DEFIANCE SILVER CORP.

(an exploration stage company)

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED

JUNE 30, 2026 AND 2025

(Expressed in Canadian dollars)

DAVIDSON

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Defiance Silver Corp.

Opinion

We have audited the accompanying consolidated financial statements of Defiance Silver Corp. (the "Company"), which comprise the consolidated statements of financial position as at June 30, 2026 and 2025, and the consolidated statements of loss and comprehensive loss, changes in shareholders' equity, and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, these consolidated financial statements present fairly, in all material respects, the financial position of the Company as at June 30, 2026 and 2025, and its financial performance and its cash flows for the years then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards").

Basis for Opinion

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

Material Uncertainty Related to Going Concern

We draw attention to Note 1 of the consolidated financial statements, which indicates that the Company incurred losses since inception and the ability of the Company to continue as a going concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. As at June 30, 2026, the Company had cash of $2,179,191 and working capital of $970,073. As stated in Note 1, these events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matter described below to be the key audit matter to be communicated in our auditor's report.

Assessment of Impairment Indicators of Exploration and Evaluation Assets ("E&E Assets")

As described in Note 8 to the consolidated financial statements, the carrying amount of the Company's E&E Assets was $58,199,165 as of June 30, 2026. As more fully described in Notes 2 and 3 to the consolidated financial statements, management assesses E&E Assets for indicators of impairment at each reporting period.

The principal consideration in our determination that the assessment of impairment indicators for the E&E Assets was a key audit matter was the significant judgment applied by management in assessing whether impairment indicators existed, particularly in relation to the Company's intent and ability to continue exploring and evaluating the assets. This assessment required a high degree of auditor judgment, subjectivity and effort in evaluating the audit evidence supporting management's judgments, including whether an estimate of the recoverable amount of the E&E Assets was required.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. Our audit procedures included, among others:

- Evaluating management's assessment of impairment indicators.
- Evaluating the intent for the E&E Assets through discussion and communication with management.
- Reviewing the Company's recent expenditure activity.
- Obtaining evidence from legal counsel, that mineral rights underlying the E&E Assets remained in good standing.

Other Information

Management is responsible for the other information. The other information obtained at the date of this auditor's report includes Management's Discussion and Analysis.

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

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

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

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

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

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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



Chartered Professional Accountants

Vancouver, Canada

October 28, 2026

DEFIANCE SILVER CORP.
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS AT JUNE 30
(Expressed in Canadian dollars)

	Notes	2026	2025
ASSETS			
Current assets			
Cash and cash equivalents		$ 2,179,191	$ 14,750,256
Receivables	4	225,065	207,216
Prepaid expenses	5	67,958	59,341
Total current assets		2,472,214	15,016,813
Value added tax	4	3,925,664	3,793,216
Other assets	6	41,895	41,221
Property and equipment	7	218,459	175,595
Exploration and evaluation assets	8	58,199,165	43,268,044
Total assets		$ 64,857,397	$ 62,294,889
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable and accrued liabilities	9, 11	$ 1,502,141	$ 847,990
Total current liabilities		1,502,141	847,990
Non-current liabilities			
Deferred income tax liabilities	13	36,000	36,000
Total non-current liabilities		36,000	36,000
Total liabilities		1,538,141	883,990
Shareholders' equity			
Share capital	10	81,738,142	77,497,090
Share-based payment reserve	10	9,659,604	9,037,654
Deficit		(28,078,490)	(25,123,845)
Total shareholders' equity		63,319,256	61,410,899
Total liabilities and shareholders' equity		$ 64,857,397	$ 62,294,889

Nature and continuance of operations (Note 1)
Subsequent event (Note 16)

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

DEFIANCE SILVER CORP.
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian dollars)

	Notes	YEARS ENDED JUNE 30, 2026	2025
EXPENSES			
Marketing and investor relations		$ 496,749	$ 524,967
Legal and audit		380,430	306,158
Management and consulting fees	11	760,361	596,715
Office and administration		484,575	391,596
Share-based compensation	10, 11	934,986	723,231
Transfer agent and filing fees		109,564	96,639
Travel		230,275	111,420
Total expenses		(3,396,940)	(2,750,726)
Interest income		267,539	16,877
Gain on settlement of debts		29,230	-
Gain (loss) on foreign exchange		145,526	(190,639)
		442,295	(173,762)
Loss and comprehensive loss for the year		$ (2,954,645)	$ (2,924,488)
Basic and diluted loss per common share		$ (0.01)	$ (0.01)
Weighted average number of common shares outstanding - Basic and diluted		368,017,506	281,922,144

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

DEFIANCE SILVER CORP.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)

	YEARS ENDED JUNE 30,	
	2026	**2025**
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	$ (2,954,645)	$ (2,924,488)
Items not affecting cash:		
Share-based compensation	934,986	723,231
Foreign exchange loss on non-monetary items	85,991	53
Changes in non-cash working capital items:		
Receivables	(128,050)	(157,187)
Prepaid expenses	(4,711)	(25,981)
Accounts payable and accrued liabilities	(565,565)	100,403
Value added tax	(1,723,460)	(134,159)
Net cash used in operating activities	(4,355,454)	(2,418,128)
CASH FLOWS FROM INVESTING ACTIVITIES		
Exploration and evaluation assets	(10,692,679)	(5,282,674)
Acquisition of equipment	(82,261)	(2,151)
Acquisition of Green Earth Metals Inc.	3,080	-
Net cash used in investing activities	(10,771,860)	(5,284,825)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of share capital, net of issuance costs	-	21,531,453
Proceeds from warrants exercised	2,493,337	655,922
Proceeds from stock options exercised	62,912	-
Net cash provided by financing activities	2,556,249	22,187,375
Change in cash during the year	(12,571,065)	14,484,422
Cash and cash equivalents, beginning of the year	14,750,256	265,834
Cash and cash equivalents, end of the year	**$ 2,179,191**	**$ 14,750,256**

Supplemental disclosure with respect to cash flows (Note 12)

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

DEFIANCE SILVER CORP.
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian dollars)

	Number of Shares	Share Capital	Share-based Payment Reserves	Deficit	Total
Balance at June 30, 2024	256,137,862	56,817,608	6,790,570	(22,199,357)	41,408,821
Share issuance – financing and private placement	98,452,075	22,000,415	990,000	-	22,990,415
Issuance costs	-	(1,458,962)	-	-	(1,458,962)
Issuance costs - broker warrants	-	(637,299)	637,299	-	-
Share issuance – warrants exercise	3,315,970	660,285	(4,363)	-	655,922
Share issuance – for debt	85,823	15,960	-	-	15,960
Other compensatory awards settled	495,417	99,083	(99,083)	-	-
Share-based compensation	-	-	723,231	-	723,231
Net loss for the year	-	-	-	(2,924,488)	(2,924,488)
Balance at June 30, 2025	358,487,147	77,497,090	9,037,654	(25,123,845)	61,410,899
Shares issued pursuant to the acquisition of Green Earth Metals	4,954,613	1,263,426	-	-	1,263,426
Shares issued to Minera Tepal for exploration rights	481,452	100,320	-	-	100,320
Share issuance – stock options exercise	390,833	110,385	(47,473)	-	62,912
Share issuance – for debt	33,845	8,021	-	-	8,021
Share issuance – warrants exercise	11,681,913	2,642,526	(149,189)	-	2,493,337
Other compensatory awards settled	479,001	116,374	(116,374)	-	-
Share-based compensation	-	-	934,986	-	934,986
Net loss for the year	-	-	-	(2,954,645)	(2,954,645)
Balance at June 30, 2026	376,508,804	81,738,142	9,659,604	(28,078,490)	63,319,256

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

1. NATURE AND CONTINUANCE OF OPERATIONS

Defiance Silver Corp. ("the Company" or "Defiance") was incorporated on July 19, 2007, under the Business Corporations Act of the Province of British Columbia. The Company's principal business is the acquisition and exploration of exploration and evaluation assets. The Company's registered and records office is at Suite 2900 - 550 Burrard Street, Vancouver, BC, V6C 0A3. The Company is listed on the TSX Venture Exchange under the symbol "DEF".

