Compass Gold Corporation

Condensed Interim Consolidated Financial Statements

For the three and nine months ended September 30, 2025 and 2024

(Unaudited, expressed in Canadian Dollars)

Notice of No Auditor Review of Condensed Interim Consolidated Financial Statements

The accompanying unaudited condensed interim consolidated financial statements of the Company have been prepared by and are the responsibility of the Company's management. The Company's independent auditor, DMCL, LLP, has not performed a review of these unaudited condensed interim consolidated financial statements, in accordance with standards established by the Institute of Chartered Professional Accountants for a review of condensed interim consolidated financial statements by an entity's auditor.

Compass Gold Corporation

November 26, 2025

Compass Gold Corporation
Condensed interim consolidated statements of financial position
(Unaudited, expressed in Canadian dollars)

	Note	September 30 2025	December 31 2024
Assets			
Current assets			
Cash		$ 650,110	$ 255,977
Receivables	4	45,192	40,696
Prepaids		21,306	6,517
Total Current Assets		**716,608**	**303,190**
Non-current assets			
Exploration and evaluation assets	5,11	23,560,511	22,863,368
Equipment	6	27,974	14,789
Non-Current Assets		**23,588,485**	**22,878,157**
Total Assets		**$ 24,305,093**	**$ 23,181,347**
Liabilities			
Current liabilities			
Trade payables and accrued liabilities	7,11	$ 1,568,042	$ 1,192,884
Deposit from permit assignment	5	249,817	-
Total Current Liabilities		**1,817,859**	**1,192,884**
Convertible debenture	8	-	1,464,130
Total Liabilities		**1,817,859**	**2,657,014**
Shareholders' Equity			
Share capital	9	41,043222	38,396,313
Share-based payment reserve	10	2,838,180	2,563,819
Contributed surplus		90,223	90,223
Deficit		(21,484,391)	(20,526,022)
Total Shareholders' Equity		**22,487,234**	**20,524,333**
Total Liabilities and Shareholders' Equity		**$ 24,305,093**	**$ 23,181,347**

Nature and continuance of operations **1**
Commitments related to project spending **5**

ON BEHALF OF THE BOARD

/s/ Larry Phillips
____
Larry Phillips, Chief Executive Officer

/s/ Lou Nagy
____
Lou Nagy, Chief Financial Officer

See accompanying notes to the condensed interim consolidated financial statements.

Compass Gold Corporation
Condensed interim consolidated statements of comprehensive loss
(Unaudited, expressed in Canadian dollars)

	Three months ended		Nine months ended	
	September 30 2025	**September 30 2024**	**September 30 2025**	**September 30 2024**
	$	$	**$**	$
Expenses				
Management fees (*Note 11*)	**102,333**	95,000	**302,800**	293,000
Listing and registration fees	**4,854**	5,472	**29,502**	24,279
Insurance	**-**	-	**34,566**	34,555
General office expenses	**6,305**	3,378	**17,844**	10,149
Professional fees	**23,350**	19,990	**83,510**	81,055
Interest and bank charges	**4,191**	252	**5,780**	2,315
Interest from convertible debenture *(Note 8)*	**-**	20,793	**70,759**	53,203
Accretion from convertible debenture *(Note 8)*	**-**	19,929	**83,724**	50,192
Share based payments (*Note 10 & 11*)	**99,075**	-	**297,225**	-
Foreign exchange (gain)loss	**12,536**	24,664	**55,523**	25,293
Total Expenses	**252,644**	189,478	**981,233**	574,041
Net and comprehensive loss	**(252,644)**	(189,478)	**(981,233)**	(574,041)
Loss per share – **Basic and diluted** *(Note 9)*	**0.00**	0.00	**(0.01)**	(0.01)
Weighted average number of shares outstanding -Basic and diluted *(Note 9)*	**120,592,802**	103,970,446	**111,026,009**	103,970,446

See accompanying notes to the condensed interim consolidated financial statements.

