



EXCALIBUR METALS CORP.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

SEPTEMBER 30, 2025

(Expressed in Canadian Dollars)

(Unaudited)

**NOTICE OF NO AUDITOR REVIEW OF
CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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

The accompanying unaudited condensed consolidated interim financial statements of Excalibur Metals Corp. (the "Company") have been prepared by and are the responsibility of the Company's management.

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

EXCALIBUR METALS CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian dollars)
(Unaudited)

	SEPTEMBER 30, 2025	DECEMBER 31, 2024
ASSETS		
Current assets		
Cash	\$ 2,250,040	\$ 38,183
Prepays (note 4)	30,000	-
Exploration and evaluation assets (note 5)	75,000	10,000
	\$ 2,355,040	\$ 48,183
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued liabilities (notes 6 and 7)	\$ 121,501	\$ 124,294
Equity		
Share capital (note 8)	3,751,870	258,750
Other equity reserves (note 8)	108,035	-
Deficit	(1,626,366)	(334,861)
	2,233,539	(76,111)
	\$ 2,355,040	\$ 48,183

Nature of operations and going concern (note 1)
Subsequent events (note 12)

Approved on November 27, 2025 on behalf of the Board of Directors:

<u>"Mark Morabito"</u>	Director	<u>"Brian Shin"</u>	Director
Mark Morabito		Brian Shin	

EXCALIBUR METALS CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian dollars)
(Unaudited)

	THREE MONTHS ENDED SEPTEMBER 30,		NINE MONTHS ENDED SEPTEMBER 30,	
	2025	2024	2025	2024
EXPENSES				
Exploration and evaluation (note 5)	\$ 47,628	\$ 23,708	\$ 47,628	\$ 40,630
General and administration (notes 7 and 9)	395,385	34,127	421,509	79,908
Sales and marketing	10,566	197	10,566	197
	(453,579)	(58,033)	(479,703)	(120,735)
OTHER ITEMS				
Listing expenses (note 3)	(820,202)	-	(820,202)	-
Impairment on property (note 5)	-	-	-	(31,506)
Interest income	8,531	555	8,656	2,735
Foreign exchange loss	(256)	-	(256)	(218)
LOSS AND COMPREHENSIVE LOSS FOR THE PERIOD	(1,265,506)	(57,478)	(1,291,505)	(149,724)
Basic and diluted loss per common share	\$ (0.03)	\$ (0.01)	\$ (0.03)	\$ (0.01)
Weighted average number of common shares outstanding – basic and diluted	34,795,325	20,730,000	34,795,325	20,730,000

EXCALIBUR METALS CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
(Expressed in Canadian dollars)
(Unaudited)

	NINE MONTHS ENDED SEPTEMBER 30, 2025	NINE MONTHS ENDED SEPTEMBER 30, 2024
OPERATING ACTIVITIES		
Loss for the period	\$ (1,291,505)	\$ (149,724)
Items not affecting cash:		
Listing expenses	820,202	-
Shares issued for services	75,000	-
Fair value of warrants issued	84,035	-
Impairment on property	-	31,506
Net change in non-cash working capital items:		
Amounts receivable	-	1,000
Prepays	(30,000)	-
Accounts payable and accrued liabilities	(13,012)	62,980
Cash used in operating activities	<u>(355,280)</u>	<u>(54,238)</u>
INVESTING ACTIVITIES		
Reverse takeover transaction	172,218	-
Acquisition of exploration and evaluation assets	(40,000)	(16,506)
Cash used in investing activities	<u>132,218</u>	<u>(16,506)</u>
FINANCING ACTIVITIES		
Issuance of common shares	2,590,839	-
Share issuance costs	(155,920)	-
Cash provided by financing activities	<u>2,434,919</u>	<u>-</u>
Net change in cash	2,211,857	(70,744)
Cash, beginning of the period	<u>38,183</u>	<u>135,939</u>
Cash, end of the period	<u>\$ 2,250,040</u>	<u>\$ 65,195</u>

