



| Table of Compensation Excluding Compensation Securities |              |  |            |                                |                           |                                      |                         |
|---|--------------|--|------------|--------------------------------|---------------------------|--------------------------------------|-------------------------|
| Name and Position                                       | Year         | Salary, Consulting Fee, Retainer or Commission(\$) | Bonus (\$) | Committee or Meeting Fees (\$) | Value of Perquisites (\$) | Value of All Other Compensation (\$) | Total Compensation (\$) |
| Ronald Stoferle<br>Director                             | 2023<br>2022 | Nil<br>Nil   | Nil<br>Nil | Nil<br>Nil                     | Nil<br>Nil                | Nil<br>Nil                           | Nil<br>Nil              |
| Natalie Senger<br>Director                              | 2023<br>2022 | 42,432<br>Nil                                      | Nil<br>Nil | Nil<br>Nil                     | Nil<br>Nil                | Nil<br>Nil                           | 42,432<br>Nil           |
| Sean Pownall<br>Former<br>Director <sup>(1)</sup>       | 2023<br>2022 | Nil<br>Nil   | Nil<br>Nil | Nil<br>Nil                     | Nil<br>Nil                | Nil<br>Nil                           | Nil<br>Nil              |

Notes

(1) Mr. Pownall resigned as a Director on June 15, 2023.

**External Management Companies**

None of the NEOs, or Directors of the Company have been retained or employed by an external management company which has entered into an understanding, arrangement or agreement with the Company to provide executive management services to the Company, directly or indirectly.

**Stock Options and Other Compensation Securities and Instruments**

The following table of compensation securities provides a summary of all compensation securities granted or issued by the Company to each NEO and Director of the Company, current and former, for the financial year ended March 31, 2023, for services provided or to be provided, directly or indirectly, to the Company or any of its subsidiaries:

| Compensation Securities   |                               |   |                        |  |  |   |                 |
|---|-------------------------------|---|------------------------|--|--|---|-----------------|
| Name and Position   | Type of Compensation Security | Number of compensation securities, number of underlying shares, and percentage of class | Date of issue or grant | Issue, conversion or exercise price (\$) | Closing price of security or underlying security on date of grant (\$) | Closing price of security or underlying security at year end (\$) | Expiry date     |
| Ken Konkin<br>President,<br>Chief<br>Executive<br>Officer and<br>Director | Options                       | 1,750,000/<br>1,750,000/27% <sup>(2)</sup>  | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10,<br>2030 |
| Scott Davis<br>Chief<br>Financial<br>Officer                              | Options                       | 300,000/300,000<br>/4.69% <sup>(3)</sup>  | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10,<br>2030 |
| Helmut<br>Finger<br>Director  | Options                       | 800,000/800,000<br>/12.5% <sup>(4)</sup>  | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10,<br>2030 |
| Ronald<br>Stoferle<br>Director  | Options                       | 800,000/800,000<br>/12.5% <sup>(5)</sup>  | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10,<br>2030 |

| Compensation Securities                        |                               |   |                        |  |  |   |              |
|--|-------------------------------|---|------------------------|--|--|---|--------------|
| Name and Position                              | Type of Compensation Security | Number of compensation securities, number of underlying shares, and percentage of class | Date of issue or grant | Issue, conversion or exercise price (\$) | Closing price of security or underlying security on date of grant (\$) | Closing price of security or underlying security at year end (\$) | Expiry date  |
| Natalie Senger<br>Director                     | Options                       | 800,000/800,000 /12.5% <sup>(6)</sup>   | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10, 2030 |
| Sean Pownall<br>Former Director <sup>(8)</sup> | Options                       | 800,000/800,000 /12.5% <sup>(7)</sup>   | Nov 10, 2022           | C\$0.26                                  | N/A <sup>(1)</sup>   | C\$0.21   | Nov 10, 2030 |