Compass Gold Corporation
Condensed interim consolidated statements of changes in shareholders' equity
(Unaudited, expressed in Canadian dollars)

		Share Capital					
	Note	**Number of shares**	**Amount**	**Contributed Surplus**	**Share-based payment reserve**	**Deficit**	**Total Equity**
Balance at December 31, 2023		103,970,446	38,396,313	66,892	3,171,774	(20,395,005)	21,239,974
Equity component of convertible debenture	8	-	-	9,722	4,861	-	14,583
Expired options	10	-	-	-	(190,706)	190,706	-
Net and comprehensive loss for the period		-	-	-	-	(574,041)	(574,041)
Balance at September 30, 2024		103,970,446	38,396,313	76,614	2,985,929	(20,778,340)	20,680,516
Equity component of convertible debenture	8	-	-	13,609	14,998	-	28,607
Expired options	10	-	-	-	(437,108)	437,108	-
Net and comprehensive loss for the period		-	-	-	-	(184,790)	(184,790)
Balance at , December 31, 2024		103,970,446	$ 38,396,313	$ 90,223	$ 2,563,819	$ (20,526,022)	$ 20,524,333
Shares issued from private placement	9(a)	4,788,000	718,200	-	-	-	718,200
Shares issue costs	)		(40,205)	-	-	-	(40,205)
Shares issued from conversion of debenture	9(b)	12,163,244	1,518,614	-	-	-	1,518,614
Shares issued from exercise of warrants	9(c)	4,335,000	450,300	-	-	-	450,300
Expired options	10	-	-	-	(22,864)	22,864	-
Share-based payments	10	-	-	-	297,225	-	297,225
Net and comprehensive loss for the period		-	-	-	-	(981,233)	(981,233)
Balance at , September 30, 2025		125,256,690	$ 41,043,222	$ 90,223	$ 2,838,180	$ (21,484,391)	$ 22,487,234

See accompanying notes to the condensed interim consolidated financial statements.

Compass Gold Corporation
Condensed interim consolidated statement of cash flows
(Unaudited, expressed in Canadian dollars)

	Nine months ended September 30, 2025	Nine months ended September 30, 2024
Cash flows used in operating activities		
Net loss for the period	$ (981,233)	$ (574,041)
Adjustments for items not affecting cash:		
Share-based payments	297,225	-
Accretion expense	83,724	50,192
Interest accrual	70,759	53,203
Changes in non-cash working capital items:		
Receivables	(4,496)	(1,828)
Prepaids	(14,789)	38,155
Trade payable and accrued liabilities	169,271	339,803
Cash flows used in operating activities	(379,539)	(94,516)
Cash flows from investing activities		
Acquisition of equipment	(21,109)	-
Exploration and evaluation expenditures	(583,331)	(183,662)
Deposit from permit assignment	249,817	-
Cash flows used in investing activities	(354,623)	(183,662)
Cash flows from financing activities		
Net proceeds from warrant exercises	450,300	-
Net proceeds from private placement	677,795	-
Proceeds from convertible debenture	-	171,907
Cash flows from financing activities	1,128,295	171,907
Net change in cash	394,133	(106,271)
Cash, beginning of the period	255,977	125,901
Cash, end of the period	$ 650,110	$ 19,630

See accompanying notes to the condensed interim consolidated financial statements.

1. Nature and continuance of operations

Compass Gold Corporation (the "Company") was incorporated on July 1, 2002, under the laws of Alberta and subsequently continued into Ontario, Canada, and its principal activity is the acquisition and exploration of mineral properties. The Company's shares are traded on the TSX Venture Exchange ("TSX-V") under the symbol "CVB.V". The registered office of the Company is located at 365 Bay Street, Toronto, Ontario, Canada, M5H 2S8.

These condensed interim consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities in the ordinary course of operations. Different bases of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future. The Company has incurred cumulative net losses of $21,484,391 as at September 30, 2025. The Company's continuation as a going concern is dependent upon its ability to raise equity capital or borrowings sufficient to meet current and future obligations and, upon successful results from its exploration activities, to be able to attain profitable operations. There is no guarantee that the Company will be able to complete any of the above objectives. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. Management intends to finance operating costs over the next twelve months with available cash on hand and, if required, through the private placement of common shares. These condensed interim consolidated 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 as a going concern. Such adjustments could be material.

2. Material accounting policy information and basis of preparation

Statement of Compliance with International Financial Reporting Standards

These condensed interim consolidated financial statements of the Company have been prepared in accordance with International Accounting Standard 34 Interim Financial Reporting ("IAS 34") as issued by the International Accounting Standards Board ("IASB") and using the accounting policies the Company reported in Note 2 and 3 in its audited annual consolidated financial statements for the year ending December 31, 2024. These condensed interim consolidated financial statements do not include all of the information required for full annual financial statements.