The Company's consolidated financial statements are presented in Canadian dollars which is the functional currency of the Company and its subsidiaries.

At the date of these consolidated financial statements, the Company has not been able to identify a known body of commercial grade ore on any of its exploration and evaluation assets. The ability of the Company to realize the costs it has incurred to date on these exploration and evaluation assets is dependent upon the Company being able to identify a commercial ore body, to finance its exploration costs and to resolve any environmental, regulatory or other constraints which may hinder the successful development of the exploration and evaluation asset. To date, the Company has not earned revenues and is considered to be in the exploration stage.

Going Concern of Operations

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern. The Company has incurred losses since inception. At June 30, 2026, the Company had cash and cash equivalents of $2,179,191 (June 30, 2025 - $14,750,256) and working capital of $970,073 (June 30, 2025 - $14,168,823). The Company's ability to continue as a going concern depends on the results of its exploration activities, its ability to attain profitable operations, and its ability to raise equity capital or borrowings sufficient to meet its current and future obligations, including the option payments described in Note 8. Management is actively pursuing additional financing. Although the Company has been successful in raising financing in the past, there is no assurance that it will be able to do so in the future. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern.

2. BASIS OF PREPARATION

Statement of Compliance

These consolidated financial statements, including comparatives have been prepared using accounting policies consistent with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

The consolidated financial statements were authorized for issue by the Audit Committee and Board of Directors on October 22, 2026.

The consolidated financial statements have been prepared on a historical cost basis, except for financial instruments measured at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information.

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the period. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

Critical Accounting Estimates

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the financial position reporting date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

1. *Recoverability of receivables and value added tax:* which are included in the consolidated statements of financial position. Management has determined that receivables are recoverable given management's experience in realizing receivables and refunds of value added tax.
2. *Carrying value and the recoverability of exploration and evaluation assets*: Management has determined that exploration, evaluation and related costs incurred which have been capitalized may have future economic benefits and may be economically recoverable. Management uses several criteria in its assessments of economic recoverability and probability of future economic benefits including geologic and other technical information, scoping and prefeasibility studies, accessibility of facilities and existing permits.
3. *Valuation of share-based compensation and brokers' warrants*: Management uses the Black-Scholes Pricing Model for valuation of share-based compensation and brokers' warrants, which requires the input of subjective assumptions including expected price volatility, interest rate and forfeiture rate. Changes in the input assumptions can materially affect the fair value estimate and the Company's results and equity reserves.

2. BASIS OF PREPARATION *(Cont'd)*

Critical Accounting Estimates (Cont'd)

4. *Income Taxes*: In assessing the probability of realizing deferred tax assets, management makes estimates related to the expectation of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that the tax position taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

While management believes that these estimates are reasonable, actual results could differ from those estimates and could impact future results of operation and cash flows.

Critical Accounting Judgements

The preparation of the consolidated financial statements requires management to make judgements, apart from those involving estimates, in applying the Company's accounting policies that have the most significant effect on the amounts recognized. The critical judgements are as follows:

1. *Going concern of operations*: The consolidated financial statements have been prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. The assessment of the Company's ability to source future operations and continue as a going concern involves judgement. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. If the going concern assumption is not appropriate for the financial statements, then adjustments would be necessary in the carrying value of assets and liabilities, the reported revenue and expenses and the statement of financial position classifications used (Note 1).
2. *Determination of functional currency:* The Company determines the functional currency through the analysis of several indicators such as expenses and cash flow, financing activities, and frequency of transactions with the reporting entity.
3. *Business combination versus asset acquisition:* Determining whether an acquisition is a business combination under IFRS 3 "Business Combinations" or an acquisition of assets requires judgement. A business is an integrated set of activities and assets that includes, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs. The Company may also apply the optional concentration test, under which an acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets. The transactions with Green Earth Metals Inc. was determined to constitute an asset acquisition (Note 8).

3. MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies set out below are applied consistently to all years presented in these consolidated financial statements.

Basis of consolidation

These consolidated financial statements include the financial statements of the Company and the entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of the subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All intercompany balances and transactions, income and expenses have been eliminated upon consolidation.

The financial statements include the financial statements of Defiance Silver Corp. and its subsidiaries listed in the following table:

Name of Subsidiary	Country of Incorporation	Ownership Interest	Principal Activity
Minera Santa Remy S.A. de CV	Mexico	100%	Mineral exploration
DefCap (BVI) Inc.	British Virgin Islands	100%	Holding company
Valoro Resources Inc.	Canada	100%	Mineral exploration
Geologix Explorations Mexico S.A. de C.V.	Mexico	100%	Mineral exploration
GEM Servicios S.A. de C.V.	Mexico	100%	Mineral exploration
Geologix (U.S.) Inc.	USA	100%	Mineral exploration
Green Earth Metals Inc.	Canada	100%	Mineral exploration
San Marco Resources Mexico, S.A. de C.V.	Mexico	100%	Mineral exploration

Foreign currencies

The functional currency is the currency of the primary economic environment in which the entity operates and has been determined for each entity within the Company. The functional currency for all entities within the Company is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in IAS 21, The Effects of Changes in Foreign Exchange Rates.

Transactions in foreign currencies are initially recorded in the Company's functional currency at the exchange rate at the date of transaction. Monetary assets and liabilities of the Company that are denominated in foreign currencies are re-translated at the rate of exchange prevailing at the statement of financial position date. Non-monetary assets and liabilities are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when fair value is determined. Exchange gains and losses arising on translation are included in profit or loss.

Cash and cash equivalents

Cash and cash equivalents include cash on hand and short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and subject to an insignificant risk of changes in value. At June 30, 2026, cash equivalents included short-term bonds with a carrying amount of $1,510,000, which were subsequently sold in July 2026. At June 30, 2025, the Company did not have any cash equivalents.

Receivables

Receivables are recorded at face value less any provisions for uncollectible accounts considered necessary.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

Financial instruments

Financial assets

On initial recognition, financial assets are recognized at fair value and are subsequently classified and measured at: (i) amortized cost; (ii) fair value through other comprehensive income ("FVOCI"); or (iii) fair value through profit or loss ("FVTPL"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. A financial asset is measured at fair value net of transaction costs that are directly attributable to its acquisition except for financial assets at FVTPL where transaction costs are expensed. All financial assets not classified and measured at amortized cost or FVOCI are measured at FVTPL. On initial recognition of an equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income.

The classification determines the method by which the financial assets are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Cash, receivables and other assets are measured at amortized cost with subsequent impairments recognized in profit or loss.

Impairment

An 'expected credit loss' impairment model applies which requires a loss allowance to be recognized based on expected credit losses. The estimated present value of future cash flows associated with the asset is determined and an impairment loss is recognized for the difference between this amount and the carrying amount as follows: the carrying amount of the asset is reduced to estimated present value of the future cash flows associated with the asset, discounted at the financial asset's original effective interest rate, either directly or through the use of an allowance account and the resulting loss is recognized in profit or loss for the period.

