THE CANADIAN CHROME COMPANY INC. (FORMERLY KWG RESOURCES INC.)

CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

UNAUDITED

THREE-MONTH PERIODS ENDED MARCH 31, 2026 AND 2025

NOTICE TO READERS OF THE UNAUDITED CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS:

The accompanying unaudited condensed interim consolidated financial statements of KWG Resources Inc. have been prepared by and are the responsibility of the Company's management.

In accordance with National Instrument 51-102, Continuous Disclosure Obligations of the Canadian Securities Administrators, the Company herewith discloses that its independent auditor has not performed a review of these unaudited condensed interim consolidated financial statements.

DOUGLAS FLETT, Director

THOMAS E. MASTERS, Chief Financial Officer

Toronto, Ontario
May 28, 2026

THE CANADIAN CHROME COMPANY INC.
Condensed Interim Consolidated Balance Sheets
(Unaudited)

(in Canadian dollars)	Notes	As at March 31, 2026	As at December 31, 2025
ASSETS			
Current assets			
Cash	4	512,645	674,027
Receivables	5	128,835	31,214
Prepaid expenses		47,148	64,946
Total current assets		**688,628**	**770,187**
Non-current assets			
Cash surrender value of life insurance	6	83,357	71,596
Property and equipment	7	6,829	9,368
Total non-current assets		**90,186**	**80,964**
Total assets		**778,814**	**851,151**
LIABILITIES AND EQUITY			
Current liabilities			
Trade and other payables and provisions	10,18	5,462,201	5,818,387
Convertible debentures payable	11	2,390,277	2,310,548
Secured convertible promissory note payable	12	-	31,818,083
Loans payable	13	120,000	120,000
Total current liabilities		**7,972,478**	**40,067,018**
Long-term liabilities			
Secured convertible promissory note payable	12	32,220,371	-
Total long-term liabilities		**32,220,371**	**-**
Total liabilities		**40,192,849**	**40,067,018**
Shareholders’ deficiency			
Share capital	14	63,187,767	61,636,004
Debenture equity	11	5,783,110	5,783,110
Warrants	15	7,755,726	8,605,762
Contributed surplus		33,489,915	28,741,903
Accumulated other comprehensive (loss)		(72,118)	(72,118)
(Deficit)		(149,558,435)	(143,910,528)
Total shareholders’ deficiency		**(39,414,035)**	**(39,215,867)**
Total liabilities and shareholders’ deficiency		**778,814**	**851,151**

Nature of operations and going concern (Note 1)
Commitments and contingencies (Notes 8, 11, 12, 13 and 19)
Subsequent events (Note 24)

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

Approved by the Board of Directors

Douglas Flett
Director

Frank Smeenk
Director

THE CANADIAN CHROME COMPANY INC.
Condensed Interim Consolidated Statements of Operations and Comprehensive Loss (Unaudited)

(in Canadian dollars)	Notes	Three-month periods ended March 31 2026	2025
General and administrative	17	(861,285)	(406,469)
Amortization of property and equipment	7	(2,539)	(7,224)
Accretion expense	11,12,13	(442,709)	(956,512)
Interest expense	11,12,13	(551,206)	(632,183)
Stock-based compensation	16	(3,732,458)	-
Exploration and evaluation expenditures	8	(57,750)	(56,250)
Write down of intangible assets	9	(815)	(802)
Gain (loss) on foreign exchange		(126)	(56)
Loss before the undernoted		**(5,648,888)**	**(2,059,496)**
Other income (expenses)			
Other income		781	781
Write up/(down) of receivables	5	200	-
		981	**781**
Net loss and comprehensive loss for the period		**(5,647,907)**	**(2,058,715)**
Loss per Subordinate Voting Share (*) (basic and diluted)		**(0.00)**	**(0.00)**
Weighted average number of outstanding Subordinate Voting Shares (*)		**3,225,000,809**	**2,313,840,973**

Note: (*) including the effect of converting all outstanding Multiple Voting Shares to Subordinate Voting Shares on the basis of 100:1

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

THE CANADIAN CHROME COMPANY INC.
Condensed Interim Consolidated Statements of Changes in Equity (Deficiency) (Unaudited)

(in Canadian dollars)	Notes	Share capital	Debent-ure equity	Warrants	Contributed surplus	(Deficit)	Accumu-lated other compreh-ensive (loss)	Total
Balance, December 31, 2024		**54,733,771**	**6,361,663**	**5,683,057**	**29,811,264**	**(133,072,525)**	**(72,118)**	**(36,554,888)**
Net loss for the period		-	-	-	-	(2,058,715)	-	(2,058,715)
Issue of shares and warrants under private placement	14	224,336	-	198,280	-	-	-	422,616
Issue of shares and warrants for finder's fees	14	4,580	-	4,160	-	-	-	8,740
Share and warrant issue costs	14	(4,580)	-	(4,160)	-	-	-	(8,740)
Issue of shares for interest on secured convertible promissory note	12,14	510,411	-	-	-	-	-	510,411
Issue of shares and warrants for interest on convertible debentures	11,14	42,734	-	38,003	-	-	-	80,737
Conversion of debentures	11,14	122,066	(35,949)	70,449	(55,745)	-	-	100,821
Balance, March 31, 2025		**55,633,318**	**6,325,714**	**5,989,789**	**29,755,519**	**(135,131,240)**	**(72,118)**	**(37,499,018)**
Net loss for the period		-	-	-	-	(8,779,288)	-	(8,779,288)
Issue of shares and warrants under private placement	14	1,524,788	-	1,164,533	-	-	-	2,689,321
Issue of shares and warrants for finder's fees	14	23,061	-	15,639	-	-	-	38,700
Share and warrant issue costs	14	(23,061)	-	(15,639)	-	-	-	(38,700)
Issue of shares for interest on secured convertible promissory note	12,14	1,559,588	-	-	-	-	-	1,559,588
Conversion of debentures	11,14	1,836,098	(542,604)	1,364,258	(1,478,109)	-	-	1,179,643
Issue of shares and warrants for interest on convertible debentures	11,14	98,459	-	58,028	-	-	-	156,487
Stock-based compensation	16	-	-	-	464,493	-	-	464,493
Issue of shares and warrants for deferred compensation plan	14,16	246,953	-	203,154	-	-	-	450,107
Exercise of warrants	15	736,800	-	(174,000)	-	-	-	562,800
Balance, December 31, 2025		**61,636,004**	**5,783,110**	**8,605,762**	**28,741,903**	**(143,910,528)**	**(72,118)**	**(39,215,867)**
Net loss for the period		-	-	-	-	(5,647,907)	-	(5,647,907)
Issue of shares and warrants under private placement	14	646,969	-	399,947	-	-	-	1,046,916
Exercise of stock options	14,16	239,933	-	-	(79,978)	-	-	159,954
Issue of shares for interest on secured convertible promissory note	12,14	510,410	-	-	-	-	-	510,411
Stock-based compensation	16	-	-	-	3,451,045	-	-	3,451,045
Issue of shares and warrants for deferred compensation plan	14,16	154,451	-	126,962	-	-	-	281,413
Expiration of warrants	15	-	-	(1,376,945)	1,376,945	-	-	-
Balance, March 31, 2026		**63,187,767**	**5,783,110**	**7,755,726**	**33,489,915**	**(149,558,435)**	**(72,118)**	**(39,414,035)**

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

THE CANADIAN CHROME COMPANY INC.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited)

		Three-month periods ended March 31	
(in Canadian dollars)	**Notes**	**2026**	**2025**
		$	**$**
Cash flows from operating activities			
Net (loss) for the period		(5,647,907)	(1,611,100)
Adjustments for			
Amortization of property and equipment	7	2,539	7,224
Accretion expense	11,12,13	442,709	664,012
Stock compensation costs	16	3,732,458	-
Interest accrued on debenture	11	39,308	31,365
Interest paid by the issuance of shares and warrants	11,12,14	510,410	516,082
Consulting fees paid by the issuance of shares and warrants	14	260,017	-
Write down of (recovery of written down) of receivables	5	(200)	5,200
Net change in non-cash working capital balances		224,345	259,160
Net cash used by operating activities		**(436,321)**	**(128,057)**
Cash flows from financing activities			
Proceeds from private placement	14	205,250	-
Proceeds from exercise of stock options	14,16	81,450	
Net cash provided by financing activities		**286,700**	**-**
Cash flows from investing activities			
Increase in cash surrender value of life insurance	6	(11,761)	(13,659)
Purchase of property and equipment	7	-	(25,741)
Net cash used by investing activities		**(11,761)**	**(39,400)**
Net change in cash and cash equivalents during the period		**(161,382)**	**(167,457)**
Cash and cash equivalents – beginning of the period		674,027	310,473
Cash and cash equivalents – end of the period	4	**512,645**	**143,016**
Change in non-cash working capital balances comprises:			
Receivables		(190,926)	54,101
Prepaid expenses		17,798	7,722
Trade and other payables		397,473	197,337
Net change in non-cash working capital balances		**224,345**	**259,160**
Additional information - non-cash transactions			
Expired warrants included in contributed surplus	15	1,376,945	48,999
Issuance of shares and warrants for settlement of accounts payable	14	660,154	-

The accompanying notes form an integral part of these condensed interim consolidated financial statements.

