025 subsequent to the closing of the Calibre acquisition; \$210,000 from Azarga Metals a result of a reduction in the Company's royalty held on the Marg property; (\$160,166) a result of an increase in the investment in the Company's Santana project and the remainder associated with the

acquisition of Sabre Gold Mines.

The Company's cash from financing activities for the nine months ended September 30, 2025 was \$83,799 a result of the lease payments (September 30, 2024 - \$82,152).

The activities of the Company, which are primarily the acquisition, operation, exploration and development of mineral properties, are financed through the completion of equity transactions such as equity offerings, the exercise of stock options and warrants, as well as the issuance of debt and also from cash flow generated from the recovery of gold ounces from mining and processing activities.

There is no assurance that capital will be available to the Company in the required amounts, with acceptable terms or at the time required. Please refer to the "Risk Factors" section below.

RESULTS OF OPERATIONS

The Company's operations during the three month and nine month periods ended September 30, 2025, resulted in a net loss of (\$7,057,841) and (\$41,687,104), respectively compared to a net loss of (\$12,755,002) and (\$19,261,890), respectively in the comparable prior year period. The increase in the loss as compared to the prior year period of (\$22,400,000) is primarily due to: a non-cash expense of \$30,474,816 on acquisition of the Copperstone Project as the Company's accounting policy is to expense all costs relating to the acquisition, exploration, and development of mineral properties, offset by the recognition of a grant of a 1% royalty on the Cerro de Oro project for a net value of \$5,576,400, increase of \$1,500,000 in accretion expense associated with the Auramet financing as well as the inclusion of the accretion associated with the deferred revenue assumed with the Sabre transaction; \$752,000 of transaction costs associated with the Sabre acquisition, share based compensation of \$1,364,000 as a result of stock options issued that vested upon issuance, an increase in professional fees of \$3,600,000 associated with Corporate finance advisory services, the settlement of debt of \$9,500,000 offset by a foreign exchange gain due to a weakening of the Mexican peso as compared to the Canadian dollar and a weakening of the US dollar as compared to the Canadian dollar during the current year as compared to the prior period.

The sale of gold ounces from the Santana project while the Company is awaiting its project expansion approvals coincided with increased non-mining related costs which included new project evaluation activities and additional administrative activities. At Cerro de Oro activities are focused on permit approvals and detailed engineering work. At the Copperstone project engineering work continues to optimize the underground mine restart plans and schedule along with the completion of basic process plant design details and preparations for the submission of minor permit amendments required prior to the restart of operations.

Revenue, cost of sales and depletion –The Company recognized revenues of \$1,017,922 on 317 ounces of gold for the three month period ended September 30, 2025, and revenues of \$7,636,587 on 2,230 ounces of gold for the nine-month period ended September 30, 2025. This compares to revenues of \$Nil for the three month period ended September 30, 2024, and revenues of \$3,959,822 on 1,412 ounces of gold for the nine-month period ended September 30, 2024. The deferred revenue as at September 30, 2025 of \$760,244 on 235 ounces of gold is recorded as revenue in Q4 2025.

The Company's operations during the three and nine month period ended September 30, 2025, resulted in a net loss of (\$299,455) and income of \$146,487, respectively from mine operations as compared to net loss of (\$436,177) and (\$363,058), respectively from mine operations in the comparable three month and nine month prior year period.

The cost of sales from the Santana project reflects the direct costs of production, processing, operations, royalties, mining fees and duties and the recording of depletion on the operation for the three and nine month period ended September 30, 2025.

Expenses:

Expenses	Three months ended September 30, 2025	Three months ended September 30, 2024	Nine months ended September 30, 2025	Nine months ended September 30, 2024
	\$	\$	\$	\$
Depreciation	27,568	33,599	82,773	107,291
Accretion	811,520	398,736	2,611,878	1,172,480
Exploration and evaluation	(4,865,272)	2,452,501	27,263,110	4,311,235
Insurance	25,605	23,722	79,141	76,489
Interest on lease liability	2,732	4,713	9,605	15,395
Investor Relations	123,599	77,468	335,843	274,578
Office and administration	250,684	158,960	772,814	506,136
Professional fees	3,699,827	258,571	4,638,709	978,150
Salaries and compensation	470,341	463,367	1,250,427	1,301,614
Share-based compensation		247,303	1,364,127	741,909
Transfer agent & Regulatory fees	4,942	4,942	129,360	78,145
Travel	33,825	33,825	151,784	146,031
Transaction costs	-	-	752,356	-

Exploration and evaluation – The expenditures during the three and nine month period ended September 30, 2025 reflect \$30,474,816 of mineral property value expensed upon the acquisition of Sabre to meet the Company’s accounting policy on capitalization of development costs, the recognition of the 1% royalty on Cerro de Oro of net (\$5,576,400) and \$2,365,000 for ongoing holding and operating costs at the Company’s subsidiaries.

Investor relations – Investor relations expenses during the three and nine month period ended September 30, 2025, reflect ongoing participation during the period at in-person trade shows and conferences.

Office and administration – Office and administration expenses are inclusive of rents and office administrative expenses during the three and nine month period ended September 30, 2025. The increase during the current year period is reflective of the increased activities of the Company.

Professional fees – Professional fee expenses reflect the Company’s growth as a gold mine developer and includes additional expenses in the current year period related to increased audit and professional fees associated with business development and financings.

Salaries and compensation – Salaries and compensation three and nine month period ended September 30, 2025, are comparable to the prior year period.

Share based compensation – The Company has recorded share based compensation expense in the first quarter of the year related to the grant of 7,000,000 stock options granted on February 6, 2025 with immediate vesting terms and the final share based compensation on the stock options granted on February 23, 2023 which met their full vesting period.

EXPLORATION AND EVALUATION EXPENDITURES

	For the nine months ended	
	September 30,	
	2025	2024
	\$	\$
Santana, Mexico ^{(i) (ii)}	93,301	1,211,648
Cerro de Oro, Mexico ⁽ⁱⁱ⁾	(\$4,565,366)	2,590,781
La Fortuna, Mexico ⁽ⁱⁱ⁾	217,552	262,902
Los Verdes, Mexico ⁽ⁱⁱ⁾	122,096	245,904
Copperstone, US ^(iv)	31,395,527	-
Other	-	-
Total	27,263,110	4,311,235

- (i) All development costs incurred related to the project are capitalized.
- (ii) Inclusive of property holding costs.
- (iii) Recognition of the issuance of a 1% royalty on the Cerro de Oro project for net value of US\$3,950,000.
- (iv) Inclusive of \$30,474,816 of mineral property costs that were expensed upon acquisition.

Santana

The Company holds a 100% interest in 9 mining claims covering approximately 3,100 hectares located approximately 200 kilometres east-southeast of Hermosillo, Sonora, Mexico that are accessible via paved highway.

In 2019, the Company received the MIA (Manifestacion de Impacto Ambiental or “Environmental Impact Statement”) permit approval from the Federal Agency (Secretaria de Medio Ambiente y Recursos Naturales – SEMARNAT), for the development of the Company’s Santana gold project (“Santana”) in Sonora, Mexico

During the first quarter of 2022, the Company adopted Amendments to IAS 16, Property, Plant & Equipment, Proceeds Before Intended Use. The Company adopted the accounting policy retrospectively with respect to applicable transactions occurring on or after the earliest period presented herein, being January 1, 2021. With the adoption of the amended standard, pre-commercial production sales of gold and silver produced and sold, and related costs while bringing a mine into a condition necessary for it to be capable of operating in the manner intended by management, are recognized in profit or loss in accordance with applicable standards to the extent those sales occurred on or after January 1, 2021. The Company then restated the results to reflect the sales of \$897,910 on 401 ounces of recovered gold and recognized costs associated with production, processing, depletion and royalties against cost of sales. During that year mining and gold recovery operations were ongoing as the Company proceeded through a standard ramp-up period on the path towards commercial production. Upon review of the 2022 operations, in the Company’s judgement based on internal metrics of the operation, it was determined that commercial production thresholds were met. During the year ended December 31, 2022, total gold ounces recovered in 2022 were 11,667 ounces from the Santana Project with inventory on the pad at year end of 6,950 ounces. Sales revenues from 9,367 ounces of gold sold in 2022 totalled \$21,726,211.

In 2023, a total of 5,041 ounces of gold were sold with additional 851 ounces in work in process from the Santana Project. As at December 31, 2023 recoverable gold inventories on the leach pad are 5,944 ounces. During the 2023 period the Company continued to utilize existing leach pad space while waiting for permit amendments that would allow the construction of a large pad expansion as well as extensions to the available open pit mining areas. . The Company continues to have communications with the appropriate regulatory agencies regarding amendments to the current permits for the project. The Company began the preparatory work related to a intermediate Phase 2 leach

pad expansion at Santana towards the end of Q4 2024 but is still awaiting Permit Amendment approvals for the larger Phase 3 pad as well as the Nicho expanded pit mining areas.

During the twelve month period ended December 31, 2024, the Company sold 2,806 ounces of gold and recorded sales revenues of \$8,915,799 from the Santana Project. As at December 31, 2024 recoverable gold inventories on the leach pad were 10,226 ounces.

During the nine month period ended September 30, 2025, the Company sold 2,230 ounces of gold and recorded sales revenues of \$7,636,587. In addition, 235 ounces of gold are recorded as deferred revenue at September 30, 2025 which will be recognized as revenue in the fourth quarter. At September 30, 2025 recoverable gold inventories on the leach pad were 12,223 ounces.

On October 3, 2023, the Company announced the results of an independent estimate of the Mineral Resources currently outlined at the Santana gold project (the “Project”) in Sonora, Mexico. The Resource Estimate was prepared in accordance with National Instrument 43-101 Standards of Disclosure for Mineral Projects (“NI 43-101”) by Scott Zelligan P.Ge, an independent Qualified Person (QP) as defined in NI 43-101. Please see the Company’s news release dated October 3, 2023.

The Resource Estimate for the Santana gold project contains 198,000 ounces of Measured and Indicated gold resources (9.61 Mt at 0.65 g/t) and an additional 103,000 oz of gold in Inferred resources (5.51 Mt at 0.58 g/t). Table 1 shows the Mineral Resource estimate by zone for the Santana Project.

Table 1 – Santana Gold Project Estimate of Mineral Resources

Deposit	Category	Tonnes (t)	Gold Grade (g/t)	Contained Ounces (koz)
Nicho	Measured	6,390,000	0.65	133,000
	Indicated	2,810,000	0.64	57,000
	Total M&I	9,200,000	0.65	190,000
	Inferred	1,530,000	0.66	33,000
Nicho Norte & Divisadero	Measured	150,000	0.66	3,000
	Indicated	260,000	0.62	5,000
	Total M&I	410,000	0.63	8,000
	Inferred	2,470,000	0.55	44,000
Benjamin	Inferred	1,510,000	0.54	26,000
Total	Measured	6,540,000	0.65	136,000
	Indicated	3,070,000	0.64	62,000
	Total M&I	9,610,000	0.65	198,000
	Inferred	5,510,000	0.58	103,000

Notes to Table 1:

The independent QP for the mineral resource estimates, as defined by NI 43-101, is Scott Zelligan, P.Ge. The effective date of the 2023 mineral resource estimate is May 31, 2023.