In a subsequent period, if the amount of the impairment loss related to financial assets measured at amortized cost decreases, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

Financial liabilities

Financial liabilities are designated as either: (i) fair value through profit or loss; or (ii) amortized cost. All financial liabilities are classified and subsequently measured at amortized cost except for financial liabilities at FVTPL. The classification determines the method by which the financial liabilities are carried on the statement of financial position subsequent to inception and how changes in value are recorded. Accounts payable and accrued liabilities are classified and measured at amortized cost

As at June 30, 2026, the Company does not have any derivative financial liabilities.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

Property and equipment

Property and equipment is recorded at historical cost less accumulated depreciation and impairment charges. Property and equipment items include the purchase price or construction cost, any costs directly attributable to bringing the asset to the location and condition necessary for its intended use, an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, and for qualifying assets, the associated borrowing costs. Where an item is comprised of major components with different useful lives, the components are accounted for as separate items of property and equipment. Property and equipment is depreciated to its estimated residual value using the straight-line method over the estimated useful lives of the individual assets. Depreciation of an asset begins when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. The significant classes of property and equipment and their useful lives are as follows:

Buildings	20 years
Vehicles	5 years
Computers	3-4 years
Equipment	5 years

An item is derecognized upon disposal, when held for sale, or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal of the asset, determined as the difference between the net disposal proceeds and the carrying amount of the asset, is recognized in profit or loss.

Exploration and evaluation assets (Mineral properties)

Pre-exploration costs

Pre-exploration costs are expensed in the period in which they are incurred.

Exploration and evaluation expenditures

Once the legal right to explore a property has been acquired, all costs related to the acquisition, exploration and evaluation of mineral properties are capitalized by property. These direct expenditures include such costs as materials used, surveying costs, drilling costs, payments made to contractors and depreciation on plant and equipment during the exploration phase. Costs not directly attributable to exploration and evaluation activities, including general administrative overhead costs, are expensed in the period in which they occur.

The Company may occasionally enter into farm-out arrangements, whereby the Company will transfer part of a mineral interest, as consideration, for an agreement by the farmee to meet certain exploration and evaluation expenditures which would have otherwise been undertaken by the Company. The Company does not record any expenditures made by the farmee on its behalf. Any cash consideration received from the agreement is credited against the costs previously capitalized to the mineral interest given up by the Company, with any excess cash accounted for as a gain on disposal.

When a project is deemed to no longer have commercially viable prospects to the Company, exploration and evaluation expenditures in respect of that project are deemed to be impaired. As a result, those exploration and evaluation expenditure costs, in excess of estimated recoveries, are written off to profit or loss.

The Company assesses exploration and evaluation assets for impairment at the end of each reporting period or when facts and circumstances suggest that the carrying amount of an asset may exceed its recoverable amount.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

Exploration and evaluation assets (Mineral properties) *(Cont'd)*

Once the technical feasibility and commercial viability of extracting the mineral resource have been determined, the property is considered to be a mine under development and is classified as "mines under construction." Exploration and evaluation assets are also tested for impairment before the assets are transferred to development properties.

As the Company currently has no operational income, any incidental revenues earned in connection with exploration activities are applied as a reduction to capitalized exploration costs.

Reclamation deposits

Cash which is subject to contractual restrictions on use related to the Company's exploration and evaluation assets is classified separately as reclamation deposits. Reclamation deposits are classified as other assets.

Impairment of tangible and intangible assets

At the end of each reporting period, the Company's assets are reviewed to determine whether there is any indication that those assets may be impaired. If such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment, if any. The recoverable amount is the higher of fair value less costs to sell and value in use. Fair value is determined as the amount that would be obtained from the sale of the asset in an arm's length transaction between knowledgeable and willing parties. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss for the period. For an asset that does not generate largely independent cash flows, the recoverable amount is determined for the cash generating unit ("CGU") to which the asset belongs.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but to an amount that does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or CGU) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Rehabilitation provision

The Company is subject to various government laws and regulations relating to environmental disturbances caused by exploration and evaluation activities. The Company records the present value of the estimated costs of legal and constructive obligations required to restore the exploration sites in the period in which the obligation is incurred. The nature of the rehabilitation activities includes restoration, reclamation and re-vegetation of the affected exploration sites.

The rehabilitation provision generally arises when the environmental disturbance is subject to government laws and regulations. When the liability is recognized, the present value of the estimated costs is capitalized by increasing the carrying amount of the related mining assets. Over time, the discounted liability is increased for the changes in present value based on current market discount rates and liability specific risks. Additional environmental disturbances or changes in rehabilitation costs will be recognized as additions to the corresponding assets and rehabilitation liability in the period in which they occur.

The Company does not have any significant rehabilitation obligations.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

Share-based compensation

The Company operates an incentive plan ("Omnibus Equity Incentive Plan") that allows the Company to grant equity-based compensation to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes or provides services similar to those performed by an employee.

The fair value of stock options is measured on the date of grant, using the Black-Scholes option pricing model and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to share capital.

The Company recognizes all forms of share-based compensation, including stock option grants, deferred share units, performance share units, and restricted share units, at their fair value on the grant date, which are based on the estimated number of awards that are ultimately expected to vest.

Estimating fair value for granted stock options and other compensatory awards requires determining the most appropriate valuation model which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the option or award, volatility, dividend yield, and rate of forfeitures and making assumptions about them.

Estimating fair value for granted restricted share units, deferred share units and performance share units requires estimating the number of awards likely to vest on grant and at each reporting date up to the vesting date. The estimated forfeiture rate is adjusted for actual forfeitures in the period.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at the fair value of the share-based payment. Otherwise, share-based compensation are measured at the fair value of goods or services received.

Warrants issued in equity financing transactions

The Company engages in equity financing transactions to obtain the funds necessary to continue operations and explore and evaluate mineral properties. These equity financing transactions may involve the issuance of common shares or units. A unit comprises a certain number of common shares and a certain number of share purchase warrants ("Warrants"). Depending on the terms and conditions of each equity financing agreement ("Agreement"), the Warrants are exercisable into additional common shares prior to expiry at a price stipulated by the Agreement. Warrants that are part of units are valued based on the residual value method. Warrants that are issued as payment for agency fees or other transactions costs are accounted for as share-based compensation.

Income taxes

Income tax expense comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity. Current tax expense is the expected tax payable on taxable income for the year, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

Income taxes (cont'd)

Deferred tax assets and liabilities are recognized on temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Temporary differences are not provided for amounts relating to goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that do not affect either accounting or taxable loss, or differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, it is not recorded.

Earnings (loss) per share

Basic earnings (loss) per share is computed by dividing net earnings (loss) available to common shareholders by the weighted average number of shares outstanding during the reporting period. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the weighted average shares outstanding are increased to include additional shares for the assumed exercise of stock options, warrants and conversion of convertible notes, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that proceeds from such exercises were used to acquire common stock at the average market price during the reporting periods. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

New Accounting Policies Adopted and Recent Accounting Pronouncements

Amendments to IAS 21, The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability

In August 2023, the IASB issued amendments to IAS 21 that specify when a currency is exchangeable into another currency and how an entity determines the exchange rate when a currency is not exchangeable. The amendments also require additional disclosures when a currency is not exchangeable. The amendments are effective for annual reporting periods beginning on or after January 1, 2025. The Company adopted the amendments effective July 1, 2025. The adoption had no impact on the consolidated financial statements, as the currencies in which the Company transacts are exchangeable.

3. MATERIAL ACCOUNTING POLICY INFORMATION *(Cont'd)*

New and amended IFRS standards not yet effective

IFRS 18, Presentation and Disclosure in Financial Statements

In April 2024, the IASB issued IFRS 18, which will replace IAS 1, Presentation of Financial Statements. IFRS 18 requires income and expenses in the statement of profit or loss to be classified into operating, investing and financing categories. It introduces two defined subtotals: operating profit or loss, and profit or loss before financing and income taxes. It also requires disclosure of management-defined performance measures and adds guidance on the aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to IAS 7, Statement of Cash Flows. These make operating profit or loss the starting point for the indirect method and remove most of the choices for classifying interest and dividend cash flows. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027, with retrospective application and early adoption permitted. The Company will apply IFRS 18 for its fiscal year beginning July 1, 2027, and will restate comparative figures. IFRS 18 affects presentation and disclosure only and will not change the recognition or measurement of items in the consolidated financial statements or the Company's net loss. The Company is assessing the effect on the presentation of its consolidated statements of loss and comprehensive loss and cash flows, and on its note disclosures.

