FORM 51-102F4
BUSINESS ACQUISITION REPORT

Item 1 Identity of Company

1.1 Name and Address of Company

Canex Metals Inc. (the "**Company**")
Suite 1620, 734 – 7th Ave SW
Calgary, Alberta, T2P 3P8

1.2 Executive Officer

Shane Ebert
President and Director
(250) 964-2699

Item 2 Details of Acquisition

2.1 Nature of Business Acquired

On January 30, 2026, the Company issued 41,154,418 common shares ("**Company Shares**") at $0.302 per share and on February 10, 2026, 337,776 common shares at $0.295 per share in exchange for common shares ("**Gold Basin Shares**") of Gold Basin Resources Corporation ("**Gold Basin**") deposited under the offer and take-over bid of the Company dated August 28, 2025, as amended by the Notice of Variation, Change and Extension dated December 12, 2025, the Notice of Variation, Change and Extension dated January 9, 2026, the Notice of Variation, Change and Extension dated January 19, 2026, and the Notice of Variation, Change and Extension dated January 30, 2026 (the "**Offer**"). These transactions resulted in the Company holding 51.87% of the issued and outstanding Gold Basin Shares, being a controlling interest Gold Basin and its wholly owned subsidiaries. The number of Company Shares issued was determined by the Offer under which Gold Basin shareholders received 0.592 Company Shares for every Gold Basin Share tendered to the Offer.

Gold Basin was incorporated on November 24, 2017 under the laws of British Columbia. The Gold Basin Shares traded on the TSXV under the symbol "GXX" and are listed on the OTCQB Venture Market under the symbol "GXX". On May 6, 2025, the British Columbia Securities Commission imposed a cease trade order against the Gold Basin Shares (the "**Cease Trade Order**"). The next day, Canadian Investment Regulatory Organization ("**CIRO**") imposed a halt in trading of the Gold Basin Shares on the TSXV (the "**Halt**").

Gold Basin's principal business activities include the acquisition and exploration of mineral property assets. As at December 31, 2025, Gold Basin had not yet determined whether Gold Basin's mineral property assets contain ore reserves that are economically recoverable. The recoverability of amounts shown for Gold Basin's exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of Gold Basin's interest in the underlying mineral claims, the ability of Gold Basin to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon Gold Basin's ability to continue as a going concern.

2.2 Acquisition Date

January 30, 2026 (51.44%) and February 10, 2026 (additional 0.43%).

2.3 Consideration

On January 30, 2026, the Company issued 41,154,418 Company Shares at $0.302 per share and on February 10, 2026, 337,776 common shares at $0.295 per share in exchange for Gold Basin Shares deposited under the Offer resulting the Company holding 51.87% of the issued and outstanding Gold Basin Shares, being a controlling interest Gold Basin and its wholly owned subsidiaries. The number of Company Shares issued was determined by the Offer under which Gold Basin shareholders received 0.592 Company Shares for every Gold Basin Share tendered to the Offer.

No financing was associated with the Company's acquisition of the Gold Basin Shares tendered to the Offer.

2.4 Effect on Financial Position

On May 12, 2026, the Company and Gold Basin entered into an arrangement agreement to combine their respective businesses by way of a plan of arrangement whereby the Company is offering to acquire the remaining 48.13% of Gold Basin Shares not currently held.

The Arrangement will be effected by way of a court-approved plan of arrangement under the *Business Corporations Act* (British Columbia) and will require the approval of: (i) at least 66⅔% of votes cast by Gold Basin shareholders, and (ii) a simple majority of the votes cast by disinterested Gold Basin shareholders, excluding for this purpose the votes held by any person specified under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions*. The Gold Basin Shares held by the Company will not be excluded from either vote. The Company currently holds 70,088,199 Gold Basin Shares, representing 51.86% of the issued and outstanding Gold Basin Shares.

Under the Arrangement, Gold Basin will become a wholly owned subsidiary of the Company. Using the equity method the Company will record the purchase consideration as an investment in a subsidiary, with all intercompany accounts and transactions eliminated upon consolidation. Upon consolidation, until such time as the Company is able to acquire 100% of Gold Basin Shares, the non-controlling interest will be recorded as a component of equity to represent the portion of Gold Basin that is still owned by the legacy shareholders. The estimated total purchase price for the Arrangement is $26,135,600. The value of the Company Shares used to calculate the estimated total purchase price under the original Offer is based on the weighted average TSXV closing prices on the dates the shares tendered under the original Offer were taken up and paid for by issuing Company Shares. The remaining 48.13% of Gold Basin Shares were valued applying this same weighted average price. The actual valuation date of the Company Shares for the purpose of calculating the final 48.13% of purchase consideration will be on the applicable dates when the Gold Basin Shares are exchanged for CANEX common shares under the Arrangement.

Further details of the Arrangement were included in a management information circular of Gold Basin dated May 14, 2026 and filed on Gold Basin's SEDAR+ profile.

Following completion of the Arrangement, the Company Shares will remain listed on the TSXV and the Gold Basin Shares will be delisted from the TSXV.

Effective as of the January 30, 2026 and February 10, 2026 closing dates, the fair value assigned to the identifiable assets acquired and liabilities assumed by the Company are presented as follows:

<u>Purchase price</u>		
Shares issued on January 30, 2026 – 41,154,418 at $0.302	$	12,428,634
Shares issued on February 10, 2026 – 337,776 at $0.295		99,644
Transaction costs incurred to date		1,285,359
Total	$	13,813,637

Allocation of purchase price at January 30, 2026,		
Receivables	$	89,148
Exploration and evaluation assets (Note 8)		27,960,656
Accounts payable and accrued liabilities		(1,354,567)
Loan payable (US$217,367)		(302,269)
Total value of Gold Basin	$	26,392,968
Total value of Gold Basin	$	26,392,968
Non-controlling interest		(12,579,331)
Total allocation to Company shareholders	$	13,813,637

A reconciliation of non-controlling interest as at period end is as follows:

		Mar 31, 2026		Sept 30, 2025
Value allocated to non-controlling interest upon acquisition	**$**	**12,579,331**	$	-
Loss attributable to non-controlling interest		**(85,373)**		-
Value of non-controlling interest at end of period	**$**	**12,493,958**	$	-

2.5 Prior Valuations

Not applicable.