1 NATURE OF OPERATIONS AND GOING CONCERN

On August 2, 2025, the company filed Articles of Amendment to change its name from KWG Resources Inc. to The Canadian Chrome Company Inc. ("TCCC", "KWG" or the "Company"). The Company is an incorporated entity domiciled in Canada with a registered office located at 141 Adelaide St. West, Suite 240, Toronto, Ontario, M5H 3L5. The Company is involved in the acquisition, consolidation, exploration and evaluation of large-scale deposits of chromite and other base metals and minerals and in the development of such large-scale deposits including, where applicable, support for transportation links to access the remote areas where these are located. It has interests in properties located in Canada. It also has interests in certain technology relating to the production of chromium iron alloys. It was incorporated under the laws of Quebec on August 21, 1937, and continued under the *Canada Business Corporations Act* effective June 15, 2016.

The Company's shares are listed for trading on the Canadian Securities Exchange ("CSE") under the symbols "CACR" (formerly "KWG") for the Subordinate Voting Shares and "CACR.A" (formerly "KWG.A") for the Multiple Voting Shares.

The Company is in the process of exploring its exploration and evaluation projects and has not yet determined whether its exploration and evaluation projects contain mineral deposits that are economically recoverable. The Company is also in the process of pursuing patents on its chromium alloy technology in several countries and preparing for the commercialization of that technology. The Company will periodically have to raise additional funds to continue its exploration and other activities and, while it has been successful in doing so in the past, there can be no assurance it will be able to do so in the future. Unless the holders of convertible debentures and a secured convertible promissory note issued by the Company exercise their conversion rights to convert such liabilities into equity, the Company will also have to raise additional funds to repay its debenture and promissory note obligations when they come due and, while convertible debentures have been converted into equity in the past, there can be no assurance that the holders of those compound financial instruments will convert into equity or that the Company will be able to raise sufficient additional funds in a timely way at the applicable times to meet its payment obligations.

Until it is determined that properties contain mineral reserves or resources that can be economically mined, they are classified as exploration and evaluation properties. The recoverability of the amounts expended on the Company's exploration and evaluation projects is dependent upon: the discovery of economically recoverable reserves and resources; securing and maintaining title and beneficial interest in the properties; the ability to obtain necessary financing to cover operating expenses and to pursure exploration, development and construction of mining and processing facilities; fulfilling consultation obligations with Indigenous communities; obtaining certain government approvals; and attaining profitable production.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of exploration of such properties, these procedures do not guarantee the Company's title. The holding of mineral rights does not provide full rights to the surface of the lands over those mineral rights – such surface rights may be held or acquired by third parties. Property title may be subject to government licensing requirements or regulations, social licensing requirements, unregistered prior agreements, unregistered claims, aboriginal claims, failure to complete assessment work and file reports in respect thereof and non-compliance

with regulatory and environmental requirements. Furthermore, there is no assurance that the interest of the Company in any of its properties may not be challenged or impugned.
While the Company has been successful in moving its patent applications forward in some countries, that process is not yet complete; moreover, the Company has not yet achieved any commercial success with its technology. There is no assurance that such efforts will be successful or, if successful, will not subsequently be challenged and impugned.

The Company has a need for equity capital and financing for working capital and exploration and evaluation of its properties and pursuit of its technology's patent applications. Because of continuing operating losses, a working capital deficit and certain liabilities being past due, the Company's continuance as a going concern is dependent upon its ability to obtain adequate financing and to reach profitable levels of operation, as well as accommodations from some creditors. These conditions indicate the existence of material uncertainties that cast significant doubt about the Company's ability to continue as a going concern. It is not possible to predict whether financing efforts will be successful or if the Company will attain profitable levels of operations.

These consolidated financial statements have been prepared on the basis of accounting principles applicable to a going concern. Accordingly, they do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and liquidate its liabilities and commitments in other than the normal course of business and at amounts different from those in the accompanying consolidated financial statements. Such adjustments could be material.

2 BASIS OF PREPARATION

(a) Statement of Compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") *IAS 34 – Interim Financial Reporting* and should be read in conjunction with the annual financial statements for the year ended December 31, 2025 which have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). This is considered generally accepted accounting principles for Canadian public companies.

The Company's management prepare these unaudited condensed interim consolidated financial statements which are then reviewed by the Audit Committee and the Board of Directors. These unaudited condensed interim consolidated financial statements were approved by the Board of Directors for issue on May 28, 2026.

(b) Basis of Measurement

The condensed interim consolidated financial statements have been prepared under the historic cost convention, except for investments in equity securities and derivatives, including warrants, which are measured at fair value.

(c) Basis of Consolidation

These condensed interim consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries: Canada Chrome Corporation, SMD Mining Corporation, Canada Chrome Mining Corporation, Ring of Fire Transportation & Utilities Inc., Muketi Metallurgical General Partner Inc. and Muketi Metallurgical KWG-Limited Partner Inc. All of the Company's subsidiaries are incorporated in Canada.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. The financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

(d) Foreign Currency

(i) Functional and presentation currency

Items included in the financial statements of each consolidated entity in the KWG group are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the Company and all of its subsidiaries is the Canadian dollar.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at exchange rates of monetary assets and liabilities denominated in currencies other than an entity's functional currency are recognized in the consolidated statements of operations in "gain(loss) on foreign exchange".

(e) Critical Accounting Estimates and Judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

It is reasonably possible that, on the basis of existing knowledge, outcomes in the next financial year that are different from the assumptions used could require a material adjustment to the carrying amount of the asset or liability affected.

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.

Management has made a number of significant estimates and valuation assumptions based on present conditions and management's planned course of action as well as assumptions about future business and economic conditions which include, but are not limited to, the following:

Income taxes and recoverability of potential deferred tax assets

In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions 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. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

Share-based payments
Management determines costs for share-based payments using market-based valuation techniques. The fair value of the market-based and performance-based share awards are determined at the date of grant using generally accepted valuation techniques. Assumptions are made and judgment used in applying valuation techniques. These assumptions and judgments include estimating the future volatility of the stock price, expected dividend yield, future employee turnover rates and future employee stock option exercise behaviours and corporate performance. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

Income, value added, withholding and other taxes
The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company’s provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company’s income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company’s interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

Convertible debentures and promissory note
The classification of the Company’s convertible debentures and promissory note required management to analyze the terms and conditions of the debentures and the promissory note and use judgment to assess whether these debentures and promissory note are liability, equity, or a combination of the two. IAS 32 provides the criteria for management to assess these complicated financial instruments to determine their appropriate classification(s). Factors considered are, but not limited to, whether the Company has a future obligation to settle the instrument in cash or exchange other assets or liabilities, and if the settlement is already known to be equity, the amount will not vary based on the Company’s future share price.

Joint arrangements
Judgment is required to determine the type of joint arrangement that exists. This judgment involves considering its rights and obligations arising from the arrangement. An entity assesses its rights and obligations by considering the structure and legal form of the arrangement, the terms agreed by the parties in the contractual arrangement and, when relevant, other facts and circumstances.

(In Canadian dollars)

Contingencies and commitments
Refer to Note 19.

3 SUMMARY OF MATERIAL ACCOUNTING POLICIES

The accounting policies of the Company are set out in Note 3 to the 2025 audited consolidated financial statements, as updated under New Accounting Policies below. Such policies have been applied consistently to all periods presented in these financial statements.

(a) New Accounting Policies

The IASB issued a number of new and revised International Accounting Standards which are effective for the Company's financial year beginning January 1, 2026. For the purpose of preparing and presenting the financial information for the relevant periods, the Company has consistently adopted all these new standards for the relevant reporting periods.

(b) New Standards and Interpretations Not Yet Adopted

Since the issuance of the Company's 2025 audited consolidated financial statements, the IASB and International Financial Reporting Interpretations Committee ("IFRIC") have issued no additional new and revised standards and interpretations which are applicable to the Company. Refer to Note 3 of those statements.

4 CASH

	As at March 31, 2026	**As at December 31, 2025**
Bank balances	512,645	674,027
Cash	**512,645**	**674,027**

5 RECEIVABLES

	As at March 31, 2026	**As at December 31, 2025**
Sales taxes receivable	128,525	33,289
Other receivables	310	(2,075)
Receivables	128,835	31,214

6 CASH SURRENDER VALUE OF LIFE INSURANCE

The Company owns life insurance policies on the life of one of its officers with a total death benefit of $1,251,621, prior to the repayment of any outstanding loans, at March 31, 2026 (December 31, 2025 - $1,251,621). The insurer of these policies is Canada Life. As at March 31, 2026, these policies had a net cash surrender value equal to $83,357 (December 31, 2025 - $71,596) after deducting loans secured by the policies and accrued interest thereon totalling $279,427 (December 31, 2025 - $274,783).