Amendments to IFRS 9, Financial Instruments, and IFRS 7, Financial Instruments: Disclosures - Classification and Measurement of Financial Instruments

In May 2024, the IASB issued amendments to IFRS 9 and IFRS 7. The amendments:

- clarify the date on which financial assets and financial liabilities are recognized and derecognized, including an option to derecognize financial liabilities settled through an electronic payment system before the settlement date;
- clarify how to assess the contractual cash flow characteristics of financial assets, including those with environmental, social and governance (ESG)-linked or other contingent features;
- add disclosure requirements for investments in equity instruments designated at FVOCI and for financial instruments with contingent features.

The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Company will adopt them on July 1, 2026, and does not expect them to have a material impact on its consolidated financial statements.

Annual Improvements to IFRS Accounting Standards - Volume 11

In July 2024, the IASB issued Annual Improvements to IFRS Accounting Standards - Volume 11. It makes minor amendments to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7. The amendments are effective for annual reporting periods beginning on or after January 1, 2026. The Company does not expect them to have a material impact on its consolidated financial statements.

Other accounting standards and amendments issued but not yet effective are either not applicable to the Company or are not expected to have a material impact on its consolidated financial statements.

4. RECEIVABLES

The Company's receivables consist mainly of refundable sales taxes: GST receivable from the Government of Canada and value added tax ("VAT") receivable from the Mexican tax authority. The VAT receivable is presented as a non-current asset.

Since 2019, the Mexican tax authority has refused the VAT refund claims of the Company's Mexican subsidiary. The Company has challenged the refusals through judicial review, which is still pending. Because of this uncertainty, during the year ended June 30, 2026, the Company reclassified VAT paid before June 30, 2021, totalling $1,591,012, to exploration and evaluation assets (Note 8), as these amounts were originally paid in connection with exploration and evaluation expenditures. The Company continues to pursue all claims, and any amount recovered will be recognized when received.

During the year ended June 30, 2025, the Company advanced a $150,000 loan to Green Earth Metals Inc., which it acquired during the year ended June 30, 2026. The loan was settled on acquisition (Note 8).

		June 30, 2026		June 30, 2025
VAT receivable - non-current	$	5,516,676	$	3,793,216
Less: VAT reclassified		(1,591,012)		-
VAT receivable, net - non-current		3,925,664		3,793,216
GST receivable		225,065		57,216
Loan receivable		-		150,000
	$	225,065	$	207,216

5. PREPAID EXPENSES

The prepaid expenses for the Company are summarized as follows:

		June 30, 2026		June 30, 2025
Security deposits	$	16,000	$	16,000
Vendor prepayments		51,958		43,341
	$	67,958	$	59,341

6. OTHER ASSETS

	June 30, 2026	June 30, 2025
Investments	$ 25,000	$ 25,000
Reclamation bond	16,895	16,221
	$ 41,895	$ 41,221

Investments

These represent guaranteed investment certificates held with the bank as collateral for the Company's credit cards issued to key personnel.

Reclamation bond

The Company has a deposit in place with a United States bank as security for a reclamation bond on former exploration and evaluation assets located in the United States. The reclamation bond is required by local jurisdictions at the time exploration activities commenced on the properties and do not represent a rehabilitation provision. Interest on the certificates of deposit with the United States bank is paid on a periodic basis to the Company.

7. PROPERTY AND EQUIPMENT

	Land	Buildings	Vehicles	Computers	Equipment	Total
Cost						
As at June 30, 2024	$ 61,180	$ 39,204	$ 98,568	$ 86,308	$ 85,085	$ 370,345
Additions	-	-	-	-	2,151	$ 2,151
As at June 30, 2025	61,180	39,204	98,568	86,308	87,236	$ 372,496
Additions	5,234	-	27,012	20,283	30,417	$ 82,946
As at June 30, 2026	66,414	39,204	125,580	106,591	117,653	$ 455,442
Accumulated depreciation						
As at June 30, 2024	$ -	$ -	$ 67,742	$ 74,710	$ 23,126	$ 165,578
Depreciation	-	-	15,531	5,518	10,274	$ 31,323
As at June 30, 2025	-	-	83,273	80,228	33,400	$ 196,901
Depreciation	-	-	14,731	4,873	20,478	$ 40,082
As at June 30, 2026	-	-	98,004	85,101	53,878	$ 236,983
Carrying amounts						
As at June 30, 2025	$ 61,180	$ 39,204	$ 15,295	$ 6,080	$ 53,836	$ 175,595
As at June 30, 2026	$ 66,414	$ 39,204	$ 27,576	$ 21,490	$ 63,775	$ 218,459

(1) During the year ended June 30, 2026, depreciation expense of $40,082 (June 30, 2025 - $31,323) was recorded in exploration and evaluation expenditures (Note 8).

8. EXPLORATION AND EVALUATION ASSETS

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral claims. The Company has investigated title to all of its exploration and evaluation assets, and, to the best of its knowledge, all of its interests are in good standing.

	San Acacio	Lagartos	Lucita	Minerva	Tepal	San Marco	Total
Balance at June 30, 2024	**$ 24,211,738**	**$ 1,880,082**	**$ 4,539,142**	**$ 23,248**	**$ 7,366,002**	**$ -**	**$ 38,020,212**
Acquisition costs							
Property Acquisition costs	-	-	-	-	1,584,373	-	1,584,373
Exploration costs							
Claim Fees	99,081	24,463	82,140	-	430,935	-	636,619
Consulting Fees	1,354,819	-	137,698	-	403,149	-	1,895,666
Camp	216,544	14,100	-	-	41,378	-	272,022
Drilling	-	-	-	-	-	-	-
Equipment	40,058	-	-	-	232	-	40,290
Geology and mapping	444,394	-	-	-	51,687	-	496,081
Professional Fees	12,474	-	-	-	-	-	12,474
Travel and accommodation	284,007	-	5,105	-	21,195	-	310,307
	2,451,377	38,563	224,943	-	948,576	-	3,663,459
Balance at June 30, 2025	**26,663,115**	**1,918,645**	**4,764,085**	**23,248**	**9,898,951**	**-**	**43,268,044**
Acquisition costs							
Property Acquisition costs	3,631,046	-	-	-	1,032,584	1,499,243	6,162,873
Exploration costs							
Claim Fees	99,990	27,554	96,211	-	534,635	136,669	895,059
Consulting Fees	1,979,253	-	311,593	-	228,511	49,064	2,568,421
Camp	238,166	14,712	30,820	-	46,135	16,963	346,796
Drilling	2,004,999	-	818,202	-	-	-	2,823,201
Equipment	52,068	-	5,473	-	-	-	57,541
Geology and mapping	1,278,789	-	47,466	-	3,442	-	1,329,697
Professional Fees	180,699	-	612	-	81,415	86,303	349,029
Travel and accommodation	253,401	-	65,645	-	54,425	25,033	398,504
	6,087,365	42,266	1,376,022	-	948,563	314,032	8,768,248
Balance at June 30, 2026	**36,381,526**	**1,960,911**	**6,140,107**	**23,248**	**11,880,098**	**1,813,275**	**58,199,165**

San Acacio Project

The Company entered into an option agreement on October 24, 2011, as subsequently amended, with the Mexican property owners (the "Vendors") to acquire a 100% interest in the San Acacio property, located near Zacatecas, Mexico.

During the year ended June 30, 2024, the Company restructured the option agreement and extended its term from September 27, 2023 to September 27, 2024. Under the amended terms, the Company was required to make quarterly payments totalling US$539,722, together with a final option payment of US$2,300,000 due September 27, 2024.

During the year ended June 30, 2025, the Company and the Vendors further amended the option agreement and extended the due date of the final US$2,300,000 option payment from September 27, 2024 to June 30, 2026.