2.6 Parties to Transaction

The Acquisition was not a transaction with an informed person, associate or affiliate of the Company.

2.7 Date of Report

May 30, 2026

Item 3 Financial Statements and Other Information

The unaudited financial statements for Gold Basin for the year ended December 31, 2025 and a comparative period ended December 31, 2024, are attached hereto as Schedule “A”.

Cautionary Note Regarding Forward-Looking Statements

Some of the information contained in this report contains forward-looking statements. These statements are based on management’s reasonable assumptions and beliefs in light of the information currently available to them and are made as of the date of this report. The Company does not undertake to update any such forward-looking statements as a result of new information, future events or otherwise, except as required by applicable securities laws in Canada. Any statement that involves discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, future events or performance (often but not always using phrases such as "expects", "potential", "risk", "anticipated", “future”, or "opportunity" or variations of such words and phrases or stating that certain actions, events or results "may", “can”, "shall" or "will" be taken to occur or be achieved) are not statements of historical fact and may be forward-looking statements.

These forward-looking statements are not guarantees of future results and involve risks and uncertainties that may cause actual results to differ materially from the potential results discussed in the forward-looking statements.

In respect of the forward-looking statements, the Company has relied on certain assumptions that it believes are reasonable at this time, including assumptions as to the ability of the Company and Gold Basin to receive, in a timely manner and on satisfactory terms, the necessary regulatory, court, shareholder, stock exchange and other third party approvals and the ability of the parties to satisfy, in a timely manner, the other conditions to the completion of the Arrangement. This timeline may change for a number of reasons, including unforeseen delays in preparing meeting materials; inability to secure necessary regulatory, court, shareholder, stock exchange or other third-party approvals in the time assumed or the need for additional time to satisfy the other conditions to the completion of the Arrangement. Accordingly, readers should not place undue reliance on the forward-looking statements and information contained in this news release concerning these times.

Risks and uncertainties that may cause such differences include but are not limited to: the risk that the Arrangement or the may not be completed on a timely basis, if at all; the conditions to the consummation of the Arrangement may not be satisfied; the risk that the Arrangement may involve unexpected costs, liabilities or delays; the possibility that legal proceedings may be instituted against the Company, Gold Basin, and/or others relating to the Arrangement and the outcome of such proceedings; the possible occurrence of an event, change or other circumstance that could result in termination of the Arrangement Agreement; risks relating to the failure to obtain necessary regulatory, court, shareholder, and stock exchange approvals; other risks inherent in the mining industry. Failure to obtain the requisite approvals, or the failure of the parties to otherwise satisfy the conditions to or complete the Arrangement, may result in the Arrangement not being completed on the proposed terms, or at all. In addition, if the Arrangement are not completed, the announcement of the Arrangement and the dedication of substantial resources of the Company and Gold Basin to complete the Arrangement could have a material adverse impact on each of the Company's and Gold Basin's share price, its current business relationships and on the current and future operations, financial condition, and prospects of each of the Company and Gold Basin. The Company disclaims any responsibility to update these forward-looking statements, except as required by applicable laws.

SCHEDULE A

Unaudited Financial Statements of Gold Basin Resources Corporation for the Year Ended December 31, 2025 and Comparative Period Ended December 31, 2024.

[*See Attached*]

GOLD BASIN RESOURCES CORPORATION

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Canadian Dollars)

(Unaudited)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3)(a), if an auditor has not performed a review of the condensed consolidated financial statements, they must be accompanied by a notice indicating that the condensed consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management. The unaudited condensed consolidated financial statements have been prepared using accounting policies in compliance with International Financial Reporting Standards for the preparation of unaudited condensed consolidated financial statements and are in accordance with International Accounting Standard 34 - Financial Reporting.

The Company's independent auditor has not performed a review of these unaudited condensed consolidated financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of condensed consolidated financial statements by an entity's auditor.

GOLD BASIN RESOURCES CORPORATION
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)
(Unaudited)

	Note	December 31, 2025	December 31, 2024
ASSETS			
CURRENT			
Cash		$ 11,653	$ 18,328
GST receivable		135,611	131,956
Due from related parties	9	101,251	98,614
		248,515	248,898
EXPLORATION AND EVALUATION ASSETS	5	20,509,029	20,956,011
TOTAL ASSETS		$ 20,757,544	$ 21,204,909
LIABILITIES			
CURRENT			
Accounts payable and accrued liabilities	9	$ 1,463,734	$ 1,234,337
Loan payable	6	302,269	282,759
		-	
TOTAL LIABILITIES		1,766,003	1,517,096
EQUITY			
Share Capital	7	26,978,176	26,978,176
Contributed Surplus	7	3,813,572	3,813,572
Share Applications		-	-
Accumulated other comprehensive income		91,033	(33,569)
Deficit		(11,891,240)	(11,070,366)
TOTAL EQUITY		18,991,541	19,687,813
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		$ 20,757,544	$ 21,204,909

NATURE OF BUSINESS AND CONTINUING OPERATIONS (Note 1)
SUBSEQUENT EVENTS (Note 11)

Approved and authorized for issue on behalf of the Board on May 11, 2026.

