



ONYX GOLD CORP.

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024

CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

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 consolidated interim financial statements, they must be accompanied by a notice indicating that the consolidated financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed consolidated interim financial statements of Onyx Gold Corp. (the "Company") have been prepared by and are the responsibility of the Company's management. The unaudited condensed consolidated interim financial statements are prepared in accordance with International Financial Reporting Standards and reflect management's best estimates and judgments based on information currently available.

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



ONYX GOLD CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF FINANCIAL POSITION
AS AT SEPTEMBER 30, 2025 AND MARCH 31, 2025
(Expressed in Canadian Dollars)
(Unaudited)

	September 30, 2025	March 31, 2025
<u>ASSETS</u>		
Current Assets		
Cash and cash equivalents	\$ 8,624,909	\$ 245,401
Amounts receivable	457,063	58,470
Prepaid expenses and deposits	112,276	101,096
	9,194,248	404,967
Right-of-use asset (Note 4)	177,267	243,742
Exploration and evaluation assets (Note 5)	32,376,790	24,860,877
	\$ 41,748,305	\$ 25,509,586
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>		
Current Liabilities		
Accounts payable and accrued liabilities (Note 8)	\$ 1,651,112	\$ 149,447
Lease liability (Note 6)	135,381	127,535
	1,786,493	276,982
Lease liability (Note 6)	48,840	118,551
Deferred income tax liability	1,121,385	1,121,385
	2,956,718	1,516,918
<u>SHAREHOLDERS' EQUITY</u>		
Share capital (Note 7)	40,459,402	24,692,337
Contributed surplus (Note 7)	1,670,231	1,670,656
Deficit	(3,338,046)	(2,370,325)
	38,791,587	23,992,668
	\$ 41,748,305	\$ 25,509,586

Corporate information – Note 1

Events Subsequent to the End of Period – Note 12

Approved on behalf of the Board of Directors of Onyx Gold Corp.

'Brock Colterjohn'

'Michael Cinnamon'

Director

Director

The accompanying notes are an integral part of these condensed consolidated interim financial statements



ONYX GOLD CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF LOSS AND COMPREHENSIVE LOSS
FOR THE THREE AND SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

	Three months ended September 30, 2025	Three months ended September 30, 2024	Six months ended September 30, 2025	Six months ended September 30, 2024
EXPENSES				
Accretion (Note 6)	\$ 5,785	\$ -	\$ 12,493	\$ -
Advertising and promotion	65,389	98,172	105,773	129,556
Consulting fees	68,100	12,500	150,500	32,000
Depreciation (Note 4)	33,237	-	66,475	-
Filing and transfer agent	18,259	21,871	45,810	33,226
Foreign exchange loss (gain)	(479)	1,225	176	2,473
Insurance	10,377	10,252	20,079	19,527
Office and miscellaneous	25,661	10,366	38,686	29,180
Professional fees	76,873	53,293	93,897	85,819
Rent	25,470	17,625	50,564	35,250
Salaries, wages and benefits (Note 8)	298,837	67,853	397,865	157,613
Share-based compensation (Notes 7 and 8)	55,879	77,498	137,800	231,230
Travel	29,242	29,138	55,207	51,642
Net loss before other items	(712,630)	(399,793)	(1,175,325)	(807,516)
OTHER ITEMS				
Interest income	64,258	12,863	95,411	32,917
Other income (Note 6)	36,750	-	78,000	-
Flow-through recovery (Note 7)	-	-	34,193	-
Gain (loss) on marketable securities (Note 3)	-	22,123	-	(87,377)
Net loss and comprehensive loss	\$ (611,622)	\$ (364,807)	\$ (967,721)	\$ (861,976)
Loss per share – basic and diluted	\$ (0.01)	\$ (0.01)	\$ (0.01)	\$ (0.02)
Weighted average number of common shares outstanding, basic and diluted	70,898,061	48,483,413	65,302,882	48,293,982

The accompanying notes are an integral part of these condensed consolidated interim financial statements



ONYX GOLD CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CASH FLOWS
FOR THE THREE AND SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

