

**Report Pursuant to National Instrument 62-103 and  
Section 5.2 of Multilateral Instrument 62-104 1**

This report is made pursuant to the provisions of the securities legislation referred to above in connection with the acquisition of 10,518,499 common shares (“**Subject Shares**”) of Nevada King Gold Corp. (the “**Company**” or “**Nevada King**”), 555 Burrard Street, P.O. Box 272, Vancouver, British Columbia, V7X 1M8. The Subject Shares were acquired from treasury pursuant to private placement by the Company (the “**Private Placement**”).

**1. Name and Address of Acquirer**

Michael A. Parker (the “**Acquirer**”), 6700 E. Caron Drive, Paradise Valley, Arizona, 85253, Tel: (602) 625-4049. The transaction described in item 1 above took place effective November 13, 2024.

**2. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class or securities of which the offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances.**

The Acquirer indirectly acquired ownership and control of the Subject Shares of the Company at a price of \$0.34 per share. The Subject Shares represent approximately 2.8% of all issued and outstanding common shares of the Company (“**Shares**”) as of November 13, 2024, resulting in a corresponding change to the aggregate percentage ownership of the Company by the Acquirer.

**3. The designation and number or principal amount of securities and the offeror’s securityholding percentage in the class of securities immediately after the transaction or occurrence giving rise to the obligation to file the news release.**

Immediately before the Acquisition, the Acquirer and his joint actors held an aggregate of 49,481,501 Shares, representing approximately 13.5% of the issued and outstanding Shares, of which the Acquirer held 763,372 Shares representing less than 1% of the issued and outstanding Shares, and his joint actors held 48,718,129 Shares representing approximately 13.3% of the issued and outstanding Shares. Immediately following the Acquisition, the Acquirer and his joint actors held 59,999,999 Shares representing approximately 15.9% of the issued and outstanding Shares at November 13, 2024, of which the Acquirer held 763,372 Shares representing less than 1% of the issued and outstanding Shares, and his joint actors held 59,236,628 Shares representing approximately 15.7% of the issued and outstanding Shares immediately following the completion of the Acquisition.

**4. The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph (c) over which (i) the offeror, either alone or together with any joint actors, has ownership and control:**

See item 3 above.

**(ii) the offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the offeror or any joint actor:**

Nil

**(iii) the offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership:**

Nil

**5. The name of the market in which the transaction or occurrence that gave rise to the news release took place:**

The Subject Shares were acquired pursuant to the Private Placement from treasury and were not acquired through the facilities of any stock exchange.

**6. The value, in Canadian dollars, of any consideration offered per security if the offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file a news release:**

The Subject Shares were acquired for a purchase price of \$0.34 per share.

**7. The purpose of the offeror and any joint actors in effecting the transaction or occurrence that gave rise to the news release, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer.**

The holdings of securities of the Company by the Acquirer are managed for investment purposes. The Acquirer and his joint actors may from time to time acquire additional securities of the Company, dispose of some or all of the existing or additional securities they hold or will hold, or may continue to hold their current positions.

**8. The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence giving rise to the news release, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities.**

Not applicable

**9. The names of any joint actors in connection with the disclosure required by this Form.**

Ana B. Parker, Ana B. Parker Irrevocable Trust, Michael A. Parker Irrevocable Trust, Ana B. Parker IRA Mainstar, Michael A. Parker IRA Mainstar, Next Phase Enterprises, LLC

**10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the offeror.**

The Subject Shares were acquired for an aggregate purchase price of \$3,576,289.66.

**11. If applicable, a description of any change in any material fact set out in a previous report by the offeror under the early warning requirements or Part 4 of National Instrument 62-103 in respect of the reporting issuer's securities.**

Not applicable

**12. If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance.**

Not applicable

DATED this 13<sup>th</sup> day of November, 2024

“Michael A. Parker”

Authorized Signatory