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**No securities regulatory authority or regulator has assessed the merits of these securities or reviewed this document. Any representation to the contrary is an offence. This offering may not be suitable for you and you should only invest in it if you are willing to risk the loss of your entire investment. In making this investment decision, you should seek the advice of a registered dealer.**

**OFFERING DOCUMENT  
UNDER THE LISTED ISSUER FINANCING EXEMPTION**

**(Offering Document Under The Listed Issuer Financing Exemption)**

July 23, 2025



**BASELODE ENERGY CORP.  
(the "Issuer" or "Baselode")**

**SUMMARY OF OFFERING**

**WHAT ARE WE OFFERING?**

<b>OFFERING</b>	Charity flow-through units (" <b>CFT Units</b> ").  Each CFT Unit will consist of one common share of the Issuer to be issued as a "flow-through share" within the meaning of the Income Tax Act (Canada) (each, a " <b>FT Share</b> ") and one half of one common share purchase warrant (each whole warrant, a " <b>Warrant</b> "). Each whole Warrant shall entitle the holder to purchase one common share of the Issuer (each, a " <b>Warrant Share</b> ") at a price of C\$0.14 at any time on or before that date which is 36 months after the Closing Date (as herein defined).
<b>OFFERING PRICE</b>	\$0.14 per CFT Unit.

<b>OFFERING SIZE</b>	There is no minimum amount. The Issuer is offering a maximum of 35,714,286 CFT Units for maximum gross proceeds of \$5,000,000.04 (the " <b>Offering</b> "), prior to taking into account the Agent's Option.
<b>AGENT'S OPTION</b>	The Issuer has granted the Agent an option (the " <b>Agent's Option</b> ") to increase the size of the Offering by issuing additional Units for gross proceeds of up to \$1,000,000 by giving written notice of the exercise of the Agent's Option, or a part thereof, to the Issuer at any time up to 48 hours prior to closing of the Offering.
<b>USE OF PROCEEDS</b>	Gross proceeds received from the sale of the CFT Units will be used to incur eligible "Canadian exploration expenses" that qualify as "flow-through mining expenditures" and "flow-through critical mineral mining expenditures" as both terms are defined in the <i>Income Tax Act</i> (Canada) (the " <b>Qualifying Expenditures</b> ") related to the Issuer's uranium projects, on or before December 31, 2026. Such Qualifying Expenditures will be renounced in favour of the subscribers of the CFT Units effective December 31, 2025.
<b>CLOSING DATE</b>	The Offering is expected to close on or about August 15, 2025 (the " <b>Closing Date</b> ").
<b>AGENT</b>	Red Cloud Securities Inc., as agent and sole bookrunner (the " <b>Agent</b> ").
<b>EXCHANGES</b>	The common shares of the Issuer are listed and posted for trading on the TSX Venture Exchange (" <b>TSXV</b> ") under the symbol "FIND" and on the OTCQB by OTC Markets Group (the " <b>OTC</b> ") under the symbol "BSENF".
<b>LAST CLOSING PRICE</b>	On July 22, 2025, the last trading day prior to the date of this Offering Document, the closing price of the Shares on the TSXV was \$0.105, and on the OTC was US\$0.07782.

The Issuer is conducting a listed issuer financing under section 5A.2 of National Instrument 45-106 *Prospectus Exemptions*. In connection with the Offering, the Issuer represents the following is true:

- The Issuer has active operations and its principal asset is not cash, cash equivalents or its exchange listing.
- The Issuer has filed all periodic and timely disclosure documents that it is required to have filed.
- The Issuer is relying on the exemptions in Coordinated Blanket Order 45-935 – *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (the "Order") and is qualified to distribute securities in reliance on the exemptions included in the Order.
- The total dollar amount of the Offering, in combination with the dollar amount of all other offerings made under the listed issuer financing exemption and under the Order in the 12 months immediately preceding the date of the news release announcing the Offering, will not exceed the amount that is equal to 20% of the aggregate market value of the Issuer's listed securities as calculated in accordance with the Order, to a maximum of \$25,000,000.
- The Issuer will not close the Offering unless the Issuer reasonably believes it has raised sufficient funds to meet its business objectives and liquidity requirements for a period of 12 months following the distribution.