"Jordan Ross" Director *"Shane Ebert"* Director

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

GOLD BASIN RESOURCES CORPORATION
CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian dollars)
(Unaudited)

	Note	Year ended December 31, 2025	Year ended December 31, 2024
EXPENSES			
Advertising and promotion		$ 400	$ 44,780
Consulting		38,358	44,358
Foreign exchange		25,480	115,974
Interest and accretion	6	24,498	23,688
Management fees	9	121,750	498,461
Office and administrative		11,867	45,682
Professional fees	9	123,521	627,167
Rent	9	-	8,133
Share-based payments	7,9	-	678,292
Travel		-	4,229
Impairment of Exploration and Evaluation assets		475,000	
Total expenses		820,874	2,090,764
NET LOSS		$ 820,874	$ 2,090,764
OTHER ITEMS			
Foreign currency translation		124,602	25,112
TOTAL COMPREHENSIVE LOSS		$ 945,476	$ 2,115,876
LOSS PER SHARE – Basic and diluted		(0.010)	(0.020)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING		135,130,486	129,836,690

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

GOLD BASIN RESOURCES CORPORATION
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Expressed in Canadian dollars)
(Unaudited)

	Common Shares						
	Number of Shares	**Amount**	**Share subscriptions Advanced**	**Contributed Surplus**	**Accumulated Other Comprehensive Income**	**Deficit**	**Total**
Balance, December 31, 2023	114,910,183	25,192,663	-	2,980,433	(8,457)	(8,979,602)	19,185,037
Shares issued for cash	15,220,303	1,522,030					1,522,030
Shares issued for property payments	5,000,000	475,000					475,000
Share issuance costs - finders' fees		(56,670)					(56,670)
Share issuance costs - finders' warrants		(12,780)		12,780			-
Warrants reserve		(142,067)		142,067			-
Share-based payments				678,292			678,292
Foreign currency translation					(25,112)		(25,112)
Net loss for the year						(2,090,764)	(2,090,764)
Balance, December 31, 2024	135,130,486	26,978,176	-	3,813,572	(33,569)	(11,070,366)	19,687,813
Shares issued for cash							-
Share issuance costs - finders' fees							-
Share issuance costs - finders' warrants							-
Warrants reserve							-
Share-based payments							-
Foreign currency translation					124,602		124,602
Net loss for the year						(820,874)	(820,874)
							-
Balance, December 31, 2025	135,130,486	$ 26,978,176	$ -	$ 3,813,572	$ 91,033	$ (11,891,240)	$ 18,991,541

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

GOLD BASIN RESOURCES CORPORATION
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)
(Unaudited)

	Year ended December 31, 2025	Year ended December 31, 2024
	$	$
CASH PROVIDED BY (USED IN):		
OPERATING ACTIVITIES		
Net loss for the year	**(820,874)**	**(2,090,764)**
Item not involving cash:		
Foreign exchange gain	**(8,227)**	**115,974**
Share-based payments		**678,292**
Write-off of exploration and evalutaion assets	**475,000**	
Equipment Depreciation		
Interest and accretion expense	**19,510**	**23,688**
Loss on disposal of asset		
Investment in subsidiary		
Changes in non-cash working capital balances:		
Accounts receivable	**(3,655)**	**(28,328)**
Prepaid expenses		**-**
Accounts payable and accrued liabilities	**229,398**	**767,814**
Cash used in operating activities	**(108,848)**	**(533,324)**
INVESTING ACTIVITIES		
Exploration and evaluation asset	**(28,019)**	**(1,470,519)**
Cash used in investing activities	**(28,019)**	**(1,470,519)**
FINANCING ACTIVITIES		
Issuance of common shares, net of issuance costs		**1,465,360**
Issuance of common shares for exploration assets		**475,000**
Advances to related parties	**(2,637)**	**(98,614)**
Proceeds from loan		**259,071**
Cash provided by financing activities	**(2,637)**	**2,100,817**
CHANGE IN CASH	**(139,504)**	**96,974**
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	**132,829**	**(141,087)**
CASH, BEGINNING OF YEAR	**18,327**	**62,440**
CASH, END OF YEAR	**11,652**	**18,327**

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

(Expressed in Canadian dollars)

1. NATURE OF BUSINESS AND CONTINUING OPERATIONS

Gold Basin Resources Corporation ("the Company") was incorporated on November 24, 2017 under the laws of British Columbia. The address of the Company's corporate office and its principal place of business is 1020 – 800 West Pender Street, Vancouver, British Columbia, Canada. The Company's common shares trade on the TSXV under the symbol "GXX" and are listed on the OTCQB Venture Market under the symbol "GXX".

The Company's principal business activities include the acquisition and exploration of mineral property assets. As at December 31, 2025, the Company had not yet determined whether the Company's mineral property assets contain ore reserves that are economically recoverable. The recoverability of amount shown for exploration and evaluation assets is dependent upon the discovery of economically recoverable reserves, confirmation of the Company's interest in the underlying mineral claims, the ability of the Company to obtain the necessary financing to complete the development of and the future profitable production from the property or realizing proceeds from its disposition. The outcome of these matters cannot be predicted at this time and the uncertainties cast significant doubt upon the Company's ability to continue as a going concern.

The Company had a working capital deficit of $1,517,488 (2024 - $1,268,198), and a deficit of $11,891,240 (2024 – $11,070,366) as at December 31, 2025, which has been funded by the issuance of equity. The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs. These conditions indicate the existence of a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern.

These condensed consolidated financial statements do not give effect to any adjustments which would be necessary should the Company be unable to continue as a going concern and therefore be required to realize its assets and discharge its liabilities in other than the normal course of business and at amounts different from those reflected in these condensed consolidated financial statements.

2. BASIS OF CONSOLIDATION

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All significant intercompany balances, transactions and any unrealized gains and losses arising from intercompany transactions, have been eliminated. The Company's subsidiaries are presented in the table below.