(In Canadian dollars)

7 PROPERTY AND EQUIPMENT

	Automobiles	Computer Equipment	Totals
Balance, December 31, 2024			
Cost	81,964	4,725	86,689
Accumulated amortization	(64,804)	(2,362)	(67,166)
Net book value	**17,160**	**2,363**	**19,523**
Amortization	(8,580)	(1,575)	(10,155)
Balance, December 31, 2025			
Cost	81,964	4,725	86,689
Accumulated amortization	(73,384)	(3,937)	(77,321)
Net book value	**8,580**	**788**	**9,368**
Amortization	(2,145)	(394)	(2,539)
Balance, March 31, 2026			
Cost	81,964	4,725	86,689
Accumulated amortization	(75,529)	(4,331)	(79,860)
Net book value	**6,435**	**394**	**6,829**

8 EXPLORATION AND EVALUATION PROJECTS

Cumulative costs relating to the acquisition of and expenditures on exploration and evaluation projects have been incurred as follows:

	Cumulative costs as at December 31, 2024	Current Expend-itures	Cumulative costs as at December 31, 2025
Canada – Ontario			
Spider No. 3 / McFaulds Lake (i)(ii)	4,188,377	-	4,188,377
Big Daddy (ii)	10,234,703	-	10,234,703
Diagnos (i)	178,014	-	178,014
Railroute Corridor (iii)	23,319,573	-	23,319,573
Black Horse Project (iv)	42,786,875	291,460	43,078,335
Hornby Property (v)	100,000	-	100,000
	80,807,542	291,460	81,099,002

	Cumulative costs as at December 31, 2025	Current Expend-itures	Cumulative costs as at March 31, 2026
Canada – Ontario			
Spider No. 3 / McFaulds Lake (i)(ii)	4,188,377	-	4,188,377
Big Daddy (ii)	10,234,703	-	10,234,703
Diagnos (i)	178,014	-	178,014
Railroute Corridor (iii)	23,319,573	-	23,319,573
Black Horse Project (iv)	43,078,335	57,750	43,136,085
Hornby Property (v)	100,000	-	100,000
	81,099,002	57,750	81,156,752

(i) The Company and Cliffs Chromite Far North Inc. (“Cliffs”), formerly Spider Resources Inc., have certain properties under a joint venture agreement. On May 15, 2006, the Company and Cliffs agreed to amend and revise their joint venture agreement. The companies agreed to treat each project in their joint venture as a separate joint venture, to enable each company to either increase or decrease its interest in a project based upon their respective strategic objectives. The Company and Cliffs agreed to have their respective initial interest established at 50% in all the current projects of the joint venture.

Each party's interest is diluted by not contributing further to the other party's exploration program until its interest has reached 33 1/3%. At that level, a party's interest in a project may be maintained by contribution to subsequent programs, or suffer further dilution. When an interest has been reduced to less than 10%, it will be automatically converted to a 0.5% Net Smelter Royalty ("NSR") in base metals and a 1% NSR in precious metals and diamonds. As of March 31, 2026 and December 31, 2025, the Company held a 50% interest in these projects.

(ii) The Company owns a 30% interest in certain mining property claims contiguous to McFauld's Lake in Ontario.

(iii) During 2009, the Company commenced efforts to explore and develop a transportation link to the Company's properties in Northern Ontario in order to increase the economic viability of its properties. These operations entailed a detailed analysis of railroad route alternatives, preliminary soils analysis and claim staking along a proposed transporation corridor. Concurrent with this activity the Company was performing exploration activities on these corridor claims.

During 2021, the Company engaged consultants to prepare design engineering feasibility proposals to construct an ore haulage system and electrical power transmission lines along this route from the Nakina area to the Ring of Fire with connections to several contiguous remote communities.

On August 28, 2025, the Company's subsidiary, Canada Chrome Corporation ("CCC"), placed the corridor claims in a trust and then in September signed a trust deed with The Gitchiziibii Company Inc., a corporation owned and operated by members of local First Nations in the area, as the original trustee (the "Indigenous Trustee") for it to hold and maintain the corridor claims for transfer to an entity to be set up as an indigenous enterprise (the "Proposed Indigenous Enterprise") for the benefit of members of the Matawa First Nations as their interests may appear. Although the Company and CCC filed appeals to the Minister to obtain relief from any forfeitures, the Ministry proceeded with forfeitures of all of the corridor claims. It is uncertain whether the Company will be successful in its appeals.

(iv) On March 4, 2013, the Company signed an agreement with Bold Ventures Inc. ("Bold") to fund Bold as the operator to drill the Black Horse chromite discovery. The intent of the program is to determine whether this chromite mineralization occurs in sufficient quantity and quality to demonstrate the feasibility of mining it. Bold had entered into an option agreement (the "Fancamp Option") to acquire the Black Horse claims from Fancamp Exploration Ltd. ("Fancamp"). Under the Fancamp Option, Bold could earn up to a 100% working interest in the Black Horse property through a four-stage process. Bold could earn a 50% interest under the first stage by making option payments totalling $1,500,000 and incurring exploration expenditures of at least $8,000,000 over a 3-year period. The second stage provided for a further 10% interest that could be earned by Bold at any time by delivery of a positive feasibility study and by making a payment of $700,000 in cash and/or stock, at the option of Bold. Under the third stage, Bold could earn a further 20% interest by agreeing to pay Fancamp $15,000,000, payable in equal instalments, over three years with half of the amount payable in cash and the balance payable, at Bold's option, through the issuance of common shares of Bold, or its assignee, at the market price at the time the shares are issued. If the option under the third stage was exercised, the fourth stage would provide Bold with the option to acquire Fancamp's remaining 20% interest in exchange for a gross metal royalty. Fancamp would then be entitled to be paid 2% of the total revenue from the sale of all metals and mineral products from the property from the commencement of commercial production. Once all of the capital costs to bring the project to the production stage have been repaid entirely, the gross metal royalty could be scaled up to a maximum of 4% of the total revenue from the sale of all metals and mineral products from the property depending upon the price of product sold. The options under stages three and four must be exercised within 90 days following the date that Bold earns its 60% interest.

Under the terms of the agreement between TCCC and Bold, TCCC could acquire up to 80% of Bold's interest in the Fancamp Option, in respect of chromite only, by funding 100% of Bold's option payments and programs under the four stages listed above. For nickel and other non-chromite minerals identified during the exploration programs, the parties agreed to form a joint venture in which TCCC has a 20% working interest of Bold's interest. TCCC will have a right of first refusal to purchase all ores or concentrates produced by such joint venture whenever its joint venture interest exceeds 50%. Payments under the first stage in respect of the earn-in option total of $1,500,000 were to be made as follows: funding of $300,000 for a first program, $500,000 by February 7, 2014 and $700,000 by February 7, 2015 and in respect of the exploration expenditures totalling a minimum of $8,000,000 were to be made as follows: $3,000,000 payable upon closing, $2,000,000 by March 31, 2014 and $3,000,000 by March 31, 2015. The first option payment in the amount of $300,000 was paid in cash. The Company had the option of making future option payments by way of either cash or stock of the Company. On September 30, 2013, the Company served Bold with written notice that it intended to fund the remaining commitments under stage one, totalling $6,200,000, as required by this agreement. On February 7, 2014, the Company issued 10,000,000 common shares (now re-designated as Subordinate Voting Shares) in satisfaction of the second option payment. On March 17, 2015, the Company issued 35,000,000 common shares (now re-designated as Subordinate Voting Shares) to Fancamp in satisfaction of the third option payment. At March 31, 2015, the Company had incurred exploration expenditures of $5,882,000 towards the $8,000,000 required under the option agreement. In consideration of a cash payment of $5,000, Bold agreed to extend the deadline by which the Company must incur the remaining $2,118,000 in exploration expenditures to September 30, 2015. On October 29, 2015, an agreement was reached with Bold and Fancamp to extend the deadline for a further one year to September 30, 2016 in exchange for TCCC issuing 25,000,000 common shares (now re-designated as Subordinate Voting Shares) to Fancamp at a deemed value of $500,000, of which $300,000 would be credited as a reduction of the exploration expenditures under the agreements.

On October 24, 2016, Fancamp confirmed that TCCC and Bold had met all of the conditions of the various agreements between the parties to vest a 50% interest and establish a joint venture for the Koper Lake Project under the terms of the option agreement with Fancamp. The parties agreed that the project would be renamed the Black Horse Project. Under the agreement between Bold and TCCC, Bold is carried through the exploration stage for a 20% interest in TCCC's interest in respect of chromite.

Accordingly, of the 50% vested interest, TCCC has 40% and Bold has 10% in respect of chromite. The option rights continued.

On October 14, 2016, the Company issued to Bold a convertible debenture of $267,858 and 5,000,000 common shares (now re-designated as Subordinate Voting Shares) in settlement of operator's fees owed to Bold under the earn-in option agreement between the parties on the Black Horse Project.

On September 1, 2022, TCCC purchased all of the rights, title and interests beneficially owned by Fancamp in and adjacent to the Black Horse mineral properties, comprised of four mining claims located within the Ring of Fire in the Province of Ontario.

For Fancamp's interest in the these properties plus a $1,500,000 cash payment from Fancamp, TCCC delivered to Fancamp a Secured Convertible Promissory Note in the principal amount of $34,500,000 (Note 12); issued to Fancamp 4,044,453 consideration warrants entitling Fancamp to purchase 4,044,453 Multiple Voting Shares ("MVS") at an exercise price of $4.6916 per MVS prior to September 1, 2023, $4.4783 per MVS from September 1, 2023 until August 31, 2024 or $4.2651 per MVS thereafter until the expiry date of September 1, 2027; and granted to Fancamp a 2.0% net smelter return royalty (one-quarter of which may be purchased by TCCC at any time for $5,000,000 and the next one-quarter of which will be subject to a right of first refusal in favour of TCCC) on any direct or indirect interest in the mining claims held by TCCC on and after the closing date.