A gold price of \$1,700/oz was used in calculating the Mineral Resources.

The estimate is reported for a potential open pit/heap leach scenario.

The limits of the Resource-constraining pit shell assumed a mining cut-off based on a total operating cost (mining, milling, and general and administrative [G&A]) of \$12.00/t stacked, a metallurgical recovery of 75%, and a constant open pit slope angle of 40°. This constraining pit shell contained a total volume of 49 Mt (mineralized + unmineralized) implying a strip ratio of approximately 2.25.

The gold cut-off grade applied to mineralized material is 0.15 g/t Au

These Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability.

The Mineral Resource estimate follows CIM Definition Standards.

Results are presented in-situ. Ounce (troy) = metric tonnes x grade / 31.1035. Calculations used - metric units (metres, tonnes, g/t). Rounding followed the recommendations as per NI 43-101.

The number of tonnes has been rounded to the nearest ten thousand.

The QPs of the Report are not aware of any known environmental, permitting, legal, title-related, taxation, socio-political, marketing, or other relevant issues that could materially affect the Mineral Resource estimate.

Extensive modelling and statistical work was performed to analyze the effect of the oxide zone on gold grade and rock specific gravity. Due to the fractured nature of the host rock, the oxide-sulphide transition zones of the deposits are irregular and difficult to model using conventional wire-framing techniques. It was decided for the current Resource Estimate to model the mineralization without a transition boundary and allow the measured variations to populate the blocks accordingly. Metallurgical testwork is ongoing and results from limited sulphide samples tested to date indicate the potential for heap leaching of this material although final required parameters like crush sizes are not yet fully determined. It has been recommended that the Company continue to evaluate the overall database of exploration information with a goal of incorporating geo-metallurgical information into future resource estimates.

Table 2 – Constraining Pit Parameters for Resource Estimation

Parameter	Unit	Value
Gold Price	\$/oz	1,700
Refining Cost	\$/oz	15.00
Process Cost	\$/t stacked	4.00
Metallurgical Recovery	%	75
General & Administrative	\$/t stacked	0.50
Mining Cost	\$/t	2.30
Gold Cut-Off Grade	g/t Au	0.15
Pit Slope Angle	Degrees	40

Notes to Table 2:

The parameters listed in Table 2 define a basis for reasonable prospects of eventual economic extraction for the Project Mineral Resource estimate and are in-line with current actual operating costs for the project. The processing scenario assumes heap leaching of mineralized material sourced from open pit mining operations. The Mineral Resource has been constrained to mineralized material that occurs within a pit shell derived utilizing the parameters listed in Table 2. All other material within the defined pit shell was characterized as non-mineralized material.

Cerro de Oro

In September 2020, the Company finalized definitive option agreements with Minera Mirlos S. De R.L. DE C.V., and an arm's length party to acquire 100% of the Cerro de Oro project comprising the Zacatecas I and Zacatecas II concessions near Concepcion de Oro, Zacatecas, Mexico. The acquisition of the two core claims in the district, that contain a significant gold prospect, increased the Company's total claim holdings in the Concepcion del Oro district to approximately 6,500 ha. In August 2024 all the obligations and payments under the option agreement had been fulfilled resulting in the Company owning 100% of the property.

The payment schedule was as follows:

Amount (USD) \$	Installment Due Date	Cash Paid CAD \$	Fair Value of Shares Issued
400,000 cash + 2,000,000 shares ^(a)	Paid on Closing	\$531,600	\$1,440,000
300,000 cash ^(a) + 500,000 shares ^(b)	Paid in 2021	\$394,832	\$285,000
400,000 cash ^(a) + 500,000 shares ^(c)	Paid in 2022	\$516,154	\$242,500
800,000 cash ^(a) + 500,000 shares ^(d)	Paid in 2023	\$1,053,568	\$170,000
1,000,000 cash ^(a) + 500,000 shares ^(e)	Paid in 2024	\$1,295,250	\$147,500

With the final payment of US \$1,000,000 and issuance of the 500,000 shares of the Company fulfilled the terms of the agreement and completed the earn-in of 100% interest in the key properties of the Cero de Oro property.

In addition to the earn-in commitments in the table above, a final bonus payment of US \$1,000,000 will be payable to the Vendor upon the production of 50,000 ounces of gold from the Cerro de Oro project. As a triggering event has not occurred, this commitment has not been reflected in the financial statements.

On October 3, 2022, the Company announced the results of an independent Preliminary Economic Assessment (“PEA”). The PEA was prepared in accordance with National Instrument 43-101 *Standards of Disclosure for Mineral Projects* (“NI 43-101”) by Scott Zelligan, P. Geo., Lawrence Segerstrom, M.Sc., CPG, Peimeng Ling, P.Eng., Alex Duggan, P.Eng. and Toren Olsen, PG. (Note to reader: Unless stated all currency references are in US dollars). Please see the Company’s news release dated October 3, 2022. (Note to reader: Unless stated all currency references in this section are in US dollars).

PEA Summary

	Life-of-Mine
Gold Price ¹	\$1,600/oz
Mine Life	8.2 years
Total Mineralization Processed	59.3 M
Total Waste Mined	17.9 M
Strip Ratio	0.30
Average Annual Tonnes Processed ²	7,300,000
Average Daily Tonnes Processed ²	20 ktpd
Heap Leach Gold Grade ³	0.37 g/t
Gold Recovery	68%
Average Annual Production (oz) ²	58,400
Total Gold Recovered	476,610
Preproduction Capital	\$28,080,000
Sustaining Capital	\$14,700,000
LOM Average AISC ⁴	\$873/oz
After-Tax NPV (5%)	\$150,500,000
After-Tax IRR	111%
After-Tax Payback Period	11 months
Exchange Rate (MXN/USD)	20
After-Tax NPV (10%)	\$115,500,000

Notes:

Base case price for gold was assessed using long term consensus pricing factoring in a modest discount against the average of available bank and brokerage firm estimates.

Life of Mine Averages exclude partial production in year 9.

LOM average combined grade of run-of-mine (“ROM”) and crushed material sent to leach pads.

“AISC per ounce” is a non-GAAP financial performance measures with no standardized definition under IFRS; additional reference info at bottom of release.

PEA Cautionary Note:

Readers are cautioned that the PEA is preliminary in nature and there is no certainty that the PEA results will be realized. Mineral resources are not mineral reserves and do not have demonstrated economic viability. Additional work is needed to upgrade these mineral resources to mineral reserves.

Capital & Operating Cost Estimates

Initial and Sustaining Capital Costs (CAPEX)

Area	Initial (\$US)	Sustaining (\$US)	Total (\$US)
Pre-production technical work and engineering (geo tech drilling, etc.)	1,500,000	1,500,000	3,000,000
Infrastructure and Misc. Construction (excluding crushing)	3,000,000		3,000,000
Process Plant	3,400,000		3,400,000
Pad construction	7,000,000	13,200,000	20,200,000
Pond construction	2,700,000		2,700,000
Crushing and Stacking Refurbishment	2,000,000		2,000,000
Substation, Misc. Power	2,000,000		2,000,000
Contingency (30%)	6,480,000		6,480,000
Total Project	28,080,000	14,700,000	42,780,000

Operating Costs (OPEX)

Area	US\$/tonne Mineralized Material ¹	US\$/tonne mined ²
Open Pit Mining ³	2.90	2.23
Crushing ⁴	0.52	0.40
Processing	2.29	1.76
G&A	0.32	0.25
Contingency ⁵	0.63	0.48
All-In OPEX	6.66	5.13

Notes:

"Mineralized Material" represents mined material estimated to generate positive cash flows.

"Mined" means total tonnes mined (mineralized plus waste).

Open pit mining cost is \$2.00/t for waste and \$2.30/t for mineralization. A cost of \$0.30/t mineralization has been included in the base case mining cost for mineralization to account for a longer haulage route to the leach pads than to the waste dumps.

Crushing costs are calculated per tonne of mineralized material to leach pad (or mined) assuming 30% of mineralized material is crushed (crushing unit cost is estimated at \$1.74/t of crusher feed material).

Contingency is applied to OPEX excluding mine contractor rates which are current.

Mineral Resources

As part of the PEA an updated Cerro de Oro project Mineral Resource Estimate was completed (NI 43-101 compliant) to reflect a higher gold price of US \$1700/oz, which was more reflective of the three-year trailing average price. Table 1 shows the Inferred Mineral Resource estimate for the Cerro de Oro Project. (Note to reader: unless stated all currency, references are in US dollars in this section).

Table 1 – Cerro de Oro Project, Estimate of Mineral Resources

Resource Category	Material Type	Cut-off Au (g/t)	Tonnes (t)	Au (g/t)	Au (oz)
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Inferred	Oxide	0.15	67,000,000	0.37	790,000
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Notes:

The effective date for this mineral resource estimate is September 28, 2022. All material tonnes and metal values are undiluted.

The mineral resource estimate was prepared under the supervision of Scott Zelligan, P.Geo, an independent consulting geologist.

A gold price of \$1,700/oz was used in the calculation of the Mineral Resources.

The limits of the Resource constraining pit shell assumed a mining cut-off based on a total operating cost (mining, milling, and G&A) of \$8.80/tonne stacked, a metallurgical recovery of 70%, and a constant open pit slope angle of 45 degrees. Inferred resources are too speculative geologically to have economic considerations applied to them.

The gold cut-off grade applied to oxide mineralized material is 0.15 g/t Au.

Mineral Resources which are not Mineral Reserves do not have demonstrated economic viability.

These Mineral Resources are not Mineral Reserves as they do not have demonstrated economic viability.

The Mineral Resource estimate follows CIM Definition Standards.

Results are presented in-situ. Ounce (troy) = metric tonnes x grade / 31.103. Calculations used metric units (metres, tonnes, g/t). Rounding followed the recommendations as per NI-43-101.

The number of tonnes has been rounded to the nearest million.

The QPs of this Report are not aware of any known environmental, permitting, legal, title-related, taxation, socio-political, marketing, or other relevant issues that could materially affect the Mineral Resource estimate other than those disclosed in this NI 43-101 compliant Technical Report.

The Cerro de Oro Project is a porphyry gold system with associated skarn halos and disseminated and veinlet-controlled gold mineralization characterized by the development of magnetite and quartz veins (A and B veins). These veins developed during an early potassic alteration phase and were later overprinted by silica and sericite (phyllitic overprinting) within the inter-mineral porphyritic intrusive phases that form part of a larger intrusive complex.

The inaugural resource estimate incorporates a total of 84 reverse circulation (RC) drill holes (7,112 metres) and twelve diamond drill holes (3,786 metres) including 50 RC holes (4,272 metres) drilled by Minera Mexico Pacific S.A. de C.V in 2017 and 2018 and 34 RC holes (2,840 metres) drilled by Noranda. All of the diamond drill holes were completed by Noranda from 1996 through 1998. Drilling to date has focused on the oxide zone with the majority of oxide holes drilled to depths of 60m to 160m. The diamond drill holes were drilled to depths of 80m to 645m to identify mineralization at depth.