Entity	Country of Incorporation	Effective Economic Interest
Gold Basin Resources (Arizona), Inc. ("Gold Basin Arizona")	USA	100%
Gold Basin Resources (Australia) Pty Ltd ("Gold Basin Australia")	Australia	100%

3. MATERIAL ACCOUNTING POLICY INFORMATION

a) Statement of compliance

These condensed consolidated financial statements have been prepared in accordance with IFRS Accounting Standards ("IFRS") issued by the IASB.

These condensed consolidated financial statements were authorized for issue in accordance with a resolution from the Board of Directors on May 11, 2026.

a) Basis of presentation

The condensed consolidated financial statements have been prepared on the historical cost basis, with the exception of financial instruments which are measured at fair value, as explained in the accounting policies set out below. In addition, these condensed consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information.

These condensed consolidated financial statements are presented in Canadian dollars, which is the Company's functional currency. The functional currency of Gold Basin Arizona is the U.S. dollar and the functional currency of Gold Basin Australia is the Australian dollar. The assets and liabilities of Gold Basin Arizona and Gold Basin Australia are translated into Canadian dollars at the rate of exchange prevailing at the reporting date and their income and expense items are translated at the spot exchange rate for the period. Exchange differences arising on the translation are recognized in other comprehensive income.

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

b) Cash and cash equivalents

Cash in the condensed consolidated statements of financial position is comprised of cash in banks and cash held in trust.

c) Exploration and evaluation assets

All costs related to the acquisition, exploration and development of mineral properties are capitalized. Upon commencement of commercial production, the related accumulated costs are amortized against projected income using the units-of-production method over estimated recoverable reserves.

Management annually assesses carrying values of non-producing properties and properties for which events and circumstances may indicate possible impairment. Impairment of a property is generally considered to have occurred if the property has been abandoned, there are unfavourable changes in the property economics, there are restrictions on development, or when there has been an undue delay in development, which exceeds three years. In the event that estimated discounted cash flows expected from its use or eventual disposition is determined by management to be insufficient to recover the carrying value of the property, the carrying value is written-down to the estimated recoverable amount.

The recoverability of mineral properties and exploration and development costs is dependent on the existence of economically recoverable reserves, the ability to obtain the necessary financing to complete the development of the reserves, and the profitability of future operations. The Company has not yet determined whether or not any of its future mineral properties contain economically recoverable reserves. Amounts capitalized to mineral properties as exploration and development costs do not necessarily reflect present or future values. When options are granted on mineral properties or properties are sold, proceeds are credited to the cost of the property. If no future capital expenditure is required and proceeds exceed costs, the excess proceeds are reported as a gain.

3. **MATERIAL ACCOUNTING POLICY INFORMATION** (continued)

d) Share-based payments

Share-based payments to employees and others providing similar services are measured at the estimated fair value of the instruments issued on the grant date and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of the goods or services received or the fair value of the equity instruments issued if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received. The amount recognized as an expense is adjusted to reflect the number of awards expected to vest. The offset to the recorded cost is to equity settled share-based payments reserve.

Consideration received on the exercise of stock options is recorded as share capital and the related equity settled share-based payments reserve is transferred to share capital. Charges for options that are forfeited before vesting are reversed from equity settled share-based payment reserve.

Share-based compensation expense relating to deferred share units is accrued over the vesting period of the units based on the quoted market price. As these awards can be settled in cash, the expense and liability are adjusted each reporting period for changes in the underlying share price.

e) Foreign currency

Transactions and balances in currencies other than the Canadian dollar, the currency of the primary economic environment in which the Company operates (the “functional currency”), 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 such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at exchange prevailing on the statement of financial position date are recognized in the statement of comprehensive loss.

f) Decommissioning, restoration and similar liabilities

An obligation to incur restoration, rehabilitation and environmental costs arises when environmental disturbance is caused by the exploration or development of a mineral property interest. Such costs arising from the decommissioning of plant and other site preparation work, discounted to their net present value, are provided for and capitalized at the start of each project to the carrying amount of the asset, along with a corresponding liability as soon as the obligation to incur such costs arises. The timing of the actual rehabilitation expenditure is dependent on a number of factors such as the life and nature of the asset, the operating license conditions and, when applicable, the environment in which the mine operates.

Discount rates using a pre-tax rate that reflects the time value of money are used to calculate the net present value. These costs are charged against profit or loss over the economic life of the related asset, through amortization using either the units-of-production or the straight-line method. The corresponding liability is progressively increased as the effect of discounting unwinds creating an expense recognized in profit or loss.

Decommissioning costs are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalized cost, except where a reduction in costs is greater than the unamortized capitalized cost of the related assets, in which case the capitalized cost is reduced to nil and the remaining adjustment is recognized in profit or loss.

The operations of the Company have been, and may in the future be, affected from time to time in varying degree by changes in environmental regulations, including those for site restoration costs. Both the likelihood of new regulations and their overall effect upon the Company are not predictable.

3. **MATERIAL ACCOUNTING POLICY INFORMATION** (continued)

f) Decommissioning, restoration and similar liabilities (continued)

The Company has no material restoration, rehabilitation and environmental obligations as the disturbance to date is immaterial.

g) Loss per share

The Company presents basic and diluted loss per share data for its common shares, calculated by dividing the loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. Diluted loss per share does not adjust the loss attributable to common shareholders or the weighted average number of common shares outstanding when the effect is anti-dilutive.

h) Income taxes

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and includes any adjustments to tax payable or receivable in respect of previous years.

Deferred income taxes are recorded using the liability method whereby deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purpose.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is not recognized for temporary differences which arise on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting, nor taxable profit or loss.