Bold waived its right of first refusal given to it pursuant to a joint venture agreement dated October 18, 2018 between Bold and Fancamp. TCCC paid $10,000 and issued 1,000,000 Subordinate Voting Shares to Bold as consideration for the waiver.

To maintain the mineral claims in good standing, the Company is required to incur certain minimum annual expenditures. The Company has incurred sufficient expenditures to keep the claims in good standing for at least the next 12 months.

(v) On August 21, 2015, the Company issued 4,000,000 common shares (now re-designated as Subordinate Voting Shares) to MacDonald Mines Exploration Ltd. ("MacDonald") to acquire the Hornby Property claims. These claims adjoin the southerly boundary of the Big Daddy property. The property is also adjacent to the Koper Lake property, which lies to the west of it. The shares were valued at the market value on that date of $0.025 per share, for a total consideration of $100,000. Under the terms of the agreement, MacDonald will retain a 2% NSR, half of which may be purchased by TCCC for $1,000,000 at any time prior to production from the property. TCCC will also have the first right to buy the balance of the NSR at any time the holder proposes to sell it.

9 INTANGIBLE ASSETS

On April 21, 2014, the Company signed an agreement to acquire 50% of the ownership rights in two United States provisional patent applications relating to the production of chromium iron alloys directly from chromite ore, and the production of low carbon chromium iron alloys directly from chromite concentrates (the "Chromium IP Transaction"). The Chromium IP Transaction includes the right to use these provisional patent applications as the basis for filing additional patent applications in the United States, Canada and elsewhere worldwide and includes a fifty-percent interest in any of the vendor's associated intellectual property (the "Chromium IP").

(In Canadian dollars)

The parties' interests in the Chromium IP is held through a limited partnership (the "LP") established by the vendor and TCCC for purposes of completing the Chromium IP Transaction and developing and exploiting the Chromium IP. The limited partners of the LP were a wholly-owned subsidiary of TCCC and a corporation beneficially owned by the vendor. The general partner of the LP, which will manage the business of the LP, is another wholly-owned subsidiary of TCCC.

The vendor assigned its 50% interest in the Chromium IP to the LP in exchange for 25,000,000 units of TCCC with each unit comprising one common share (now re-designated as a Subordinate Voting Share) and one common share purchase warrant exercisable at a price of $0.10 for five years.

On June 25, 2015, the vendor assigned its remaining 50% interest in the Chromium IP to the LP in exchange for 25,000,000 units of TCCC with each unit comprising one common share (now re-designated as a Subordinate Voting Share) and one common share purchase warrant exercisable at a price of $0.10 for five years.

All costs associated with this acquisition had been capitalized.

During 2018, patents were granted in Canada, the United States, Kazakhstan and South Africa to the Company. Patents have a life of 20 years.

Under IAS 38, the Company is required to prepare an impairment test each year to determine if the net realizable value of the intangible assets exceeds their carrying value. This test was carried out on December 31, 2019 and, as a result of this test, an impairment loss equal to the full carrying value of the intangible assets was recognized during 2019. These assets continue to have a nominal recoverable value as at March 31, 2026 and December 31, 2025.

10 TRADE AND OTHER PAYABLES AND PROVISIONS

	March 31, 2026	December 31, 2025
Trade payables	1,137,190	1,081,709
Accrued liabilities	4,325,011	4,736,678
	5,462,201	5,818,387

11 CONVERTIBLE DEBENTURES PAYABLE

(i) On October 3, 2017, the Company issued an unsecured convertible debenture for cash proceeds in the amount of $500,000 (the "2017 Debenture"). The 2017 Debenture bears interest at 12% compounded annually and was due on October 3, 2019. Interest is payable in MVS issued at their volume-weighted average trading price on the ten trading days prior to payment. The principal may be converted by the holder at any time, in whole or in part, into units at a rate of $21 per unit, with each unit being comprised of four pre-subdivision MVS and two warrants, with each such warrant enabling its holder to acquire one further pre-subdivision MVS from treasury upon payment of $7.50 at any time within two years from the date of issuance of the debenture.

The value of the liability was determined by discounting the future interest payments until October 3, 2019, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The fair value of the conversion feature was determined to be $61,111 and was recorded in

equity as "Debenture Equity". The liability was accreted to its face amount over the term of the debenture. Interest expense of $39,308 (2025 - $34,924) has been accrued for the three months ended March 31, 2026.
Immediately following the issuance of the 2017 Debenture, the Company paid a premium to the holder consisting of 14,286 units at a deemed value of $7 per unit. Each unit was comprised of twelve MVS and six share purchase warrants, with each warrant enabling its holder to acquire one further MVS from treasury upon payment of $2.50 at any time within two years from the date of issuance of the debenture.

On December 20, 2019, the holder of the 2017 Debenture agreed to extend its maturity until March 26, 2021. The maturity date has not been further extended and is past due at March 31, 2026 and December 31, 2025. This debenture is due and payable. As consideration for the extension in 2019, TCCC distributed ferrochrome delivery warrants ("Delivery Warrants") to the debenture-holder as an extension fee and amended the redemption amount due and bearing interest as of December 19, 2019 to $525,000. For each $35.00 principal amount of the 2017 Debenture, the debenture-holder received one Delivery Warrant exchangeable for one tonne of warehoused ferrochrome. The terms of the Delivery Warrants provide that they may be tendered by their holders to receive ferrochrome from 1% of any future ferrochrome production from the Company's chromite mineral interests in the Black Horse property, if and when produced. The Delivery Warrants expire on the earlier of (i) two years after notice from the Company that sufficient ferrochrome has been delivered to a warehouse to meet the delivery requirements for all outstanding Delivery Warrants and (ii) the date on which the Company ceases to have any interest in the Black Horse property. Management has estimated that these warrants have a nominal value at their date of issuance.

On March 31, 2026, the principal amount of $525,000 and accrued interest of $842,760 was due and payable. The principal is currently convertible at the option of the holder into MVS at the rate of $1.75 for one MVS. The interest is payable in MVS issued at their volume-weighted average trading price on the ten trading days prior to payment.

(ii) On April 24, 2023, the Company issued a number of unsecured convertible debentures (the "2023 Debentures") for cash proceeds in the amount of $879,000, $19,672 to satisfy accounts payable amounts outstanding at the time and $60,918 for services rendered, for an aggregate principal amount of $959,590. The 2023 Debentures bear interest at 5% compounded annually and are due on April 24, 2026, or two business days after a change of control of the Company. Interest is payable annually, at the Company's option, in cash or in units at a value of $3.00 per unit, with each such unit comprised of one MVS and one warrant (a "Warrant") exercisable at $3.00 to purchase one MVS until the earlier of April 24, 2026 or two business days after a change of control. At any time prior to payment in cash, the principal of each 2023 Debenture can be converted at the option of the holder, in whole or in part, together with any accrued unpaid interest into units at a rate of $3.00 per unit, with each unit being comprised of one MVS and one Warrant. On maturity, the Company may pay the principal of the 2023 Debentures in cash or, at the Company's option, in replacement debentures having the same terms as the 2023 Debentures except (a) the maturity date of the replacement debentures will be the earlier of (i) two (2) years after the maturity date of the 2023 Debentures and (ii) two business days after a change of control of the Company, (b) the expiry date of the warrants comprising part of the units issuable for payment of interest or on conversion will be the maturity date of the replacement debentures, and (c) the conversion rate for the replacement debentures will be the lesser of (i) $3.00 per unit and (ii) the 30-day (ending on the maturity date of the

2023 Debentures) volume-weighted average trading price of the MVS and the Company's SVS on the Canadian Securities Exchange and any other securities exchange where such SVS and MVS are listed and posted for trading as of the maturity date of the 2023 Debentures (the SVS adjusted for the then applicable exchange ratio between SVS and MVS, currently 100 SVS for each MVS). In connection with the private placement, the Company paid finder's fees consisting of 16,800 MVS and 16,800 finder's warrants, each such finder's warrant entitling the holder to purchase one MVS for $3.00 at any time until the earlier of April 24, 2026 or two business days after a change of control of the Company (Note 24(ii)).

The value of the liability was determined by discounting the principal and future interest payments until April 24, 2026, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The value of the residual was determined to be $299,311 and was recorded in equity. The liability will be accreted to the total interest payable over the term of the debenture. Accretion expense of $35,952 has been recorded for these 2023 Debentures for the three months ended March 31, 2026 ($46,076 in 2025). (Note 14 (xi), (xvii), (xx))

(iii) On May 26, 2023, the Company issued a second tranche of the 2023 Debentures for cash proceeds in the amount of $114,000.

The value of the liability was determined by discounting the principal and future interest payments until April 24, 2026, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The value of the residual was determined to be $36,021 and was recorded in equity. The liability will be accreted to the total interest payable over the term of the debenture. Accretion expense of $3,946 has been recorded for these 2023 Debentures for the three months ended March 31, 2026 ($3,946 in 2025).

(iv) On June 21, 2023, the Company issued a third tranche of the 2023 Debentures for cash proceeds in the amount of $15,000.

The value of the liability was determined by discounting the principal and future interest payments until April 24, 2026, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The value of the residual was determined to be $4,740 and was recorded in equity. The liability will be accreted to the total interest payable over the term of the debenture. Accretion expense of $523 has been recorded for this 2023 Debenture for the three months ended March 31, 2026 ($523 in 2025).