These condensed interim consolidated financial statements were authorized for issuance by the Board of Directors of the Company on November 26, 2025.

Basis of preparation

The condensed interim consolidated financial statements have been prepared on an accrual basis and are based on historical costs, modified where applicable. The condensed interim consolidated financial statements are presented in Canadian dollars unless otherwise noted.

The accounting policies have been applied consistently to all years presented in these condensed interim consolidated financial statements.

Comparative information

Certain amounts of the prior period balances have been reclassified to conform with the presentation of the current period financial statements.

2. Material accounting policy information and basis of preparation (cont'd)

Consolidation

The condensed interim consolidated financial statements include the accounts of the Company and its controlled entities. Details of the controlled entities are as follows:

		Percentage owned*	
	Country of incorporation	**September 30 2025**	**December 31 2024**
Compass Gold Exploration	Canada	100%	100%
Exploration Azteca S.A De.C.V	Mexico	100%	100%
Mali Gold Exploration PTY LTD	Australia	100%	100%
SERM S.A.	Republic of Mali	100%	100%
REM S.A.	Republic of Mali	100%	100%
ML Commodities Mali S.A.	Republic of Mali	100%	100%
Mali Gold Exploration SARL	Republic of Mali	100%	100%
Compass Gold Mining SARL	Republic of Mali	100%	100%

*Percentage of voting power is in proportion to ownership.

Inter-company balances and transactions, including unrealized income and expenses arising from inter-company transactions, are eliminated on consolidation.

Significant estimates and assumptions

The preparation of the Company's condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. However, actual outcomes may differ from these estimates.

Areas requiring a significant degree of estimation relate to fair value measurements for financial instruments and stock-based compensation and other equity-based payments, the recoverability of its exploration and evaluation assets and the recoverability and measurement of deferred tax assets and liabilities. Actual results may differ from those estimates.

Significant judgments

The preparation of the condensed interim consolidated financial statements in accordance with IFRS requires the Company to make judgments, apart from those involving estimates, in applying accounting policies. The most significant judgments applied in the Company's condensed interim consolidated financial statements include:

- The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to significant uncertainty;
- the classification of financial instruments;
- whether there are indicators of impairment of the Company's exploration and evaluation assets; and,
- the determination of the functional currency of the Company and its subsidiaries.

3. Adoption and future changes in accounting standards

Certain pronouncements were issued by the IASB that are mandatory for accounting years on or after January 1, 2025 or years. Many are not applicable or do not have significant impact on the Company and have been excluded.

In addition, the following standards have been issued by IASB and the Company is currently assessing the impact on the consolidated financial statements. These have not been adopted for the current period.

- *Amendments to the Classification and Measurement of Financial Instruments (IFRS 9 and IFRS 7)* with mandatory application of the standard in condensed interim reporting periods beginning on or after January 1, 2026.
- *IFRS 18 Presentation and Disclosure in Financial Statements* with mandatory application of the standard in the condensed interim reporting periods beginning on or after January 1, 2027.

4. Receivables

	September 30 2025	December 31 2024
Taxes recoverable	$ 18,192	$ 13,696
Other receivable	27,000	27,000
	$ 45,192	$ 40,696

5. Exploration and evaluation assets

	September 30 2025	December 31 2024
Acquisition of Sikasso Property	$ 6,172,837	$ 6,172,837
Exploration expenditure incurred and capitalized (Notes 6 and 11)	19,620,674	18,923,531
Less write down of exploration expenditure	(2,233,000)	(2,233,000)
	$ 23,560,511	**$ 22,863,368**

The exploration and evaluation assets comprise the Faraba-Koura, Ouassada, Sankarani, Kourou, Lontola, Badogo, Tiélouléna, Sankarani Est, Moribala, Koroféréla, N'Tjila and Kouma gold exploration permits, collectively referred to as the Sikasso Property. All permits are for properties located in Mali.

The permits were all granted to subsidiaries of the Company or held in trust by third parties under binding memorandum of understanding ("MOU") for permit purchase. The permits held in trust under the binding MOU require additional payments in an aggregate of $301,012. The permits are effective for three years, and the Company may renew the permits twice for additional three and nine years. In order to maintain these permits in good standing, the Company is required to incur minimum exploration expenditures on each of the permits.