	Six months ended September 30, 2025	Six months ended September 30, 2024
OPERATING ACTIVITIES		
Net loss	\$ (967,721)	\$ (861,976)
Adjustments for non-cash items:		
Accretion	12,493	-
Depreciation	66,475	-
Share-based compensation	137,800	231,230
Excess value on settlement of RSUs	292,250	-
Loss on marketable securities	-	87,377
Flow-through recovery	(34,193)	-
Change in non-cash working capital:		
Amounts receivable	(378,150)	48,006
Prepaid expenses and deposits	(11,180)	22,793
Accounts payable and accrued liabilities	17,902	(7,485)
Cash used in operating activities	(864,324)	(480,055)
INVESTING ACTIVITIES		
Proceeds from sale of marketable securities	-	817,123
Exploration and evaluation costs	(4,393,189)	(1,862,893)
Cash used in investing activities	(4,393,189)	(1,045,770)
FINANCING ACTIVITIES		
Common shares issued	13,039,284	8,494
Proceeds from exercise of share purchase warrants	1,889,700	-
Share issue costs	(837,855)	(29,472)
Exercise of RSUs	(379,750)	-
Payments on lease liability	(74,358)	-
Cash provided by (used in) financing activities	13,637,021	(20,978)
Increase (decrease) in cash and cash equivalents	8,379,508	(1,546,803)
Cash and cash equivalents, beginning of period	245,401	3,175,326
Cash and cash equivalents, end of period	\$ 8,624,909	\$ 1,628,523
Supplemental information with respect to cash flows:		
Non-cash investing activities		
Exploration and evaluation expenses included in accounts payable	\$ 1,498,838	\$ 18,363
Shares issued for exploration and evaluation assets	\$ 1,581,250	\$ 266,500
Share-based compensation capitalized to exploration and evaluation assets	\$ 78,154	\$ 67,378
Cash and cash equivalents consists of the following:		
Cash	\$ 624,909	\$ 428,523
Guaranteed Investment Certificates	\$ 8,000,000	\$ 1,200,000
Cash and cash equivalents, end of period	\$ 8,624,909	\$ 1,628,523

The accompanying notes are an integral part of these condensed consolidated interim financial statements



ONYX GOLD CORP.
CONDENSED CONSOLIDATED INTERIM STATEMENTS OF CHANGES IN SHAREHOLDER'S EQUITY
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
 (Expressed in Canadian Dollars)
 (Unaudited)

	Share Capital		Contributed surplus	Deficit	Total
	Number of shares	Amount			
As at March 31, 2024	47,255,043	\$ 23,864,996	\$ 1,220,290	\$ (939,157)	\$ 24,146,129
Shares issued for exploration and evaluation assets (Note 7)	900,000	266,500	-	-	266,500
Shares issued to HighGold warrant holder (Note 7)	18,875	8,494	-	-	8,494
Share issue costs (Note 7)	-	(29,472)	-	-	(29,472)
Exercise of RSUs (Note 7)	383,338	191,669	(191,669)	-	-
Share-based compensation (Note 7)	-	-	298,608	-	298,608
Net loss for the period	-	-	-	(861,976)	(861,976)
As at September 30, 2024	48,557,256	\$ 24,302,187	\$ 1,327,229	\$ (1,801,133)	\$ 23,828,283
Shares issued for exploration and evaluation assets (Note 7)	870,000	187,650	-	-	187,650
Exercise of share purchase warrants (Note 7)	675,000	202,500	-	-	202,500
Share-based compensation (Note 7)	-	-	343,427	-	343,427
Net loss for the period	-	-	-	(569,192)	(569,192)
As at March 31, 2025	50,102,256	\$ 24,692,337	\$ 1,670,656	\$ (2,370,325)	\$ 23,992,668
Private placements (Note 7)	13,300,000	13,039,284	-	-	13,039,284
Flow-through premium (Note 7)	-	(34,193)	-	-	(34,193)
Share issue costs (Note 7)	-	(837,855)	-	-	(837,855)
Shares issued for exploration and evaluation assets (Note 7)	1,150,000	1,581,250	-	-	1,581,250
Exercise of share purchase warrants (Note 7)	6,298,999	1,889,700	-	-	1,889,700
Exercise of stock options (Note 7)	70,187	41,379	(41,379)	-	-
Exercise of RSUs (Note 7)	175,004	87,500	(175,000)	-	(87,500)
Share-based compensation (Note 7)	-	-	215,954	-	215,954
Net loss for the period	-	-	-	(967,721)	(967,721)
As at September 30, 2025	71,096,446	\$ 40,459,402	\$ 1,670,231	\$ (3,338,046)	\$ 38,791,587

The accompanying notes are an integral part of these condensed consolidated interim financial statements



1. CORPORATE INFORMATION

Onyx Gold Corp. (the 'Company' or 'Onyx') was formed on February 13, 2023 under the laws of British Columbia as a wholly-owned subsidiary of HighGold Mining Inc. ("HighGold"). The Company's shares trade on the TSX-V under the stock symbol "ONYX" and on OTCQX under the symbol "ONXGF". The address of the Company's corporate office and its principal place of business is 405 - 375 Water Street, Vancouver, BC, V6B 5C6.