During the twelve months ended December 31, 2022, the Company concluded negotiations and completed the agreements for the primary surface rights necessary for development of its Cerro De Oro gold project in northern Zacatecas, Mexico. The agreements allowed the Company to complete the submission of the mine development permit application for the project. *(See Release dated June 21, 2022 and August 25, 2022).*

In April 2023, the Company completed the documentation necessary to formally proceed with the Cerro de Oro permitting process. The management of the remainder of the permit process is now being handled by the Company's permitting consultants. Concurrent with the permitting, the Company is planning additional drilling and metallurgical work that will inform the final operational plan for the proposed mine. Detailed engineering for the development of the mine is ongoing.

The project remains in the permitting process and the Company continues its constructive dialogue with the federal environmental permitting agency in Mexico (SERMANAT). The permitting process continues with the Company continuing to provide support for any follow-up requests from the permit authorities. It is expected that increased visibility should become available in the coming months as to the plans/timelines from the new government authorities in Mexico for issuing permits relating to mining activities.

Engineering work continues to progress for Cerro de Oro in order to advance pre-development activities to coincide with the ultimate receipt of permits and a construction decision for the project. Included in early 2026 will be further metallurgical optimization studies, detailed engineering design and the initiation of additional exploration drilling aimed at filling-in and potentially expanding the areas of known gold mineralization (as outlined in Cerro de Oro PEA

report dated October 3rd, 2022).

On October 30, 2023, the Company completed the agreement with Auramet International Inc. and Auramet Capital Partners LP on a US \$25 million loan and royalty funding package to cover the anticipated construction costs of the planned Cerro de Oro gold mine in Zacatecas, Mexico. On October 30, 2023, the Company completed a draw-down of US \$5 million under the loan facility. On October 30, 2024, the Company and Auramet amended the agreement to extend the term of the maturity date from October 30, 2024 to November 29, 2024. On November 29, 2024 the Company and Auramet further amended the agreement to extend the term of the remaining loan facility by six months by issuing the standby payment of US \$400,000 settled with the issuance of 1,901,648 common shares of the Company in January 2025. The Company and Auramet further amended the amortization terms of the loan to align with the closing of the acquisition on October 1, 2025, whereunder the loan was paid in full. (See news release October 2, 2025).

On September 26, 2025, the Company sold a 1% Net Smelter Royalty on all products mined or otherwise recovered from the mineral rights and concessions located in Zacatecas, Mexico for US \$4,000,000 (CAD\$5,576,500). The Company has the ability to repurchase a portion of the Royalty equal to 0.75% of the Net Smelter Returns on the following terms; i) on September 26, 2026 for a purchase price of US \$4,500,000 or ii) on September 26, 2027 for a purchase price of US \$5,500,000.

La Fortuna

On May 4, 2016, the Company announced the completion of the acquisition, by its subsidiary Minera Alamos de Sonora S.A. de C.V., of 100% of the mineral claims known as the “La Fortuna” gold project located in the State of Durango, Mexico from Argonaut Gold Inc. The La Fortuna Gold Project includes the historic La Fortuna mine together with the surrounding concessions, totalling 994 hectares. The property is located in the northwestern corner of the State of Durango, Mexico, about 70 kilometres northeast of the city of Culiacan, Sinaloa.

In August 2016, the Company announced that it had acquired more than 5,400 hectares in additional mineral concessions surrounding the La Fortuna gold project. The new claims were acquired directly from the federal mining authorities in Mexico (Dirección General de Minas) with no payments to any other third parties, increasing the Company’s total land package to over 6,400 hectares.

In 2018, the Company announced the results of an independent Preliminary Economic Assessment. The PEA was prepared in accordance with National Instrument 43-101 *Standards of Disclosure for Mineral Projects* (“NI 43-101”) by CSA Global Geosciences Canada Ltd (CSA Global) of Toronto, Canada. (Note to reader: Unless stated all currency references in this section are in US dollars). Please see the Company’s news release dated August 16, 2018, as filed on SEDAR for complete details.

PEA Summary

	US\$	CDN\$
Pre-Tax NPV (7.5%)	\$103,800,000	\$134,800,000
Pre-Tax IRR	122%	122%
After-Tax NPV (7.5%)	\$69,800,000	\$90,600,000
After-Tax IRR	93%	93%
Pre-Tax Payback Period	9 months	
After-Tax Payback Period	11 months	
Average Annual Production	43,000 oz Gold, 220,000 oz Silver, 1,000 t Copper (50koz GEO ¹)	

Preproduction Capital	\$26,900,000	\$34,900,000
LOM Average AISC ²	\$440/oz	\$571/oz
Mine Life	5 years	
Mill Throughput (avg. tpd)	1,100	
Mill Grade & Recovery	3.68 g/t Au (90% recovery)	
Gold Price	\$1,250/oz	
Silver Price	\$16/oz	
Copper Price	\$5,725/tonne	
FX Rate (CDN\$/US\$)	0.77	

Notes:

GEO – Gold Equivalent Ounces

“AISC per ounce” is a non-GAAP financial performance measures with no standardized definition under IFRS; additional reference info at bottom of release

Base case prices for gold, silver and copper were assessed at values approximately 2%-7% below the three-year trailing average prices for each of the metals and below the majority of the publicly available forward looking estimates available as of July 2018.

PEA Cautionary Note:

Readers are cautioned that the PEA is preliminary in nature and there is no certainty that the PEA results will be realized. Mineral resources are not mineral reserves and do not have demonstrated economic viability. Additional work is needed to upgrade these mineral resources to mineral reserves.

Capital & Operating Cost Estimates

Initial and Sustaining Capital Costs (CAPEX)

Area	Initial (\$000)	Sustaining (\$000)	Total (\$000)
Mining (contractor mobilizations)	\$1,000		\$1,000
Site Development/Infrastructure	\$3,500		\$3,500
Mineral Processing	\$15,000	\$7,100	\$22,100
Tailings Management	\$2,000		\$2,000
Closure		\$3,000	\$3,000
Salvage Value		(\$3,000)	(\$3,000)
Contingencies (incl. owner's costs)	\$5,400		\$5,400
TOTAL PROJECT	\$26,900	\$7,100	\$34,000

*Note: Start-up working capital to be provided by concentrate purchasers on credit revolver basis.

Operating Costs (OPEX)

Area	\$/tonne Mineralized Material* ²	\$/unit	
Open Pit Mining	\$11.80	\$2.15	per tonne mined
Processing	\$15.95	\$22.89	per tonne milled
Stockpile/Ore Sorting ¹	\$1.73	\$4.00	per tonne sorted
G&A	\$3.86	\$5.54	per tonne milled
All-In OPEX	\$33.34		

Notes:

“Ore Sorting” as used in the context of the table above is a commercial term referring to sensor-based rock sorting technology and is not related to project resources/reserves. Ore sorting equipment is implemented in Year 3 for upgrading of mid-grade stockpiles
“Mineralized Material” represents mined material in excess of 0.8 g/t Au cut-off (includes direct milling material + stockpiled material to be upgraded via ore sorting prior to milling)

Mineral Resources

This PEA is based on a new mineral resource estimate prepared for the La Fortuna project by Scott Zelligan, P.Geo., as part of the current report. The mineral resource estimate is based on the results from 125 core drill holes completed to date on the project. Wire frames were prepared using the drill hole information combined with geological interpretations of the deposit and validated through observations and sampling of accessible historical underground openings. Further details related to the current mineral resource estimate are presented in a later section. The table below outlines the total base case Mineral Resources, including those that were not included as part of the PEA mine plan.

Mineral Resource Estimates (1.0 g/t Au cut-off grade)

Resource Category	Au (g/t) Cut-off	Tonnes (t)	Au (g/t)	Ag (g/t)	Cu (%)	Au oz	Ag oz	Cu T
Measured	1.0	1,755,400	2.96	17.5	0.23	167,100	987,800	4,000
	1.5	1,309,700	3.55	19.5	0.25			
	2.0	1,012,100	4.09	21.0	0.28			
	2.5	795,300	4.59	22.4	0.30			
	3.0	639,400	5.04	23.5	0.32			
Indicated	1.0	1,714,300	2.59	15.5	0.21	142,800	854,400	3,600
	1.5	1,241,400	3.11	17.5	0.24			
	2.0	886,400	3.65	19.2	0.27			

Resource Category	Au (g/t) Cut-off	Tonnes (t)	Au (g/t)	Ag (g/t)	Cu (%)	Au oz	Ag oz	Cu T
	2.5	626,600	4.24	21.0	0.30			
	3.0	458,500	4.80	22.2	0.32			
Measured + Indicated	1.0	3,469,700	2.78	16.5	0.22	309,800	1,842,200	7,600
	1.5	2,551,100	3.34	18.5	0.24			
	2.0	1,898,500	3.88	20.2	0.27			
	2.5	1,421,900	4.44	21.8	0.30			
	3.0	1,097,900	4.94	23.0	0.32			
Inferred	1.0	156,300	1.72	8.5	0.09	8,600	42,700	100
	1.5	78,612	2.21	9.2	0.10			
	2.0	38,059	2.73	11.1	0.12			
	2.5	18,169	3.28	13.1	0.14			
	3.0	7,589	4.04	15.6	0.18			

Notes:

The effective date for this mineral resource estimate for La Fortuna project is July 13, 2018. All material tonnes and metal values are undiluted. Mineral Resources are calculated assuming a cut-off grade of 1.0 g/t Au, which is considered reasonable and consistent for this type of deposit

with open pit mining methods.

Mineral resources which are not mineral reserves do not have demonstrated economic viability. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, socio-political, marketing, or other relevant issues.

The mineral resources presented here were estimated using a block model with a parent block size of 5 m by 5 m by 5 m sub-blocked to a minimum block size of 0.6 m by 0.6 m by 0.6 m using ID3 methods for grade estimation as this method best represented the grade distribution in the sample data.

Due to the geometry of the deposit and the nature of the grade distribution, the estimation was divided between the upper and lower portions of the mineralized volume with search parameters optimized for each portion.

Individual composite assays were capped at the following values according to histogram/probability and decile analyses – 30 g/t gold, 60 g/t silver, 1% copper.

A density of 2.65 t/m³ was chosen for the tonnage estimate. Data available from dry bulk density studies indicated an average density of 2.72 t/m³ for mineralized material, while the quartz monzonite material had an average density of

2.61 t/m³. The value of 2.65 was chosen by averaging the two then rounding down to the nearest 0.05 interval to be conservative.

The mineral resources presented here were estimated using the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions and Guidelines prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council May 10, 2014.

The mineral resource estimate was prepared by Scott Zelligan, B.Sc., P.Geo., and independent resource geologist of Coldwater, Ontario.

Gold price is US\$1,250/ounce, silver price is US\$16/ounce, and copper price is US\$5,725/tonne.

The number of metric tonnes is rounded to the nearest hundred. Any discrepancies in the totals are due to rounding effects.