- **The Issuer will not allocate the available funds from this Offering to an acquisition that is a significant acquisition or restructuring transaction under securities law or**
- **to any other transaction for which the Issuer seeks security holder approval.**

### **ABOUT THIS OFFERING DOCUMENT**

Readers should rely only on the information contained in this Offering Document in respect of the Issuer. We have not authorized any other person to provide additional or different information. If anyone provides additional or different or inconsistent information, including information or statements in media articles about the Issuer, prospective purchasers should not rely on it.

### **MEANING OF CERTAIN REFERENCES**

Unless otherwise noted or the context otherwise shall state, the "Issuer", "we", "us", and "our" refers to Baselode Energy Corp.

References to "management" in this Offering Document refer to the management of the Issuer. Any statements in this Offering Document made by or on behalf of management are made in such persons' capacities as officers of the Issuer, and not in their personal capacities.

Words importing the singular number include the plural, and vice versa, and words importing any gender include all genders.

All currency amounts in this Offering Document are expressed in Canadian dollars, unless otherwise indicated.

### **FORWARD-LOOKING STATEMENTS**

This Offering Document contains "forward-looking information" within the meaning of applicable Canadian securities laws (referred to herein as "**forward-looking information**"). Forward-looking information includes statements that use forward-looking terminology such as "may", "could", "would", "should", "will", "intend", "plan", "expect", "budget", "estimate", "anticipate", "believe", "continue", "potential" or the negative or grammatical variations thereof or other variations thereof or comparable terminology. Such forward-looking information includes, without limitation, statements with respect to the expected Closing Date of the Offering, closing of the Arrangement Agreement and the acquisition of the projects in connection therewith, the use of available funds and the Issuer's plans with respect to exploration and development of the Issuer's exploration projects.

Forward-looking information is not a guarantee of future performance and is based upon a number of estimates and assumptions of management, in light of management's experience and perception of trends, current conditions and expected developments, as well as other factors that management believes to be relevant and reasonable in the circumstances, as of the date of this Offering Document including, without limitation, assumptions relating to: favourable equity and debt capital markets; the ability to raise any necessary capital on reasonable terms to advance the development of the Issuer's exploration projects and pursue planned exploration; expectations about the ability to acquire mineral resources and/or reserves through acquisition and/or development; future prices of uranium; the timing and results of exploration and drilling programs; the accuracy of budgeted exploration and development costs and expenditures; the price of other commodities such as fuel; future currency exchange rates and interest rates; operating conditions being favourable, including whereby the Issuer is able to operate in a safe, efficient and effective manner; political and regulatory stability; the receipt of governmental and third party approvals, licences and permits on favourable terms in a timely manner; obtaining required renewals for existing approvals, licences and permits and obtaining all other required approvals, licences and permits on favourable terms and in a timely manner; sustained labour stability; stability in financial and capital goods markets; the absence of any

material adverse effects arising as a result of terrorism, sabotage, natural disasters, public health concerns, equipment failures or adverse changes in government legislation and/or the socio-economic conditions in Saskatchewan and other jurisdictions in which the Issuer has projects and the surrounding area with respect to the Issuer's exploration projects and operations; and the availability of drilling and other mining equipment, energy and supplies. While the Issuer considers these assumptions to be reasonable, the assumptions are inherently subject to significant business, social, economic, political, regulatory, competitive and other risks and uncertainties, contingencies and other factors that could cause actual actions, events, conditions, results, performance or achievements to be materially different from those projected in the forward-looking information. Many assumptions are based on factors and events that are not within the control of the Issuer and there is no assurance they will prove to be correct.