The Company is in the business of acquiring interests in resource properties that are considered to be sites of potential economic mineralization, and then subsequently developing such assets with a view to enhancing their value and to bringing on a major mining partner for development of the assets. The Company may sell property for an enhanced value or seek a major mining partner to advance one of its projects on a joint venture basis. Currently the Company is principally engaged in the exploration of mineral properties which cannot be considered economic until commercial feasibility studies have been completed. The Company has no sources of operating revenue and, except for cash flow generated from exploration management fees, property option fees and sale of available-for-sale investments, is dependent upon equity financing to maintain current operations and to ultimately develop a mineral property interest or interests which can be profitably sold or further developed and placed into successful commercial production.

Going Concern

The Company has not generated any revenue since inception and has never paid any dividends and is unlikely to pay dividends or generate earnings in the immediate or foreseeable future, as is the inherent nature of mineral exploration. The Company has incurred losses since inception and has an accumulated operating deficit of \$3,338,046. As at September 30, 2025, the Company has working capital of \$7,407,755 (March 31, 2025 – \$127,985). The continuation and long-term viability of the Company remains dependent upon its ability to obtain necessary equity financing to continue operations and to determine the existence, discovery and successful exploitation of economically recoverable reserves in its resource properties, confirmation of the Company's interests in the underlying properties, and the attainment of profitable operations.

The ability of the Company to continue as a going concern and meet its commitments as they become due, including completion of the acquisition, exploration and development of its mineral property interests, is dependent on the Company's ability to obtain the necessary financing. The Company will require additional capital to finance future operations and growth as a going concern. If the Company is unable to obtain additional financing, the Company would be unable to continue. There can be no assurance that management's plans will be successful.

The business of mineral exploration involves a high degree of risk and there is no assurance that current exploration projects will result in future profitable mining operations. The Company has no source of revenue, and has significant cash requirements to meet its administrative overhead, pay its liabilities and maintain its mineral interests. These matters indicate the existence of material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern. These consolidated financial statements do not include any adjustments relating to the recoverability of assets and classification of assets and liabilities that might be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.



2. BASIS OF PREPARATION

a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. These condensed consolidated interim financial statements should be read in conjunction with the Company’s audited financial statements for the year ended March 31, 2025, which have been prepared in accordance with IFRS issued by the IASB.

b) Approval of condensed consolidated interim financial statements

These condensed consolidated interim financial statements of the Company for the six months ended September 30, 2025 and 2024 were approved and authorized for issue by the Board of Directors on November 28, 2025.

c) Basis of consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Epica Gold Inc. (“Epica”). Inter-company balances and transactions, including unrealized income and expenses arising from inter-company balances, are eliminated on consolidation.

d) Basis of measurement

These consolidated financial statements have been prepared on a historical cost basis except for financial instruments classified as financial instruments at fair value through profit or loss, which are stated at their fair value. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting except for cash flow information.

e) Presentation and functional currency

These financial statements have been prepared in Canadian dollars, which is the Company’s functional currency. The functional currency of Epica is also the Canadian dollar.

f) Judgments and estimates

The preparation of these consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances and which form the basis of making judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and further periods if the revision affects both current and future periods.

Significant areas requiring the use of estimates relate to the determination of impairment of exploration and evaluation properties, determination of the inputs to the Black Scholes option pricing model, and any required provisions for closure and reclamation.



g) Accounting standards adopted, or issued but not yet effective

The Company adopted no material new accounting standards during the current fiscal year, and is unaware of any applicable, but not-yet-adopted standards that are expected to materially affect the financial statements of future periods.

3. MARKETABLE SECURITIES

In August 2023, the Company received 150,000 shares of Snowline Gold Corp. (“Snowline”) valued at \$738,000 for the final share payment on its amended mineral option agreement with Snowline (Note 5). During the year ended March 31, 2025, the Company sold the Snowline shares at an average price of \$5.45 per share for total proceeds of \$817,123, which resulted in a loss for accounting purposes of \$87,377 (2024 - \$Nil). As at September 30, 2025, the Company does not own any Snowline shares.