- (1) The common shares in the capital of the Company (“Shares”) commenced listing on the TSX Venture Exchange (the “TSXV” or the “Exchange”) under ticker symbol “GSTM” as at the close of business on November 10, 2022, and were immediately halted pending closing of the plan of arrangement transaction with Tudor Gold Corp. (“Tudor Gold”) whereby the Company was spun off from Tudor Gold. The Shares commenced trading on the TSXV on November 11, 2022.
- (2) As of March 31, 2023, Mr. Konkin held an aggregate of 1,750,000 Options exercisable into 1,750,000 Shares.
- (3) As of March 31, 2023, Mr. Davis held an aggregate of 300,000 Options exercisable into 300,000 Shares.
- (4) As of March 31, 2023, Mr. Finger held an aggregate of 800,000 Options exercisable into 800,000 Shares.
- (5) As of March 31, 2023, Mr. Stoferle held an aggregate of 800,000 Options exercisable into 800,000 Shares.
- (6) As of March 31, 2023, Ms. Senger held an aggregate of 800,000 Options exercisable into 800,000 Shares.
- (7) As of March 31, 2023, Mr. Pownall held an aggregate of 800,000 Options exercisable into 800,000 Shares.
- (8) Mr. Pownall resigned as a Director on June 15, 2023.

The following table provides a summary of each exercise of compensation securities by each NEO and Director of the Company, current and former, for the financial year ended March 31, 2023:

| Exercise of Compensation Securities by Directors and NEOs     |                               |   |                                  |                  |   |  |                                   |
|---|-------------------------------|---|----------------------------------|------------------|---|--|-----------------------------------|
| Name and Position   | Type of Compensation Security | Number of Underlying Securities Exercised | Exercise Price Per Security (\$) | Date of Exercise | Closing Price Per Security on Date of Exercise (\$) | Difference between Exercise Price and Closing Price on Date of Exercise (\$) | Total Value on Exercise Date (\$) |
| Ken Konkin<br>President, Chief Executive Officer and Director | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |
| Scott Davis<br>Chief Financial Officer                        | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |
| Helmut Finger<br>Director                                     | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |
| Ronald Stoferle<br>Director                                   | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |
| Natalie Senger<br>Director                                    | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |
| Sean Pownall<br>Former Director <sup>(1)</sup>                | Nil                           | Nil                                       | Nil                              | Nil              | Nil   | Nil  | Nil                               |

- (1) Mr. Pownall resigned as Director on June 15, 2023.

## Stock Option Plan

The Company's current Stock Option Plan, which is a 10% "rolling" stock option plan was approved by the shareholders of record of Tudor Gold at its annual general and special meeting held on September 7, 2022, in connection with, among other things, the approval of a spin-out arrangement, by way of a court-approved statutory plan of arrangement under the *British Columbia Business Corporations Act* whereby the Company was spun off from Tudor Gold.

The information below is a summary of the Stock Option Plan and should be read in conjunction with the Stock Option Plan. Any definitions or capitalized terms used or referenced below have the same meaning attributed to them in the Stock Option Plan which is accessible on the Company's SEDAR+ profile at <https://www.sedarplus.ca/>.

The Stock Option Plan provides that the board of Directors of the Company (the "**Board**") may from time to time, in its discretion, grant to Directors, senior officers, employees, management company employees, consultants and Eligible Charitable Organizations of the Company and its subsidiaries (collectively the "**Eligible Persons**").

The purpose of the Stock Option Plan is to give to Eligible Persons, as additional compensation, the opportunity to participate in the success of the Company by granting to such individuals Options, exercisable over periods of up to ten years as determined by the Board, to buy Shares at a price not less than the market price prevailing on the date the Option is granted (the "**Grant Date**") less any applicable discount, if any, permitted by the policies of the Exchange and approved by the Board.

Pursuant to the Stock Option Plan, the Board may grant Options to Eligible Persons in consideration of them providing their services to the Company or a subsidiary. The number of Shares subject to each Option is determined by the Board within the guidelines established by the Stock Option Plan. The Options enable the Eligible Persons to purchase Shares of the Company at a price fixed pursuant to such guidelines. The Options are exercisable by the Eligible Persons giving the Company notice and payment of the exercise price for the number of Shares to be acquired.