Furthermore, such forward-looking information involves a variety of known and unknown risks, uncertainties and other factors which may cause the actual plans, intentions, activities, results, performance or achievements of the Issuer to be materially different from any future plans, intentions, activities, results, performance or achievements expressed or implied by such forward-looking information. Such risks include, without limitation: general business, social, economic, political, regulatory and competitive uncertainties; differences in size, grade, continuity, geometry or location of mineralization from that predicted by geological modelling and the subjective and interpretative nature of the geological modelling process; the speculative nature of mineral exploration and development, including the risk of diminishing quantities or grades of mineralization; fluctuations in the spot and forward price of uranium; a failure to achieve commercial viability, despite an acceptable uranium price, or the presence of cost overruns which render the Issuer's exploration projects uneconomic; geological, hydrological and climatic events which may adversely affect infrastructure, operations and development plans, and the inability to effectively mitigate or predict with certainty the occurrence of such events; the Issuer's limited operating history; the Issuer's history of losses and expectation of future losses; credit and liquidity risks associated with the Issuer's financing activities, including constraints on the Issuer's ability to raise and expend funds; delays in the performance of the obligations of the Issuer's contractors and consultants; delays in receiving governmental and third party approvals, licences and permits in a timely manner or completing and successfully operating mining and processing components; the Issuer's failure to accurately model and budget future capital and operating costs associated with the further development and operation of the Issuer's exploration projects; adverse fluctuations in the market prices and availability of commodities and equipment affecting the Issuer's business and operations; title defects to the Issuer's mineral properties; the Issuer's management being unable to successfully apply their skills and experience to attract and retain highly skilled personnel; the cyclical nature of the mining industry and increasing prices and competition for resources and personnel during mining cycle peaks; the Issuer's inability to renew existing approvals, licences and permits or obtain required new approvals, licences and permits on timelines required to support development plans; the risks related to equipment shortages, road and water access restrictions and inadequate infrastructure; the Issuer's inability to comply with environmental regulations due to the tendency of such regulations to become more strict over time, and the costs associated with maintaining and monitoring compliance with such regulations; the adverse influence of third party stakeholders including social and environmental non-governmental organizations; risks related to natural disasters, terrorism, civil unrest, public health concerns (including health epidemics or pandemics or outbreaks of communicable diseases such as the coronavirus) and other geopolitical uncertainties; the adverse impact of competitive conditions in the mineral exploration business; the Issuer's failure to maintain satisfactory labour relations and the risk of labour disruptions or changes in legislation relating to labour; changes in national and local government legislation, taxation, controls, regulations and other political or economic developments in the jurisdictions in which the Issuer operates; limits of insurance coverage and uninsurable risk; the adverse effect of currency fluctuations on the Issuer's financial performance; difficulties associated with enforcing judgments against directors residing outside of Canada; conflicts of interest; reduction in the price of Shares as a result of sales of Shares by existing shareholders; the dilutive effect of future acquisitions or financing activities and the failure of future acquisitions to deliver the benefits anticipated; trading and volatility risks associated with equity securities and equity markets in general; failure of the Issuer's information technology systems or the security measures protecting such systems; the costs associated with legal proceedings should the Issuer become the subject of litigation or regulatory proceedings; costs associated with complying with public company regulatory reporting requirements; other risks involved in the mineral exploration and development business generally, including, without limitation, environmental risks and

hazards, cave-ins, flooding, rock bursts and other acts of God or natural disasters or unfavourable operating conditions; and those risk factors discussed or referred to in this Offering Document and in the Issuer's then-current annual information form, annual management's discussion and analysis and interim management's discussion and analysis, which readers are advised to carefully review and consider. Although the Issuer has attempted to identify important factors that could cause actual actions, events, conditions, results, performance or achievements to differ materially from those described in forward-looking information, there may be other factors that cause actions, events, conditions, results, performance or achievements to differ from those anticipated, estimated or intended.

The Issuer cautions that the foregoing lists of important assumptions and factors are not exhaustive. Other events or circumstances could cause actual results to differ materially from those estimated or projected and expressed in, or implied by, the forward-looking information contained herein. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, investors should not place undue reliance on forward-looking information.

Forward-looking information contained herein is made as of the date of this Offering Document and the Issuer disclaims any obligation to update or revise any forward-looking information, whether as a result of new information, future events or results or otherwise, except as and to the extent required by applicable securities laws.

## SUMMARY DESCRIPTION OF BUSINESS

The Issuer is a uranium exploration company with exploration assets in Canada. Baselode controls 100% of approximately 226,128 hectares for exploration in the Athabasca Basin area, northern Saskatchewan, Canada. The land package is free of any option agreements or underlying royalties.

On June 23, 2025, Baselode and Forum Energy Metals Corp. ("**Forum**") entered into a definitive arrangement agreement (the "**Arrangement Agreement**") pursuant to which Baselode would acquire all of the issued and outstanding common shares of Forum. The combined company will continue under the name Geiger Energy Corporation. Under the terms of the Arrangement Agreement, at the effective time of the Transaction (the "Effective Time"), each issued common share of Forum (a "**Forum Share**") will be deemed to be transferred and assigned to Baselode in exchange for 0.3535 (the "**Exchange Ratio**") of a common share of Baselode ("**Baselode Share**").