EXCALIBUR METALS CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY
(Expressed in Canadian dollars)

	NUMBER OF COMMON SHARES	SHARE CAPITAL	OTHER EQUITY RESERVES	DEFICIT	TOTAL
Balance, December 31, 2023	20,730,000	\$ 258,750	\$ -	\$ (129,496)	\$ 129,254
Net and comprehensive loss for the period	-	-	-	(149,724)	(149,724)
Balance, September 30, 2024	20,730,000	\$ 258,750	\$ -	\$ (279,220)	\$ (20,470)
Net and comprehensive loss for the period	-	-	-	(55,641)	(55,641)
Balance, December 31, 2024	20,730,000	\$ 258,750	\$ -	\$ (334,861)	\$ (76,111)
Reverse takeover transaction (note 3)	6,388,000	958,200	24,000	-	982,200
Private placement (note 8)	16,265,830	2,355,840	84,035	-	2,439,875
Additional financing (note 8)	1,566,666	235,000	-	-	235,000
Common shares issued for services (note 8)	500,000	75,000	-	-	75,000
Share issuance costs (note 8)	-	(155,920)	-	-	(155,920)
Exploration and evaluation asset acquisitions (notes 5 and 8)	166,667	25,000	-	-	25,000
Net and comprehensive loss for the period	-	-	-	(1,291,505)	(1,291,505)
Balance, September 30, 2025	45,617,163	\$ 3,751,870	\$ 108,035	\$ (1,626,366)	\$ 2,233,539

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

Excalibur Metals Corp. (the “Company” or “Excalibur”) is a public company and was formed through the amalgamation of predecessor entities Victory Opportunities 1 Corp. (“Victory”), Excalibur Metals Corp. (“Original Excalibur”) and 1496606 B.C. Ltd. under the Business Corporations Act (British Columbia) effective September 4, 2025. The Company is a mineral exploration company engaged in the acquisition, exploration, and development of mineral properties. The Company has acquired rights to mineral properties in Nevada and Idaho, USA.

The Company’s registered and records office is #2400 – 1055 West Georgia Street, Vancouver, British Columbia, V6E 3P3.

At September 30, 2025, the Company had not yet determined whether its properties contain reserves that are economically recoverable. The recoverability of amounts shown for exploration and evaluation assets and related deferred exploration costs is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain necessary financing to complete the development and upon future profitable production from the exploration and evaluation assets or proceeds from the disposition of the exploration and evaluation asset.

These condensed consolidated interim financial statements have been prepared with the going concern assumption, which assumes that the Company will continue in operation for the foreseeable future and, accordingly will be able to realize its assets and discharge its liabilities in the normal course of operations. At September 30, 2025, the Company had an accumulated deficit of \$1,626,366 and it expects to incur further losses, and require additional equity financing to continue developing its business and to meet its obligations. While the Company has been successful at raising equity financing in the past, there is no guarantee that it will continue to do so in the future.

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 factors indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. These condensed consolidated interim 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 the accompanying condensed consolidated interim financial statements. These adjustments could be material.

2. BASIS OF PRESENTATION

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, Interim Financial Reporting, using accounting policies consistent with IFRS Accounting Standards (“IFRS”) as issued by the International Accounting Standards Boards (“IASB”). These condensed consolidated interim financial statements have been prepared using the same accounting policies and methods of computation as the audited consolidated financial statements for the year ending December 31, 2024.

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

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

2. BASIS OF PRESENTATION *(continued)*

These unaudited condensed consolidated interim financial statements do not include all the note disclosures required by IFRS for annual financial statements, and therefore should be read in conjunction with the audited consolidated financial statements for the year ended December 31, 2024. In the opinion of management, all adjustments considered necessary for fair presentation of the Company's financial position, results of operations and cash flow have been included.