4. RIGHT-OF-USE ASSET

Cost	Right-of-use asset
Ending balance, March 31, 2025 and September 30, 2025	\$ 265,900
Accumulated Depreciation	
Opening balance, March 31, 2025	\$ 22,158
Depreciation	66,475
Ending balance, September 30, 2025	\$ 88,633
Net Book Value	
Balance, March 31, 2025	\$ 243,742
Balance, September 30, 2025	\$ 177,267

The above right-of-use asset accounting is in regard to the Company’s lease for office premises (see Note 6).



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NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
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5. EXPLORATION AND EVALUATION ASSETS

	Balance March 31, 2024	Fiscal 2025 Expenditures	Balance March 31, 2025	Fiscal 2026 Expenditures	Balance September 30, 2025
Munro-Croesus Property, Ontario, Canada					
Acquisition from HighGold	\$12,701,408	\$ -	\$ 12,701,408	\$ -	\$ 12,701,408
Acquisition costs	124,296	395,045	519,341	1,479,135	1,998,476
Administration	26,353	47,255	73,608	46,270	119,878
Assaying and testing	-	185,164	185,164	616,546	801,710
Camp costs and field support	106,913	125,971	232,884	181,165	414,049
Community relations & advocacy	38,713	928	39,641	35,895	75,536
Construction and development	-	-	-	169	169
Drilling	889,037	411,048	1,300,085	2,591,909	3,891,994
Environmental	-	11,927	11,927	13,674	25,601
Geology and project management	467,708	682,544	1,150,252	594,468	1,744,720
Geophysics	-	57,278	57,278	146,797	204,075
Property maintenance	19,207	24,115	43,322	11,766	55,088
Share-based compensation	121,590	104,988	226,578	41,509	268,087
Technical consulting and engineering	13,300	730	14,030	35,538	49,568
Transportation	106,012	145,867	251,879	113,435	365,314
	\$14,614,537	\$ 2,192,860	\$ 16,807,397	\$ 5,908,276	\$ 22,715,673
Golden Mile Property, Ontario, Canada					
Acquisition from HighGold	\$ 1,113,228	\$ -	\$ 1,113,228	\$ -	\$ 1,113,228
Acquisition costs	18,050	5,171	23,221	10,710	33,931
Administration	1,890	3,190	5,080	353	5,433
Assaying and testing	-	-	-	49,596	49,596
Advance royalty payments	10,000	10,000	20,000	-	20,000
Camp costs and field support	51	530	581	20,131	20,712
Community relations & advocacy	-	55	55	3,546	3,601
Drilling	-	186	186	254,907	255,093
Geology and project management	17,970	56,971	74,941	108,891	183,832
Geophysics	-	-	-	2,600	2,600
Share-based compensation	17,950	10,926	28,876	6,287	35,163
Transportation	2,008	2,614	4,622	11,580	16,202
	\$ 1,181,147	\$ 89,643	\$ 1,270,790	\$ 468,601	\$ 1,739,391
Timmins South Property, Ontario, Canada					
Acquisition from HighGold	\$ 1,934,005	\$ -	\$ 1,934,005	\$ -	\$ 1,934,005
Acquisition costs	41,673	124,830	166,503	10,370	176,873
Administration	2,493	3,190	5,683	353	6,036
Advance royalty payments	-	10,000	10,000	-	10,000
Assaying and testing	-	750	750	-	750
Camp costs and field support	4,058	2,855	6,913	4,840	11,753
Community relations & advocacy	2,027	55	2,082	614	2,696
Drilling	-	186	186	13,813	13,999
Geology and project management	52,000	44,860	96,860	133,524	230,384
Property maintenance	-	438	438	-	438
Geophysics	64,790	-	64,790	-	64,790
Share-based compensation	18,522	7,155	25,677	2,170	27,847
Transportation	4,884	1,964	6,848	1,659	8,507
	\$ 2,124,452	\$ 196,283	\$ 2,320,735	\$ 167,343	\$ 2,488,078