In addition to this debenture issuance, the Company lent $1,300,000 to an entity which then used those funds to subscribe for $1,300,000 of the 2023 Debentures of the Company to be used to assist the Company with compensation payable for services provided to the Company. In substance, this transaction has been accounted for as the issuance of an option to acquire shares of the Company at a fixed price, in exchange for services to be provided to the Company by this entity. The entity can acquire 433,333 units, having the same composition as those described above in respect of these 2023 Debentures, at a price of $3 per unit. The value of this option has been estimated at $1,679,238 using a valuation model based on the following assumptions: market value of $4.63 per unit, expected dividend yield of 0%, expected volatility of 144%, risk-free rate of return of 4.31%

and a life of 2.92 years. The $1,300,000 loan receivable and $1,300,000 2023 Debenture payable have been netted against each other in the consolidated statement of financial position.

(v) On August 2, 2024, the Company issued a number of unsecured convertible debentures (the "2024 Debentures") for cash proceeds in the amount of $725,000 and $763,150 to satisfy accounts payable amounts outstanding at the time, for an aggregate principal amount of $1,488,150 ($531,050 of which was owed to a entities controlled by officers of the Company, $159,100 for salaries owed to officers and $73,000 owed for directors' fees). The 2024 Debentures bear interest at 5% compounded annually and are due on March 31, 2028, or two business days after a change of control of the Company. Interest is payable annually, on March 31 of each year and at maturity, at the Company's option, in cash or in units ("Units") at a value of $1.20 per Unit, with each such Unit comprised of one MVS and one warrant (a "Warrant") exercisable at $1.20 to purchase one MVS until the earlier of March 31, 2029, or two business days after a change of control. At any time prior to payment in cash, the principal of each 2024 Debenture can be converted at the option of the holder, in whole or in part, together with and accrued unpaid interest into Units at a rate of $1.20 per Unit, with each Unit being comprised of one MVS and one Warrant. On maturity or at any time prior thereto on not less than 30 days' notice, the Company may pay the principal of the 2024 Debentures in cash or, at the Company's option at any time after August 2, 2025, in Units at a value of $1.20 per Unit. A premium of 20% of the original principal amount was paid to each subscriber. This premium was paid in Units. The value of the warrants has been estimated at $203,080 using a valuation model based on the following assumptions: market value of $1.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.88% and a life of 4.66 years. In connection with the private placement, the Company paid finder's fees consisting of 30,208 MVS and 30,208 finder's warrants, each such finder's warrant entitling the holder to purchase one MVS for $1.20 at any time until the earlier of March 31, 2029 or two business days after a change of control of the Company.

The value of the liability was determined by discounting the principal and future interest payments until August 2, 2024, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The value of the residual was determined to be $415,176 and was recorded in equity. The liability will be accreted to the total interest payable over the term of the 2024 Debenture. Accretion expense of $nil has been recorded for these 2024 Debentures for the three months ended March 31, 2026 ($43,186 in 2025). (Note 14(x)).

(vi) In addition to the debenture issuance on August 2, 2024, on August 15, 2024, the Company lent $1,012,000 to an entity which then used those funds to subscribe for $1,012,000 of the 2024 Debentures of the Company to be used to assist the Company with compensation payable for services provided to the Company. In substance, this transaction has been accounted for as the issuance of an option to acquire shares of the Company at a fixed price, in exchange for services to be provided to the Company by this entity. The entity can acquire 843,333 Units, having the same composition as those described above in respect of these 2024 Debentures, at a price of $1.20 per Unit. The value of this option has been estimated at $1,533,854 using a valuation model based on the following assumptions: market value of $1.00 per share, expected dividend yield of 0%, expected volatility of 125%, risk-free rate of return of 2.96% and a life of 4.66 years. A premium of 20% of the original amount was paid to this entity. This premium was paid in Units with each such Unit consisting of one MVS and one warrant entitling the holder to purchase on MVS for $1.20 at any time until the earlier of March 31, 2029, or two business days after a change of control of the Company. The value of the warrants has been estimated at $138,104 using a valuation model based on the following assumptions: market value of $1.00 per share, expected dividend yield of 0%, expected volatility of 125%, risk-free rate of return of 2.96% and a life of 4.66 years. The premium has been recorded as stock compensation costs. The $1,012,000 loan receivable and $1,012,000 2024 Debenture payable were netted against each other in the consolidated statement of financial position.

(In Canadian dollars)

Changes in the Company's convertible debentures were as follows:

	Three months ended March 31, 2026	Year ended December 31, 2025
Opening balance	2,310,548	3,154,459
Conversion to shares and warrants	-	(1,280,464)
Accretion and accrued interest	79,729	436,553
Ending balance	2,390,277	2,310,548
Less: current portion	2,390,277	2,310,548
Non-current portion	-	-

12 SECURED CONVERTIBLE PROMISSORY NOTE PAYABLE

On September 1, 2022, the Company issued a secured convertible promissory note in the principal amount of $34,500,000 to Fancamp for cash proceeds in the amount of $1,500,000 and Fancamp's interest in four mining claims located within the Ring of Fire in the Province of Ontario (Note 8(iv)). The promissory note bears interest at 6% compounded annually, is due on September 1, 2026 and, subject to obtaining any necessary consents, is to be secured by all of the assets of TCCC and its subsidiaries (including all of its tangible and intangible personal property and all present and after-acquired personal property of TCCC), subject to certain encumbrances. Interest is payable quarterly in arrears on the last day of each of the months of February, May, August and November, commencing on November 30, 2022 in cash or, at the option of TCCC, in MVS issued at their volume-weighted average trading price on the five trading days prior to payment. The principal may be converted by the holder at any time, in whole or in part, into MVS for $4.6916 per share from the issue date to September 1, 2023; for $4.4783 per share from September 2, 2023 to September 1, 2024; or for $4.2651 per share from September 2, 2024 to the maturity date. On March 2, 2026, the Company gave notice to Fancamp that, pursuant to the terms of the secured convertible promissory note, it was exercising its one-time option to extend the maturity date for the secured convertible promissory note from September 1, 2026 to August 31, 2027. Fancamp acknowledged receipt of the notice to exercise the one-time option if there is no default on the date of the notice or thereafter prior to September 1, 2026. The extension of the maturity date to August 31, 2027, resulted in the liability of the secured convertible promissory note being recorded as a long-term liability in these financial statements, which will revert to a current liability when the extended maturity date results in the remaining term being less than one year.

The value of the liability was determined by discounting the future interest payments until September 1, 2026, at a discount factor of 20% which was expected to estimate the borrowing rate available to the Company for similar instruments of debt having no conversion rights. The fair value of the conversion feature was determined to be $5,816,404, net of deferred tax, and has been recorded in equity as "Debenture equity". The liability will be accreted to its face amount over the term of the promissory note.

On November 29, 2022, the Company issued 159,783 MVS in satisfaction of interest owing to that date in the amount of $510,411. On March 3, 2023, the Company issued 175,525 MVS in satisfaction of interest owing to February 28, 2023 in the amount of $510,411. On May 31, 2023, the Company issued 208,259 MVS in satisfaction of interest owing to May 31, 2023 in the amount of $521,753. On August 31, 2023, the Company issued 227,343 MVS in satisfaction of interest owing to August 31, 2023 in the amount of $521,753. On November 30, 2023, the Company issued 332,313 MVS in satisfaction of interest owing to November 30, 2023 in the amount of $516,082. On February 29, 2024, the Company issued 344,100 MVS in satisfaction of interest owing to February 29, 2024 in the amount of $516,082. On May 31, 2024, the Company issued 447,626 MVS in satisfaction of interest owing to May 31, 2024 in the amount of $521,753. On August 31, 2024, the Company issued 361,976 MVS in satisfaction of interest owing to August 31, 2024 in the amount of $521,753. On November 30, 2024, the Company issued 343,025 MVS in satisfaction of interest owing to November 30, 2024 in the amount of $516,082. On February 28, 2025, the Company issued 257,095 MVS in satisfaction of the interest owing to February 28, 2025 in the amount of $510,411. On May 31, 2025, the Company issued 206,594 MVS in satisfaction of the interest owing to May 31, 2025 in the amount of $521,753. On August 31, 2025, the Company issued 267,936 MVS in satisfaction of the interest owing to August 31, 2025 in the amount of $521,753. On November 30, 2025, the Company issued 345,196 MVS in satisfaction of the interest owing to November 30, 2025 in the amount of $516,082. On March 2, 2026, the Company issued 337,387 MVS in satisfaction of the interest owing to February 28, 2026 in the amount of $510,411. Additional interest expense of $175,808 (2025 - $175,808) has been accrued to March 31, 2026.

13 LOANS PAYABLE

In April 2020, the Company received two loans, each in the amount of $40,000, for a total of $80,000. Up to $20,000 of this amount was eligible for loan forgiveness if $60,000 was fully repaid on or before January 18, 2024. This did not happen. Since these loans were not repaid by January 18, 2024, they were extended for an additional 3-year term bearing an interest rate of 5% per annum. These loans can be repaid at any time without penalty and no principal payments are required until December 31, 2026, when the full amount of these loans is due. Monthly interest must be paid during the additional 3-year term.