5. Exploration and evaluation assets (cont'd)

During the ended December 31, 2021, the Company renewed the permits held to extend the life of the licenses in order to continue mineral exploration. As a result of this process, the permits have been renewed from their initial expiry date in fiscal 2021 to 2024 and 2025. The renewals indicate minimum amounts to be incurred on exploration and evaluation work on the properties to be distributed over the duration of the permits as follows:

First year	$1,840,674
Second year	$2,910,536
Third year	$3,789,866

On November 28, 2022, Mali's interim government suspended the issuance of mining permits. In August 2023, Mali's interim government introduced a new mining code, but has continued the moratorium to issue and renew permits. By suspending the issuance of mining permits on November 28, 2022, the validity of the existing permits is effectively extended until the process resumes.

In May 2012, Mali Gold Exploration PTY Ltd. ("MGE") granted certain shareholders who are now directors of the Company, a joint 2% Net Smelter Royalty over the Ouassada, Kalé, Sankarani, Kourou and Tiélouléna permits.

In May 2025, Compass announced that it had entered into an agreement to transfer the Badogo permit to Mina Sable SARL, a Malian mining company, for total consideration of approximately CDN $1.0-million. The first instalment of CFA 100,000,000 (CDN – $249,817) has been received and reflected as a deposit. The next instalment of CFA 200,000,000 (CDN $500,000) is due upon the formal assignment/transfer of the permit and renewal. The final payment of CDN $320,000, due in two years, is contingent upon Mina Sable commencing the operation of a small mine on Badogo.

6. Equipment

Equipment consists of the following:

Cost	Machinery	Equipment	Total
Balance, December 31, 2023	**$ 238,637**	**$ 76,231**	**$ 314,868**
Additions	-	-	-
Balance, December 31, 2024	**$ 238,637**	**$ 76,231**	**$ 314,868**
Additions	-	21,109	21,109
Balance, September 30, 2025	**$ 238,637**	**$ 97,340**	**$ 335,977**

Accumulated Depreciation	Machinery	Equipment	Total
Balance, December 31, 2023	**$ 213,687**	**$ 70,615**	**$ 284,302**
Depreciation	10,161	5,616	15,777
Balance, December 31, 2024	**$223,848**	**$ 76,231**	**$ 300,079**
Depreciation	920	7,004	7,924
Balance, September 30, 2025	**$224,768**	**$ 83,235**	**$ 308,003**

Net Book Value	Machinery	Equipment	Total
December 31, 2024	**$ 14,789**	**$ -**	**$ 14,789**
September 30, 2025	**$ 13,869**	**$ 14,105**	**$ 27,974**

Depreciation is included with exploration expenditure incurred and capitalized (Note 5).

7. Trade payable and accrued liabilities

	September 30 2025	December 31 2024
Trade payables and accruals	$ 335,560	$ 195,066
Due to related parties (Note 11)	1,043,713	853,772
Taxes payable	188,769	144,046
	$ 1,568,042	**$ 1,192,884**

8. Convertible Debenture

	September 30 2025	December 31 2024
Convertible Debenture A - September 30, 2023 and 2024	$ -	$ 887,282
Convertible Debenture B - December 2, 2024	-	576,848
	$ -	**$ 1,464,130**

December 31, 2023	**581,692**
Face value of debentures	785,500
Discount on face value of debentures	(43,191)
Transaction costs allocated to debentures	(21,695)
Interest	79,855
Accretion	81,969
December 31, 2024	**$ 1,464,130**
Interest	70,759
Accretion	83,725
Redemption of debenture	(1,618,614)
September 30, 2025	**$ -**

<u>Convertible Debenture A – Closing dates June 30, 2023 and June 30, 2024</u>
On June 30, 2023, the Company completed convertible debenture issuance for gross proceeds of $650,000 accompanied by the issuance of 3,250,00 common share purchase warrants. The terms of the convertible debentures allow for a conversion at $0.08 per share at the option of the holder in the first year and for a conversion at $0.10 in the second year, with an annual interest rate of 10% and for a term of 24 months from the date of closing. Each common share purchase warrant is exercisable by the holder to acquire one common share at price of $0.10 for 24 months (Note 9).