Operating results for the nine month period ended September 30, 2025, are not necessarily indicative of the results that may be expected for the current fiscal year.

The condensed consolidated interim financial statements of the Company are presented in Canadian dollars unless otherwise indicated. These condensed consolidated interim financial statements have been prepared on a historical cost basis. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

These condensed consolidated interim financial statements were approved by the Board of Directors on November 27, 2025.

3. REVERSE TAKEOVER TRANSACTION ("RTO")

On August 29, 2025 and September 4, 2025, predecessor entities Victory, Original Excalibur and 1496606 B.C. Ltd. completed a series of amalgamations (the "Amalgamations") pursuant to a definitive agreement dated August 13, 2024, as amended (the "Definitive Agreement") that formed the basis for an arm's length Qualifying Transaction (the "Qualifying Transaction"), as such term is defined in Policy 2.4 - Capital Pool Companies (the "Policy") of the TSX Venture Exchange (the "TSXV") Corporate Finance Manual.

The Amalgamations resulted in the issuance of, to each shareholder of Original Excalibur (each, an "Original Excalibur Shareholder"), one (1) common share of Victory (now common shares of the Company) ("Common Shares") for each one (1) Original Excalibur Share held by such holder (the "Exchange Ratio") Common Shares immediately prior to the closing of the Qualifying Transaction (the "Closing"). As part of the Amalgamations, all convertible securities of Original Excalibur outstanding immediately prior to the Closing were replaced with or exchanged for equivalent convertible securities of the Company entitling the holders thereof to acquire Common Shares in lieu of Original Excalibur Shares.

The Amalgamations resulted in the reverse takeover of Victory by Original Excalibur Shareholders and constituted Victory's Qualifying Transaction. As a result of the completion of the Qualifying Transaction, the Company, as the issuer resulting therefrom, is to carry on the current business of Original Excalibur under the name "Excalibur Metals Corp."

Prior to the Transaction, the Company was a dormant publicly listed company and did not meet the definition of a business as defined under IFRS 3 Business Combinations; therefore, the transaction was accounted for under IFRS 2 Share-Based Payment, where the difference between the consideration given to acquire the Company and the net liabilities of the Company assumed is recorded as listing expense. The determination of the fair value of the equity instruments is detailed below.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

3. REVERSE TAKEOVER TRANSACTION (“RTO”) (continued)

For financial reporting purposes, the Company is considered a continuation of Original Excalibur, except with regard to authorized and issued share capital which is that of the Company, the legal parent. Consequently, comparative amounts in these condensed consolidated interim financial statements are those of Original Excalibur only. As a result of the Qualifying Transaction the year-end of the Company changed to December 31, which is the same year end as Original Excalibur.

The allocation of net assets acquired pursuant to the acquisition is as follows:

Total Purchase Consideration:

	\$
Fair value of 6,388,000 Victory shares ⁽¹⁾	958,200
Fair value of 241,440 agent options ⁽²⁾	24,000
Total	982,200

Allocation of Purchase Consideration:

	\$
Cash	172,218
Accounts payable and accrued liabilities	(10,220)
Net assets acquired	161,998
Listing expense	820,202
Total	982,200

- (1) The fair value of the 6,388,000 Common Shares was determined to be \$958,200, calculated using \$0.15 per Common Share, based on the concurrent private placement price.
- (2) The fair value of 241,440 agent options of \$24,000 was valued using the Black-Scholes option pricing model using 100% volatility; 3.07% risk-free interest rate; \$0.15 share price; \$0.10 exercise price; 2.31 years expected life and a 0% expected dividend rate.

4. PREPAIDS

	SEPTEMBER 30, 2025	DECEMBER 31, 2024
Management services security deposit	\$ 30,000	\$ -

As at September 30, 2025, management services security deposit includes \$30,000 (2024: \$nil) paid to a related party (note 7).