In December 2020, the Company received two additional loans, each in the amount of $20,000, for a total of $40,000. Up to $20,000 of this amount was eligible for loan forgiveness if $20,000 was fully repaid on or before January 18, 2024. This did not happen. Since these loans were not repaid by January 18, 2024, they were extended for an additional 3-year term bearing an interest rate of 5% per annum. These loans can be repaid at any time without penalty and no principal payments are required until December 31, 2026, when the full amount of these loans is due. Monthly interest must be paid during the additional 3-year term.

14 SHARE CAPITAL

Authorized

An unlimited number of no par value Subordinate Voting Shares
An unlimited number of no par value Multiple Voting Shares
An unlimited number of Preference Shares issuable in series
An unlimited number of Special Shares issuable in series

Effective February 14, 2017, the Company reclassified its common shares as Subordinate Voting Shares and created an unlimited number of a new class of Multiple Voting Shares. One hundred (100) Subordinate Voting Shares are convertible at the option of any shareholder at any time into one Multiple Voting Share. Similarly, each one Multiple Voting Share is convertible at the option of any shareholder at any time into one hundred Subordinate Voting Shares. At all meetings of shareholders, shareholders are entitled to cast one vote for each one Subordinate Voting Share and to cast one hundred votes for each one Multiple Voting Share. Dividend and liquidation rights for each Multiple Voting Share are correspondingly one hundred times the dividend and liquidation rights for each Subordinate Voting Share. During the three months ended March 31, 2026, 1,193,508 (year ended December 31, 2025 – 3,064,231) Multiple Voting Shares were converted into 119,350,800 (year ended December 31, 2025 – 306,423,100) Subordinate Voting Shares.

(In Canadian dollars)

Issued

Changes in the Company's share capital were as follows:

	Three months ended March 31, 2026		Year ended December 31, 2025	
Issued	**Number of Subordinate Voting Shares**	**Number of Multiple Voting Shares**	**Number of Subordinate Voting Shares**	**Number of Multiple Voting Shares**
Balance – beginning of period	1,682,262,132	14,679,812	1,291,839,032	9,992,185
Issued for executive compensation plan (viii),(xiii)	-	-	-	1,867,571
Issued under private placements (ii),(iv),(v),(xiv),(xv),(xviii),(xxi),(xxiii)	-	697,933	-	2,493,957
Issued on conversion of debentures (x),(xi),(xvii),(xx)	-	-	-	2,185,411
Issued for finder's fees (xv),(xviii),(xxiii),(xxvii)	-	-	-	3,349
Issued for interest (i),(vi),(ix),(xii),(xiv),(xix),(xxii)	-	377,387	-	1,181,570
Issued for exercise of warrants (vii)	-	-	84,000,000	-
Issued for exercise of stock options (iii)	-	159,955	-	-
Converted during the period	119,350,800	(1,193,508)	306,423,100	(3,064,231)
Balance – end of period	**1,801,612,932**	**14,721,579**	**1,682,262,132**	**14,679,812**

(i) On March 2, 2026, the Company issued 337,387 MVS to Fancamp in satisfaction of interest owing in the amount of $510,411 on the secured convertible promissory note (Note 12).

(ii) On February 17, 2026, the Company completed a non-brokered private placement of 173,333 units at a price of $1.50 per unit for non-cash proceeds of 260,000 to satisfy accounts payable amounts outstanding at the time. Each unit was comprised of one MVS and one MVS share purchase warrant enabling its holder to acquire one further MVS from treasury upon payment of an exercise price of $1.75 at any time on or before the earlier of December 31, 2027, or two business days after a change in control. The warrants were valued at $98,000 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.42% and a life of 1.87 years.

(iii) On January 26, 2026, two officers, one of which is also a director, exercised 159,955 MVS stock options for $1 per share for total cash proceeds of $159,955.

(iv) On January 16, 2026, the Company completed a non-brokered private placement of 524,600 units at a price of $1.50 per unit for cash proceeds of $205,250 and $581,650 to satisfy accounts payable amounts outstanding at the time to entities controlled by officers of the Company. Each unit was comprised of one MVS and one MVS share purchase warrant enabling its holder to acquire one further MVS from treasury upon payment of an exercise price of $1.75 at any time on or before the earlier of December 31, 2027, or two business days after a change in control. The warrants were valued at $301,947 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.58% and a life of two years.

(v) On December 31, 2025, the Company completed a non-brokered private placement of 13,250 flow-through units at a price of $20.00 per unit for cash proceeds of $265,000. Each unit was comprised of ten flow-through Multiple Voting Shares and five Multiple Voting Share purchase warrants enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $2.50 at any time on or before the earlier of December 31, 2026, or two business days after a change in control. The warrants were valued at $40,451 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.55% and a life of one year. No flow-through premium was recorded on this issuance.

Finders' fees of 8,333 units were paid in relation to this private placement. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire on further Multiple Voting Share from treasury upon payment of an exercise price of $1.75 at any time on or before the earlier of December 31, 2027 or two business days after a change in control. The warrants were valued at $11,750 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.58% and a life of two years.

(vi) On November 30, 2025, the Company issued 345,196 Multiple Voting Shares to Fancamp in satisfaction of interest owing in the amount of $516,082 on the secured convertible promissory note (Note 12).

(vii) On November 13, 2025, an officer and director of the Company exercised warrants to acquire 840,000 Multiple Voting Shares at $0.67 each for cash of $562,800. The warrantholder elected to have Subordinate Voting Shares issued instead of the Multiple Voting Shares and, as a result, 84,000,000 Subordinate Voting Shares were issued.

(viii) On September 9, 2025, the Company issued 657,894 units pursuant to an executive compensation plan (Note 16). Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.90 at any time on or before the earlier of September 9, 2030, or two business days after a change in control. The warrants were valued at $1,079,722 using a valuation model based on the following assumptions: market value of $1.90 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.74% and a life of five years. This amount will be recorded over the vesting period. The amount recorded for 2025 was $83,623.

(ix) On August 31, 2025, the Company issued 267,936 Multiple Voting Shares to Fancamp in satisfaction of interest owing in the amount of $521,753 on the secured convertible promissory note (Note 12).

(x) On August 5, 2025, principal of $2,500,150 of the 2024 Debentures plus accrued interest of $43,489 were converted by the Company into 2,119,699 units. Each unit was comprised of one MVS and one share purchase warrant enabling its holder to acquire one further MVS from treasury upon payment of an exercise price of $1.20 at any time on or before the earlier of March 31, 2029, or two business days after a change of control. The warrants were valued at $1,358,929 using a valuation model based on the following assumptions: market value of $0.85 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.69% and a life of 3.65 years.

(xi) On July 15, 2025, a holder of a 2023 Debenture converted $50,000 of principal plus $561 of interest into 16,853 units at a rate of $3.00 per unit (Note 11(ii)). Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant with each such warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of $3.00 at any time before the earlier of April 24, 2026 (Note 24(i)) or two business days after a change of control. The warrants were valued at $19,612 using a valuation model based on the following assumptions: market value of $2.77 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.83% and a life of 283 days.

(xii) On May 31, 2025, the Company issued 206,594 Multiple Voting Shares to Fancamp in satisfaction of interest owing in the amount of $521,753 on the secured convertible promissory note (Note 12).

(xiii) On May 5, 2025, the Company issued 1,209,677 units pursuant to a private placement to be held under an executive compensation plan (Note 16). Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $664,336 using a valuation model based on the following assumptions: market value of $0.69 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.77% and a life of five years. This amount will be recorded over the vesting period. The amount recorded for 2025 was $119,531.

(xiv) On May 5, 2025, the Company completed a non-brokered private placement of 913,269 units at a price of $1.24 per unit for cash proceeds of $1,132,454. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $511,318 using a valuation model based on the following assumptions: market value of $0.69 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.77% and a life of five years.

Additionally, on May 5, 2025, the Company lent $800,000 to an entity which then used those funds to subscribe for 645,161 units of the 913,269 issued under this private placement to be used to assist the Company with compensation payable for services provided to the Company. In substance, this transaction has been accounted for as a share-based payment transaction measured at the unit price of $1.24 per unit.

(xv) On April 25, 2025, the Company completed a non-brokered private placement of 925,699 units at a price of $1.24 per unit for cash proceeds of $268,000 and $879,867 to satisfy accounts payable amounts outstanding at the time for salaries to an officer, director's fees and consulting fees to entities controlled by two officers of the Company. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $544,628 using a valuation model based on the following assumptions: market value of $3.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.67% and a life of five years.

Finders' fees of 5,806 units were paid in relation to this private placement. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire on further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $3,416 using a valuation model based on the following assumptions: market value of $3.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.67% and a life of five years.

(xvi) On April 24, 2025, the Company issued 37,473 units to holders of the 2023 Debentures (Note 11) in satisfaction of interest owing to them in the amount of $112,430. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant with each such warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of $3.00 at any time before the earlier of April 24, 2026, or two business days after a change of control. The warrants were valued at $37,504 using a valuation model based on the following assumptions: market value of $3.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.67% and a life of one year.

(xvii) On April 15, 2025, a holder of a 2023 Debenture converted $40,000 of principal plus $1,949 of interest into 13,983 units at a rate of $3.00 per unit (Note 11(ii)). Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant with each such warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of $3.00 at any time before the earlier of April 24, 2026 or two business days after a change of control. The warrants were valued at $15,567 using a valuation model based on the following assumptions: market value of $3.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.62% and a life of one year.