Concurrent with entering the Arrangement Agreement, on June 23, 2025, Baselode and Forum entered into an earn-in agreement (the "**Earn-in Agreement**") with respect to Forum's Aberdeen Project in Nunavut ("**Aberdeen**") whereby Baselode will fund this activity in exchange for a percentage interest in the project. However, when the Arrangement Agreement is completed and receives shareholder approval, the Earn-in agreement will effectively be terminated, as the newly combined entity, Geiger, will own 100% of Aberdeen. This earn-in agreement serves as a creative bridge financing mechanism that facilitates the commencement of drilling prior to the closing of the transaction. Pursuant to the terms of the Earn-in Agreement, Baselode may earn up to a 50% interest in Aberdeen by incurring \$4,000,000 in expenditures on to Forum. If the Arrangement Agreement is terminated, Forum will have the opportunity to reacquire any interest earned in Aberdeen from Baselode by (i) making a cash payment equal to 250% of the exploration expenditures incurred on Aberdeen by Baselode; and (ii) granting Baselode a 1% net smelter returns royalty on future production from Aberdeen. Exploration drilling has commenced at Aberdeen and Baselode has provided total of \$1.4 million in funding to date.

The Issuer currently has interests in four exploration projects in the Athabasca, and a 5th project (Ag-Co) in Ontario.

1. Hook – The Hook project comprises 61,892 Hectares. The Project hosts the ACKIO uranium discovery. ACKIO is 30 km southeast of well-established infrastructure, including an all-season road and powerline between Cameco Corp.'s (TSX: CCO) and Orano's McArthur River mine and Key Lake uranium mill

joint ventures. ACKIO is 70 km northeast of the Key Lake mill. Exploration programs have been helicopter-supported to lessen any ground-induced environmental impacts within the project area.

Mineralization on ACKIO starts as shallow as 28 m beneath the surface and down to approximately 300 m depth with the bulk of mineralization occurring in the upper 120 m. ACKIO measures greater than 375 m along strike, greater than 150 m wide, comprised of at least 9 separate zones, and remains open to the west, north, south, and along the Athabasca sandstone unconformity to the east and south.

2. Shadow - The Shadow project comprises 40,624 Hectares located 30 km south of the Athabasca Basin margin along the Virgin River Shear Zone (“**VRSZ**”). The VRSZ is one of the largest structural trends in northern Saskatchewan and hosts four uranium deposits. Near-term exploration plans include a 10,000 m airborne magnetic and radiometric survey. Long-term exploration plans include diamond drilling, prospecting, and mapping/sampling. The Issuer has remained engaged in consultation efforts with the local Indigenous community(s) since October 2020 to ensure that exploration can proceed in a manner that does not affect Indigenous Rights or Lands, and to the benefit of the local community(s) and their future generations.
3. Catharsis - The Catharsis project comprises 100,478 Hectares (1,190 km<sup>2</sup>) located 60 km south of the Athabasca Basin margin. It is located on-strike with a geological trend that hosts more than 2 billion lbs. U3O8. The project hosts numerous high-grade uranium surface showings. The results from the first drill program demonstrate encouraging structural and alteration zones in multiple drill holes with geochemical, clay species and quartz irradiation results characteristic of uranium-bearing fluid systems. Near-term exploration plans include 1) a 2,000 m diamond drill program scheduled to start in mid-February, and 2) a high-resolution, 50 m flight line-spaced airborne magnetic and radiometric survey covering the high-grade uranium showings over the east side of the project; no planned start date. Long-term exploration plans include additional diamond drilling, prospecting, and mapping/sampling.
4. Bear – The Bear project comprises 10,864 Hectares located 10 km south of the Athabasca Basin margin. The project is within the same geological terrane as the Catharsis project. Near-term exploration plans include; 1) a 1,500 m diamond drilling program scheduled to start in May, and 2) project-wide airborne gravity and MT geophysical surveys. Long-term exploration plans include additional diamond drilling, prospecting, and mapping/sampling.
5. Mann - The Mann Mines (“**Mann**” or the “**Mines**”) are silver and cobalt assets located in Milner Township, Ontario within the Cobalt- Gowganda region. The project hosts 9 historic shafts and a ramp driven to the 210-foot (64 m) level. They were in production at various times in the 20th century and have recorded historic production prior to 1987 of over 330,000 oz of silver. The Mann Mines consist of 852.5 hectares in 18 contiguous mining claims, approximately 80 km west of Cobalt, Ontario, the renowned Temiskaming Silver district, from which 570,000,000 ounces of silver and over 28,000,000 pounds of cobalt have been produced.