The Stock Option Plan authorizes the Board to grant Options to Eligible Persons on the following main terms:

1. The maximum aggregate number of Shares reserved for issuance under the Stock Option Plan and all of the Company's other previously established or proposed share compensation plans (to which the following limits apply under Exchange policies):
  - (a) to all Optionees as a group (including for greater certainty Insiders (as a group) shall not exceed 10% of the total number of issued and outstanding Shares on a non-diluted basis at any point in time;
  - (b) to Insiders (as a group) in any 12-month period shall not exceed 10% of the total number of issued and outstanding Shares on a non-diluted basis on the Grant Date, unless the Company has obtained the requisite disinterested shareholder approval pursuant to applicable Exchange policies;
  - (c) to any one Optionee (including, where permitted under applicable policies of the Exchanges, any companies that are wholly owned by such Optionee) in any 12-month period shall not exceed 5% of the total number of issued and outstanding Shares on a non-diluted basis on the Grant Date, unless the Company has obtained the requisite disinterested shareholder approval pursuant to applicable Exchange policies.
  - (d) to any one Consultant in any 12-month period shall not exceed 2% of the total number of issued and outstanding Shares on a non-diluted basis on the Grant Date;
  - (e) to Investor Relations Service Providers (as a group) in any 12-month period shall not exceed 2% of the total number of issued and outstanding Shares on a non-diluted basis on the Grant Date, and Investor

Relations Service Providers shall not be eligible to receive any Security Based Compensation other than Options, if the Shares are listed on the TSXV at the time of any issuance or grant; and

- (f) to Eligible Charitable Organizations (as a group) shall not exceed 1% of the total number of issued and outstanding Shares on a non-diluted basis on the Grant Date. The price per share specified in an Option agreement, adjusted from time to time, (the “**Option Price**”) under each Stock Option shall be not less than the Market Price on the Grant Date less the applicable discount permitted under the policies of the Exchanges or, if the Shares are not listed on any Exchange, less 25%.
2. Subject to the operation of the conditions and acceleration of the vesting of an Option and the acceleration and extension of the expiry date (the “**Expiry Date**”) of an Option, Options may be exercised to purchase any number of Shares up to the number of vested and unissued Shares underlying the Options (the “**Option Shares**”) at any time after the Grant Date up to 4:00 p.m. Pacific Time on the Expiry Date and shall not be exercisable thereafter. In the event that the Expiry Date of an Option falls during a trading blackout period imposed by the Company (the “**Blackout Period**”), the Expiry Date of such Option will automatically be extended to a date which is ten (10) trading days following the end of such Blackout Period (the “**Extension Period**”), subject to no cease trade order being in place under applicable securities laws; provided that if an additional Blackout Period is subsequently imposed by the Company during the Extension Period, then such Extension Period shall be deemed to commence following the end of such additional Blackout Period to enable the exercise of such Option within ten (10) trading days following the end of the last imposed Blackout Period.
3. If an Optionee ceases to be an Eligible Person, his or her Option shall be exercisable as follows:

(a) Death or Disability

If the Optionee ceases to be an Eligible Person, due to his or her death or disability or, in the case of an Optionee that is a company, the death or disability of the person who provides management or consulting services to the Company or to any entity controlled by the Company, the Option then held by the Optionee shall be exercisable to acquire vested and unissued Option Shares at any time up to but not after the earlier of:

- (i) 365 days after the date of death or disability; and
- (ii) the Expiry Date;

(b) Termination For Cause

If the Optionee or, in the case of a Management Company Employee or a Consultant Company, the Optionee’s employer, ceases to be an Eligible Person as a result of termination for cause as that term is interpreted by the courts of the jurisdiction in which the Optionee, or, in the case of a Management Company Employee or a Consultant Company, of the Optionee’s employer, is employed or engaged; any outstanding Option held by such Optionee on the date of such termination, whether in respect of Option Shares that are Vested or not, shall be cancelled as of that date.

(c) Early Retirement, Voluntary Resignation or Termination Other than For Cause

If the Optionee or, in the case of a Management Company Employee or a Consultant Company, the Optionee’s employer, ceases to be an Eligible Person due to his or her retirement at the request of his or her employer earlier than the normal retirement date under the Company’s retirement policy then in force, or due to his or her termination by the Company other than for cause, or due to his or her voluntary resignation, the Option then held by the Optionee shall be exercisable to acquire vested and unissued Option Shares at any time up to but not after the earlier of the Expiry Date and the date

which is 90 days (30 days if the Optionee was engaged in Investor Relations Activities) after the Optionee or, in the case of a Management Company Employee or a Consultant Company, the Optionee's employer, ceases to be an Eligible Person.