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

5. EXPLORATION AND EVALUATION ASSETS AND EXPENDITURES

Details of exploration and evaluation assets are as follows:

	Bellehelen	Silver Rock	Total
Acquisition costs, December 31, 2023	\$ 10,000	\$ 15,000	\$ 25,000
Acquisition cash payment	-	16,506	16,506
Impairment of property	-	(31,506)	(31,506)
Acquisition costs, December 31, 2024	10,000	-	10,000
Acquisition cash payment	40,000	-	40,000
Common shares issued	25,000	-	25,000
Acquisition costs, September 30, 2025	\$ 75,000	\$ -	\$ 75,000

The Company incurred the following exploration and evaluation expenditures during the three and nine month period ended September 30, 2025.

	Bellehelen	Total
Accommodation	\$ 781	\$ 781
Airfare	3,032	3,032
Geologist fees	14,343	14,343
Lease and rental	26,272	26,272
Meals	862	862
Supplies	240	240
Vehicle	512	512
September 30, 2025	\$ 47,628	\$ 47,628

The Company incurred the following exploration and evaluation expenditures during the three month period ended September 30, 2024:

	Miscellaneous Exploration	Bellehelen	Silver Rock	Total
Lease and rental	-	22,338	1,370	23,708
September 30, 2025	\$ -	\$ 22,338	\$ 1,370	\$ 23,708

The Company incurred the following exploration and evaluation expenditures during the nine month period ended September 30, 2024:

	Miscellaneous Exploration	Bellehelen	Silver Rock	Total
Geologist fees	\$ 7,155	\$ 1,404	\$ 1,963	\$ 10,522
Lease and rental	-	22,338	7,770	30,108
September 30, 2025	\$ 7,155	\$ 23,742	\$ 9,733	\$ 40,630

Included in miscellaneous exploration expenses are fees paid to geologists related to the exploration and evaluation of other mineral interests that were abandoned or not acquired during the year.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

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

Bellehelen Property (Nye County, Nevada, USA)

On December 16, 2022, as amended May 17, 2023, February 7, 2024 and June 28, 2024, the Company, Excalibur Metals (USA) Corp., Manta Minerals Ltd. and Silver Range Resources Ltd. entered into an option agreement for the Bellehelen Properties (the “Bellehelen Option Agreement”). Pursuant to the terms of the Bellehelen Option Agreement, the vendor has granted the Company the option to acquire a 100% direct interest in the Bellehelen Properties through the direct acquisition of the Bellehelen Properties by making the following cash and share consideration payments:

Date	Cash Consideration	Dollar Value of Share Consideration
December 16, 2022	\$10,000 (paid)	-
August 29, 2025 (Closing Date)	\$40,000 (paid)	\$25,000 (issued)
1st Anniversary of the Closing Date	\$50,000	\$50,000
2 nd Anniversary of the Closing Date	\$50,000	\$50,000
3 rd Anniversary of the Closing Date	\$75,000	\$50,000
4 th Anniversary of the Closing Date	\$75,000	\$50,000
TOTAL	\$300,000	\$225,000

During the year ended December 31, 2024, as part of the amended Bellehelen Option Agreement, the Company has made a payment of US\$15,997 to the vendor to pay for claim maintenance fees required to maintain all of the unpatented mining claims. This payment was expensed as exploration and evaluation expenditures.

The Company also granted the vendor a 2% Net Smelter Royalty (“NSR”) over the Bellehelen Properties. One half of the NSR may be repurchased by the Company for \$1,000,000. The Company has a right of first refusal on the sale of the NSR by the vendor.