On closing of the Arrangement Agreement between Baselode and Forum, and as a result of Baselode’s acquisition of Forum, Baselode will own 100% of the Aberdeen Project, located in Nunavut. Baselode will also own additional projects in Saskatchewan, including: Clearwater (75% interest), Costigan (100% interest), Fir Island (49% interest), Grease River (100% interest), Henday (40% interest), Highrock (80% interest), Maurice Point (100% interest), NW Athabasca (43.32% interest), Wollaston (100% interest), Fisher (100% interest), Janice Lake (100% interest), Love Lake (100% interest) and Still Nickel (100% interest). Additionally, as a result of Baselode’s acquisition of Forum, Baselode will own 100% interest in the Quartz Gulch project, located in Idaho.

## RECENT DEVELOPMENTS

Other than as described above, there are no material recent developments in respect of the Issuer that have not been disclosed in this Offering Document or in any other document filed by the Issuer in the 12 months preceding the date of this Offering Document.

## MATERIAL FACTS

There are no material facts about the securities being distributed that have not been disclosed in this Offering Document or in any other document filed by the Issuer in the 12 months preceding the date of this Offering Document.

## WHAT ARE THE BUSINESS OBJECTIVES THAT WE EXPECT TO ACCOMPLISH USING THE AVAILABLE FUNDS?

The Issuer expects to accomplish the following business objectives using the available funds:

- Exploration work on the on the Aberdeen project during the summer exploration season (expected to occur in the next 12 months and cost approximately \$7,000,000); and
- Exploration work and drilling for uranium on the Hook project at the high-potential TT/Clay Alteration target area (expected to occur in the next 12 months and cost approximately \$2,000,000).

## USE OF AVAILABLE FUNDS

Gross proceeds received from the sale of the CFT Units will be used to incur Qualifying Expenditures related to the Issuer's uranium projects, on or before December 31, 2026. Such Qualifying Expenditures will be renounced in favour of the subscribers of the CFT Units effective December 31, 2025.

## WHAT WILL OUR AVAILABLE FUNDS BE UPON THE CLOSING OF THE OFFERING?

		<b>ASSUMING 100% OF THE OFFERING</b>
<b>A</b>	<b>AMOUNT TO BE RAISED BY THE OFFERING</b>	\$5,000,000 <sup>(1)</sup>
<b>B</b>	<b>SELLING COMMISSIONS AND FEES</b>	\$300,000 <sup>(2)</sup>
<b>C</b>	<b>ESTIMATED OFFERING COSTS (E.G. LEGAL, ACCOUNTING, AUDIT)</b>	\$150,000
<b>D</b>	<b>NET PROCEEDS OF OFFERING: D = A – (B + C)</b>	\$4,550,000
<b>E</b>	<b>WORKING CAPITAL AS AT MOST RECENT MONTH END (DEFICIENCY)</b>	\$8,073,000
<b>F</b>	<b>ADDITIONAL SOURCES OF FUNDING</b>	\$0
<b>G</b>	<b>TOTAL AVAILABLE FUNDS: G = D + E + F</b>	<b>\$12,623,000</b>

Notes:

(1) Amount does not include any gross proceeds that may be raise in connection with any exercise Agent's Option.

(2) Assumes cash commission of 6.0% on 100% gross proceeds of the Offering to the Agent and does not include any cash commission that would be payable in connection with any exercise of and gross proceeds raised in connection with the Agent's Option.

**HOW WILL WE USE THE AVAILABLE FUNDS?**

<b>DESCRIPTION OF INTENDED USE OF AVAILABLE FUNDS LISTED IN ORDER OF PRIORITY</b>	<b>ASSUMING 100% OF THE OFFERING</b>
Exploration and evaluation expenditures	\$9,000,000
General and administrative expenses	\$3,623,000
Unallocated working capital	-
<b>TOTAL: EQUAL TO G IN THE AVAILABLE FUNDS TABLE ABOVE</b>	<b>\$12,623,000</b>

The above noted allocation and anticipated timing represents the Issuer's current intentions with respect to its use of proceeds based on current knowledge, planning and expectations of management of the Issuer. Although the Issuer intends to expend the proceeds from the Offering as set forth above, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary and may vary materially from that set forth above, as the amounts actually allocated and spent will depend on a number of factors, including the Issuer's ability to execute on its business plan. See the "Cautionary Statement Regarding Forward-Looking Information" section above.