An initial review of the exploration data from the La Fortuna gold project confirms potential for growth beyond the project's current Measured and Indicated Mineral Resources. Three distinct zones of mineralization were identified along parallel structures that correspond to the primary regional faulting in this region of Mexico (NW- SE). In addition to the Fortuna Main Zone (and extensions) where the Company's current resource is located, these also include the Ramada Zone and the PN Zone. All three areas contain numerous historical mine workings and have been sampled and mapped at surface. Two permit applications were submitted and have been granted for the La Fortuna project. They consist of the Environmental Impact Statement (Manifestacion de Impacto Ambiental) and an Environmental Risk Study (Estudio de Riesgo Ambiental).

Copperstone

At the Copperstone mine project acquired in February 2025 engineering work continues to be ramped-up. This includes optimization of the underground mine restart plans and schedule along with the completion of basic process plant design details which have been submitted as part of an adjustment to the existing Mine Plan of Operations for the site with an anticipated final approval around the end of the year (2025). In addition, final preparations are being completed to transfer the existing used process plant equipment previously acquired by the Company to the Copperstone site so that refurbishment activities can be initiated in advance of their installation at site.

In March 2025, the Company announced the reissuance of the Preliminary Economic Assessment ("PEA") on the 100% owned Copperstone Mine ("Copperstone" or "Project") in Arizona, USA. The study demonstrates potentially robust post-tax economics (base case US \$1,800 per gold ounce) which, due to the presence of significant pre-existing infrastructure on surface and underground, result in both low initial capital and an overall low capital intensity ratio on a per gold ounce basis. The project now also benefits from its significant tax assets and recently reduced royalty encumbrance while also having potential for resource expansion and further exploration success. The PEA supports the construction and development of a high-grade gold underground mining operation at Copperstone producing an average of 40,765 payable ounces of gold per year over its an initial approximate 6 year mine life.

This newly prepared PEA does not address or incorporate ongoing work and trade-off studies currently being evaluated by Minera Alamos team but does reflect a reduction in the Net Smelter Royalty ("NSR") burden on the project as an existing 1.5% NSR was extinguished since the first publication of the PEA by Sabre Gold Mines in 2023. Furthermore, in light of the significant move in gold prices in the last two years, the study includes a sensitivity analysis that takes into account gold prices ranging from \$1,000/oz to \$3,000/oz compared to the original study that had a gold price sensitivity range of \$1,600/oz to \$2,000/oz.

This report was prepared in accordance with the requirements and guidelines set forth in NI 43-101 Companion Policy 43-101CP and Form 43-101F1 (June 2011), and the mineral resources presented herein are classified according to Canadian Institute of Mining, Metallurgy and Petroleum ("CIM") Definition Standards - For Mineral Resources and Mineral Reserves, prepared by the CIM Standing Committee on Reserve Definitions and adopted by CIM Council on

November 19, 2019. The mineral resource statement reported herein is based on all available technical data and information as of February 15, 2023. The effective date of this report in full is February 6, 2025.

The PEA base case assumes a gold price of \$1,800 per oz. All currency references in this section are in US \$.

Highlights from the Preliminary Economic Assessment (\$1,800/oz base case)

Consistent Production – Models an underground mine operation that will process 198,000 tonnes of ore at an average of 544 tonnes per day (“tpd”) over the 5.6-year mine life (“LOM”).

Excellent Payback Period – The mine plan sequences the high-grade portions of the resource in early years to optimize grade and cash flow resulting in a payback period of 1.7 years and generating approximately \$92 million in after-tax cumulative undiscounted cash flow.

Low Initial Capital – Significant site infrastructure, such as pre-existing tailings and partial processing facilities, surface buildings and rehabilitated underground development allow for reduced upfront construction cost and low initial capital per payable gold ounce produced over the LOM.

Licensed and Permitted – Permits are in place for initial construction and subsequent operation of the project as well as the necessary water and surface rights. Minor modifications required for a better optimised processing flow sheet as a result of the PEA and the Company’s plans will be addressed as required.

Base Case Financial Results:

	Base Case \$1800/oz Au
After- tax NPV (5%)	\$65.98 million
After-tax IRR	53.6%
Payback Period	1.7 years
Initial Capital (including contingency/working capital)	\$36.2 million
Sustaining Capital	\$52.1 million
LOM Cash Cost per oz gold payable	\$985
LOM All-in sustaining per oz gold payable (“AISC”)	\$1,259
Pre-tax cumulative undiscounted free cash flow(1)	\$95.94 million
After-tax cumulative undiscounted free cash flow (1)	\$92.09 million

Abbreviations include: NPV = net present value, IRR = internal rate of return, LOM = life of mine, AISC = all-in sustaining cost.

Location, Access, Physiography, Infrastructure

The Copperstone property is located 125 miles west of Phoenix, Arizona and is accessed via Interstate I-10 to the town of Quartzsite, Arizona. The site access road is located about 9 miles north of Quartzsite along US Highway 95. The access road is a well-maintained gravel road, the Cyprus Mine Road, that travels west for 5.5 miles to the project site.

The Project is situated on the flat, sandy desert terrain of the La Posa Plain, at the northeastern end of the Dome Rock Mountains, and is surrounded by a natural desert scrub environment. Major supply centres and ample skilled and unskilled labour are available locally, in Phoenix and in Yuma. Access to the Sante Fe rail line is available nearby, and international air service and railway access are both available in Phoenix.

Property, History, Geology, Mineralization

The Copperstone Project encompasses approximately 10.6 square miles of surface area and mineral rights in La Paz County, County, Arizona. The Project is wholly owned by Minera Alamos, which controls the 546 federal unpatented mining claims comprising the Copperstone Project area.

Prior production at Copperstone included open pit mining with a 2,500 tpd carbon-in-pulp heap leach from 1987 to 1993 with reported production of 514,000 oz of gold from 5,600,000 tons of ore grading 0.089 oz/t (2.8 g/t) of gold (Ackermann Engineering Services, 1998. Reference Notes, SME Meeting Talk November 19, 1998; unpublished

document). In 2011, a 450 tpd floatation mill was built on site and in 2012 underground mining commenced from two declines that were previously developed in the bottom of the open pit. Operations took place from January 2012 to July 2013 with reported production of approximately 16,900 oz of gold from 163,000 tons of ore grading 0.104 oz/t (3.2g/t) of gold (Kerr Mines, Inc., 2017. 2017 QA/QC Procedures and Results, Copperstone Mine; internal report prepared for Kerr Mines, Inc.)

The Company owns 100% of the Copperstone Project which is situated at the northern tip of the Moon Mountains in west-central Arizona, regionally within the Basin and Range geo-physiographic province, and within the westernmost extent of the Whipple-Buckskin-Rawhide detachment system. Mid-Tertiary low-angle normal faults (detachment faults) are recognized as significant regional structures in this portion of the Basin and Range, where major detachment faults are associated with mylonitization of lower-plate rocks and brittle faulting and rotation of upper-plate rocks.

Mineral Resources

The original PEA in the name of Sabre provided a revised mine plan from the previously completed studies, including revised resource estimates, mining methods, mining dilution and recovery assumptions. The revised resource estimate used high yield restriction methodology to ensure that the influence of the high-grade samples did not extend beyond their observed range of continuity. No changes were made in the revised mine plan in the reissued PEA.

Classification	Mass		Gold		
	Tons	Tonnes	Troy Ounces	Average Grade	
				t. oz/sh. Ton	g/t
Measured	827,000	750,000	196,000	0.237	8.12
Indicated	503,000	457,000	104,000	0.207	7.09
Measured + Indicated	1,330,000	1,207,000	300,000	0.226	7.74
Inferred	1,069,000	970,000	197,000	0.184	6.30

Mineral Resources have an effective date of February 15, 2023. The Qualified Person responsible for the Mineral Resource estimate is Mr. Richard A. Schwering, P.G., SME-RM, an employee of Hard Rock Consulting, LLC.

Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.

Inferred mineral resources are that part of a mineral resource for which the grade or quality are estimated on the basis of limited geological evidence and sampling. Inferred mineral resources do not have demonstrated economic viability and may not be converted to a mineral reserve. It is reasonably expected that the majority of Inferred mineral resources could be upgraded to Indicated mineral resources with continued exploration.

The mineral resource is reported at an underground mining cut-off of 0.092 oz/ton (3.15 g/t) Au beneath the historic open pit and within coherent wireframe models, and for estimated blocks which meet the criteria of a minable shape. The cut-off is based on the following assumptions: a gold price of \$1,800/oz; assumed mining cost of \$90/ton (\$99.21/tonne), process costs of \$47/ton (\$51.81/tonne), general and administrative and property/severance tax costs of \$15.00/ton (\$16.53/tonne), refining and shipping costs of \$12.00/oz, a metallurgical recovery for gold of 95%, and a 3.0% gross royalty.

Rounding may result in apparent differences when summing tons, grade and contained metal content. Tonnage and grade measurements are in U.S. Customary and Metric units. Grades are reported in troy ounces per short ton (oz/ton) and grams per tonne (g/t). Contained metal is reported as troy ounces.

Initial and Sustaining Capital

The initial capital cost of the project is \$36.3 million, to be incurred over a 14-month period including construction and ramp up to full production. Initial capital intensity is quite low when compared to the gold ounces produced during the life of mine and is calculated as \$158 per payable gold ounce produced. Cumulative sustaining capital is estimated at \$52.1 million with over 60% spent in operating years 1-3 for the underground mine development and tailings management facilities.

Capital Costs (\$US Millions)	Initial	Sustaining	Total LOM
Underground Mine Development	\$9.2	\$24.4	\$33.6
Tailings Management Facility	-	\$4.4	\$4.4
Mineral Processing Plant	\$11.6	-	\$11.6
On-site Infrastructure	\$8.9	\$17.7	\$26.6
Total Direct Costs	\$29.7	\$46.5	\$76.2
Owner Costs and Reclamation	\$0.6	\$1.2	\$1.8
Project Indirect Costs	\$1.7	-	\$1.7
Contingency	\$4.3	\$4.4	\$8.7
Total Indirect Costs	\$6.6	\$5.6	\$12.2
TOTAL	\$36.3	\$52.1	\$88.4

Operating, Cash and All-in Sustaining Costs

Operating Costs	\$/oz Au	\$/ton mill feed
Mining	\$512.88	\$95.79
Processing	\$253.69	\$47.38
Site G&A	\$85.05	\$15.89
Transportation & Refining	\$12.84	\$2.40
CASH OPERATING COSTS	\$864.46	\$161.46
Royalties and Stream	\$111.89	\$20.90
Production Taxes	\$8.76	\$1.64
TOTAL CASH COSTS	\$985.11	\$184.00
Reclamation	\$5.26	\$0.98
Sustaining Capital	\$268.65	\$50.17
ALL-IN SUSTAINING COSTS	\$1,259.02	\$235.15