(d) Spin-Out Transactions

If pursuant to the operation of sub-section 5.3(c) of the Stock Option Plan, an Optionee receives options (the "**New Options**") to purchase securities of another company (the "**New Company**") in respect of the Optionee's Options (the "**Subject Options**"), subject to the prior approval of the Exchanges, the New Options shall expire on the earlier of: (i) the Expiry Date of the Subject Options; (ii) if the Optionee does not become an Eligible Person in respect of the New Company, the date that the Subject Options expire pursuant to sub-section 4.4(a), (b) or (c), as applicable; (iii) if the Optionee becomes an Eligible Person in respect of the New Company, the date that the New Options expire pursuant to the terms of the New Company's stock option plan that correspond to sub-section 4.4(a), (b) or (c) hereof; and (iv) the date that is one (1) year after the Optionee ceases to be an Eligible Person in respect of the New Company or such shorter period as determined by the Board.

(e) Eligible Charitable Organizations

If the Optionee ceases to be an Eligible Person due to no longer being an Eligible Charitable Organization, the Options then held by that Optionee shall be exercisable to acquire vested and unissued Option Shares at any time up to but not after the earlier of the Expiry Date and the date which is 90 days after the date the Optionee ceases to be an Eligible Person.

4. The Board, subject to the policies of the Exchanges, may determine and impose terms upon which each Option shall become Vested in respect of Option Shares. Unless otherwise specified by the Board at the time of granting an Option, and subject to the other limits on Option grants set out in Section 3.2 hereof, all Options granted under the Stock Option Plan shall vest and become exercisable in full upon grant, except Options granted to Investor Relations Service Providers, which Options must vest in stages over twelve months with no more than one-quarter of the Options vesting in any three month period.
5. If a Change of Control occurs, all Option Shares subject to each outstanding Option will become Vested, whereupon such Option may be exercised in whole or in part by the Optionee, subject to the approval of the Exchanges with respect to Investor Relations Service Providers or if otherwise necessary.
6. Any unissued Option Shares not acquired by an Optionee under an Option which has been settled in cash, cancelled, terminated, surrendered, forfeited or expired without being exercised may be made the subject of a further Option pursuant to the provisions of the Plan.
7. An Optionee shall have no rights whatsoever as a shareholder of the Company in respect of any of the unissued Option Shares (including, without limitation, voting rights or any right to receive dividends, warrants or rights under any rights offering). An Optionee shall have no rights whatsoever as a shareholder of the Company in respect of any of the unissued Option Shares (including, without limitation, voting rights or any right to receive dividends, warrants or rights under any rights offering).

**Employment, Consulting and Management Agreements**

The Company has no employment contracts. The Company does not have a contract, agreement, plan or arrangement that provides for payments to a Named Executive Officer following or in connection with any

termination (whether voluntary, involuntary or constructive), resignation, retirement, a change of control of the Company or its subsidiaries, or a change in responsibilities of the NEO following a change in control.

### **Oversight and Description of Director and NEO Compensation**

The objective of the Company's compensation strategy is to provide adequate levels of base compensation for its NEOs as well as discretionary bonuses to act as incentive mechanisms for achieving corporate goals and objectives and ensure compensation is competitive so as to enable the Company to continue to attract talented individuals. Where applicable, each NEO receives a base salary in recognition of the position's day-to-day duties and responsibilities, which generally constitutes the largest share of the NEO's compensation package.

The Company has no arrangements, standard or otherwise, pursuant to which Directors are compensated by the Company for their services in their capacity as Directors, or for committee participation, involvement in special assignments or for services as consultant or expert during the most recently completed financial year.

The independent Directors of the Company have the responsibility for determining compensation for the Directors and senior management. To determine compensation payable, the independent Directors review compensation paid for Directors and senior officers of companies of similar size and stage of development in mineral exploration and determine an appropriate compensation reflecting the need to provide incentive and compensation for the time and effort expended by the Directors and senior management while taking into account the financial and other resources of the Company. In setting the compensation, the independent Directors annually review the performance of the senior officers in light of the Company's objectives and considers other factors that may have impacted the success of the Company in achieving its objectives.

### **Pension Disclosure**

The Company does not have a pension plan that provides for payments or benefits to the Named Executive Officers at, following, or in connection with retirement.