Silver Rock Property (Owyhee County, Idaho, USA)

On February 14, 2023, as amended February 6, 2024, July 4, 2024 and October 31, 2024, the Company and IDEX Metals Corp. (formerly Idaho Silver Corp.) (“IDEX”) entered into an option to purchase agreement with an effective date of February 14, 2023 (the “Effective Date”) for the option to acquire a 90% interest in the Silver Rock Property by making the following cash and share consideration payments, and incurring the following minimum work commitments:

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

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

Date	Cash Consideration	Dollar Value of Share Consideration	Minimum Work Commitment
February 14, 2023	\$15,000 (paid)	-	-
On or before July 31, 2024	\$16,506 (paid)	-	-
Closing Date of a Go Public Transaction or no later than October 31, 2024	\$16,506	\$200,000	-
2 nd Anniversary of the Effective Date	-	\$150,000	\$200,000
3 rd Anniversary of the Effective Date	-	\$175,000	
4 th Anniversary of the Effective Date	-	-	\$1,300,000
TOTAL	\$48,013	\$525,000	\$1,500,000

The Company also granted the vendor a 2% NSR over the Silver Rock Property. The Company will have the right to reduce the NSR to 1.0% by paying the vendor \$1,000,000.

On April 3, 2025, IDEX sent a notice to the Company terminating the option agreement on the option to acquire a 90% interest in the Silver Rock Property. An impairment loss on the property of \$31,506 was recorded during the year ended December 31, 2024.

6. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

	SEPTEMBER 30, 2025	DECEMBER 31, 2024
Trade payables (note 5)	\$ 101,501	\$ 104,294
Accrued liabilities	20,000	20,000
	\$ 121,501	\$ 124,294

7. RELATED PARTY BALANCES AND TRANSACTIONS

Related parties and related party transactions impacting the condensed consolidated interim financial statements are summarized below and include transactions with the following individuals or entities:

Key management personnel

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors, and corporate officers, including the Company's Chief Executive Officer and Chief Financial Officer.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

7. RELATED PARTY BALANCES AND TRANSACTIONS *(continued)*

Remuneration attributed to key management personnel for the three and nine month periods ended September 30, 2025 and 2024 can be summarized as follows:

	THREE MONTHS ENDED SEPTEMBER 30		NINE MONTHS ENDED SEPTEMBER 30	
	2025	2024	2025	2024
King & Bay Corporation	\$ 14,329	\$ -	\$ 14,329	\$ -
King & Bay West Management Corp.	119,387	26,525	143,377	58,262
Snow Dog Geosciences LLC	15,324	-	15,324	-
	\$ 149,040	\$ 26,525	\$ 173,030	\$ 58,262

Amounts paid to King & Bay West Management Corp. are included in professional fees and amounts paid to King & Bay Corporation and Snow Dog Geosciences LLC are included in consulting expenses.

King & Bay West Management Corp. ("King & Bay"): King & Bay is an entity that is controlled by the Executive Chair of the Company and employs or retains officers and certain consultants of the Company. King & Bay provides administrative, regulatory, legal, finance, and corporate development services to the Company. These services are provided to the Company on an as-needed basis and are billed based on the cost or value of the services provided to the Company. The amounts shown in the table above represent amounts paid and accrued to King & Bay for the services of King & Bay personnel and for overhead and third-party costs incurred by King & Bay on behalf of the Company.

King & Bay Corporation ("KB Corp."): KB Corp. is an entity that is controlled by the Executive Chair of the Company and provides consulting and business development services to the Company. These services are provided to the Company on an as-needed basis and are billed based on a monthly amount to the Company. The amounts shown in the table above represent amounts paid and accrued to KB Corp. for the recovery of overhead and third-party costs incurred by KB Corp. on behalf of the Company.

Snow Dog Geosciences LLC. ("Snow Dog"): Snow Dog is an entity that is controlled by John Gilbert, the CEO of the Company. Snow Dog. provides consulting and business development services to the Company. These services are provided to the Company on an as-needed basis and are billed based on a monthly amount to the Company. The amounts shown in the table above represent amounts paid and accrued to Snow Dog for the recovery of overhead and third-party costs incurred by Snow Dog on behalf of the Company.