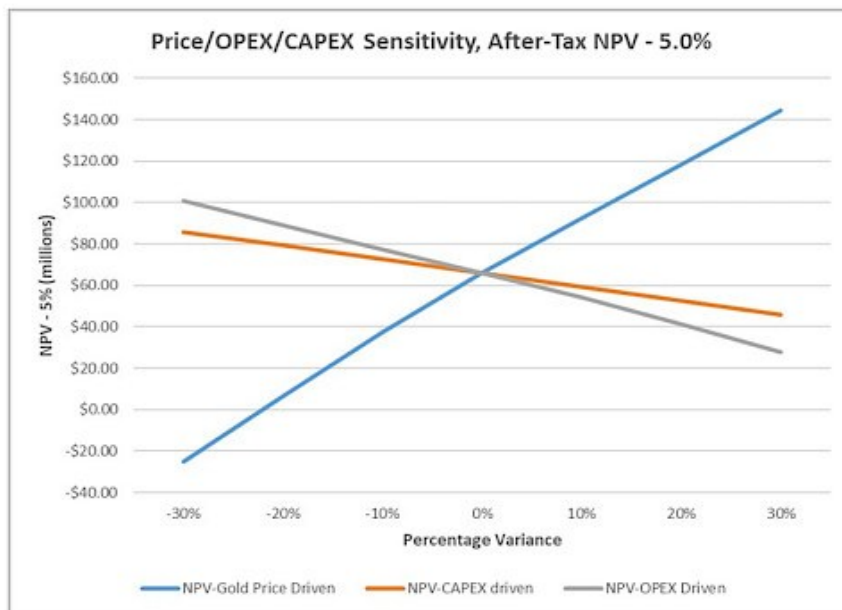
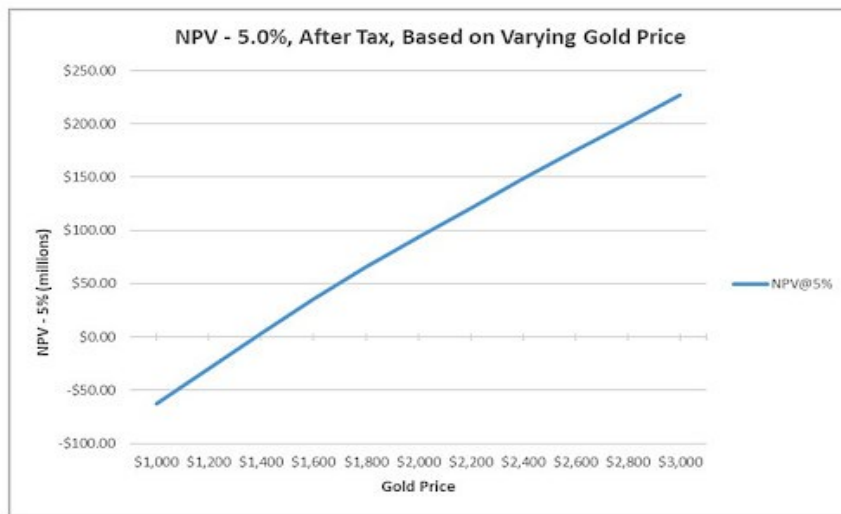
Free Cash Flow

The average annual after-tax free cash flow is \$16.4 million and the cumulative LOM after-tax free cash flow are estimated at \$92.09 million. The Company has a large tax asset base that will significantly reduce the tax impacts on cash flow.

Project Sensitivities

At base case prices and a 5% discount rate, the after tax NPV and IRR are most sensitive to gold prices and to a much lesser extent capital (“CapEx”) and operating expenditures (“OpEx”).

Au Price	Net Cash Flow, millions	NPV - 5.0%, millions	IRR	Payback Period, Years	Payback Multiple
\$1,000	-\$72.55	-\$62.92	-	-	-
\$1,200	-\$30.24	-\$29.85	-21.7%	-	0.5
\$1,400	\$11.85	\$3.05	7.4%	4.5	1.2
\$1,600	\$53.90	\$35.92	31.6%	2.7	2.1
\$1,800	\$92.09	\$65.98	53.6%	1.7	3.0
\$2,000	\$127.55	\$93.91	74.5%	1.3	4.2
\$2,200	\$162.00	\$120.94	94.7%	1.0	5.4
\$2,400	\$196.89	\$148.27	114.6%	1.0	6.4
\$2,600	\$230.59	\$174.61	133.9%	1.0	7.4
\$2,800	\$263.46	\$200.28	152.7%	1.0	8.4
\$3,000	\$297.54	\$226.89	170.9%	1.0	9.4



Mining Operations

Due to historic underground mining that has taken place on the property in 2012 and 2013 and an exploration drift

established in 2017, there is currently approximately 4,000 meters of underground access development, most of which was rehabilitated in the fall of 2021.

The mining method proposed for the Copperstone Project is a mechanized cut and fill using cemented rock fill ("CRF"). The cut and fill mining method was chosen for its flexibility in effectively mining low vein dip angles. This method also minimizes the amount of dilution during mining by careful geological and management control of the mining.

The production rate at full production is 600 tons per day with a 3-month ramp-up period. Each stope is calculated to be able to produce 176 tons per day. Based on that assumption, 3.5 active faces are required to meet production requirements. Due to inefficiencies in developing new stopes, backfill placement and unplanned delays, a total of six active areas are scheduled in the mine plan.

The mine design is based on a cut-off grade 3.34 grams per tonne (0.107 opt) with 28.9% internal dilution, 10% external dilution and an ore recovery of 95% and is composed of 46% Measured, 18% Indicated, and 36% Inferred Mineral Resources.

Plant Flowsheet

The plant flowsheet is for a 544 tonne per day (600 ton per day) capacity, consisting of two-stage crushing and grinding, followed by whole ore leaching with Merrill Crowe recovery to produce doré bars.

Surface Infrastructure

Existing infrastructure at the Copperstone Project includes office facilities, warehouse, equipment maintenance shops and assay laboratory buildings, a change house, 10 trailer house hook-ups, a septic system, and a variety of shipping containers which provide for secure core storage. Incoming commercial 69 kV overhead electrical power is delivered to an on-site power substation. Water is currently delivered from three water wells to a 375,000-gallon storage tank in the mineral processing area. The right to extract and use groundwater from the aquifer within the La Posa Plain is authorized by the Arizona Department of Water Resources pursuant to A.R.S. Section 45-514. Potable water is delivered by truck. Mine communications are supported by cellular and satellite phone and internet service. Existing surface rights and right of ways are sufficient for all proposed exploration, mining, and processing activities, including tailings and waste storage and disposal areas.

Government Permits

All major permits for operations for the State of Arizona are in place with minor modifications required for the revised mine plan and flow sheet, Aquifer Protection Permit, Air Quality Permit and Storm Water Multi Sector General Permit. The US Bureau of Land Management (BLM) permit, Mine Plan of Operation (MPO) is in place and will be require only minor modification mainly to remove equipment from the existing permitted flow sheet for the proposed process plant.

The right to extract and use groundwater from the aquifer within the La Posa Plain is authorized by the Arizona Department of Water Resources pursuant to A.R.S. Section 45-514.

Existing surface rights and right of ways are sufficient for all proposed exploration, mining, and processing activities, including tailings and waste storage and disposal areas.

The Reclamation Plan has been approved by the State of Arizona and no amendments are expected to be required. Minera Alamos is required by the Aggregate Mine Land Reclamation Act to obtain an Inspector's approval of the MPO amendment addressing new infrastructure and disposal facilities and plans for post-mining reclamation of those facilities.

Permit	Approval/Permit #	Granting Agency
Mine Plan of Operations	Latest Revision Approved January 2020 to include cyanide usage, increased plant throughput to 600 tpd, and use of evaporation/infiltration basins.	Bureau of Land Management (BLM) Yuma District
Hazardous Waste RCRA	EPA ID AZD982500910, Number Issued for Life of Mine	EPA
Fuel Storage	Authorization for Life of Facility	EPA
Rights-of-Way Permits	AZA 32505 and AZA 32506, Issued to Angie Patch Survivor Trust, Patch Living Trust, and Patch Daniel L Credit Trust July 2018, for 20-year terms.	BLM
AZPDES 2010 Multi-Sector General Permit	Permit No. AZMSG2010-003	Arizona Department of Environmental Quality (ADEQ)
Air Quality Control Permit	Registration No. 73215 as amended December 18, 2018. Expires December 2023. Renewal application submitted June 2023.	ADEQ – Air Quality
Aquifer Protection Permit (APP)	Permit No. P106172 as amended September 18, 2019. Valid for life of facility.	ADEQ – Groundwater Protection
Wastewater Treatment (Type IV APP – Septic)	Permit No. AZMSG2010-00	La Paz County
Well permits	Issued for Life of Mine	Arizona Department of Water Resources (ADWR)
International Cyanide Code Pre-Certification	Issued for Life of Mine	International Cyanide Management Institute
Tire disposal area	Authorized for Life of Facility	ADEQ – Waste Programs Division

Project Schedule and Next Steps

Management has been working with a number of groups to arrange debt financing and will continue to evaluate all available options to raise the required initial capital. Management will continue to work on potential optimizations including the sourcing of used plant and equipment. The final version of the MPO amendment has been submitted to meet the requirements of Title 43, Subpart 3809 of the United States Code of Federal Regulations and additional minor permit revisions are also being prepared including those related to the Aquifer Protection Permit (“APP”) and the site reclamation plan. In Q4 2025 the Copperstone Mine is expected to have secured all required permits to support the planned restart of operations. It is expected to take less than a year to complete project construction and the mine ramp-up which can run in parallel to the permitting process once a construction decision has been made. The Project Management team has significant construction and operating experience in underground mines within the Americas.

Opportunities to Enhance Value

Management has identified several opportunities to enhance value for the Copperstone Project that will be further evaluated during the development phase. Management is considering various engineering, procurement, construction and management approaches including hybrid models to incorporate internal expertise and capabilities that provide an efficient transition from development to operations. Further opportunities include:

Expand Resources – The two priority areas for expansion would focus on additional drilling along the down-dip plunge of the C and D zones within the main Copperstone shear, the South Zone and the Footwall zone. The second area of priority would be follow up drilling between the A and B zones where previous drilling encountered high grade gold mineralization but has not been investigated further.

Mining – Further investigation to determine if marginal grade material can be added to the stopes if the stope access cost is excluded due to the stope already being developed. Continuing review for the optimization of the mine design including the number of access points, internal raises to improve ventilation, stope height and width.

Process Plant – The Company will evaluate opportunities for increasing plant throughput to the extent mining rates can be increased from the current mine plan and potential resource expansion.

Used Equipment – Evaluate options for used equipment to reduce initial cost and lead time.

Exploration Potential

Several identified opportunities remain to enhance the value of the Copperstone Project and will be further evaluated during the construction phase.

Drill test for the presence of the footwall zone at depth and under the D zone.

Historic drill hole CS-266 intercepted gold mineralization (3.4 grams/tonne over 3.0 metres) approximately 200 meters southwest of the Copperstone pit and has not been followed up.

Continued drilling to define and expand the southwest zone which is 760 meters southwest of the Copperstone pit. Historic drill hole 06CS-20 intercepted gold mineralization (20.5 grams/tonne over 1.5 metres), approximately 900 metres southwest of the Copperstone pit and has not been followed up on nor has there been any drilling within 150 metres of the drill hole.