During the year ended June 30, 2026, the Company, through its wholly owned subsidiary Minera Santa Remy S.A. de C.V., completed the final option payment of US$2,300,000, plus applicable taxes, thereby satisfying its acquisition obligations and securing a 100% interest in the San Acacio mining concessions. The Vendors retain a 2.5% net smelter return royalty, which may be purchased by the Company for US$2,500,000. The Company also acquired two surface land parcels within the concession area for US$455,000 from the Vendors.

8. EXPLORATION AND EVALUATION ASSETS *(Cont'd)*

Below is the schedule of payments as at June 30, 2026:

	Letter Of Intent Payment	Option Payment	Lease Payment	Interest Payment	Total	
By September 27, 2012	USD 25,000	USD -	USD -	USD -	USD 25,000	(paid)
By September 27, 2013	-	250,000			250,000	(paid)
By September 27, 2014	-	-	150,000		150,000	(paid)
By September 27, 2015	-	-	225,000		225,000	(paid)
By September 27, 2016	-	100,000	150,000		250,000	(paid)
By September 27, 2017	-	200,000	150,000		350,000	(paid)
By September 27, 2018	-	600,000	150,000		750,000	(paid)
By September 27, 2019	-	600,000	200,000	107,600	907,600	(paid)
By September 27, 2020	-	500,000	100,000	-	600,000	(paid)
By September 27, 2021	-	400,000	283,334	86,063	769,397	(paid)
By September 27, 2022	-	400,000	283,333	76,063	759,396	(paid)
By September 27, 2023	-	400,000	283,333	66,063	749,396	(paid)
By December 27, 2023	-	-	137,500	185,661	323,161	(paid)
By March 27, 2024	-	-	68,750	39,530	108,280	(paid)
By June 27, 2024	-	-	68,750	39,530	108,280	(paid)
On June 30, 2026	-	2,300,000	-		2,300,000	(paid)
Total	USD 25,000	USD 5,750,000	USD 2,250,000	USD 600,510	USD 8,625,510	

Following the first anniversary of the purchase of the San Acacio Project (after June 30, 2027), the Company must make minimum annual royalty payments of US$125,000. The minimum royalty commitment terminates in the event that the production royalty paid is equal to or higher than the equivalent to the minimum that would have been due during six consecutive months.

Lagartos Project

In June 2018, the Company completed its acquisition of a group of assets from MAG Silver Corp ("MAG") by issuing 5,000,000 common shares (valued at $1,600,000) of the Company. The Company received a 100% interest in MAG's Lagartos project along with a regional exploration database and cash of $10,000.

8. EXPLORATION AND EVALUATION ASSETS *(Cont'd)*

Lucita Project

In November 2020, the Company entered into a definitive option agreement with Pan American Silver Corp. ("Pan American") to acquire a 100% interest in Pan American's Lucita property consisting of 28 mining concessions, located adjacent to the Company's San Acacio project. The property is subject to a 2% NSR payable to the vendors on production from the property. The payment terms are as follows:

		Payment	
November 30, 2020	USD	100,000	(paid)
November 30, 2021		100,000	(paid)
November 30, 2022		500,000	(paid)
November 30, 2023		800,000	(paid)
Total	USD	1,500,000	

During the year ended June 30, 2024, the Company acquired 100% ownership of the Lucita Property from Pan American, while Pan American retains a 2% NSR.

Minerva property

During the year ended June 30, 2012, the Company applied for a mining claim located in Coahuila State, Mexico, known as the Minerva property. As of June 30, 2026, the application was still pending approval by the Mexican mining authorities.

Surface rights agreements

In August 2014, the Company obtained authorization to temporarily occupy and explore certain land holdings on the San Acacio property. In order to keep the agreement in good standing, the Company is required to make semi-annual payments during the exploration phase and the development phase. The agreement will be valid for twenty years with the option to extend in the future. During the year ended June 30, 2022, the Company entered into a land purchase agreement to purchase the certain land holdings on the San Acacio property. The Company acquired the land for $385,057 (6,183,000 Mexican peso).

On February 27, 2015, the Company entered into a Surface Rights Agreement with the Ejido called "Sauceda de la Borda", Municipality of Vetagrande, State of Zacatecas, for the right to occupy and perform exploration work on common use lands of such Ejido. The Company had the authorization to explore the surface of the property for a term of three years which could be extended for an additional three years at the Company's choice, by making annual advance payments and by paying a one-time fee on the execution of the agreement.

On February 26, 2018, the Company exercised its right to extend the term of the agreement above mentioned for an additional three years by making a one-time payment and was required to make semi-annual payments. All required payments have been made.

8. EXPLORATION AND EVALUATION ASSETS *(Cont'd)*

On March 30, 2021, the Company entered into an Agreement to extend the Surface Rights Agreement with the Ejido called "Sauceda de la Borda", Municipality of Vetagrande, State of Zacatecas, where it was agreed that the Company could continue with its exploration works exclusively in the Ejido's lands for three additional years, being the Surface Rights Agreement valid until March 12, 2024. During the year ended June 30, 2025, the Company extended the Surface Rights Agreement for a term of three additional years.

On August 13, 2021, the Company entered into a Temporary Occupancy and Right of Way Agreement in common use lands for exploration with the Rural Fractioning (Fraccionamiento) "Fraccionamiento Sauceda de la Borda", Municipality of Vetagrande, State of Zacatecas, in which the Company is authorized to temporarily use a certain part of its land, exclusively for mining exploration works. This agreement is valid until August 13, 2026. Subsequent to the year ended June 30, 2026, the Company entered a temporary occupancy and right of way agreement in common use lands for exploration with the Rural Fractioning (Fraccionamiento) "Fraccionamiento Sauceda de la Borda", Municipality of Vetagrande, State of Zacatecas, in which the Company is authorized to temporarily use a certain part of its land, exclusively for mining exploration works. This agreement is valid until September 10, 2036.

On March 31, 2023, the Company entered into a Surface Rights Agreement with the Ejido called "Panuco", Municipality of Panuco, State of Zacatecas, for the right to occupy and perform exploration work on common use lands of such Ejido. The Company had the authorization to explore the surface of the property for a term of five years which could be extended for an additional five years at the Company's choice, by making annual advance payments and by paying a one-time fee on the execution of the agreement.

Tepal Project

As a result of the acquisition of Valoro Resources Inc. ("Valoro") in fiscal 2019, the Company acquired a 100% right, title and interest in mining claims located in the state of Michoacán, Mexico (the "Tepal Project").

In 2009, Valoro and Arian Silver Corp. ("Arian") entered into an agreement whereby Valoro was granted the exclusive rights to purchase Arian's 100% interest in the Tepal Gold-Copper Project. Under the terms of the agreement, Valoro completed the purchase of 100% of the property, by delivering to Arian US$3.0 million in staged payments. Valoro also assumed the balance of Arian's obligations under the terms of an underlying property option agreement with Minera Tepal SA de CV ("Minera Tepal") subject to a 2.5% Net Smelter Return royalty ("NSR") and has completed staged payments to the underlying property vendor of US$3,200,000.

During the year ended June 30, 2021, the Company entered into an option agreement to repurchase the existing 2.5% NSR on the Tepal Project from Minera Tepal, S.A. de C.V ("Minera Tepal") over four years for total consideration of US$4.85 million. During the year ended June 30, 2023, the Company renegotiated and extended the terms of its Tepal NSR repurchase option agreement by a year and a half from December 16, 2024, to June 30, 2026, and an additional option payment of US$100,000 was paid on January 15, 2023, bringing the total consideration over the term of the agreement to US$4.95 million.

During the year ended June 30, 2025, the Company and Minera Tepal amended the option agreement to acquire the NSR associated with its Tepal Project. The remaining balance of the NSR option agreement, totaling US$2,850,000, is payable in monthly installments of US$75,000 from July 1, 2025 to February 1, 2026, and US$150,000 from June 1, 2026 to August 1, 2027.