A deferred tax asset is recognized for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

i) Financial instruments

On initial recognition financial assets are classified as measured at:

i. Amortized cost;

ii. Fair value through other comprehensive income (“FVOCI”); and

iii. Fair value through profit and loss (“FVTPL”).

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVTPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Financial assets are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

3. **MATERIAL ACCOUNTING POLICY INFORMATION** (continued)

i) Financial instruments (continued)

Subsequent measurement of financial assets depends on their classification:

i. Amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included as finance income using the effective interest rate method.

The Company classifies its amounts receivable at amortized cost.

ii. FVOCI

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains and losses, interest revenue, and foreign exchange gains and losses which are recognized in profit or loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains (losses). Interest income from these financial assets is included as finance income using the effective interest rate method.

The Company does not have any assets classified at FVOCI.

iii. FVTPL

Assets that do not meet the criteria for amortized cost or FVOCI are measured at FVTPL. A gain or loss on an investment that is subsequently measured at FVTPL is recognized in profit or loss and presented net as revenue in the Statement of Loss and Comprehensive Loss in the period in which it arises.

The Company's cash is classified at FVTPL.

Financial Liabilities and Equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the group entities are recorded at the proceeds received, net of direct issue costs.

Financial liabilities are classified as measured at (i) FVTPL; or (ii) amortized cost.

A financial liability is classified as at FVTPL if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognized in profit or loss as incurred. The amount of change in the fair value that is attributable to changes in the credit risk of the liability is presented in OCI and the remaining amount of the change in the fair value is presented in profit or loss.

The Company does not classify any financial liabilities at FVTPL.

3. **MATERIAL ACCOUNTING POLICY INFORMATION** (continued)

i) Financial instruments (continued)

Other non-derivative financial liabilities are initially measured at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortized cost using the effective interest method.

The Company classifies its accounts payable and lease liability at amortized cost.

A financial liability is derecognized when the contractual obligation under the liability is discharged, cancelled or expires or its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

j) Share issuance costs

Professional, consulting, regulatory and other costs directly attributable to financing transactions are recorded as deferred financing costs until the financing transactions are completed, if the completion of the transaction is considered likely; otherwise they are expensed as incurred. Share issue costs are charged to share capital when the related shares are issued. Deferred financing costs related to financing transactions that are not completed are expensed.

k) Accounting standards amendments issued and adoption of new accounting standards

The Company has adopted new standards and amendments for the first time, which became effective for annual periods starting on or after January 1, 2023.

Amendment to IAS 1 – Disclosure of Accounting Policies.

Issued by the IASB in February 2021, these amendments provide clarity on implementing the materiality concept in disclosing accounting policies. The key changes introduced are:

- The requirement for entities to disclose their material accounting policies, shifting the focus from significant accounting policies.
- A clarification that accounting policies concerning transactions, events, or conditions that are immaterial do not require disclosure.
- An explanation that not every accounting policy related to material transactions, events, or conditions is necessarily material itself.

The Company has reviewed its previously reported significant accounting policies and now regards them as material accounting policies. Additionally, certain accounting policies previously reported and now deemed immaterial by the Company have been omitted from the financial statements.

Amendment to IAS 8 – Defining Accounting Estimates

In February 2021, the IASB updated IAS 8 to include a specific definition of ‘accounting estimates’. The amendment elucidates the differences between adjustments in accounting estimates and alterations in accounting policies, as well as error rectifications. They further detail the methods and inputs entities should employ to formulate accounting estimates. The Company has not had any changes in accounting policies or changes in accounting estimates during the year ended December 31, 2025.

Apart from these, the Company has not implemented any other standards, interpretations, or amendments that have been published but are not yet in effect.

(Expressed in Canadian dollars)

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of these consolidated financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from these estimates. These consolidated financial statements include estimates which, by their nature, are uncertain. The impacts of such estimates are pervasive throughout the consolidated financial statements, and may require accounting adjustments based on future occurrences. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods if the revision affects both current and future periods. These estimates are based on historical experience, current and future economic conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

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

Significant accounting estimates

i. the measurement of deferred income tax assets and liabilities; and

ii. the inputs used in accounting for share-based payments.

Significant accounting judgments

i. the determination of categories of financial assets and financial liabilities;

ii. the evaluation of the Company's ability to continue as a going concern; and

iii. the assessment of indications of impairment of the mineral property and related determination of the net realizable value and write-down of the mineral property where applicable.

5. EXPLORATION AND EVALUATION ASSETS

	Acquisition Costs	Exploration Costs	Total
	$	$	$
Balance, December 31, 2023	13,005,417	6,480,075	19,485,492
Additions	516,043	1,057,750	1,573,793
Balance, December 31, 2024	13,521,460	7,537,825	21,059,285
Additions	-	28018	28,018
Impairments	(475,000)	-	(475,000)
Balance, December 31, 2025	**13,046,460**	**7,565,843**	**20,612,303**

5. **EXPLORATION AND EVALUATION ASSETS** (continued)

Gold Basin Property

The Company entered into two assignment and assumption agreements dated June 16, 2020 with Centric Minerals Corporation ("Centric"), an arm's length private British Columbia corporation, whereby Centric assigned to the Company all of its rights under two letter agreements with third party vendors that were at arm's length to the Company. The Company was assigned the right to acquire an approximate aggregate 75% interest in and to the Gold Basin Project (the "Assignment"), located approximately 70 miles southeast of Las Vegas, Nevada, and 50 miles northwest of Kingman, Arizona, in the Gold Basin mining district of Mohave County, Arizona, U.S.A in consideration for 8,000,000 common shares in its capital, and subsequently the Company negotiated the acquisition of a 100% interest in the Project.

