OMEGA PACIFIC RESOURCES INC.

CONDENSED INTERIM FINANCIAL STATEMENTS
For the Nine Months Ended July 31, 2025 and 2024

(Expressed in Canadian dollars)

(Unaudited – Prepared by Management)

NOTICE OF NO AUDITOR REVIEW OF CONDENSED INTERIM FINANCIAL STATEMENTS

In accordance with National Instrument 51-102 released by the Canadian Securities Administrators, the Company discloses that its auditors have not reviewed the unaudited condensed interim financial statements for the nine-month period ended July 31, 2025.

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

OMEGA PACIFIC RESOURCES INC.

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July 31, 2025

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OMEGA PACIFIC RESOURCES INC.
Condensed Interim Statements of Financial Position
(Unaudited - Expressed in Canadian dollars)

As at		July 31, 2025		October 31, 2024
Assets				
Current				
Cash	**$**	**4,210**	$	135,342
Amounts receivable		**266,034**		4,127
Goods and services tax receivable		**11,316**		133,531
Prepaids and deposit (note 3)		**53,032**		241,414
		334,592		514,414
Non-current				
Mineral properties (note 4)		**3,312,155**		3,479,155
Total assets	**$**	**3,646,747**	$	3,993,569
Liabilities and Equity				
Current				
Accounts payable and accrued liabilities (note 5)	**$**	**484,042**	$	527,655
Loans (note 6)		**237,000**		-
Total liabilities		**721,042**		527,655
Equity				
Share capital (note 7)		**7,002,752**		7,004,407
Warrant reserves		**213,473**		213,473
Deficit		**(4,290,520)**		(3,751,966)
Total Equity		**2,925,705**		3,465,914
Total liabilities and equity	**$**	**3,646,747**	$	3,993,569

Nature and Continuance of Operations (Note 1)
Subsequent events (Note 13)

Approved and authorized for dissemination by the Board of Directors on September 29, 2025:

Director (signed by) “Robert L’Heureux”
Director (signed by) “Mark Minckler”

The accompanying notes are integral to these condensed interim financial statements.

OMEGA PACIFIC RESOURCES INC.

Condensed Interim Statements of Loss and Comprehensive Loss
(Unaudited - Expressed in Canadian dollars)

For the	three months ended		nine months ended	
	July 31, 2025	**July 31, 2024**	**July 31, 2025**	**July 31, 2024**
Expenses				
Investor relations	**$ -**	$ 99,352	**$ 78,101**	$ 140,799
Professional fees	**10,281**	2,563	**42,974**	11,303
Listing expenses	**4,552**	2,625	**9,979**	56,673
Management and consulting fees (note 8)	**65,350**	105,250	**163,888**	146,250
Marketing	**52,521**	380,807	**138,411**	402,845
Office and administrative	**12,197**	3,376	**24,793**	3,378
Regulatory and transfer agent fees	**19,439**	10,785	**29,924**	31,712
Exploration expense (recovery) (note 4)	**78,144**	2,053,540	**(115,943)**	2,056,734
	$ (242,484)	$ (2,658,298)	**$ (372,127)**	$ (2,658,298)
Other				
Foreign exchange loss	**(28)**	-	**(31)**	-
Interest income	**14**	-	**604**	-
Write-off of mineral property (note 4)	**(167,000)**		**(167,000)**	-
Net loss and comprehensive loss	**$ (409,498)**	$ (2,658,298)	**$ (538,554)**	$ (2,849,694)
Basic and diluted loss per common share	**$ (0.01)**	$ (0.08)	**$ (0.02)**	$ (0.11)
Basic and diluted weighted average number of common shares outstanding	**34,282,796**	32,804,487	**34,282,796**	25,672,723

The accompanying notes are integral to these condensed interim financial statements.

OMEGA PACIFIC RESOURCES INC.