8. EXPLORATION AND EVALUATION ASSETS *(Cont'd)*

As a result of the amending agreement, the payment terms are as follows:

		Option Payment	
January 10, 2021	USD	150,000	(paid)
June 16, 2021		150,000	(paid)
December 16, 2021		300,000	(paid)
June 16, 2022		300,000	(paid)
January 15, 2023		100,000	(paid)
June 30, 2024		550,000	(paid)
March 31, 2025		550,000	(paid)
July 1, 2025 - February 1, 2026		600,000	(paid)
June 1, 2026		150,000	(paid)
July 1, 2026 - August 1, 2027		2,100,000	
Total	USD	4,950,000	

During the year ended June 30, 2021, the Company entered into an option agreement with Minera Tepal to acquire certain claims surrounding the Tepal Project. The Company will pay the annual concession fees on these claims until a production decision has been made, upon which time the Company will pay the vendor US$2 million for 100% ownership of the mining concessions. The Company has not made any payments to the vendor under this option agreement to date. During the year ended June 30, 2024, the Company decided not to pursue such claims, and the agreement lapsed.

During the year ended June 30, 2025, the Company entered into a six-year agreement that grants the Company the rights to conduct surface exploration, drilling, and engineering studies in support of its Tepal Project. The agreement also enables the Company to collect essential data required for the submission of permit applications to advance the development of the project. As consideration for these rights, the Company will make annual cash payments of US$200,000, indexed to the annual rate of inflation in Mexico, and issue common shares with a total annual value of US$40,000/year to the surface rights holder. Over the six-year term, the total number of shares issued shall not exceed 1,400,000. During the year ended June 30, 2026, the Company paid US$200,000, and from inception of this agreement to June 30, 2026, the Company has paid a total of US$400,000. During the year ended June 30, 2026, the Company issued 481,452 shares with a fair value of $100,320, from inception of this agreement to June 30, 2026, the Company has issued an aggregate of 481,452 shares to the surface rights holder (Note 10).

During the year ended June 30, 2025, the Company entered into an agreement of assignment of rights with Minera Tepal to acquire six claims surrounding the Tepal Project. The Company paid US$20,000 and acquired the claims.

8. EXPLORATION AND EVALUATION ASSETS *(Cont'd)*

San Marco Project

Effective July 15, 2025, the Company and Green Earth Metals Inc. ("GEMS") entered into a definitive agreement pursuant to which the Company acquired all of the issued and outstanding common shares of GEMS.

As consideration, the Company issued 4,954,613 common shares at a price of $0.255 per share, with a fair value of $1,263,426 (Note 10). The Company also incurred transaction costs of $102,012. On closing of the transaction, GEMS' assets consisted primarily of E&E asset associated with the San Marco project. As GEMS did not have processes capable of generating output, GEMS did not meet the definition of a business in accordance with IFRS 3 – Business Combinations, and as a result, the acquisition was accounted for as an asset acquisition. The value of the consideration paid after allocation to the other net assets acquired, was allocated to the San Marco Project.

Prior to completion of the acquisition, the Company advanced $150,000 to GEMS under an unsecured convertible debenture bearing interest at 8% per annum. Upon completion of the acquisition, the convertible debenture receivable was settled as part of the acquisition consideration.

The assets and liabilities of GEMS assumed on acquisition were as follows:

Cash	$	3,080
Prepaid expenses		3,906
GST receivable		39,799
Property, plant & equipment		685
Exploration and evaluation assets		1,499,243
Convertible debenture payable		(150,000)
Accounts payable		(31,275)
	$	1,365,438

Total consideration for the acquisition was as follows:

Value of shares issued	$	1,263,426
Transaction costs		102,012
	$	1,365,438

As a result of the acquisition of GEMS, the Company acquired a 100% interest in three copper-gold-silver projects in Sonora, Mexico: Victoria, Espiritu and Los Ocotes (together, the "San Marco Project").

On December 15, 2025, the Company entered into a five-year surface access agreement covering the Victoria target, which grants the Company the right to conduct surface exploration, drilling and engineering studies.

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Accounts payables and accrued liabilities for the Company are comprised as follows:

		June 30, 2026		June 30, 2025
Accounts payables	$	1,442,141	$	789,076
Accrued liabilities		60,000		58,914
	$	1,502,141	$	847,990

All accounts payables and accrued liabilities for the Company fall due within the next 12 months.

10. SHARE CAPITAL

Authorized

Unlimited number of common shares without par value. All issued shares are fully paid.

During the year ended June 30, 2026, the Company:

i) Issued 390,833 common shares on the exercise of stock options for gross proceeds of $62,912.
ii) Issued 33,845 common shares to settle debt of $8,021.
iii) Issued 481,452 common shares with a fair value of $100,320 to Minera Tepal for exploration rights (Note 8).
iv) Issued 4,954,613 common shares with a fair value of $1,263,426 on the acquisition of GEMS (Note 8).
v) Issued 11,681,913 common shares on the exercise of warrants for gross proceeds of $2,493,337.
vi) Issued 55,000 common shares on the settlement of performance share units.
vii) Issued 464,834 common shares on the settlement of restricted share units.
viii) Cancelled and returned to treasury 20,000 common shares previously issued on the settlement of performance share units.
ix) Cancelled and returned to treasury 20,833 common shares previously issued on the settlement of restricted share units.

During the year ended June 30, 2025, the Company:

i) Completed a brokered private placement (the "Brokered Offering") of 60,000,000 units at $0.25 per unit for gross proceeds of $15,000,000. Each unit consists of one common share and one-half of one common share purchase warrant, with each whole warrant exercisable at $0.35 per share for two years from issuance. Under the residual value method, $900,000 was allocated to the warrants. The Company paid cash commissions of $806,470 and issued 3,299,800 broker warrants exercisable at $0.25 per share for two years, valued at $391,990 and recorded as share issuance costs.
ii) Completed, concurrently with the Brokered Offering, a non-brokered private placement of 6,000,000 units at $0.25 per unit for gross proceeds of $1,500,000, with the same unit terms as (i). Under the residual value method, $90,000 was allocated to the warrants. The Company paid cash finder's fees of $90,000 and issued 360,000 finder warrants exercisable at $0.25 per share for two years, valued at $42,765 and recorded as share issuance costs.
iii) Completed a non-brokered private placement of 16,339,000 units at $0.20 per unit for gross proceeds of $3,267,800, with the same unit terms as (i). No value was allocated to the warrants. The Company paid cash finder's fees of $162,602 and issued 831,840 finder warrants exercisable at $0.20 per share for two years, valued at $101,724 and recorded as share issuance costs.
iv) Completed a non-brokered private placement of 16,113,075 units at $0.20 per unit for gross proceeds of $3,222,615, with the same unit terms as (i). No value was allocated to the warrants. The Company paid cash finder's fees of $131,114 and issued 748,453 finder warrants exercisable at $0.20 per share for two years, valued at $100,820 and recorded as share issuance costs.
v) Issued 3,315,970 common shares on the exercise of warrants for gross proceeds of $655,922.
vi) Issued 85,823 common shares to settle debt of $15,960.
vii) Issued 45,000 common shares on the settlement of performance share units.
viii) Issued 450,417 common shares on the settlement of restricted share units.

10. SHARE CAPITAL *(Cont'd)*

Omnibus Equity Incentive Plan

On December 8, 2021, and amended on November 3, 2022 ("Effective date"), the Company adopted an Omnibus Equity Incentive Plan ("Omnibus Plan") to amend and restate the Company's stock option plan ("Predecessor Plan"). Under the terms of the plan the Company may grant share-based compensation to employees, consultants, persons performing investor relations activities and directors.