Following the Assignment, the Company entered into a relinquishment of rights and release deed, and a relinquishment of rights agreement and termination, whereby certain third parties with existing rights to the Project (the "Vendors") agreed to relinquish all of their right, title and interest in the Project (the "Relinquishment") in favour of the underlying owner of the Project, Aurum Exploration Inc. ("Aurum"), effective September 3, 2020. As consideration for the Relinquishment, the Company made a cash payment of AU$1,000,000 and issued an aggregate of 10,000,001 common shares in its capital, valued at $2,000,000, to the Vendors.

The Company acquired its 100% interest in the Project through its wholly-owned subsidiary Gold Basin Arizona pursuant to a purchase and sale agreement made as of September 3, 2020 (the "Purchase Agreement") among the Company, Gold Basin Arizona, and Aurum (the "Property Acquisition"). All of Aurum's right, title and interest in the 290 unpatented federal mining claims which comprise the bulk of the Project area was transferred to Gold Basin Arizona by Quitclaim Deed on September 14, 2020. Pursuant to the Purchase Agreement, the Company issued an aggregate of 15,000,000 common shares in its capital to Aurum's nominees with the value of $3,000,000. The closing of the Property Acquisition took place on September 18, 2020.

The 290 unpatented federal mining claims are also subject to a 1% Gross Returns Royalty (the "Centric Royalty") held by Centric Minerals Management Pty Ltd ("Centric (AUS)") pursuant to a gross returns royalty agreement dated as of January 1, 2020 between Aurum and Centric (AUS) (the "Centric Royalty Agreement"). The Centric Royalty Agreement was assigned to Gold Basin Arizona by Aurum pursuant to an assignment and assumption agreement made effective as of September 14, 2020 among Aurum, Gold Basin Arizona and Centric (AUS), whereby Aurum assigned all of its right, title, benefit and interest in the Centric Royalty Agreement to Gold Basin Arizona and Gold Basin Arizona assumed all of Aurum's obligations thereunder, including the payment of the Centric Royalty thereunder.

The split estate mineral rights are subject to a perpetual production royalty held by Newmont Corporation of 3.5% gross returns from the sale or other disposition of all metals and minerals produced from those portions of the Project area previously owned by Sante Fe Pacific Railroad Company pursuant to the terms of an option agreement entered into by Sante Fe Pacific Railroad Company and Aurumbank Incorporated as of February 9, 2004.

As at December 31, 2022, the Company has earned a 100% right and title in the Project through its wholly-owned subsidiary Gold Basin Arizona, subject to the abovementioned royalties.

On May 10, 2022 the Company executed an Option Agreement to acquire 100% interest in forty (40) unpatented mining claims located between the Cyclopic and Stealth deposits, consolidating the entire Gold Basin project area.

5. **EXPLORATION AND EVALUATION ASSETS** (continued)

Under the Option Agreement the Company shall:

(a) pay the Optionor an additional $745,000 as follows:

(i) $20,000 on or before the first anniversary of the Effective Date (paid);
(ii) an additional $30,000 on or before the second anniversary of the Effective Date (paid);
(iii) an additional $35,000 on or before the third anniversary of the Effective Date (unpaid);
(iv) an additional $40,000 on or before the fourth anniversary of the Effective Date (unpaid);
(v) an additional $60,000 on or before the fifth anniversary of the Effective Date (unpaid);
(vi) an additional $80,000 on or before the sixth anniversary of the Effective Date (unpaid);
(vii) an additional $80,000 on or before the seventh anniversary of the Effective Date (unpaid); and
(viii) an additional $400,000 on or before the ninth anniversary of the Effective Date (unpaid).

(b) On completion of Option Payments, the Company will grant a Royalty in the Property equal to three and a half (3.5%) percent of Net Profit Interest received from production on the Property.

On May 3, 2024 The Company entered into a property option agreement with Iconic Minerals Ltd. ("Iconic") and a wholly owned subsidiary of Iconic for the exclusive option to acquire an undivided 50% right, title and interest in and to the unpatented mineral claims comprising the New Pass Property. 5,000,000 common shares each with a deemed value of $0.095 were issued pursuant to the agreement which was subsequenty terminated in 2025 and the $475,000 was impaired.

6. **LOAN PAYABLE**

On August 21, 2024, the Company executed an unsecured loan arangement for upto USD $500,000 from Charrua Capital, LLC. The loan called for a maturity date of August 21, 2025 and bore a stated interest rate of 15% per annum. The lender failed to fund the originally contemplated amount and accordingly the loan was recorded at its actual obligation amount. Subsequent to the period end, on May 05, 2026 the loan was settled in full for USD $217,367. Accrued financing charges of $14,214 (2024 - $4,469) were recorded in the year.

7. **SHARE CAPITAL**

a) Authorized:

The Company is authorized to issue an unlimited number of common shares without par value.

b) Issued and Outstanding as at December 31, 2025: 135,130,486 (2024 – 135,130,486) common shares.

During the year ended December 31, 2025, there were no share capital transactions.

7. **SHARE CAPITAL** (continued)

During the year ended December 31, 2024, the Company had the following share capital transactions:

(i) On March 1, 2024, the Company announced that it has closed the first tranche of its previously announced non-brokered private placement (the "Financing") for aggregate gross proceeds of $972,030 through the issuance of 9,720,303 units (each, a "Unit") at a subscription price of $0.10 per Unit. Each Unit consisted of one common share in the capital of the Company (each, a "Share") and one-half of one transferable common share purchase warrant (each whole warrant, a "Warrant"), with each Warrant entitling the holder thereof to purchase one Share at an exercise price of $0.15 per Share for a period of one year from the closing of the Financing. In connection with the closing of the first tranche of the Financing, the Company paid cash finder's fees and issued non-transferable finder's warrants to Canaccord Genuity Corp. (as to $1,500 cash and 10,000 finder's warrants) and Brava Capital Pty Ltd. (as to AUD $60,000 and 400,000 finder's warrants) in connection with the introduction by the finders to the Company of eligible investors in the Financing. The finder's warrants entitle the holder thereof to purchase one Share at an exercise price of $0.15 per Share for a period of one year from the closing of the Financing.