Condensed Interim Statements of Changes in Shareholders' Equity

(Unaudited - Expressed in Canadian dollars)

	Number of shares		Share capital		Warrant reserve		Deficit		Total equity
Balance October 31, 2023	**20,483,001**		**681,746**		**-**		**(252,051)**		**429,695**
Shares issued for mineral property	3,000,000		2,250,000		-		-		2,250,000
Shares issued for cash	10,528,295		4,462,575		-		-		4,462,575
Share issuance costs	-		(215,654)		-		-		(215,654)
Share issuance costs – Non-cash	-		(160,599)		160,599		-		-
Exercise of warrants	-		-		-		-		-
Net loss	-		-		-		(2,849,694)		(2,849,694)
Balance at July 31, 2024	**34,011,296**	**$**	**7,018,068**	**$**	**160,599**	**$**	**(3,101,745)**	**$**	**4,076,922**
Shares issued for mineral property	271,500		48,155		-		-		48,155
Shares issued for cash	-		-		-		-		-
Share issuance cost	-		(8,942)		-		-		(8,942)
Share issuance cost – Non-cash	-		(52,874)		52,874		-		-
Net loss	-		-		-		(650,221)		(650,221)
Balance at October 31, 2024	**34,282,796**	**$**	**7,004,407**	**$**	**213,473**	**$**	**(3,751,966)**	**$**	**3,465,914**
Share issuance cost	-		(1,655)		-		-		(1,655)
Net income	-		-		-		(538,554)		(538,554)
Balance at July 31, 2025	**34,282,796**	**$**	**7,002,752**	**$**	**213,473**	**$**	**(4,290,520)**	**$**	**2,925,705**

The accompanying notes are integral to these condensed interim financial statements.

OMEGA PACIFIC RESOURCES INC.

Condensed Interim Statements of Cash Flows

(Unaudited - Expressed in Canadian dollars)

For the nine months ended	July 31, 2025	July 31, 2024
Cash provided by (used in):		
Operating activities		
Net loss for the period	**$ (538,554)**	$ (2,849,694)
Items not affecting cash:		
Write-off of mineral property	**167,000**	-
Changes in non-cash working capital:		
Accounts payable and accrued liabilities	**(43,613)**	1,913,430
Amounts and Goods and services tax receivables	**(139,692)**	(112,704)
Prepaids and deposit	**188,382**	(522,214)
Cash used in operating activities	**(366,477)**	(1,571,182)
Investing activities		
Exploration and evaluation property exploration expenditures	**-**	(1,000,000)
Cash used by investing activities	**-**	(1,000,000)
Financing activities		
Loans received	**237,000**	-
Private placements	**-**	4,176,740
Share issuance costs	**(1,655)**	(215,654)
Exercise of warrants	-	285,835
Cash used by financing activities	**235,345**	4,246,921
Net change in cash	**(131,132)**	1,675,739
Cash, beginning	**135,342**	348,205
Cash, ending	**$ 4,210**	$ 2,023,944
Supplemental cash flow information		
Shares issued for mineral property option payment	$ -	$ 2,250,000

The accompanying notes are integral to these condensed interim financial statements.

1. Nature of operations and going concern

Omega Pacific Resources Inc. (the "Company") was incorporated under the Business Corporations Act (British Columbia) on June 3, 2022. On April 21, 2023, the Company's common shares commenced trading on the Canadian Securities Exchange under the symbol "OMGA".

The Company's head office and registered office address is Suite# 888 - 700 West Georgia Street, Vancouver, BC V7Y 1G5. The Company is a Canadian mineral exploration company focused on the acquisition, exploration and development of mineral projects in Canada.

The recovery of the amounts comprising mineral properties is dependent upon the confirmation of economically recoverable reserves, the ability of the Company to obtain necessary financing to successfully complete their exploration and development, and upon future profitable production.

These condensed interim financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. At July 31, 2025, the Company had not yet achieved profitable operations, had accumulated losses of $4,290,520 since its inception, and expects to incur further losses in the development of its business, all of which casts significant doubt about the Company's ability to continue as a going concern. A number of alternatives including, but not limited to selling an interest in one or more of its properties or completing a financing, are being evaluated with the objective of funding ongoing activities and obtaining working capital. The continuing operations of the Company are dependent upon its ability to continue to raise adequate financing and to commence profitable operations in the future and repay its liabilities arising from normal business operations as they become due.

These condensed interim financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence.