The maximum aggregate number of Shares issuable under this plan in respect of stock options shall not exceed ten (10%) percent of the Company's issued and outstanding Shares at any point in time. The number of common shares reserved for issuance to consultant or persons performing Investor Relations activities will not exceed two (2%) of the issued and outstanding common shares in any twelve (12) month period. All outstanding stock options granted under the predecessor plan shall continue to be outstanding as stock options granted under and subject to the terms of this Omnibus Plan.

The maximum aggregate number of shares issuable under this plan in respect of deferred share units (DSUs), restricted share units (RSUs) and performance share units (PSUs) shall not exceed 22,775,243 at any point in time, representing 10% of the issued and outstanding shares of the Company at the effective date. The total number of DSUs, RSUs, and PSUs issuable to any participant under this plan shall not exceed one (1%) percent of the issued and outstanding Shares at the time of the award.

The maximum term of an option, DSU, RSU or PSU is 10 years after the date of grant. Vesting terms are under the discretion of the Board of Directors at each grant.

Stock options

A summary of the Company's outstanding share purchase options at June 30, 2026, and the changes during the year are presented below:

	Number of Options	Weighted Average Exercise Price
Balance, June 30, 2024	13,872,150	$ 0.38
Granted	2,888,500	0.22
Forfeited	(33,750)	0.57
Balance, June 30, 2025	16,726,900	0.34
Granted	2,720,000	0.35
Exercised	(390,833)	0.16
Cancelled / expired / forfeited	(1,868,400)	0.63
Balance, June 30, 2026	17,187,667	$ 0.32

10. SHARE CAPITAL *(Cont'd)*

Stock options *(Cont'd)*

The following weighted average assumptions were used for the Black-Scholes valuation of the stock options:

	June 30, 2026	June 30, 2025
Annualized volatility	103.00%	97.52%
Risk-free interest rate	2.88%	2.70%
Dividend rate	0%	0%
Expected life of options	5 years	4.79 years
Forfeiture rate	0%	0%
Fair value per stock option	$ 0.27	$ 0.16

The following incentive stock options were outstanding to directors, officers and employees at June 30, 2026:

Number of Options Outstanding	Expiry Date	Number of Options Exercisable	Exercise Price ($)
1,202,500	January 31, 2027	1,202,500	0.41
200,000	February 27, 2027	200,000	0.22
662,500	January 31, 2028	662,500	0.16
530,417	April 12, 2029	530,417	0.18
550,000	May 29, 2029	550,000	0.20
200,000	July 23, 2029	200,000	0.31
2,688,500	February 27, 2030	1,888,000	0.22
605,000	May 29, 2030	605,000	0.23
1,012,500	November 5, 2030	1,012,500	0.59
2,720,000	February 11, 2031	906,667	0.35
1,175,000	June 30, 2031	1,175,000	0.90
1,513,750	January 31, 2032	1,513,750	0.41
1,572,500	January 31, 2033	1,572,500	0.16
2,555,000	April 12, 2034	2,555,000	0.18
17,187,667		14,573,834	0.33

10. SHARE CAPITAL *(Cont'd)*

Deferred share units (DSUs)

A summary of the Company's outstanding DSUs at June 30, 2026, and the changes during the year are presented below:

	Number of DSUs	Weighted Average Grant Date Fair Value per DSU
Balance, June 30, 2024	715,000	$ 0.18
Granted	643,500	0.22
Balance, June 30, 2025	1,358,500	$ 0.20
Granted	289,000	0.35
Balance, June 30, 2026	1,647,500	$ 0.23

The DSUs granted during the year ended June 30, 2026 will vest on February 11, 2027. The DSUs granted during the year ended June 30, 2025 vested on February 27, 2026.

Performance share units (PSU)

A summary of the Company's outstanding PSUs as at June 30, 2026, and the changes during the year are presented below:

	Number of PSUs	Weighted Average Grant Date Fair Value per PSU
Balance, June 30, 2024	45,000	$ 0.18
Granted	55,000	0.22
Settled	(45,000)	0.18
Balance, June 30, 2025	55,000	$ 0.22
Granted	458,000	0.35
Settled	(55,000)	0.22
Balance, June 30, 2026	458,000	$ 0.35

The PSUs granted during the year ended June 30, 2026 will vest on February 11, 2027. The PSUs granted during the year ended June 30, 2025 vested on February 27, 2026.

10. SHARE CAPITAL *(Cont'd)*

Restricted share units (RSU)

A summary of the Company's outstanding RSUs as at June 30, 2026, and the changes during the year are presented below:

	Number of RSUs		Weighted Average Grant Date Fair Value per RSU
Balance, June 30, 2024	945,002	$	0.21
Granted	514,500		0.22
Settled	(450,417)		0.24
Balance, June 30, 2025	1,009,085	$	0.20
Granted	314,000		0.35
Settled	(464,834)		0.19
Cancelled	(77,500)		0.22
Balance, June 30, 2026	780,751	$	0.26

At June 30, 2026, the following RSUs were outstanding:

Number of RSUs Outstanding	Number of RSUs Available for Settlement	Expiry Date
15,000	-	April 12, 2029
287,167	-	February 27, 2030
164,584	-	April 12, 2034
314,000	-	February 11, 2036
780,751	-	

Share-based compensation

The Company recognizes compensation for all omnibus awards granted using the fair value-based method of accounting. During the year ended June 30, 2026, the Company recognized $934,986 (June 30, 2025 - $723,231) in share-based compensation expense for omnibus awards.

10. SHARE CAPITAL *(Cont'd)*

Warrants

A summary of the Company's outstanding warrants at June 30, 2026, and the changes during the year are presented below:

	Number of Warrants	Weighted Average Exercise Price
Balance, June 30, 2024	13,513,680	$ 0.20
Granted	54,466,130	0.35
Exercised	(3,315,970)	0.20
Expired	-	-
Balance, June 30, 2025	64,663,840	0.32
Exercised	(11,681,913)	0.21
Expired	(408,887)	0.20
Balance, June 30, 2026	52,573,040	$ 0.34

At June 30, 2026, the following warrants and finder warrants were outstanding:

Number of Warrants	Exercise Price ($)	Expiry Date
6,434,750	0.35	July 12, 2026
181,500	0.20	July 12, 2026
1,471,787	0.35	July 26, 2026
301,783	0.20	July 26, 2026
1,830,500	0.35	January 16, 2027
30,000	0.20	January 16, 2027
3,901,500	0.35	February 7, 2027
55,920	0.20	February 7, 2027
310,500	0.20	February 11, 2027
2,437,500	0.35	February 11, 2027
3,659,800	0.25	June 20, 2027
31,957,500	0.35	June 20, 2027
52,573,040	0.34	

During the year ended June 30, 2026, the Company did not have any recognized compensation for finder warrants granted using the Black-Scholes option pricing model and included in the share issuance costs (June 30, 2025 - $637,299).

The following weighted average assumptions were used for the Black-Scholes valuation of the finder warrants:

	June 30, 2026	June 30, 2025
Annualized volatility	-	93.47%
Risk-free interest rate	-	2.77%
Dividend rate	-	0%
Expected life of warrants	-	2 years
Forfeiture rate	-	0%
Fair value per warrant	$ -	$ 0.120

11. RELATED PARTY TRANSACTIONS

Related party personnel are those who have the authority and responsibility for planning, directing, and controlling activities of the Company directly or indirectly. Related parties include the board of directors, officers, close family members and entities that are controlled by these individuals.

At June 30, 2026, accounts payable and accrued liabilities included $370,141 (June 30, 2025 - $268,880) payable to directors, officers and companies controlled or related to directors and/or officers. Amounts payable to related parties have no specific terms of repayment, are unsecured and do not bear interest.