(ii) On March 5, 2024, the Company announced that it has closed the second and final tranche of the Financing through the issuance of 5,500,000 Units for gross proceeds of approximately $550,000. The Financing was oversubscribed, and the Company issued an aggregate of 15,220,303 Units for aggregate gross proceeds of $1,522,030. In connection with the closing of the second tranche of the Financing, the Company paid cash finder's fees and issued non-transferable finder's warrants to Leede Jones Gable Inc. (as to $3,000 cash and 30,000 finder's warrants).

d) Warrants

During the year ended December 31, 2025, there were warrants issued.

On March 1, 2024, 4,860,151 Warrants were issued with an exercise price of $0.15 and expiry of March 1, 2025, as part of the first tranche of the Financing. The fair value of the warrants were recorded as $141,193 in contributed surplus, which was calculated using the Black-Scholes option pricing model assuming an expected life of 12 months, a risk-free interest rate of 4.06%, an expected dividend rate of 0%, a price on grant date of $0.10 and an expected annual volatility of 104%.

On March 1, 2024, 410,000 finder’s warrants were issued with an exercise price of $0.15 and expiry of March 1, 2025, as part of the first tranche of the Financing. The fair value of the warrants were recorded as $11,906 in contributed surplus, which was calculated using the Black-Scholes option pricing model assuming an expected life of 12 months, a risk-free interest rate of 4.06%, an expected dividend rate of 0%, a price on grant date of $0.10 and an expected annual volatility of 104%.

On March 5, 2024, 2,750,000 Warrants were issued with an exercise price of $0.15 and expiry of March 5, 2025, as part of the second tranche of the Financing. The fair value of the warrants were recorded as $80,068 in contributed surplus, which was calculated using the Black-Scholes option pricing model assuming an expected life of 12 months, a risk-free interest rate of 4.04%, an expected dividend rate of 0%, a price on grant date of $0.10 and an expected annual volatility of 104%.

(Expressed in Canadian dollars)

7. **SHARE CAPITAL** (continued)

On March 5, 2024, 30,000 finder's warrants were issued with an exercise price of $0.15 and expiry of March 5, 2025, as part of the second tranche of the Financing. The fair value of the warrants were recorded as $874 in contributed surplus, which was calculated using the Black-Scholes option pricing model assuming an expected life of 12 months, a risk-free interest rate of 4.04%, an expected dividend rate of 0%, a price on grant date of $0.10 and an expected annual volatility of 104%.

A continuity of the warrants outstanding as at December 31, 2025 is as follows:

	Number of Warrants	Weighted average exercise
Balance, December 31, 2023 and 2024	8,050,151	$0.15
Expired	(8,050,151)	$0.15
Balance, December 31, 2025	-	-

As at December 31, 2025, the Company had no warrants outstanding – all warrants expired as follows:

Number of warrants	**Exercise price**	**Weighted average years outstanding**	**Expiry date**
5,270,151	$ 0.15	-	March 1, 2025
2,780,000	$ 0.15	-	March 5, 2025

e) Stock options

The Company has a Stock Option Plan ('Plan') for directors, officers, employees and consultants of the Company. The Company may grant options to individuals, options are exercisable over periods of up to ten years, as determined by the Board of Directors of the Company, to buy shares of the Company at the fair market value on the date the option is granted. The maximum number of shares which may be issuable under the Plan cannot exceed 10% of the total number of issued and outstanding shares on a non-diluted basis.

A continuity of the stock options outstanding as at December 31, is as follows:

	Number of Stock options	Weighted average exercise
Balance, December 31, 2023	3,700,000	$ 0.30
Granted	10,300,000	$0.075
Expired	(1,000,000)	$0.30
Balance, December 31, 2024	13,000,000	$0.075
Granted	-	-
Cancelled	(7,100,000)	$0.075
Expired	-	-
Balance, December 31, 2025	5,900,000	$0.075

(Expressed in Canadian dollars)

7. **SHARE CAPITAL** (continued)

During the year ended December 31, 2025, 7,100,00 option were cancelled upon the resignation of the optionees. On January 22, 2024, 400,000 stock options with an exercise price of $0.10 that expired.

On March 9, 2024, 600,000 stock options with an exercise price of $0.35 that expired.

On May 06, 2024, 10,300,000 options with an exercise price of $0.075 were granted to various officers and consultants of the Company, 9,900,000 vested on grant and 400,000 of which vest over quarterly over 12 months and all expire on May 06, 2027.

The fair value of the stock options granted in the year ended December 31, 2025 was $NIL (2024 - $678,292), which was calculated using the Black-Scholes pricing model. During the year ended December 31, 2025, the Company recognized share-based compensation of $NIL (2024 - $678,292). The weighted average inputs used in the Black-Scholes calculation for the options are as follows:

	2025	2024
Share price	-	$0.075
Risk-free dividend rate	-	4.18
Expected life	-	3 Years
Dividend rate	-	-
Annualized volatility	-	231%

As at December 31, 2025 the Company had the following outstanding stock options:

Number of options	**Exercise price**	**Weighted average years outstanding**	**Expiry date**
2,700,000	$0.20	0.20	March 15, 2026
10,300,000	$0.075	1.35	May 6, 2027
13,000,000			

8. MANAGEMENT OF CAPITAL

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the sourcing and exploration of its resource property. The Company does not have any externally imposed capital requirements to which it is subject.

The Company considers the aggregate of its share capital, contributed surplus and deficit as capital. The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares or dispose of assets or adjust the amount of cash.