2. Basis of preparation

These condensed interim financial statements have been prepared on a historical cost basis, except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at fair value. In addition, these financial statements have been prepared using the accrual basis of accounting except for cash flow information. These condensed interim financial statements are presented in Canadian dollars, which is the Company's functional currency. The accounting policies applied in preparation of these financial statements are consistent with those applied and disclosed in the Company's financial statements for the year ended October 31, 2024, unless otherwise stated.

Accordingly, these financial statements should be read in conjunction with the notes to the Company's audited financial statements for the years ended October 31, 2024 and 2023.

(Unaudited - Expressed in Canadian dollars)

3. Prepaid expenses and deposits

A summary of the Company's prepaid expenses is as follows:

	July 31, 2025	**October 31, 2024**
Prepaid investor relations and marketing	**$ 6,500**	$ 195,749
Other prepaids and deposits	**46,532**	45,665
	$ 53,032	$ 241,414

4. Mineral properties and exploration expenses

The following summarizes the cumulative costs capitalized as exploration and evaluation asset as at July 31, 2025 and October 31, 2024:

	Lekcin Property	**Williams Property**	**Total**
Acquisition costs			
Balance, October 31, 2023	$ 99,000	$ -	$ 99,000
Option payments	68,000	3,312,155	3,380,155
Write-off of mineral property	(167,000)	-	(167,000)
Balance, October 31, 2024 and July 31, 2025	$ -	$ 3,312,155	$ 3,312,155

The exploration expenses incurred on the Lekcin property and the Williams property for the period ended July 31, 2025 is presented in the following table:

Nine months ended July 31, 2025	**Lekcin Property**	**Williams Property**	**Total**
Geologist consulting fees	$ 10,746	$ 73,900	$ 84,646
Assays	-	15,097	15,097
Fieldwork and supplies	-	41,222	41,222
Other exploration expenses	-	5,000	5,000
Mineral exploration tax credit	-	(261,908)	(261,908)
Total	**$ 10,746**	**$ (126,689)**	**$ (115,943)**

Nine months ended July 31, 2024	**Lekcin Property**	**Williams Property**	**Total**
Assays	$ -	$ 51,731	$ 51,731
Geologist consulting fees	-	521,712	521,712
Fieldwork and supplies	-	1,039,653	1,039,653
Travel	-	188,147	188,147
Other exploration expenses	-	255,491	255,491
Total	**$ -**	**$ 2,056,734**	**$ 2,056,734**

(Unaudited - Expressed in Canadian dollars)

4. Mineral property and exploration expenses (continued)

Lekcin property

On August 10, 2022, the Company entered into a Binding Letter Agreement (the "Leckin Agreement") whereby the Company will have the right to earn a 100% interest in the Lekcin property. The Lekcin property is located in the New Westminster Mining Division, British Columbia, Canada.

Pursuant to the terms of the Agreement, the Company could earn a 100% interest in the Lekcin property by making the following payments to the optionors:

Cash payment amount to Optionors	Shares to be issued to Optionors	Minimum exploration requirements
$16,000 within 7 business days of signing the agreement (paid).	100,000 shares to be issued within 10 days of listing on the Canadian stock exchange (issued).	$75,000 to be spent on or before the 1st anniversary date of the effective date (met).
$20,000 to be paid on or before the 1st anniversary date (paid).	100,000 shares to be issued on the 1st anniversary date of the Lekcin Agreement (issued).	$120,000 to be spent on or before the 2nd anniversary date of the effective date. (met)
$32,000 to be paid on or before the 2nd anniversary date (paid).	200,000 shares to be issued on the 2nd anniversary date of the Lekcin Agreement (issued).	$240,000 to be spent on or before the 3rd anniversary date of the effective date.
$48,000 to be paid on or before the 3rd anniversary date.	200,000 shares to be issued on the 3rd anniversary date of the Lekcin Agreement.	$600,000 to be spent on or before the 4th anniversary date of the effective date.
$84,000 to be paid on or before the 4th anniversary date.	400,000 shares to be issued on the 4th anniversary date of the Lekcin Agreement.	
Total cash $200,000	1,000,000 shares	$1,035,000

Excess expenditures from one year could be applied to the next. If there is a shortfall in exploration expenditures in any one year, the Lekcin Agreement could be maintained in good standing by making a payment, in the equivalent cash, of the shortfall to Optionor. If the optionee spends more funds in one year than prescribed by this section, the surplus would be applied and carried forward to the following years.