Re-evaluate all near surface gold bearing mineralization to determine if the current higher gold price environment can be used to define potential areas of oxide mineralization that may be amenable to heap leach processing

Los Verdes

The Company's 50%-owned copper subsidiary, Cobre 4H S.A. de C.V., holds a 100% interest in a mining property known as Los Verdes, a molybdenum-copper property located in the State of Sonora, Mexico. Included in the Los Verdes project is the Bacanora claim totalling 55 hectares acquired on January 31, 2007. Included in the consideration paid for the Bacanora claim is a 2% Net Smelter Royalty on the gross amount sold, less specific costs, of all or a portion of the ores or concentrate derived from the property. In 2012, the Company acquired title to the Potreritos molybdenum-copper deposit concessions in Sonora, Mexico. The property is situated approximately 2 km to the north of the Los Verdes property and referred to as the North Deposit. The Company is currently considering strategic alternatives for this project based on current industry/market expectations and a re-sizing of the planned operation.

Cobre 4H

In April 2024, Cobre 4H S.A. de C.V. ("Cobre") came to an agreement on merger terms with Minera Gold Copper ("MGC") that are subject to final paperwork required for closing in Mexico. MGC maintains certain rights including rights to the Suaqui Verde project concessions. The Company is aware that these rights have been the subject of various legal proceedings in the past and that other parties have contested ownership of the project. The Company has reviewed the information provided by MGC as it relates to the history and status of recent court judgements regarding MGC's rights to ownership of the Suaqui Verde concessions and believes those judgements and MGC's rights to be valid and enforceable. The Company plans to advance the creation of a separate copper developer/producer focused on low capital intensity copper development projects. The combination of Los Verdes and Suaqui Verde allows for further consolidation of similar type assets that could form a regional copper production "hub" company.

In 2024, merger agreements between Cobre and MGC were completed. Pursuant to the agreements, share ownership in the Cobre subsidiary will be divided between the Company (50%) and MGC (50%). Cobre will own the Company's copper projects, Los Verdes and Potreritos projects as well as MGC's Suaqui Verde copper project assets and certain rights to additional surrounding claims associated with the Suaqui Verde copper district, collectively the "JV mineral property assets". It is expected that the mineral property asset transfers from both parties will be completed in 2025. As of December 31, 2024 and September 30, 2025, the JV mineral property assets have not been transferred to Cobre. It is expected that the JV mineral property assets from both parties will be completed in 2025.

RELATED PARTY TRANSACTIONS

Details of transactions between the Company and other related parties are disclosed below.

The remuneration of directors and key management of the Company for the periods ended September 30, is as follows:

	2025	2024
	\$	\$
Aggregate compensation	508,000	486,000
Stock-based compensation	888,389	427,473

Included in accounts payable and accrued liabilities at September 30, 2025, payable to key management of the Company was \$264,000 (December 31, 2024 – \$155,000) in relation to outstanding compensation and expenses. These amounts are unsecured, non-interest bearing and due on demand.

Included in accounts receivable as at September 30, 2025, is an amount of \$87,400 (December 31, 2024– \$87,400) due from key management of the Company. These amounts are unsecured, non-interest bearing and due on demand.

COMMITMENTS AND CONTINGENCIES

On October 30, 2023, upon execution of the loan facility with Auramet, the Company entered into Master Purchase and Sale Agreement whereby the Company agreed to sell any precious metals from it's Corex Global and Minera Mirlos to Auramet, on a spot, forward, in-process or prepayment basis for a 36 month period.

On October 30, 2023, upon execution of the loan facility with Auramet, the Company entered into a Call Option Agreement whereby the Company agreed to deliver to Auramet a total of 15,000 ounces of gold over a 20 month period beginning in February 2025 with a strike price of US \$2,175 per ounce based on the Company's expected production. Under the original agreement the Company has been deemed to have delivered a total of 8,000 ounces of gold. On September 29, 2025, the Company and Auramet executed on a new agreement on the remaining 7,000 ounces of gold to be delivered to Auramet over a fourteen month period ending November 2026.

The Company is party to agreements for key management of which there are no included minimum commitments. The agreements contain clauses requiring additional payments of \$3,075,000 to be made upon the occurrence of certain events such as a change of control or termination. As a triggering event has not yet taken place, the contingent payment has not been reflected in these condensed interim consolidated financial statements.

The Company is party to a royalty agreement with Osisko Gold Royalties which holds a 3% net smelter royalty on the Santana property.

During the year ended December 31, 2023, the Company's Mexican subsidiary Corex Global S de RL de SV received a notice for an imposed fine of 8,299,200 MXN (approximately CAD\$630,000 at September 30, 2025) from the Ministry of Labour and Social Welfare on the basis of misunderstood terms of the employment relationship between its subcontractor. The Company believes this is a frivolous fine and has submitted the claim against the Federal Court of Administrative Justice to be resolved. As such, no amounts were accrued. During the second quarter, the Company deposited a cash guarantee of the imposed fine plus inflation of 632,000 MXN (approximately CAD\$48,000) with the Ministry of Finance of Sonora State which would be returned with the dismissal of the fine.

LEASE PAYABLE

	September 30 2025	December 31, 2024
Maturity Analysis – contractual undiscounted cash flows	\$	\$
Less than one year	111,732	111,732
Remaining life	18,622	102,421
Total undiscounted lease liabilities	130,354	214,153
Effect of discounting	(5,588)	(15,193)
Present value of lease payments	124,766	198,960
Less current portion	(111,732)	(99,921)
Long-term lease liabilities	13,034	99,039

The following table summarizes the lease activity:	September 30, 2025	December 31, 2024
	\$	\$
Balance, beginning of period	198,960	289,046
Accretion	9,605	19,633
Lease payments	(83,799)	(109,719)
Balance, end of period	124,766	198,960

ACCOUNTING POLICIES AND CRITICAL ACCOUNTING ESTIMATES

Disclosure and use of critical accounting estimates

The preparation of the condensed interim consolidated financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed interim consolidated financial statements and the reported amount of revenues and expenses during the reporting period. These estimates are reviewed periodically, and as adjustments become necessary, they are reported in earnings in the period in which they become known.

Readers should refer to Note 5 of the audited consolidated financial statements for the year ended December 31, 2024 and Note 4 of the condensed interim consolidated financial statements for the nine month period ended September 30, 2025, for a summary of critical accounting policies and estimates.

Accounting standards and interpretations effective in future periods

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2025. Many are not applicable or do not have a significant impact to the Company and have been excluded. The Company has not yet assessed the impact of these new standards on the financial statements.

In August 2023, the IASB amended IAS 21, The effects of changes in foreign exchange rates, to clarify when a currency is exchangeable into another currency; and how a company estimates a spot rate when a currency lacks exchangeability. Under the amendments, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on financial statements. The amendments apply for annual reporting periods beginning on or after January 1, 2025. Earlier application is permitted.

In May 2024, the IASB issued amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments – Disclosures. The amendments clarify the derecognition of financial liabilities and introduces an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system. The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental,

social and governance (ESG)-linked features and other similar contingent features and the treatment of non-recourse assets and contractually linked instruments (CLIs). Further, the amendments mandate additional disclosures in IFRS 7 for financial instruments with contingent features and equity instruments classified at FVOCI.

The amendments are effective for annual periods starting on or after January 1, 2026. Retrospective application is required and early adoption is permitted.

Presentation and Disclosure in Financial Statements (IFRS 18)

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements to improve reporting of financial performance. The new standards replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new categories and required subtotals in the statement of profit and loss and also requires disclosure of management-defined performance measures. It also includes new requirements for the location, aggregation and disaggregation of financial information. The standard is effective for annual reporting periods beginning on or after January 1, 2027, including interim financial statements. Retrospective application is required and early adoption is permitted.

IFRS 10 – Consolidated Financial Statements (“IFRS 10”) and IAS 28 – Investments in Associates and Joint Ventures (“IAS 28”) were amended in September 2014 to address a conflict between the requirements of IAS 28 and IFRS 10 and clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business. The effective date of these amendments is yet to be determined, however early adoption is permitted.

RISK FACTORS

Due to the nature of its business, and in addition to the usual risks associated with investments in a mineral exploration, development and operating company, the Company is subject to certain risks, including financial, environmental, permitting, and operational risks, among others, that should be considered carefully by the reader. If any of these risks materialize into actual events or circumstances, they could have an adverse effect on the Company. The list of risks set out below is not exhaustive and other risks and uncertainties not presently known by the Company could affect the Company and its business.

Future Capital Requirements Risk

The Company has previously secured financing, including for the Calibre acquisition and Auramet loan facility, and continues to pursue additional funding opportunities to support the growth and expansion of its operations and site developments, including Copperstone, as well as other mining assets and businesses. It is possible that required future financing will not be available or, if available, will not be available on favourable terms. If the Company issues new shares at any time to finance its operations or expansion plans, control of the Company may change and existing shareholders may suffer dilution of their investment. If adequate funds are not available, or are not available on acceptable terms, the Company may not be able to take advantage of opportunities or otherwise respond to competitive pressures and remain in business. Alternatively, the Company could fund an acquisition from its internal resources, which may reduce available working capital and impact liquidity. There is no certainty that the Company will be able to effectively manage these financing risks or any other challenges that may arise during or after the transaction.

Exploration, Development and Production Risk

Resource exploration, development and operations are highly speculative, characterized by a number of significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate and are subject to significant risks, including, among other things, unprofitable efforts resulting not only from the failure to discover

mineral deposits but from finding mineral deposits which, though present, are insufficient in quantity and quality to return a profit from production. The Company's operations may be affected by a range of risks in the course of exploration, development and production of mineral properties, and in particular, unusual or unexpected geologic formations or operating conditions, seismic activity, formation pressures, fires, power outages, flooding, explosions, rock bursts, cave-ins, ventilation issues, pit slope failures, earthquakes, landslides, and other conditions related to drilling and material extraction. Certain risks are heightened in underground environments, such as the Copperstone mine. Such occurrences could result in labour disruptions or disputes, environmental impacts, damage to or loss of mining and processing facilities, tailings structures, equipment, property personal injury or loss of life, and potential legal liabilities, which could lead to extended delays and may materially and adversely affect the Company's business, financial position, operating results, and future prospects. It is not always possible to fully insure against such risks and the Company may decide not to take out insurance against such risks as a result of high premiums or other reasons.

Certain risks cannot be fully insured against, or insurance coverage may be limited or unavailable on commercially reasonable terms. In circumstances where losses occur and insurance is insufficient or unavailable, the Company's financial condition and results of operations could be negatively impacted.

Once mineralization has been identified, advancing a project to the production stage can require several years, during which market conditions and project economics may fluctuate. Projects in the development phase have no prior operating history, making forecasts of capital requirements and operating costs inherently uncertain. Estimates of resources and feasibility studies are based on geological interpretations and assumptions regarding ore grades, recovery rates, ground stability, and other technical factors. Actual results may vary significantly from these projections, and new mining operations frequently experience delays and unexpected challenges during this stage.