The Company used the residual value method to allocate the proceeds between the liability and equity components. Under this method, the fair value of the liability component (the "Debenture Liability") of $541,667 was computed as the present value of future principal and interest payments discounted at a rate of 20% per annum. The residual value of $108,333 was proportionately allocated between the 3,250,000 warrants issued and the option to convert the debentures into common shares (the "Conversion Feature") at their exercise prices and expected lives. The transaction costs totalling $23,945 were then allocated proportionally to each component with the Debenture Liability being allocated $19,955 and the remaining $3,990 allocated equally between the warrants and the Conversion Feature.

On June 30, 2024, the Company completed a second tranche of the convertible debenture issuance for gross proceeds of $175,000 accompanied by the issuance of 875,000 common share purchase warrants. The terms of the convertible debentures allow for a conversion at $0.10 per share at the option of the holder, with an annual interest rate of 10% and for a term of 12 months from the date of closing. Each common share purchase warrant is exercisable by the holder to acquire one common share at price of $0.10 for 12 months (Note 9). The terms of this debenture are the same terms as year two of the initial debenture with all maturities for the debenture and warrant having a date of June 30, 2025.

8. Convertible debenture (cont'd)

The Company used the residual value method to allocate the proceeds between the liability and equity components. Under this method, the fair value of the Debenture Liability of $160,416 was computed as the present value of future principal and interest payments discounted at a rate of 20% per annum. The residual value of $14,583 was proportionately allocated between the 875,000 warrants issued and the option to convert the debentures into common shares (the "Conversion Feature") at their exercise prices and expected lives.

Convertible Debenture B – Closing dates December 2, 2024

On December 2, 2024, the Company completed a third tranche of the convertible debenture issuance for gross proceeds of $610,500 accompanied by the issuance of 3,052,500 common share purchase warrants. The terms of the convertible debentures allow for a conversion at $0.18 per share at the option of the holder, with an interest rate of 10% and mature on June 30, 2025, the same date as the other debentures. Each common share purchase warrant is exercisable by the holder to acquire one common share at price of $0.18 and expire December 2, 2025 (Note 9).

The Company used the residual value method to allocate the proceeds between the liability and equity components. Under this method, the fair value of the Debenture Liability of $580,838 was computed as the present value of future principal and interest payments discounted at a rate of 20% per annum. The residual value of $28,608 was proportionately allocated between the 875,000 warrants issued and the option to convert the debentures into common shares (the "Conversion Feature") at their exercise prices and expected lives. Transaction costs totalling $21,676 were then allocated proportionally to each component with the Debenture Liability being allocated $20,642 and remaining $1,054 allocated equally between the warrants and Conversion Feature.

Redemption of Convertible Debentures and accrued interest see Share Capital 9 (b).

9. Share capital

Authorized share capital
Unlimited number of common shares without par value.

Issued share capital
At September 30, 2025 there were 125,256,690 issued and fully paid common shares (December 31, 2024 – 103,970,446).

Basic and diluted loss per share
The calculation of basic and diluted loss per share for the nine months ended September 30, 2025 was based on the loss attributable to common shareholders of $981,233 (2024 - $574,041) and the weighted average number of common shares outstanding of 111,,026,009 (2024 – 103,970,446). For the three months ended September 30, 2025, basic and diluted loss per share was based on the loss attributable to common shareholders of $252,644 (2024 - $189,478) and the weighted average number of common shares outstanding of 120,592,802 (2024 – 103,970,446). Fully diluted loss per share did not include the effect of stock options and warrants outstanding as the effect would be anti-dilutive.

(a) ***Private Placement***

On September 24, 2025, 2023, the Company issued a total of 4,666,667 units of the Company, at a price of $0.15 per unit, for aggregate gross proceeds of $700,000. Each Unit consisted of one common share of the Company and one-half of one Common Share purchase warrant, with each whole Warrant entitling the holder thereof to purchase one additional Common Share at a price of $0.20 for a period of two years from the date of issuance.

9. Share Capital (cont'd)

As part of the private placement, share issuance costs of $40,250 were incurred for this private placement. Included in these costs are cash commission costs of $4,200 and issued of 121,333 Common Shares (at a deemed value of $0.15 per share for a total of $18,200) .

Directors and officers of the Company purchased an aggregate of 273,335 units for aggregate consideration of $41,000.