The most recent financial statements of the Issuer included a going-concern note. Management is aware, in making its going concern assessment, of recurring losses, on-going negative cash flow and an ongoing dependence on financing activities that may cast significant doubt on the Issuer's ability to continue as a going concern. The Issuer is in the process of exploring its mineral properties and has not yet determined whether the properties contain reserves that are economically recoverable. The business of mining and exploration involves a high degree of risk and there can be no assurance that the Issuer's exploration programs will result in profitable mining operations. The Issuer's continued existence is dependent upon the discovery of economically recoverable reserves and resources, securing and maintaining title and beneficial interest in its properties, making the required payments pursuant to mineral property option agreements and/or securing additional financing; all of which are uncertain.

**HOW HAVE WE USED THE OTHER FUNDS WE HAVE RAISED IN THE PAST 12 MONTHS?**

The Issuer has not raised funds in the past 12 months.

**FEES AND COMMISSIONS**

**WHO ARE THE DEALERS OR FINDERS THAT WE HAVE ENGAGED IN CONNECTION WITH THIS OFFERING, IF ANY, AND WHAT ARE THEIR FEES?**

<b>AGENTS</b>	The Issuer has engaged Red Cloud Securities Inc., as agent and sole bookrunner.
<b>COMPENSATION TYPE</b>	Cash fee and compensation options.
<b>CASH FEE</b>	The Issuer will pay a commission of 6.0% of the gross proceeds of the Offering (the " <b>Commission</b> ") on the closing of the Offering to the Agent.
<b>BROKER WARRANTS</b>	The Issuer will issue broker warrants (each a " <b>Broker Warrant</b> ") entitling the Agent to purchase that number of common shares of the Issuer equal

	to 6.0% of the aggregate number of Units issued by the Issuer under the Offering at a price of \$0.09333 per common share for a period of 36 months from the Closing Date.
<b>PRESIDENT'S LIST</b>	The Issuer shall have the right to include a list of subscribers to purchase up to \$500,000.06 of CFT Units at the applicable price under the Offering (the " <b>President's List</b> ") which shall result in commission of 3.0% and Broker Warrant's in the amount of 3.0%.

#### **DO THE AGENTS HAVE A CONFLICT OF INTEREST?**

To the knowledge of the Issuer, it is not a "related issuer" or "connected issuer" of or to the Agent, as such terms are defined in National Instrument 33-105 — *Underwriting Conflicts*.

#### **PURCHASERS' RIGHTS**

##### **RIGHTS OF ACTION IN THE EVENT OF A MISREPRESENTATION**

**If there is a misrepresentation in this offering document, you have a right**

- (a) to rescind your purchase of these securities with the Issuer, or**
- (b) to damages against the Issuer and may, in certain jurisdictions, have a statutory right to damages from other persons.**

**These rights are available to you whether or not you relied on the misrepresentation. However, there are various circumstances that limit your rights. In particular, your rights might be limited if you knew of the misrepresentation when you purchased the securities.**

**If you intend to rely on the rights described in paragraph (a) or (b) above, you must do so within strict time limitations.**

**You should refer to any applicable provisions of the securities legislation of your province or territory for the particulars of these rights or consult with a legal adviser.**

#### **ADDITIONAL INFORMATION**

##### **WHERE CAN YOU FIND MORE INFORMATION ABOUT US?**

Security holders can access the Issuer's continuous disclosure filings on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) under the Issuer's profile.

For further information regarding the Issuer, visit the Issuer's website at <https://baselode.com>.

DATE AND CERTIFICATE

Dated: July 23, 2025

**This Offering Document, together with any document filed under Canadian securities legislation on or after July 23, 2024, contains disclosure of all material facts about the securities being distributed and does not contain a misrepresentation.**

*(signed) Stephen Stewart*

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Stephen Stewart, Chairman

*(signed) Joel Friedman*

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Joel Friedman, Chief Financial Officer