(xviii) On April 7, 2025, the Company completed a non-brokered private placement of 116,129 units at a price of $1.24 per unit for cash proceeds of $144,000. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $68,136 using a valuation model based on the following assumptions: market value of $3.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.67% and a life of five years

Finders' fees of 806 units were paid in relation to this private placement. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire on further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. The warrants were valued at $473 using a valuation model based on the following assumptions: market value of $3.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.67% and a life of five years.

(xix) On March 31, 2025, the Company issued 67,276 units to holders of the 2024 Debentures (Note 11(v)) in satisfaction of interest owing to them in the amount of $80,737. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant with each such warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of $1.20 at any time before the earlier of March 31, 2029, or two business days after a change of control. The warrants were valued at $38,003 using a valuation model based on the following assumptions: market value of $3.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.76% and a life of four years.

(xx) On March 28, 2025, a holder of a 2023 Debenture converted $100,000 of principal plus $4,631 of interest into 34,876 units at a rate of $3.00 per unit (Note 11(ii)). Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant with each such warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of $3.00 at any time before the earlier of April 24, 2026 or two business days after a change of control. The warrants were valued at $40,762 using a valuation model based on the following assumptions: market value of $3.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.76% and a life of 13 months.

(xxi) On March 18, 2025, the Company completed a non-brokered private placement of 194,808 units at a price of $1.04 per unit for cash proceeds of $202,600. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.30 at any time on or before the earlier of February 14, 2030, or two business days after a change in control. The warrants were valued at $95,673 using a valuation model based on the following assumptions: market value of $2.00 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.76% and a life of five years.

(In Canadian dollars)

(xxii) On February 28, 2025, the Company issued 257,095 Multiple Voting Shares to Fancamp in satisfaction of interest owing in the amount of $510,411 on the secured convertible promissory note (Note 12).

(xxiii) On February 14, 2025, the Company completed a non-brokered private placement of 211,552 units at a price of $1.04 per unit for cash proceeds of $174,816 and $45,200 to satisfy accounts payable amounts outstanding at the time to an entity controlled by an officer of the Company. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.30 at any time on or before the earlier of February 14, 2030, or two business days after a change in control. The warrants were valued at $102,607 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.70% and a life of five years.

Finders' fees of 8,404 units were paid in relation to this private placement. Each unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire on further Multiple Voting Share from treasury upon payment of an exercise price of $1.30 at any time on or before the earlier of February 14, 2030, or two business days after a change in control. The warrants were valued at $4,160 using a valuation model based on the following assumptions: market value of $1.50 per share, expected dividend yield of 0%, expected volatility of 130%, risk-free rate of return of 2.70% and a life of five years.

15 WARRANTS

Changes in the Company's outstanding share purchase warrants were as follows:

	Three months ended March 31, 2026		**Year ended December 31, 2025**	
Issued	**Subordinate Voting Share Warrants**	**Multiple Voting Share Warrants**	**Subordinate Voting Share Warrants**	**Multiple Voting Share Warrants**
Balance – beginning of period	-	15,809,927	-	10,041,140
Expired during the period	-	(2,935,539)	-	-
Issued for executive compensation plan (Note 14(x),(xiii))	-	-	-	1,860,959
Issued under private placements (Note 14(ii),(iv),(v),(xiv),(xv),(xviii),(xxi),(xxiii))	-	697,933	-	2,434,319
Issued on conversion of debentures (Note 14(ix),(xi),(xvii),(xx))	-	-	-	2,185,411
Issued for interest (Note 14(xiv),(xix)	-	-	-	104,749
Issued for finder's fees (Note 14(xiii),(xviii),(xxiii)	-	-	-	23,349
Exercised during the period (Note 14(vii))	-	-	-	(840,000)
Balance – end of period	**-**	**13,572,321**	**-**	**15,809,927**

(In Canadian dollars)

Outstanding Subordinate Voting Share purchase warrants entitle their holders to subscribe for an equivalent number of Subordinate Voting Shares. Outstanding Multiple Voting Share purchase warrants entitle their holders to subscribe for an equivalent number of Multiple Voting Shares. A summary of the Company's outstanding warrants as at March 31, 2026, is presented below:

Number of Multiple Voting Share Warrants	Exercise price $	Expiry date
156,151	3.00	April 2026
1,654,620	3.20	September 2026
66,250	2.50	December 2026
4,044,453	4.27	September 2027
706,266	1.75	December 2027
66,667	2.25	December 2027
2,633,870	1.20	March 2029
414,764	1.30	February 2030
3,171,386	1.55	April 2030
657,894	1.90	September 2030
13,572,321		

On November 29, 2023, the maximum term for 1,654,620 warrants was extended to the earlier of September 29, 2026, and the second business day after a change of control.

16 STOCK OPTION PLAN AND OTHER SHARE-BASED PAYMENTS

The Company maintains a stock option plan (the "Plan") whereby the Board of Directors may from time to time grant to employees, officers, directors and consultants of the Company or any subsidiary thereof options to acquire common shares (now re-designated as Subordinate Voting Shares) as may be determined by the Board, provided that the exercise price may not be lower than the market price of the Subordinate Voting Shares at the time of the grant of the options.

On February 7, 2023, the Company amended its stock option plan to change the plan from a "rolling up to 10%" stock option plan, whereby the number of options that may be granted under the plan at any time is restricted to a maximum of 10% of the number of Subordinate Voting Shares of the Company outstanding at the time of such grant (calculated on the basis that all Multiple Voting Shares then outstanding being deemed to be converted into Subordinate Voting Shares) to a "fixed up to 20%" stock option plan, whereby the maximum number of options that may be granted under the plan is fixed at 20% of the number of Subordinate Voting Shares of the Company outstanding at the "shareholder approval date" (calculated on the basis that all Multiple Voting Shares then outstanding being deemed to be converted into Subordinate Voting Shares), with "shareholder approval date" meaning the date on which the shareholders of the Company most recently approved the plan or any amendment, renewal or extension of the plan. On July 18, 2025, the stock option plan was amended, renewed and extended at the Company's shareholder meeting held on that date. As at the shareholder approval date of July 18, 2025, the maximum number of options that may be granted under the plan is fixed at 542,617,506 Subordinate Voting Shares, being 20% of the number of Subordinate Voting Shares of the Company outstanding on that date (calculated on the basis that all Multiple Voting Shares then outstanding being deemed to be converted into Subordinate Voting Shares) or, alternatively, 5,426,175 Multiple Voting Shares (calculated on the basis that all Subordinate Voting Shares then outstanding being deemed to be converted into Multiple Voting Shares).

(In Canadian dollars)

Options vest immediately upon issue. Options granted must be exercised over a period no longer than five years after the date of grant, and they are not transferable. A summary of changes in the Company's stock options outstanding is presented below:

Multiple Voting Share Options

	Three months ended March 31, 2026		Year ended December 31, 2025	
	Number of Multiple Voting Shares	**Average exercise price $**	**Number of Multiple Voting Shares**	**Average exercise price $**
Balance – beginning of period	3,254,451	2.44	3,029,451	2.44
Issued during the period	2,677,600	1.60	225,000	2.43
Exercised during the period	(159,955)	1.00	-	-
Expired during the period	(505,945)	1.00	-	-
Balance – end of period	**5,266,151**	**2.20**	**3,254,451**	**2.44**

The following table summarizes information about options outstanding and exercisable as at March 31, 2026:

Outstanding options		
Exercise price	**Number of Multiple Voting Share options**	**Average remaining contractual life (in years)**
1.60	2,677,600	4.75
2.34	150,000	3.92
2.60	75,000	4.34
2.65	296,451	0.22
2.65	550,000	2.25
2.85	360,000	1.86
3.00	1,157,100	1.92
	5,266,151	

Total share-based compensation costs for the three months ended March 31, 2026, amounted to $3,732,458 (2025 – $nil).

(In Canadian dollars)

The fair value of the options granted in 2026 and 2025 was estimated using the Black-Scholes option pricing model based on the following assumptions:

	February 28, 2025	**May 5, 2025**	**February 27, 2026**
Number of stock options	150,000	75,000	2,677,600
Market value per share	$2.34	$2.50	$1.50
Expected dividend per share	Nil	Nil	Nil
Expected volatility	130%	130%	130%
Risk-free interest rate	2.60%	2.85%	2.74%
Life of the options granted	5 years	5 years	5 years
Estimated fair value of each option granted	$2.02	$2.15	$1.29

Expected volatility is based on the Company's historical share price.

Executive Compensation Plan

On May 5, 2025, the Company established an executive compensation plan, pursuant to which the Company made a one-time bonus award of $1,500,000 to the Company's Chief Executive Officer and, in implementation of the bonus award as a deferred compensation arrangement, the Company issued 1,209,677 bonus units from treasury pursuant to the then-current private placement to a trust for the benefit of the Company's Chief Executive Officer (Note 14(xiii)). Each bonus unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.55 at any time on or before the earlier of April 7, 2030, or two business days after a change in control. Under the terms of the plan, the vesting determination date is the earliest of a change of control event, the date of death of the CEO and December 31, 2028, provided that, in the event that the CEO's employment agreement is terminated by the Company for serious fraud or other comparable serious cause which, in either case, is proven in court, the bonus units shall be forfeited, in which event the vesting determination date shall not occur. The bonus units shall be issued on vesting. The units are measured at the unit price of $1.24 and the expense will be recognized over the three-year vesting term.