(b) ***Redemption of convertible debenture and accrued interest***

On July 3, 2025, convertible debenture holders converted an aggregate principal amount of $1,335,500 into common shares, in accordance with the terms and conditions of the convertible debentures. Pursuant to the conversion of the convertible debentures, the Company issued an aggregate of 11,086,111 Common Shares. In addition, the Company elected to pay all accrued and unpaid interest on the convertible debentures to September 30, 2025, the maturity date of the Convertible Debentures, in common shares, in accordance with the terms and conditions of the convertible debentures. Specifically, the Company issued an aggregate of 1,077,133 Common Shares, at an issue price of $0.17 per Common Share, in satisfaction of aggregate accrued and unpaid interest on the Convertible Debenture in the amount of $183,114.

(c) ***Warrant Exercise***

During the six months ended June 30, 2025, certain warrant holders exercised 4,335,000 share purchase warrants to acquire 4,335,000 common shares issue for gross proceeds of $450,300.

Warrants

The changes in warrants during the nine months ended September 30, 2025 and year ended December 31, 2024 are as follows:

	September 30, 2025		December 31, 2024	
	Number of warrants	Weighted average exercise price ($)	Number of warrants	Weighted average exercise price ($)
Warrants outstanding, beginning	**14,476,168**	**0.22**	10,548,668	0.24
Warrants issued (Note 8)	**2,233,334**	**0.20**	3,927,500	0.16
Warrants exercised	**(4,335,000)**	**0.10**	-	-
Warrants outstanding, ending	**12,474,502**	**0.25**	14,476,168	0.22

Details of warrants outstanding as at September 30, 2025 are as follows:

Expiry Date	Weighted average exercise price ($)	Warrants Outstanding	Weighted average Contractual Life (years)
September 24, 2027	0.20	2,333,334	1.99
December 31, 2025(*)	0.30	7,298,668	0.25
December 2, 2025	0.18	2,842,500	0.17
	0.27	**12,474,502**	**0.52**

**The Company received approval from the TSX Venture exchange to extend the maturity date of these warrant from June 2, 2025 to December 31, 2025*

10. Reserves

Share-based payment reserve

The share-based payment reserve records items recognized as stock-based payments expense until such time that the stock options or broker warrants are exercised, at which time the corresponding amount will be transferred to share capital. If the options expire unexercised and cancelled, the amount recorded is transferred to deficit.

Stock options

The Company has a stock option plan (the "Plan"), under which the Company may grant options to directors, officers, employees, and third-party service providers. Under the terms of the Plan, which was re-approved by the shareholders on June 25, 2025, the Company is authorized to issue a maximum of 10% of the issued and outstanding shares.

The purpose of the Plan is to attract, retain and motivate directors, officers, and certain third-party service providers by providing them with the opportunity to acquire a proprietary interest in the Company and benefit from its growth. The options granted under the Plan are non-assignable, have a term of up to 10 years and vest over a period up to three years from the date of issue.

The changes in options during the nine months ended September 30, 2025 and year ended December 31, 2024 are as follows:

	September 30, 2025		**December 31, 2024**	
	Number of options	**Weighted average exercise price ($)**	**Number of options**	**Weighted average exercise price ($)**
Options outstanding, beginning	**1,516,000**	**0.25**	3,226,000	0.34
Options expired	**(75,000)**	**0.325**	(1,710,000)	0.41
Options granted	**4,180,000**	**0.19**	-	-
Options outstanding, ending	**5,621,000**	**0.21**	1,516,000	0.25

Details of options outstanding as at September 30, 2025 are as follows:

Expiry Date	**Weighted average exercise price ($)**	**Options Outstanding**	**Options Exercisable**	**Weighted average Contractual Life (years)**
January 3, 2030	0.19	4,180,000	1,393,333	4.26
January 5, 2026	0.25	1,126,000	1,126,000	0.27
January 8, 2026	0.25	315,000	315,000	0.27
	0.21	**5,621,000**	**2,834,333**	**3.24**

10. Reserves (cont'd)

During the nine months ended September 30, 2025, the Company granted 4,180,000 stock options (2024 – NIL) and recognized a total share-based payment expenses of $297,225 (2024- NIL) from the vesting of options granted in the current period.