Prepaid expenses

As at September 30, 2025, prepaid expenses include the following paid to a related party:

- King & Bay - \$30,000 (December 31, 2024 - \$nil) with respect to a security deposit as part of a management services agreement with the Company (note 4).

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

7. RELATED PARTY BALANCES AND TRANSACTIONS *(continued)*

Accounts payable and accrued liabilities

As at September 30, 2025, accounts payable and accrued liabilities include the following amounts due to related parties:

- John Gilbert, CEO - \$5,721 (December 31, 2024 - \$nil) with respect to business development and expense reimbursements.
- Snow Dog, CEO - \$13,650 (December 31, 2024 - \$nil) with respect to CEO consulting fees.
- King & Bay - \$42,670 (December 31, 2024 - \$69,003) with respect to the services described above.

The amounts are unsecured, non-interest bearing and have no fixed terms of repayment.

8. SHARE CAPITAL

Authorized

Unlimited number of common shares without par value.

Common share issuances

On July 30, 2025, the Company issued 500,000 common shares at \$0.15 per common share for a total fair value of \$75,000 to an arm's length advisor as payment for advisory fees.

On August 28, 2025, the Company issued 166,667 common shares at \$0.15 per common share for a fair value of \$25,000 to the vendor pursuant to the terms of the Bellehelen Option Agreement (note 5).

On August 29, 2025, the Company, as the purchase consideration under the RTO, issued 6,388,000 common shares at a deemed price of \$0.15 for a fair value of \$958,200 (note 3).

In connection with the RTO, the Company undertook an equity private placement (the "Concurrent Financing") of 16,256,830 subscription receipts of the Company (the "Subscription Receipts") at a price of \$0.15 per Subscription Receipt for aggregate gross proceeds of \$2,439,875. On August 29, 2025, the Subscription Receipts were automatically converted resulting in the Company issuing 16,265,830 common shares. In connection with the Concurrent Financing, the Company incurred share issuance costs of \$155,920. The Company also issued to brokers 1,025,465 broker warrants with an exercise price of \$0.15 and expiry of July 31, 2027, and 14,000 broker warrants with an exercise price of \$0.15 and expiry of August 27, 2027.

On August 29, 2025, the Company completed a common share financing immediately prior to the completion of the RTO, which consisted of 1,566,666 common shares at \$0.15 per issuer share, for gross proceeds of \$235,000.

On September 30, 2024, the Company completed a common share split on a 2 for 1 basis resulting in the Company's issued and outstanding common shares increasing from 10,365,000 to 20,730,000. The effect of the share split has been reflected in these condensed consolidated interim financial statements.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

8. SHARE CAPITAL *(continued)*

Warrants

Broker warrants issued upon closing of the RTO include 241,440 broker warrants with an exercise price of \$0.10 and expiry date of December 22, 2027. These warrants were valued using the Black-Scholes option pricing model using 100% volatility; 3.07% risk-free interest rate; \$0.15 share price; \$0.10 exercise price; 2.31 years expected life and a 0% expected dividend rate. The fair value of the warrants was recorded as \$24,000 in other equity reserves.

On September 9, 2025, 1,025,465 broker warrants were issued with an exercise price of \$0.15 and expiry of July 31, 2027, as part of the Concurrent Financing. These warrants were valued using the Black-Scholes option pricing model using 105% volatility; 2.52% risk-free interest rate; \$0.15 share price; \$0.15 exercise price; 1.89 years expected life and a 0% expected dividend rate. The fair value of the warrants was recorded as \$82,885 in other equity reserves.

On September 9, 2025, 14,000 broker warrants were issued with an exercise price of \$0.15 and expiry of August 27, 2027, as part of the Concurrent Financing. These warrants were valued using the Black-Scholes option pricing model using 105% volatility; 2.52% risk-free interest rate; \$0.15 share price; \$0.15 exercise price; 1.96 years expected life and a 0% expected dividend rate. The fair value of the warrants was recorded as \$1,150 in other equity reserves.