On September 9, 2025, the Company made a supplementary bonus award of $1,000,000 to the Company's Chief Executive Officer under the executive compensation plan as a deferred compensation arrangement and, in implementation of the bonus award, the Company issued 657,894 bonus units from the then-current private placement to a trust for the benefit of the Company's Chief Executive Officer (Note 14(viii)). Each bonus unit was comprised of one Multiple Voting Share and one Multiple Voting Share purchase warrant enabling its holder to acquire one further Multiple Voting Share from treasury upon payment of an exercise price of $1.90 at any time on or before the earlier of September 9, 2030, or two business days after a change in control. As the supplement bonus was supplementary to the one-time bonus awarded in May 2025, and made pursuant to the executive compensation plan set up for that purpose, the terms are the same as the bonus awarded in May 2025.

The units are measured at the quoted market price of the Company's shares on the date of issuance plus the estimated fair value of the warrant component. The expense will be recognized over the three-year vesting term.

(In Canadian dollars)

17 GENERAL AND ADMINISTRATIVE EXPENSES

The Company's general and administrative expenses consist of the following:

Three months ending March 31	2026	2025
Advertising and promotion	492	-
Consultants' fees	433,317	106,475
Directors' fees and insurance	34,698	34,697
Filing fees	4,728	3,141
Investor relations fees	6,970	4,007
Professional fees	222,225	104,830
Office overheads	61,662	30,887
Salaries and benefits	86,818	115,908
Travel and accommodation	10,375	6,524
	861,285	406,469

18 RELATED PARTY TRANSACTIONS

The Company defines its officers (CEO, President, CFO and corporate secretary) and directors as Key Management Personnel ("KMP"). During the first quarter of 2026, officers and companies controlled by officers charged consulting fees for cash consideration of $346,489 ($310,463 in 2025) and salaries in the amount of $137,500 ($160,000 in 2025). The consulting fees were for services performed by the corporate secretary, the president, a director and the CFO as well as for general accounting services. Directors' fees charged in the first quarter of 2026 totalled $31,000 ($31,000 in 2025). Amounts owing to directors and officers at March 31, 2026 totalled $3,521,249 ($3,815,671 at December 31, 2025). The Company has advanced sums to the CEO against his accruing compensation; as of March 31, 2026, net advances of $nil ($nil at December 31, 2025) were outstanding. Amounts receivable/payable are unsecured, non-interest bearing and have no fixed terms of repayment. KMP received 2,062,500 stock options (150,000 in 2025) for Multiple Voting Shares in the first quarter of 2026, stock compensation expenses totalled $2,939,681 for KMP, which includes $281,413 as a result of the establishment of the Executive Compensation Plan ($nil in 2025). See also Notes 11(v), 12, 16 and 19(i).

19 COMMITMENTS AND CONTINGENCIES

(i) Under the terms of an employment agreement with the Company's CEO dated October 8, 2008, on an involuntary termination the CEO is entitled to payment of one and a half times his annual bonus most recently paid or accrued along with any unpaid salary and vacation pay. In the event of a change in control of the Company, the CEO is entitled to a retention bonus of $125,000 for staying until completion of the change of control and, in the event that the CEO's employment is involuntarily terminated within three years following the change in control, the Company shall pay the CEO an amount equal to three times his then-current base salary and three times his annual bonus most recently paid or accrued along with any unpaid salary and vacation pay plus payment for outplacement services of up to $20,000. Under the President's current services agreement, on involuntary termination the President is entitled to payment of twelve months of fees and, on a change of control, the President is entitled to payment of twenty-four months of fees if no finder's fee is payable to the President or twelve months of fees if a finder's fee is payable. The total commitment for the CEO's agreement along with the President's management contract requires payments totaling approximately $920,000 upon termination for convenience. On a change of control, minimum payments under these contracts range from $1,635,000 to $1,985,000. As the triggering events have not taken place, the contingent payments have not been reflected in the financial statements.

(ii) The Company's exploration and evaluation activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

(iii) The Company has indemnified the subscribers of current and previous flow-through share offerings against any tax-related amounts that become payable by the shareholder as a result of the Company not meeting its expenditure commitments.

In 2025, the Canada Revenue Agency ("CRA") conducted an audit of the Company's flow-through expenditures for the calendar years 2020 through 2022. As a result of the audit, CRA reduced the amount of qualifying expenditures that were renounced to the subscribers by $556,241. In addition, CRA assessed additional Part XII.6 tax of approximately $82,326, including penalties and interest. The Company has filed formal objections to dispute these assessments. As a result, the Company has not set up any provision for these reassessments or the possible indemnification to the flow-through subscribers.

(iv) The Company renounced $265,000 of qualifying exploration expenditures effective December 31, 2025. Under the "look back" provision governing flow-through shares, this amount this amount has to be spent by December 31, 2026.

(v) The Company has entered into certain agreements which subject certain future transactions to finder's fees, success fees and other fees contingent on the completion of such transactions. As the triggering events have not taken place, the contingent payments have not been reflected in the financial statements.

(vi) The Company has entered into certain agreements which contain break fees that could become payable by the Company. The amount of any such break fees would be determined at the time. The Company has the option to make any such payment in shares. As the triggering events have not taken place, the contingent payments have not been reflected in the financial statements.

20 FINANCIAL INSTRUMENTS

The Company has exposure to the following risks from its use of financial instruments: credit risk; liquidity risk; and market risk.

A complete description of the Company's financial risk management is included in Note 24 to the 2025 audited consolidated financial statements. This note updates information about the Company's exposure to each of the above risks where there have been material or noteworthy changes. Further quantitative disclosures are included throughout these financial statements.

21 DETERMINATION OF FAIR VALUES

There have been no changes in how the Company determines fair value for both financial and non-financial assets and liabilities from the descriptions included in Note 25 to the Company's 2025 audited consolidated financial statements. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

22 CAPITAL MANAGEMENT DISCLOSURES

The Company's objective when managing capital is to safeguard its accumulated capital in order to provide an adequate return to shareholders by maintaining a sufficient level of funds to support continued project development and corporate activities. Capital is defined by the Company as the aggregate of its shareholders' equity (deficiency). Shareholders' deficiency totalled $39,414,035 at March 31, 2026 and $39,215,867 at December 31, 2025.

The Company manages its capital structure and makes adjustments to it based on the level of funds available to the Company to manage its operations. In order to maintain or adjust the capital structure, the Company expects that it will be able to obtain equity, long-term debt, equipment-based financing and/or project-based financing sufficient to maintain and expand its operations. There are no assurances that these initiatives will be successful. In order to achieve these objectives, the Company sometimes invests its unexpended excess cash in highly-liquid, rated financial instruments. There were no changes in the Company's approach to capital management during the first quarter of 2026. The Company is not subject to externally imposed capital requirements.

23 SEGMENTED INFORMATION

Operating segments are reported in a manner consistent with the way in which the Company's executive officers review business performance on a quarterly basis. The Company's operations comprise a single reporting operating segment engaged principally in mineral exploration in Canada. As the operations comprise a single reporting segment, amounts disclosed in the consolidated financial statements also represent segment amounts.

24 SUBSEQUENT EVENTS

(i) On April 8, 2026, the Company extended the expiry date of various warrants which were to expire on April 24, 2026 to the earlier of April 24, 2028, or two business days after a change of control.

(ii) On April 24, 2026, the Company issued 36,640 units to holders of the 2023 Debentures (Note 11) in satisfaction of interest owing to them in the amount of $109,930. Each unit was comprised of one MVS and one MVS purchase warrant with each such warrant enabling its holder to acquire one further MVS from treasury upon payment of $3.00 at any time before the earlier of April 24, 2028, or two business days after a change of control.

(iii) On April 24, 2026, the Company exercised its option to issue replacement convertible debentures in payment of the principal amount of $2,198,500 of 2023 Debentures. The replacement debentures have the same terms as the 2023 Debentures except (a) the maturity date of the replacement debentures is the earlier of (i) April 24, 2028, and (ii) two business days after a change of control of the Company, (b) the expiry date of the warrants comprising part of the units issuable for payment of interest or on conversion is the earlier of April 24, 2028, or two business days after a change of control of the Company, and (c) the conversion rate for the replacement debentures is $1.4786 for each unit, each such unit being comprised of one Multiple Voting Share and one warrant entitling the holder to acquire one additional Multiple Voting Share from treasury upon payment of $3.00 at any time on or before the earlier of April 24, 2028, or two business days after a change of control of the Company.

(iv) On May 11, 2026, the Company closed the first tranche of a new private placement which was comprised of an aggregate of $85,600 for 61,142 units at a price of $1.40 per unit represented by cash proceeds of $63,000 and $22,600 to satisfy accounts payable amounts outstanding at the time. Each unit was comprised of one MVS and one MVS share purchase warrant enabling its holder to acquire one further MVS from treasury upon payment of an exercise price of $1.50 at any time on or before the earlier of May 11, 2031, or two business days after a change in control. Finder's fees of 2,250 units were paid in relation to this private placement. Each unit was comprised of one MVS and one MVS purchase warrant enabling its holder to acquire one further MVS from treasury upon payment of an exercise price of $1.50 at any time on or before the earlier of May 11, 2031, or two business days after a change in control.