During the year ended June 30, 2026 and 2025, related party transactions include the following payments:

	2026	2025
Management and consulting fees [1]	$ 1,217,478	$ 1,271,536
Share-based compensation [2]	839,561	589,090
	$ 2,057,039	$ 1,860,626

(1) Included in management and consulting fees was $802,277 (2025 - $843,500) capitalized as exploration and evaluation assets.
(2) Share-based compensation expense is the fair value of options, RSUs, DSUs, and PSUs granted which have been calculated as disclosed in Note 10.

During year ended June 30, 2026, the Company issued 33,845 (2025 - 85,823) shares of the Company to settle debt of $8,021 (2025 - $15,960) to a company controlled by an officer of the Company (Note 10).

12. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS

Significant non-cash transactions for the year ended June 30, 2026, included:

a) A balance of $624,005 included in exploration and evaluation assets relating to accounts payable and accrued liabilities.
b) The Company issued 4,954,613 common shares with a fair value of $1,263,426 in connection with the acquisition of Green Earth Metals Inc.
c) The Company issued 481,452 common shares with a fair value of $100,320 in consideration for exploration rights relating to the Minera Tepal property.
d) The Company issued 33,845 common shares with a fair value of $8,021 to settle debt.
e) Depreciation of $40,082 was capitalized to exploration and evaluation assets.
f) Pursuant to the settlement of other compensatory awards, the Company transferred $116,374 from share-based payment reserve to share capital.
g) Pursuant to the exercise of stock options, the Company transferred $47,473 from share-based payment reserve to share capital.
h) Pursuant to the exercise of warrants, the Company transferred $149,189 from share-based payment reserve to share capital.
i) The Company reclassified VAT receivable of $1,504,347 to exploration and evaluation assets.

Significant non-cash transactions for the year ended June 30, 2025, included:

a) A balance of $281,267 included in exploration and evaluation assets relating to accounts payable and accrued liabilities.
b) Issuance of 85,823 common shares to settle debt of $15,960.
c) Depreciation of $31,323 was capitalized to exploration and evaluation assets.
d) Pursuant to the settlement of other compensatory awards, the Company transferred $99,083 to share capital from share-based payment reserve.

13. INCOME TAXES

A reconciliation of income taxes at statutory rates with the reported taxes is as follows:

	2026	2025
Loss before income taxes for the year	$ (2,954,645)	$ (2,924,488)
Expected income tax (recovery)	$ (798,000)	$ (790,000)
Change in statutory, foreign tax, foreign exchange rates and other	(1,301,000)	1,171,000
Permanent differences	2,404,000	(1,357,000)
Share issue cost	-	(394,000)
Adjustment of prior year tax attributes	740,000	125,000
Change in unrecognized deductible temporary differences and other	(1,045,000)	1,245,000
Total income tax expense (recovery)	**$ -**	**$ -**

In 2013, the Mexican government enacted tax reform to introduce a mining royalty effective January 1, 2014. This royalty is deductible for tax purposes and is calculated as 7.5% of a royalty base which is computed as taxable revenues for income tax purposes (except interest and inflationary adjustment), less allowable deductions for income tax purposes (except interest, inflationary adjustment, depreciation and mining fees), less prospecting and exploration expenses of the year.

The Company has taken the position that the 7.5% mining royalty is an income tax in accordance with IAS-12 for financial reporting purposes, as it is based on a measure of revenue less certain specified costs. On substantial enactment, a taxable temporary difference arises, as exploration and evaluation assets have a book basis but no tax basis for purposes of the royalty. The Company recognized a deferred tax liability of $36,000 in respect of this royalty. The significant components of the Company's deferred tax assets and liabilities are as follows:

	2026	2025
Deferred Tax Assets (Liabilities)		
Exploration and evaluation assets	$ (4,842,000)	$ (4,141,000)
Non-capital losses	4,806,000	4,105,000
Net deferred tax liability	**$ (36,000)**	**$ (36,000)**

The significant components of the Company's temporary differences, unused tax credits and unused tax losses that have not been included on the consolidated statement of financial position are as follows:

	2026	Expiry Date Range	2025	Expiry Date Range
Temporary Differences				
Property and equipment	$ 853,000	No expiry	$ 840,000	No expiry
Share issue costs and other	923,000	2047 to 2050	1,229,000	2046 to 2049
Other assets	25,000	No expiry	24,000	No expiry
Non-capital losses available for future periods				
Canada	$ 18,350,000	2027 to 2046	$ 17,088,000	2026 to 2045
Mexico	4,308,000	2027 to 2036	2,734,000	2026 to 2035

Tax attributes are subject to review, and potential adjustment, by tax authorities.

14. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, being the acquisition and exploration of exploration and evaluation assets in Mexico. All of the long-lived assets at June 30, 2026 and 2025 were for exploration and evaluation assets in Mexico.

15. FINANCIAL AND CAPITAL RISK MANAGEMENT

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;
Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
Level 3 - Inputs that are not based on observable market data.

The fair value of the Company's cash, receivables, accounts payable and accrued liabilities, approximates carrying value, due to their short-term nature. Fair value of other assets approximates the carrying value as they are recorded at market interest rate. The Company is exposed to varying degrees to a variety of financial instrument related risks:

Credit risk

Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations.

The Company's cash is held at large Canadian financial institutions in interest bearing accounts. The Company has no investment in asset backed commercial paper.

The Company's receivables consist mainly of GST/VAT due from the governments of Canada and Mexico. As such, the Company does not believe it is subject to significant credit risk.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. At June 30, 2026, the Company had cash and cash equivalents of $2,179,191 (June 30, 2025 - $14,750,256) and a working capital of $970,073 (June 30, 2025 - $14,168,823). The Company is considered to be in the exploration and evaluation stage. Thus, it is dependent on obtaining regular financings in order to continue its exploration and evaluation programs. Despite previous success in acquiring these financings, there is no guarantee of obtaining future financings. The Company's cash is invested in business accounts with quality financial institutions, is available on demand for the Company's programs, and is not invested in any asset backed commercial paper.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

15. FINANCIAL AND CAPITAL RISK MANAGEMENT *(Cont'd)*

Interest rate risk

The Company has cash balances and has no debt instruments that bear variable interest rates. The interest earned on the cash approximates fair value rates, and the Company is not at a significant risk to fluctuating interest rates. The Company's current policy is to invest excess cash in investment-grade short-term deposit certificates issued by its financial institutions. The Company periodically monitors the investments it makes and is satisfied with the credit ratings of its banks.

Foreign currency risk

The Company's operations are in Canada, the United States and Mexico. The international nature of the Company's operations results in foreign exchange risk as transactions are denominated in foreign currency.

The operating results and the financial position of the Company are reported in Canadian dollars. The fluctuations of the operating currencies in relation to the Canadian dollar will, consequently, have an impact upon the reported results of the Company and may also affect the value of the Company's assets and liabilities.

The Company has not entered into any agreements or purchased any instruments to hedge possible currency risks at this time.

Based on the Company's net exposures at June 30, 2026, and assuming that all other variables remain constant, a 10% depreciation or appreciation of the Canadian dollar against the US dollar would result in a decrease/increase of approximately $18,000 in the Company's net loss. Likewise, a 10% depreciation or appreciation of the Canadian dollar against the Mexican peso would result in a decrease/increase of approximately $307,000 in the Company's net loss.

Price risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatility. The Company closely monitors the commodity prices of precious metals, and the stock market to determine the appropriate course of action to be taken by the Company.

Based on management's knowledge and experience of the financial markets, management does not believe that the Company's current financial instruments will be affected by price risk.

Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the exploration of its exploration and evaluation assets, acquire additional exploration and evaluation assets and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk. In the management of capital, the Company includes components of shareholders' equity. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets or adjust the amount of cash.

The Company is not subject to any externally imposed capital requirements. There were no changes in the Company's approach to capital management.

16. SUBSEQUENT EVENT

Subsequent to June 30, 2026, the following events occurred:

i. 8,389,820 warrants and finder warrants with exercise prices of $0.20 and $0.35 expired unexercised.