

Wallbridge Mining Company Limited
Treasury Offering of Charity Flow-Through Units and Hard Dollar Units
Amended and Restated Term Sheet
(Amending and Restating the Term Sheet Dated October 14, 2025)

October 16, 2025

The Charity Flow-Through Units and Hard Dollar Units will be offered by way of a prospectus supplement in each of the provinces and territories of Canada, except Québec. A final base shelf prospectus containing important information relating to the Securities has been filed with the securities regulatory authorities in each of the provinces and territories of Canada, except Québec. A copy of the final base shelf prospectus, any amendment to the final base shelf prospectus and any applicable shelf prospectus supplement that has been filed, is required to be delivered with this term sheet.

This term sheet does not provide full disclosure of all material facts relating to the Securities. Investors should read the final base shelf prospectus, any amendment and any applicable shelf prospectus supplement for disclosure of those facts, especially risk factors relating to the Securities, before making an investment decision.

Terms and Conditions

- Issuer:** Wallbridge Mining Company Limited (the “Company”).
- Offering:** Treasury offering of up to:
- (i) 65,000,000 charity flow-through units (“Charity Flow-Through Units”)
 - (ii) 45,000,000 hard dollar units (“Hard Dollar Units”)
- The Charity Flow-Through Units and Hard Dollar Units shall collectively be referred to as the “Offered Securities”.
- The purchasers of the Charity Flow-Through Units may subsequently donate such Charity Flow-Through Units to registered charities, who may re-sell such securities to purchasers arranged by the agents (“Agents”).
- Offering Price:** C\$0.15 per Charity Flow-Through Unit
C\$0.11 per Hard Dollar Unit
- Issue Amount:** Up to approximately C\$15 million
- Offered Securities:** The Offering will consist of a combination of up to:
- (i) 65,000,000 Charity Flow-Through Units, at a price of C\$0.15 per Charity Flow-Through Unit for gross proceeds of up to approximately C\$10 million, each Charity Flow-Through Unit will consist of one common share issued on a flow-through basis (the “FT Share”) of the Company and one common share purchase warrant (each whole common share purchase warrant, a “Warrant”); and
 - (ii) 45,000,000 Hard Dollar Units, at a price of C\$0.11 per Hard Dollar Unit, each Hard Dollar Unit will consist of one common share (“Hard Dollar Share”) of the Company and one Warrant for gross proceeds of up to approximately C\$5 million.
- Each Warrant issuable under the Offering will entitle the holder to purchase one Common Share of the Company at an exercise price of C\$0.15 for a period of 36 months following the closing date.
- Over-Allotment Option:** The Company has granted the Agents an option, exercisable, in whole or in part, at any time until and including 30 days following the closing of the Offering, to purchase up to an additional 15% of the number of Charity Flow-Through Units or Hard Dollar Units at their respective offering prices to cover over-allotments, if any.
- Participation Right:** Pursuant to an existing participation agreement, Agnico Eagle Mines Limited has the right to participate in the offering.

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Use of Proceeds:	The net proceeds from the Charity Flow-Through Units and Hard Dollar Units will be used for continued advancement of the Company's Fenelon and Martiniere projects, and for general corporate purposes.
Charity Flow-Through Units Income Tax Considerations:	The Company, pursuant to the provisions in the Income Tax Act (Canada), shall, in the case of the Charity Flow-Through Units, incur resource exploration expenses which will constitute "Canadian exploration expenses" as defined in subsection 66.1(6) of the Income Tax Act (Canada) (the "Qualifying Expenditures") after the Closing Date and prior to December 31, 2026 in the aggregate amount of not less than the total amount of the gross proceeds raised from the issue of Charity Flow-Through Units. The Company shall renounce the Qualifying Expenditures so incurred to the initial subscribers of Charity Flow-Through Units with an effective date of no later than December 31, 2025 in accordance with the Income Tax Act (Canada). In the event that the Company is unable to renounce Qualifying Expenditures in the amount of the gross proceeds of the Charity Flow-Through Units effective on or prior to December 31, 2025 to the initial subscribers of the Charity Flow-Through Units, the Company will as sole recourse for such failure to renounce, indemnify each such Charity Flow-Through Units subscriber for the additional federal, provincial and territorial taxes payable by such subscriber to the extent permitted by the Income Tax Act (Canada) as a result of the Company's failure to renounce the Qualifying Expenditures as agreed.
Form of Offering:	<p>Marketed offering by way of a prospectus supplement to be filed in all provinces and territories of Canada, excluding Quebec.</p> <p>The Offered Securities may be offered in the United States pursuant to such exemptions from the registration requirements of the United States Securities Act of 1933, as amended ("U.S. Securities Act"), as agreed to by Wallbridge and the Agents and in those offshore jurisdictions outside Canada and the United States as Wallbridge and the Agents mutually agree; provided that such sales are completed in such a manner so as not to require the filing of a registration statement or offering memorandum or similar document nor give rise to any disclosure obligations or submission to such jurisdictions on the part of Wallbridge.</p>
Listing:	An application will be made to list the Common Shares and Warrant Shares on the Toronto Stock Exchange (the "TSX"). The Warrants will not be listed. The existing Common Shares are listed on TSX under the symbol "WM".
Eligibility:	Eligible for RRSPs, RRIFs, RESPs, TFSAs, FHSAs and DPSPs in Canada, subject to customary qualifications.
Sole Bookrunner:	BMO Capital Markets
Commission:	6.00%.
Closing:	On or about October 31, 2025.