In addition, the optionor would receive an additional 500,000 shares on the confirmation of a resource on the Lekcin property and an additional 500,000 shares upon a decision by the optionee to produce minerals from the property.

The Lekcin property is subject to a 2% Net Smelter Royalty ("NSR") royalty in favor of the property Optionors. The Company has the right to purchase 1% of the NSR for $3,200,000 any time prior to the commencement of commercial production. The NSR buy-out price will be adjusted annually according to the consumer price index with a base of December 31, 2025.

Pursuant to the Leckin property agreement, the Company issued 200,000 common shares of the Company at a fair value of $36,000 on October 15, 2024, and paid cash of $32,000 on October 9, 2024.

On July 24, 2025, the Company issued notice to the optionor to terminate the option agreement and all obligations thereto. As a result, during the nine-months ended July 31, 2025, the Company wrote off the previously capitalized balance of $167,000 in acquisition costs relating to the property.

4. Mineral property and exploration expenses (continued)

Williams property

On February 29, 2024 and amended on August 28, 2024, the Company entered into an option agreement (the "Williams Agreement") with Copaur Minerals Inc. ("CopAur") whereby the Company will have the right to acquire up to a 100% undivided interest in its Williams property. The Williams property is located in the Toodoggone region of north-central British Columbia, Canada.

Pursuant to the terms of the Agreement, the Company can earn a 100% interest in the Williams property by satisfying the following terms with the optionors:

First option – to earn a 51% undivided and beneficial interest in the Williams property, the Company must:

a) Make cash payment to CopAur of $1,000,000 within 10 business days upon CSE approval of the Williams Agreement (paid).
b) Issue 3,000,000 common shares of the Company within 10 business days upon CSE approval of the Williams Agreement (issued).
c) Incur a total of $2,000,000 in exploration expenditures within the first-year anniversary of the Williams Agreement (completed).
d) Paying $5,000 annual advanced royalty payment in favor of property optionors.

Second option – after the Company exercises the first option, the Company is granted the sole and exclusive right to acquire an additional 29% undivided and beneficial interest in the Williams property. To earn the total 80% interest, the Company must:

a) Make cash payment to CopAur of $500,000 on or before the second-year anniversary of the Williams Agreement.
b) Issue 2,000,000 common shares of the Company on or before the second-year anniversary of the Williams Agreement.
c) Incur a total of $4,000,000 in exploration expenditures on or before the third-year anniversary of the Williams Agreement.
d) Paying $5,000 annual advanced royalty payment in favor of property optionors.

Third option – after the Company to exercise the second option, the Company is granted the sole and exclusive right to acquire an additional 20% undivided and beneficial interest in the Williams property. To earn the total 100% interest, the Company must pay an additional amount to CopAur equal to the fair market value of the 20% interest in the Williams property as determined by an independent valuator which the Company may satisfy by cash payment or the issuance of additional shares of the Company on or before the third-year anniversary of the Williams Agreement.

In the event the Company does not exercise the second option; to acquire the additional 29%, the Company shall relinquish and transfer back to CopAur a 1.01% interest in the Williams property so that CopAur will hold a 51% interest and the Company will hold a 49% interest and the parties will form a joint venture. If the Company exercises the second option but does not exercise the third option to acquire a 100% interest, the parties will be deemed to form a joint venture to continue to advance the Williams property.

In consideration, for amendments dated August 28, 2024 to the "Williams Agreement" the Company paid CopAur cash of $50,000.

(Unaudited - Expressed in Canadian dollars)

4. Mineral property and exploration expenses (continued)

Williams property (continued)

On May 22, 2024, the Company entered into a purchase agreement with Steven Jeffery Scott to acquire three mineral exploration claims comprising of 51.716 hectares at its Williams property in British Columbia's Golden Horseshoe. As consideration for the claims purchased, the Company issued 71,500 common shares at a fair value of $12,155 on September 18, 2024 (Note 6).