The fair values of the options issued for the nine months ended September 30, 2025 were estimated using the Black-Scholes Option Pricing Model with the following assumptions:

	2025
Risk free interest rate	3.02%
Expected dividend yield	Nil
Expected volatility	122%
Expected life	5 years

Volatility was determined based on the historical volatility of the Company's share price over a period of time equivalent to the expected life of the option granted.

11. Related party transactions

The Company considers its officers (CEO and CFO) and directors to be key management. Key management are those persons having authority and responsibility for planning, directing, and controlling activities, directly or indirectly, of the Company.

Related party balances

The following amounts due to related parties:

	September 30 2025	December 31 2024
Directors and officers of the Company – due to related parties (Note 7)	$ 1,043,713	$ 853,772
	$ 1,043,713	$ 853,772

These amounts are unsecured, non-interest bearing and are payable on demand.

Related party transactions

The Company incurred the following transactions with directors and companies that are controlled by directors of the Company.

	Nine months ended September 30, 2025	Nine months ended September 30, 2024
Management, officers and director fees	$ 264,333	$ 261,000
Share-based payments (Note 10)	259,538	-
Management fees in exploration and evaluation asset (Note 5)	70,349	109,771
Total	$ 594,220	$ 370,771

12. Segmented information

Operating segments
The Company operates in a single reportable operating segment – the acquisition, exploration and development of mineral properties.

Geographic segments
The Company's exploration and evaluation assets are based solely in Mali.

13. Financial instruments and capital management

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 processes, 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 provided as follows:

Credit risk
Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in its bank account. The majority of cash is held in an account with a major bank in Canada. As the Company's cash is held by one bank, there is a concentration of credit risk. This risk is managed by using major banks that are high credit quality financial institutions as determined by rating agencies. The Company has secondary exposure to credit risk on its receivables. The taxes recoverable consists of refundable harmonized sales tax from the government. Credit risk is assessed as low.

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 ensures that there are sufficient funds to meet its short-term business requirements, taking into account its anticipated cash flows from operations and its holdings of cash and cash equivalents.

Historically, the Company's source of funding has been the issuance of equity securities for cash, primarily through private placements. The Company's access to financing is always uncertain. There can be no assurance of continued access to significant equity funding. Liquidity risk is assessed as high.

All of the Company's financial liabilities as at September 30, 2025 are due within one year of the financial year end date.

Foreign exchange risk
Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company's subsidiaries located in Mali are exposed to currency risk as it incurs expenditures that are denominated in the West African CFA Franc ("CFA"), which is the currency of Mali, while its functional currency is the Canadian dollar. The Company does not hedge its exposure to fluctuations in foreign exchange rates.

The following is an analysis of Canadian dollar equivalent of financial assets and liabilities that are denominated in CFA:

	September 30 2025	**December 31 2024**
Cash	$ 1,078	$ 31,453
Trade payables	(220,768)	(2,761)
Net exposure	$ (219,690)	$ 28,692

13. Financial instruments and capital management (cont'd)

Based on the above net exposures, as at September 30, 2025, a 10% change in the CFA franc exchange rate would impact the Company's net income by $21,969 (December 31, 2024 – $2,869).

Interest rate risk
Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. At September 30, 2025, The Company has cash earning interest at a low variable interest rate and promissory note bearing interest at 12% per annum. Interest rate risk is assessed as low.

Classification of financial instruments
Financial assets included in the condensed interim consolidated statement of financial position are as follows:

	September 30 2025	**December 31 2024**
Financial assets at FVTPL:		
Cash	$ 650,110	$ 255,977
Financial assets at amortized cost:		
Receivables	$ 45,192	$ 27,000

Financial liabilities included in the condensed interim consolidated statement of financial position are as follows. All of the financial liabilities are reflected at amortized costs:

	September 30 2025	**December 31 2024**
Financial liabilities at amortized cost:		
Trade payables and due to related parties	$ 1,568,042	$ 984,638
Deposit from permit transfer	$ 249,817	-

Fair value
The carrying amounts for cash, receivables, trade payables and amounts due to related parties, approximate fair value due to their short-term nature.

The following provides a description of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash is measured using Level 1 inputs. There were no transfers between levels during the nine months ended September 30, 2025.

Capital Management
The Company's policy is to maintain a strong capital base so as to maintain investor and creditor confidence and to sustain future development of the business. The capital structure of the Company consists of share and working capital.

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