9. RELATED PARTY BALANCES AND TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties may be individuals or corporate entities and include officers and directors. A transaction is considered to be a related party transaction when there is a transfer of resources or obligations between related parties.

The Company had incurred the following key management personnel cost from related parties:

	Twelve months ended December 31, 2025	Twelve months ended December 31, 2024
	$	$
Chief Executive Officer fees	162,139	179,552
Chief Financial Officer fees	99,242	120,825
Management fees	77,153	297,980
Professional fees	55,779	403,421

During the year ended December 31, 2025, the Company paid the directors of the Company total fees of $58,309 (2024 - $736,323) for management services. At December 31, 2025, there was $NIL (2024 - $87,202) in accounts payable owing to certain directors and $104,204 (2024 - $Nil) owing to an officer of the Company. At December 31, 2025, there was $101,251 (2024 - $nil) receivable from a director of the Company, with no specific terms of repayment.

10. FINANCIAL INSTRUMENTS AND FINANCIAL RISK

Financial risk management objectives and policies

The Company’s financial instruments include cash and accounts payable. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below.

The fair value of the Company’s financial instruments approximates their carrying value as at December 31, 2025 because of the demand nature or short‐term maturity of these instruments.

Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(i) *Currency risk*

The Company is not exposed to significant foreign currency risk on fluctuations related to cash and accounts payable that are denominated in AUD and USD dollars. The Company has not entered into any foreign currency contracts to mitigate this risk.

(ii) *Interest rate risk*

The Company is exposed to interest rate risk on the variable rate of interest earned on bank deposits. The fair value interest rate risk on bank deposits is insignificant as the deposits are short‐term. The Company has not entered into any derivative instruments to manage interest rate fluctuations.

(Expressed in Canadian dollars)

10. FINANCIAL INSTRUMENTS AND FINANCIAL RISK (continued)

(iii) *Credit risk*

Credit risk is the risk of loss associated with the counterparty's inability to fulfill its payment obligations. Financial instruments that potentially subject the Company to concentrations of credit risks consist principally of cash. To minimize the credit risk, the Company places these instruments with a high quality financial institution.

(iv) *Liquidity risk*

In the management of liquidity risk of the Company, the Company maintains a balance between continuity of funding and the flexibility through the use of borrowings. Management closely monitors the liquidity position and expects to have adequate sources of funding to finance the Company's projects and operations.

11. INCOME TAXES

The Company has losses carried forward approximately $8,521,000 available to reduce income taxes in future years which begin to expire in 2038.

The Company has not recognized any deferred income tax assets. The Company recognizes deferred income tax assets based on the extent to which it is probable that sufficient taxable income will be realized during the carry forward periods to utilize all deferred tax assets.

The following table reconciles the amount of income tax recoverable on application of the statutory Canadian federal and provincial income tax rates:

	2025	2024
Effective tax rate	27%	27%
	$	$
Income tax recovery at statutory rate	(158,068)	(497,350)
Effect of income taxes of:		
Permanent differences and other	-	420,604
Change in deferred tax assets not recognized	158,068	76,743
Deferred income tax recovery	-	-

The temporary differences that give rise to significant portions of the deferred tax assets not recognized are presented below:

	2025	2024
	$	$
Non-capital loss carry forwards	2,458,939	2,300,871
Equipment	-	-
Share issuance costs	-	93,300
Exploration and evaluation assets	-	47,100
Deferred tax assets not recognized	(2,458,939)	(2,441,271)
	-	-

12. COMMITTMENTS

On November 19, 2024, the Company received notice that it had been named as a defendant in a lawsuit commenced in the Superior Court of Arizona in Maricopa County by Harris Exploration Drilling & Associates in respect of a claim for outstanding payments of USD $285,193.

13. SUBSEQUENT EVENTS

On March 19, 2026 the Company responded to the March 16, 2026 announcement by Helix Resources Limited ("Helix") that it has executed a formal joint venture agreement to earn-in up to a 40% interest in the Company's 42 square kilometre Gold Basin project in Mohave County Arizona.

Helix's announcement was made just prior to the replacement of the Company's entire board of directors by a unanimous vote of shareholders at a court-ordered annual general meeting held on March 16, 2026.

Any such agreement would be in violation of a restraining order issued by the Supreme Court of British Columbia on February 11, 2026.

A previous conditional letter agreement between Helix and Gold Basin announced on April 29, 2025 is subject to a petition (the "Petition") before the Court dated October 28, 2025, launched by Gold Basin shareholders, to set aside the agreement on the basis of one or more former directors of Gold Basin having a material undisclosed interest in Helix and the agreement not being fair or reasonable to Gold Basin.

On May 05, 2026 the Company reached a settlement agreement with Charrua Capital LLC in respect of the disputed enforceability of the unsecured loan agreement dated Aug. 21, 2024, between Gold Basin and Charrua. The loan agreement bore a principal amount of $500,000 (USD), initial interest rate of 15 per cent, high fees and costs, and restrictions on Gold Basin's use of funds.

Under the settlement agreement, Gold Basin has agreed to pay Charrua $217,367.40 (USD) upon, among other things, the release and discharge of any and all security interests, and claims against Gold Basin and its assets.

On May 05, 2026 Gold Basin declared the purported joint venture between Gold Basin and Helix Resources Ltd. (the invalid Helix joint venture) announced by Helix in its ASX (Australian Securities Exchange) announcement on April 29, 2026 to be invalid. Gold Basin’s position is that the invalid agreement has no standing. Accordingly, it is the Company's opinion that Helix has no interest or rights in the Gold Basin property.

The status of an option agreement executed on May 10, 2022 to acquire a 100% interest in forty (40) unpatented mining claims remains uncertain. Gold Basin’s former board and management purportedly failed to make an option payment and new management is working to bring the agreement into compliance.

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