5. Accounts payable and accrued liabilities

	July 31, 2025	October 31, 2024
Accounts payable	**$ 245,481**	$ 412,880
Amounts due to related parties (note 7)	**173,661**	93,345
Accrued liabilities	**64,900**	21,430
	$ 484,042	$ 527,655

6. Loans

During the nine months ended July 31, 2024, the Company obtained loans from arm's length consultant and director to make critical payments in the amount of $237,000. These loans are unsecured, non-interest bearing and have no specific terms of repayment (note 8).

7. Share Capital

Authorized

Unlimited number of common shares without par value.

Issued Share Capital

As at July 31, 2025, there were 34,282,796 common shares issued and outstanding (October 31, 2024 – 34,282,796).

On April 8, 2024, the Company closed a non-brokered private placement by issuing 6,184,000 common shares of the Company at the price of $0.50 per share, for gross proceeds of $3,092,000. In connection with the private placement, the Company recorded $139,725 of cash share issuance costs. The Company also issued 255,720 broker warrants at a fair value of $153,647 in connection with the private placement. Each broker warrant entitles the holder to acquire one common share at a price of $0.50 per share until April 8, 2025.

On April 24, 2024, the Company issued 3,000,000 common shares with a fair value of $2,250,000 pursuant to the Williams Agreement (Note 4).

On July 2, 2024, the Company closed a non-brokered private placement by issuing 1,485,945 flow-through common shares of the Company at the price of $0.73 per share, for gross proceeds of $1,084,740. In connection with the private placement, the Company recorded $84,871 of cash share issuance costs. The Company also issued 103,281 broker warrants at a fair value of $59,826 in connection with the private placement. Each broker warrant entitles the holder to acquire one common share in a range of prices of $0.73 to $0.80 per share until July 2, 2025. The flow-through premium liability associated with this issuance using the residual method was $Nil.

(Unaudited - Expressed in Canadian dollars)

7. Share Capital (continued)

On September 18, 2024, the Company issued 71,500 common shares at a fair value of $12,155 pursuant to purchase agreement for certain mineral claims expanding the Williams Property (Note 4).

On October 15, 2024, the Company issued 200,000 common shares with a fair value of $36,000 pursuant to the Lekcin Agreement (Note 4).

During the year ended October 31, 2024, 2,858,350 warrants were exercised for gross proceeds of $285,835.

Stock Options

As at July 31, 2025 and 2024 the Company had no stock options outstanding.

Warrants

A summary of share purchase warrant activity in the period is as follows:

	Number of warrants	Weighted average exercise price
Outstanding warrants, at October 31, 2024	**7,000,651**	**$ 0.13**
Expired	(359,001)	0.57
Outstanding warrants, at July 31, 2025	**6,641,650**	**$ 0.10**

A summary of the warrants outstanding and exercisable at July 31, 2025 is as follows:

Date of expiry	Number of warrants	Weighted average exercise price	Remaining contractual life (years)
October 15, 2027	5,641,650	0.10	2.2
November 25, 2027	1,000,000	0.12	2.3
	6,641,650	**$ 0.11**	**2.2**

8. Related party transactions

Key management personnel are those persons having authority and responsibility for planning, directing, and controlling the activities of the Company, directly or indirectly. Key management personnel include the Company's directors and executive officers. A summary of the Company's related party transactions with directors and officers, or with companies associated with these individuals as follows:

For the nine months ended	July 31, 2025	July 31, 2024
Management fees paid to key management and directors	**$ 144,000**	$ 58,500
Management and consulting fees paid to former management	**-**	31,500
	$ 144,000	$ 90,000

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties, unless otherwise noted.

8. Related party transactions (continued)

At July 31, 2025, accounts payable and accrued liabilities include $173,661 (October 31, 2024 - $93,345) due to key management, directors of the Company and companies controlled by management or directors for services provided. These amounts are unsecured, non-interest bearing and have no specific terms of repayment.

At July 31, 2025, $120,000 included in loans was due to a director. This loan is unsecured, non-interest bearing and has no specific terms of repayment (note 6).

9. Capital Management

The Company defines its capital as shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the acquisition and exploration and development of mineral properties. The Board of Directors do not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business. The properties in which the Company currently has an interest are in the exploration stage. As such, the Company has historically relied on the equity markets to fund its activities. In addition, the Company is dependent upon external financings to fund activities. In order to carry out planned exploration and pay for administrative costs, the Company will need to raise additional funds.