The Company will for the short term rely upon consultants and others for exploration, development, construction and operating expertise. Substantial expenditures are required to establish mineral resources and mineral reserves through drilling, to develop metallurgical processes to extract the metal from mineral resources and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining.

The Company's projects are at the exploration, development and operations stage. The Company's projects in Mexico, Cerro de Oro, Los Verdes and La Fortuna projects have defined mineral resources that have been determined by a Preliminary Economic Assessment, to be potentially economic. Development of these projects would follow only if additional favourable results, regulatory approval and financing are obtained. Funding for the Cerro de Oro was finalized pursuant to the Auramet funding package finalized October 30, 2023 and permitting is underway.

The business of exploration for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. There is no assurance that expenditures on exploration and development will lead to discoveries or profitable mining operations. No assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are: the particular attributes of the deposit, such as size, grade and proximity to infrastructure; metal prices, which are highly cyclical; and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals, environmental protection and others. The exact effect of these factors cannot accurately be predicted, but the combination of these factors may result in the Company not receiving an adequate return on invested capital. These factors are difficult to predict and may collectively result in returns that do not justify the capital invested.

The Company carefully evaluates the political and economic environment in considering any properties for acquisition and continued advancement of projects it holds, and its current strategy is to pursue projects in Mexico. There can be no assurance that additional significant restrictions will not be placed on the Company's projects and any other properties the Company may acquire, or its operations.

Environmental Risk

The Company's projects will be undertaken with the aim to achieve and maintain International Finance Corporation ("IFC") Performance Standards, as they relate to environmental responsibilities. The Company has undertaken baseline environmental studies to define the status of the environment at its most advanced property and to identify mitigation measures appropriate for its operations. The Company realizes that there is a risk that an environmental condition may exist that could delay or prevent the project from advancing or producing, but no such factor has arisen in the Company's investigations to date. The Company has an Environmental Policy that commits it to operating in an environmentally responsible manner, ensuring compliance by the Company and its employees with all applicable environmental regulations and commitments.

The Company's projects are subject to environmental and regulatory requirements in Mexico, Arizona and Nevada, which govern the discharge, release, or emission of substances associated with mining operations. Compliance with these requirements may cause delays or an increase in costs, and non-compliance could result in fines, civil or criminal penalties, suspension of operations, or other enforcement actions. Future changes to environmental requirements or stricter enforcement could have a material adverse effect.

Exploration and development activities require permits, licenses, and approvals from various authorities and are subject to laws covering labour, health and safety, waste management, hazardous substances, land use, environmental protection, and mine permitting. While the Company believes it is substantially compliant with applicable requirements and does not currently have any material environmental obligations, unforeseen liabilities could arise and may be costly to address. For instance, when Corex Global S de RL de SV received a notice for an imposed fine from the Ministry of Labour and Social Welfare on the basis of misunderstood terms of the employment relationship between its subcontractor in December 2023. There is no assurance that all necessary permits will be obtained on reasonable terms or in a timely manner. The Company is currently awaiting approval of a permit amendment, which is required for it to advance residual leaching activities for the Santana Project.

Environmental risks may also exist on current and future Company properties, including those caused by previous owners or operators, which may not be known at present.

Foreign Operations Risk

Currently, the Company's projects are in Mexico and the United States, and with respect to its projects in Mexico, the Company is subject to certain risks related to operating in a foreign jurisdiction, including, but not limited to: security of rights and title; repatriation of funds; availability and access to a skilled and dependable workforce; access to permits for operation and delays in obtaining such permits; stability of the government or economy; opposition from third-party organizations; changes to related government laws, regulations, or administrative processes or practices; modification of existing contracts; expropriation of property; war, terrorism, sabotage, or civil disturbances; restrictions on the export of minerals; and shifts in political attitudes.

Future amendments to applicable mining and tax laws or the introduction of new requirements may materially impact the Company's business, financial position, and results of operations, including limiting or delaying development or production. Changes to laws, regulations, or their interpretation in jurisdictions where the Company operates or may operate could result in higher taxes, duties, or other governmental charges or otherwise adversely affects its financial condition.

The Company conducts a significant portion of its operations in Mexico, where security risks remain a serious concern. Organized crime, including drug cartel activity, violent clashes with authorities, and crimes such as kidnapping and extortion, are persistent issues, and many incidents go unreported. Efforts to combat these threats are often

hampered by inadequate resources, corruption, and the widespread influence of criminal organizations. These conditions could restrict the Company's access to its sites, leading to production delays and potential harm to employees, contractors, or visitors, issues the Company experienced during the development of the La Fortuna gold project in Durango in May 2016. As such, the Company cannot assure that such events will not have a material adverse impact on its operations.

Management's assessment of foreign risks as low as title to minerals is provided in law, surface rights are obtainable by negotiation as guided by law, permits are available in a time frame provided by law and regulation, there is a skilled and available workforce, and the government has been openly supportive of foreign investment in general and expansion in the mining industry. Changes to these conditions could have a materially adverse effect on the Company's business, financing opportunities, and results of operation.

Foreign Exchange Risk

Operating in both Mexico and the United States exposes the Company to fluctuations in foreign exchange rates, which could significantly impact its financial condition and operating results. Variations in the value of the various currencies may lead to foreign exchange gains or losses.

As at September 30, 2025, the Company has monetary assets denominated in US dollars of approximately US \$4700,000 (December 31, 2024 – US \$2,076,000). A 10% change in the value of the US dollar relative to the functional currency of the respective entity would result in a corresponding change in net income of approximately \$65,000 (December 31, 2024 – \$248,000). As at September 30, 2025, the Company has liabilities denominated in US dollars of approximately US \$15,100,000 (December 31, 2024 – US \$5,000,000). A 10% change in the value of the US dollar relative to the functional currency of the respective entity would result in a corresponding change in net income of approximately \$2,100,000 (December 31, 2024 – \$720,000).

Additionally, the Company has inter-company loans that do not form part of its net investment in foreign operations. A 10% change between the Canadian dollar and the Mexican Peso would result in unrealized foreign exchange gains or losses of approximately \$8,065,000 (December 31, 2024 - \$7,700,000).

The functional and presentation currency of the Company is the Canadian dollar, the functional currency of the Company's Mexican subsidiaries is the Mexican Peso, and the functional currency of the Company's US subsidiaries is the US Dollar. Transactions are primarily conducted in U.S. dollars, Canadian dollars, and Mexican pesos.

Foreign Subsidiaries Risk

The Company operates through certain foreign subsidiaries, which hold certain assets. Restrictions on transferring cash or other assets between the Company and its subsidiaries, or among subsidiaries themselves, could limit the Company's ability to allocate funds efficiently to support operations. Such existing or future limitations may negatively affect the Company's valuation and share price.

Gold Industry Risk

The Company's business is concentrated in the gold mining industry, and its share price and profitability are closely tied to the overall condition of such industry. The Company faces a heightened risk of losses from adverse events that could impact it more severely than the broader market.

Metal Price Risk

The Company's success primarily depends on market prices for gold, silver, and copper. Fluctuations in these market prices can materially impact the profitability of operations and may result in impairments or write-downs. Metal

prices have historically been volatile, and is influenced by factors beyond the Company's control, including government laws and regulations related to pricing and royalties, supply and demand, trading, production limits, and import and export restrictions. The combined effect of these factors is unpredictable, and there is no assurance that commodity prices will support profitable mining of the Company's properties. Prolonged declines in metal prices may also require reassessment of project feasibility, which can lead to significant delays or temporary suspension of operations, potentially having a material adverse effect on the Company's financial performance.

Sensitivity Risk

Based on management's knowledge and experience of the financial markets, the Company believes a 10% change in the realized price of gold during the nine-month period ended September 30, 2024 would have resulted in a change in the value of revenue recognized by approximately \$763,000 (December 31, 2024 – \$655,000).

Credit Risk

Credit risk arises from the non-performance by counterparties of contractual financial obligations. The Company maintains substantially all of its cash with major financial institutions. Deposits held with these institutions may exceed the amount of insurance provided on such deposits. Management believes that the credit risk concentration with respect to these financial instruments is remote.

Future Profits/Losses and Production Revenues/Expenses Risk

There can be no assurance that losses will not occur in the near future or that the Company will be profitable in the future. The Company's operating expenses and capital expenditures may increase in subsequent years as consultants, personnel and equipment associated with advancing exploration, development and, if warranted, commercial production of the Company's projects and any other properties the Company may acquire are added as needed.

The amounts and timing of expenditures will depend on the progress of ongoing exploration and development, the results of consultants' analyses and recommendations, and the rate at which operating losses are incurred, the execution of any joint venture agreements with strategic partners, and the Company's acquisition of additional properties and other factors, many of which are beyond the Company's control. The Company currently has commitments for operating leases that can be funded from working capital, and will manage its future commitments consistent with its financial position.

Although the Company may receive revenues from operations in the current year the Company may continue to incur losses unless until such time as the Company's projects and any other properties the Company may acquire enter into commercial production and generate sufficient revenues to fund its continuing operations. The development of the Company's projects and any other properties the Company may acquire will require the commitment of substantial resources to conduct the time-consuming exploration and development of the properties. There can be no assurance that the Company will generate any revenues or achieve profitability. There can be no assurance that the underlying assumed levels of expenses will prove to be accurate.

Competition Risk

The international mining industry is highly competitive and the Company will compete with other mining companies, many of which have greater resources and experience. Competition in the precious metals mining industry is primarily for: mineral rich properties that can be developed and can produce economically; the technical expertise to find, develop and operate such properties; the labour to operate the properties; and the capital for the purpose of funding such properties. Such competition may result in the Company being unable to acquire desired properties, to recruit or retain qualified employees or to acquire the capital necessary to fund its operations and develop its properties. The Company's inability to compete with other mining companies for these resources would have a material adverse effect

on the Company's results of operation and business.

Key Employees Risk

The Company depends on a number of key employees, the loss of any one of whom could have an adverse effect on the Company.

Conflicts of Interest Risk

The Company's directors and officers may serve as directors or officers of other natural resource companies or companies providing services to the Company or they may have significant shareholdings in other resource companies. Situations may arise where the directors and/or officers of the Company may be in competition with the Company. Any conflicts of interest will be subject to and governed by the law applicable to directors' and officers' conflicts of interest. In the event that such a conflict of interest arises at a meeting of the Company's directors, a director who has such a conflict will abstain from voting for or against the approval of such participation or such terms. From time to time, several companies may participate in the acquisition, exploration and development of natural resource properties thereby allowing for their participation in larger programs, permitting involvement in a greater number of programs and reducing financial exposure in respect of any one program. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the company making the assignment. In accordance with applicable laws, the directors and officers of the Company are required to act honestly, in good faith and in the best interests of the Company and, as applicable, declare and refrain from voting on any matter in which they may have a conflict of interest.

Share Price Volatility Risk

The market price of the Company's shares is highly volatile and may be significantly affected by factors such as actual or anticipated fluctuations in the Company's operating results, announcements of technological innovations, changes in estimates or analysis by securities analysts, new exploration projects by the Company or its competitors, government regulatory action, general market conditions and other factors.