No warrants were issued during the year ended December 31, 2024.

The following table summarizes warrant activity for the nine month period ended September 30, 2025 and for the year ended December 31, 2024:

	Number of warrants	Weighted average exercise price
Outstanding, December 31, 2023 and 2024	-	-
Issued	1,280,905	\$0.14
Outstanding, September 30, 2025	1,280,905	\$0.14

As at September 30, 2025 the following warrants were outstanding:

Outstanding	Exercise Price	Remaining life (years)	Expiry date
241,440	\$0.10	2.23	December 22, 2027
1,025,465	\$0.15	1.83	July 31, 2027
14,000	\$0.15	1.91	August 27, 2027
1,280,905			

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

9. GENERAL AND ADMINISTRATION

	THREE MONTHS ENDED SEPTEMBER 30		NINE MONTHS ENDED SEPTEMBER 30	
	2025	2024	2025	2024
Professional fees (note 7)	\$ 205,115	\$ 30,086	\$ 222,716	\$ 68,122
Consulting (note 7)	157,153	-	157,153	-
Regulatory and compliance	27,516	169	27,568	223
Office and miscellaneous	2,889	2,834	8,487	8,449
Computer and software	2,712	1,038	5,585	3,114
	\$ 395,385	\$ 34,127	\$ 421,509	\$ 79,908

10. CAPITAL MANAGEMENT

The Company defines capital as all components of shareholders' equity. The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company. The Board of Directors does 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.

In the past, the Company has raised funds through the issuance of Common Shares. However, it is uncertain whether the Company will continue to be successful in raising funds through the issuance of Common Shares in the future. Management reviews its capital management approach on an ongoing basis and believes this approach, given the relative size of the Company, is reasonable.

There were no changes to the Company's approach to capital management during the nine month period ended September 30, 2025.

11. FINANCIAL INSTRUMENTS

Fair value estimation

The Company's financial assets and liabilities are measured and recognized according to a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs. The three levels of the fair value hierarchy are as follows:

- Level 1: Quoted prices in active markets for identical assets or liabilities that the Company is able to access at the measurement date.
- Level 2: 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).
- Level 3: Inputs for the asset or liability that are not based on observable market data.

The carrying values of cash, accounts payable and accrued liabilities approximate their fair values due to the short-term maturity of these financial instruments.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

11. FINANCIAL INSTRUMENTS *(continued)*

The Company's financial instruments are subject to certain risks. The type of risk exposure and the way in which such exposure is managed is 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 and amounts receivable. The Company manages its credit risk relating to cash through the use of a major financial institution which has a high credit quality as determined by rating agencies. The maximum exposure to credit risk is the carrying amount of the Company's financial instruments. The Company assessed credit risk 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's liquidity and operating results may be adversely affected if its access to the capital market is hindered. The Company has no source of revenue and has obligations to meet its administrative overheads and to settle amounts payable to its creditors. The Company assessed liquidity risk as high.

Foreign currency 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 is exposed to currency risk through cash and accounts payable, which are denominated in USD\$. The balances in these accounts are not significant, therefore, the Company's exposure to currency risk is considered minimal. The Company has not hedged its exposure to currency fluctuations at this time.

Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk.

Market risk

Market risks consist of interest rate risk, foreign currency risk and other price risk.

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. The Company is not exposed to interest rate risk as the Company's assets and liabilities do not bear any interest.

EXCALIBUR METALS CORP.
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE NINE MONTH PERIOD ENDED SEPTEMBER 30, 2025
(Expressed in Canadian dollars)

12. SUBSEQUENT EVENTS

On November 26, 2025, the Company granted 2,100,000 stock options to various directors, officers and consultants of the Company at an exercise price of \$0.165 per share. The options vest in four equal installments over a 24 month period and have a five year term expiring on November 26, 2030.