The Company will continue to assess new properties and seek to acquire an interest in additional properties if it feels there is sufficient geologic or economic potential and if it has adequate financial resources to do so. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the period ended July 31, 2025.

The Company is not subject to externally imposed capital requirements.

10. Financial Instruments

The Company's financial instruments consist of cash, amount receivable and accounts payable and accrued liabilities and the carrying values approximate their fair values because of the relatively short-term nature of the instruments. These estimates are subjective and involve uncertainties and matters of significant judgment and therefore cannot be determined with precision. Changes in assumption could significantly affect the estimates.

<u>There are three levels of the fair value hierarchy as follows:</u>

Level 1: Values based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical assets or liabilities.
Level 2: Values based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability.
Level 3: Values based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

The Company's cash is considered to be Level 1 within the fair value hierarchy.

The Company is exposed in varying degrees to a variety of financial instrument-related risks. The Board of Directors approves and monitors the risk management process, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is summarized as follows:

10. Financial Instruments (continued)

Foreign exchange risk
The Company's functional and reporting currency is the Canadian dollar and major purchases are transacted in Canadian dollars. As a result, the Company's exposure to foreign currency risk is minimal.

Credit risk
The Company's cash is held in large Canadian financial institutions. The Company has not experienced nor is exposed to any significant credit losses. As a result, the Company's exposure to credit risk is minimal.

Market risk
Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, commodity and equity prices. The Company does not have a practice of trading derivatives.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. As the Company has no interest-bearing assets or liabilities, the Company is not exposed to significant interest rate risk.

Liquidity risk
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to help determine the funds required to support the Company's normal operating requirements on an ongoing basis. The Company aims to have sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from its ability to raise equity capital or borrowing sufficient funds and its holdings of cash and cash equivalents.

Price risk
The ability of the Company to explore its mineral properties and the future profitability of the Company are directly related to the market price of precious metals. The Company monitors precious metals prices to determine the appropriate course of action to be taken by the Company.

11. Segmented Information

The Company operates in one reportable operating segment, which is the mining and exploration sector in Canada. As the operations comprise a single reporting segment, amounts disclosed also represent segment amounts.

12. Flow-through shares

The Company is partially financed through the issuance of flow-through shares, requiring that the Company spend the proceeds for qualified mining exploration expenses. Moreover, tax rules regarding flow-through investments set deadlines for carrying out the exploration work, subject to penalties if the conditions are not respected. Although the Company is committed to taking all the necessary measures, refusal of certain expenses by the tax authorities would have a negative tax impact for investors.

On July 2, 2024, the Company completed flow-through private placements totaling $1,084,740. As at October 31, 2024, the Company incurred $1,068,690 in eligible exploration expenditures and consequently the Company had obligation to incur a remaining balance of $16,050 in exploration expenditures.

During the nine months ended July 31, 2025, the Company incurred the remaining $16,050 in required flow-through spending.

13. Subsequent events

On August 18, 2025, Omega Pacific closed the first tranche (the "First Tranche") of a non-brokered private placement (the "Offering"). The First Tranche resulted in the sale of 570,372 flow-through units (the "FT Units") for gross proceeds of $77,000 and 2,155,000 non flow-through units (the "Units") for gross proceeds of $215,500, for a total of $292,500.

Each Unit consists of one non-flow-through common share (a "Share") and one share purchase warrant (a "Unit Warrant") exercisable into one additional non-flow-through common share at a price of $0.15 per share for a 2-year period.

Each FT Unit consists of one flow-through common share (a "FT Share") and one share purchase warrant (a "FT Unit Warrant") exercisable into one additional non-flow-through common share at a price of $0.20 per share for a 2-year period.

In connection with the sale of the Units and FT Units, the Company paid a total of $16,450 in cash, and issued an aggregate of 155,426 finder's warrants (the "Finder's Warrants") to eligible finders for certain of the Units and/or FT Units sold. Of these 155,426 Finder's Warrants, 25,926 Finder's Warrants are exercisable at a price of $0.135 per share for up to 2 years from the date of issuance, and 129,500 Finder's Warrants are exercisable at a price of $0.10 per share for up to 2 years from the date of issuance.