Mineral Resources Risk

The Company cannot assure that anticipated quantities, grades, or recovery levels will be achieved, or that resources will be mined or processed profitably. Failure to meet these estimates could negatively affect the Company's cash flows, profitability, and financial condition. Until a deposit is mined and processed, quantities and grades remain uncertain. Actual results may differ from estimations due to geological variability, metallurgical factors, and other conditions beyond the Company's control. Estimations rely on available data, assumptions, and interpretation, and cannot account for unknown geological features such as faults, voids, or intrusions, which may materially impact the Company's operational and financial outcomes.

Operational factors, such as the need for orderly development or processing of varying ore grades, may cause periods of unprofitability for the Company. Laboratory test results may not accurately predict large-scale production performance. Market volatility in metal prices, drilling outcomes, metallurgical testing, and ongoing evaluations can lead to revisions or make estimates uneconomic. Resource data does not guarantee future operational results, and adjustments may be necessary based on exploration, development, or production experience. Significant downward revisions could negatively impact the Company's financial performance.

Permit Risk

The Company's operations depend on obtaining and maintaining applicable permits from the appropriate governmental authorities, including environmental approvals, before any development can begin on its properties. There is no guarantee that required permits will be issued, that existing permits will not be suspended or revoked through government or court action, or that delays will not occur in obtaining new permits, renewing existing ones,

or securing additional approvals for operational changes or compliance with new legislation. Permit timelines are often uncertain and may be affected by unforeseen circumstances. The Company cannot assure that it will continue to hold or obtain all permits necessary for development or ongoing operations at any site, and any failure to do so could materially and adversely affect its business.

As previously noted, the Company is currently reviewing the Gold Rock project to assess the ability to transport ore directly to the Pan Mine heap leach pads once permits for the road between the two projects are granted. If such permits are not obtained, or the road cannot be built due to costs or construction issues, such results could result in adverse consequences to the Company. The Company is also awaiting approval of its permit application on Cerro de Oro and permit amendments filed for Copperstone, Santana. Delays in obtaining the required permitting, or failure to obtain such permitting, could have a material adverse effect on the Company.

Title Risk

Securing property title in Mexico and the United States involves a complex and lengthy process. Although the Company has undertaken extensive due diligence and believes all property titles are valid and in good standing, this cannot be considered a guarantee. The Company provides no assurance that its titles are free from defects. Titles may be subject to prior unregistered liens, agreements, transfers, or claims, and may be affected by undetected encumbrances, defects, or governmental actions. There is also a risk of disputes or challenges by third parties, including Indigenous groups or other stakeholders, which could result in legal proceedings or administrative actions. In addition, undisclosed or unknown issues may exist that could impair the Company's ability to develop or operate its projects as planned.

If any claim or challenge to title is successful, the Company could face financial liabilities or restrictions on its ability to conduct exploration, development, or production activities. Such outcomes could materially and adversely affect the Company's business, financial condition, and future prospects.

Production Risk

The Company cannot assure that its production estimates will be achieved, and failure to meet these estimates could adversely affect the Company's cash flows, profitability, operating results, and financial condition. The realization of these estimates depend on numerous factors, including the accuracy of resource estimates, assumptions regarding grades and recovery rates, ground conditions, and the physical and metallurgical characteristics of deposits.

Actual production may differ from estimates for various reasons, including dilution, unexpected geological conditions, or metallurgical variability. Short-term operational factors such as sequential development of ore bodies, slope failures in open pits, or delays in underground development could also affect results. Natural events such as floods or droughts may impact water availability for operations, while extreme weather could disrupt site access or processing activities. Additional risks include changes in power costs or availability, shortages of critical supplies such as explosives, fuel, chemical reagents, water, equipment parts, and lubricants, as well as plant or equipment failures. These occurrences may result in production interruptions, damage to property or equipment, injury or loss of life, monetary losses, and legal liabilities, all of which could materially and adversely impact the Company's operations and financial performance.

Cost Risk

The Company's projected capital and operating costs for its projects are based on geological data, studies and conditions, market conditions, and other factors and assumptions. These projections may not be accurate, and actual costs could differ significantly. Factors that may cause variances include unexpected changes in ore grade or tonnage, inaccuracies in technical data, delays in construction schedules, increased transportation costs, and fluctuations in

equipment and construction pricing. Additional risks include labour negotiations, regulatory changes, royalties, permitting or export restrictions, potential title disputes, and broader market challenges such as commodity price volatility, rising costs for oil, steel, and diesel, and shortages of skilled labour. Economic or political developments in Mexico or the United States could further affect cost structures.

Acquisitions and Integration Risk

The Company periodically evaluates opportunities to acquire additional mining assets and businesses, including its recent acquisitions of the Pan Operating Complex and Copperstone. Any future acquisition could significantly alter the Company's business and operations, and introduce new geographic, political, operational, financial, and geological risks. Success in these activities depends on the Company's ability to identify suitable targets, negotiate favorable terms, and integrate acquired operations effectively.

Commodity prices may fluctuate after the Company has agreed to a purchase price, or acquired properties may not meet expectations. Integration challenges may arise, including difficulties in assimilating operations and personnel, achieving anticipated synergies, maintaining consistent standards and controls, and minimizing disruption to ongoing business activities and relationships with employees, suppliers, and contractors. Acquired businesses may also have unknown or undisclosed liabilities that could be material.

Non-Governmental Organization Risk

In recent years, certain communities, including Indigenous groups, as well as non-governmental organizations, have generally expressed opposition to mining activities and have taken actions such as protests, road blockages, work stoppages, and initiating legal proceedings. These actions can create or amplify anti-mining sentiment and may disrupt operations or delay permitting processes. While the Company is committed to operating in a socially responsible manner and maintaining constructive engagement with stakeholders, there is no assurance that it will fully mitigate the risk of community opposition or intervention by non-governmental organizations. Such actions could materially impact the Company's ability to obtain permits, advance development activities, or maintain operations, and may adversely affect its financial position, cash flow, and results of operations.

Anti-Corruption Risk

The Company is subject to anti-corruption and anti-bribery laws in the jurisdictions where it operates, including the Canadian Corruption of Foreign Public Officials Act, the U.S. Foreign Corrupt Practices Act, and similar legislation in Mexico. These laws prohibit offering, authorizing, or making improper payments to government officials or other parties to secure business advantages. Enforcement of these laws has intensified in recent years, with increased penalties and scrutiny for violations. Liability can extend beyond the Company and its employees to include contractors, consultants, and third-party agents acting on its behalf.

Elevated corruption risks in the United States and Mexico increase the Company's exposure to compliance challenges, where failure to adhere to applicable laws or investigations by Canadian, U.S., or Mexican authorities could result in severe penalties, sanctions, reputational harm, significant legal costs, and materially adverse effects on the Company's business, financial condition, and results of operations.

To mitigate these risks, the Company has implemented internal policies and procedures addressing anti-corruption, anti-bribery, and business ethics, designed to ensure compliance across its operations. However, there is no assurance that these measures will be fully effective in preventing violations by management, employees, contractors, or third-party agents.

Information and Cyber Security Risk

The Company relies on information technology systems and digital infrastructure to support its operations in Canada, the United States, and Mexico, including critical functions such as permitting, engineering, financial reporting, and remote monitoring of heap-leach and processing activities. These systems, as well as those maintained by third-party vendors and service providers, are increasingly exposed to sophisticated and evolving cybersecurity threats. Unauthorized access, data breaches, or system disruptions could occur through fraudulent activity or exploitation of vulnerabilities in external networks.

The Company's ability to operate efficiently depends on the security and reliability of its IT systems and those of its contractors. These systems require ongoing maintenance, upgrades, and investment to mitigate risks. Any failure or compromise could result in operational delays, increased costs, reputational harm, and potential regulatory consequences.

Although the Company has not experienced any material cybersecurity incidents to date, there is no assurance that future breaches will not occur or that the risk could be prevented from materializing. A significant breach could lead to financial losses, litigation, and damage to stakeholder confidence. Additionally, strengthening security measures and complying with increasingly stringent data protection and privacy regulations may result in additional costs and operational requirements. Failure to adequately protect information systems could materially and adversely affect the Company's business, financial condition, and results of operations.

Tailings Risk

Mining operations inherently involve risks related to tailings storage facilities and other containment structures for processed material remaining after mineral extraction. The Company's projects require careful management of waste and process solutions. Any failure or breach of containment systems, whether due to slope instability, foundation failure, erosion, extreme weather, seismic activity, or other unforeseen events, could result in environmental contamination, property damage, personal injury, or loss of life.

A significant failure could lead to immediate regulatory intervention, suspension of operations, substantial remediation costs, asset write-downs, legal liabilities, and reputational harm. As the Company operates in jurisdictions with stringent environmental and safety regulations, non-compliance could lead to fines, permit revocation, or other penalties. Delays or increased costs associated with meeting these requirements could impact development timelines and increase operating costs. The Company could also face claims for environmental damage, natural resource impacts, or exposure to hazardous substances. Cleanup efforts may be time-consuming and costly, and insurance coverage may not fully offset these liabilities. In severe cases, the Company could be required to suspend operations temporarily or permanently, which would materially affect its business, financial condition, and ability to execute its strategic plans.

Reclamation Risk

The Company is required to carry out closure and reclamation plans for its projects to ensure that sites are properly restored after mining activities are completed. These obligations represent significant future costs and are based on current estimates. Adjustments to reclamation schedules, methods, or regulatory requirements could result in higher expenditures.

Regulatory authorities typically require financial assurance, such as reclamation bonds, to secure these commitments. For example, the bonding that has been posted for the Company's Nevada assets is subject to periodic review and potential increases by governing agencies. Any increase in bonding requirements may require revisions to operating plans or additional funding. It is important to note that reclamation bonds generally cover only a portion of the total

anticipated costs, and actual expenditures may exceed current accruals. If actual costs are significantly higher than estimated, or if bonding requirements increase unexpectedly, the Company's financial position and operating results could be materially impacted.

OFF-BALANCE SHEET ARRANGEMENTS

The Company had no off-balance sheet arrangements as at November 30, 2025.

FINANCIAL INSTRUMENTS AND OTHER INSTRUMENTS

The Company's excess cash reserves are held in an interest bearing Canadian bank account.

OUTSTANDING SHARE DATA

Common Shares:

The Company has authorized an unlimited number of common shares, with no par value, of which 1,070,509,048 shares are issued and outstanding as of the date hereof.

Warrants:

As of the date hereof, there are 390,282,535 warrants outstanding.

Stock Options:

As of the date hereof, there are 72,373,250 options outstanding under the Plan for employees, directors, officers and consultants of the Company.

RSU's:

As of the date hereof, there are 7,025,824 restricted share units outstanding.

QUALIFIED PERSON

Mr. Darren Koningen, P. Eng., Minera Alamos Inc.'s CEO, is the Qualified Person responsible for technical content of this document. Mr. Koningen has supervised the preparation of, and approved the scientific and technical disclosures utilized herein.

"Darren Koningen"
Chief Executive Officer

"Janet O'Donnell"
Chief Financial Officer