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NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
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	Balance March 31, 2024	Fiscal 2025 Expenditures	Balance March 31, 2025	Fiscal 2026 Expenditures	Balance September 30, 2025
Yukon, Canada					
Acquisition from HighGold	\$ 94,007	\$ -	\$ 94,007	\$ -	\$ 94,007
Acquisition costs	-	142,500	142,500	490,000	632,500
Administration	91,046	137,832	228,878	98,715	327,593
Camp costs and field support	653,281	14,429	667,710	262	667,972
Community relations & advocacy	19,063	17,209	36,272	42,848	79,120
Drilling	762,837	483	763,320	329	763,649
Geology and project management	682,459	237,257	919,716	309,894	1,229,610
Geophysics	144,853	13,000	157,853	-	157,853
Permitting	353	-	353	1,024	1,377
Share-based compensation	140,844	78,723	219,567	28,188	247,755
Technical consulting and engineering	9,547	-	9,547	-	9,547
Transportation	1,157,695	64,537	1,222,232	433	1,222,665
	\$ 3,755,985	\$ 705,970	\$ 4,461,955	\$ 971,693	\$ 5,433,648
Total	\$ 21,676,121	\$ 3,184,756	\$ 24,860,877	\$ 7,515,913	\$ 32,376,790

a) Munro-Croesus Property

The Company has a 100% ownership interest in the Munro-Croesus Property, with the core of the property initially acquired from HighGold at the inception of the Company. Since then, the Company has acquired additional properties that are contiguous or proximal to the property, which are described below. The Munro-Croesus Property is located 75 kilometers east of Timmins, Ontario and includes the former Munro-Croesus gold mine. The current extent of the property covers 107 km² consisting of patented mining claims, Crown mineral leases and licences, and unpatented mining claims.

In April 2024, the Company completed a purchase agreement to acquire the 2,235 ha Lalonde Property that is contiguous and on strike with Munro-Croesus. The property comprises 53 unpatented mining claims and five 21-year mining leases, of which the mining leases comprise most of the Lalonde land package. The acquisition cost consisted of 400,000 shares of the Company valued at \$124,000 (issued) and \$20,000 (paid).

In December 2024, the Company completed a purchase agreement to acquire a portfolio of properties contiguous or proximal with Munro-Croesus and comprised of 94 unpatented mining claims totalling 1,150 ha. The acquisition cost consists of: (a) the issuance of 750,000 shares of the Company valued at \$161,250 (paid) and \$150,000 cash (paid). The vendor has a 2.0% net smelter returns royalty (NSR) on the property, and the Company has the option for a buydown of half of the NSR (1%) for \$1,000,000 and a right of first refusal to purchase the residual NSR. In addition, for a period of 15-years from the closing date of the agreement, if a cumulative mineral resource exceeding 1,000,000 ounces of gold in the Measured and Indicated categories is defined on the Property the Company shall make a one-time bonus payment of \$1,000,000 to the Vendor.

In December 2024, the Company completed an agreement to acquire a property consisting of one mining lease and four unpatented mining claims from an arm's length party, located internal to Company's Munro-Croesus land package. The acquisition cost consists of 120,000 shares of the Company valued at \$26,400 (issued) and \$20,000 (paid). The property is subject to a pre-existing 2% NSR.



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In March 2025, the Company entered into a three-year option agreement with arm's length private vendors to acquire a 100% interest in a 21-hectare mineral property inholding within the Munro-Croesus Project. The total amounts payable over the three-year term of the option agreement are \$1,515,000 cash and 3,300,000 shares of the Company. The initial cash payment of \$165,000 and the initial share payment of 825,000 shares have been completed (Note 7).

In June 2025, the Company entered into an agreement to acquire a group of 11 contiguous mineral claims, which are an inholding the Munro Croesus Project. The purchase price payable by the Company consists of total aggregate consideration of \$300,000, payable as follows: (i) a non-refundable cash payment of \$100,000 (paid); (ii) a final payment of \$200,000, with up to \$50,000 of such final payment payable, at the Company's election, in common shares of the Company, with the remainder in cash, payable on or prior to the twelve-month anniversary of the agreement.

b) Golden Mile Property

The Company owns 100% of the Golden Mile property, comprised of 869 claims (140.3 km²) in the Porcupine Mining Division in northern Ontario, Canada. Certain claims (521 total) are subject to a NSR of 3% to the original owners to whom Onyx Gold currently makes voluntary annual advance royalty payments of \$10,000. Additionally, separate claims (9 total) are subject to a 1% NSR.

c) Timmins South Property

The Company owns 100% of the Timmins South property located in the Porcupine Mining Division in northern Ontario, Canada. The entire property covers 193.6 km², comprised of 728 unpatented mining claims. Three groups of claims are subject to NSRs ranging from 1.5% to 2.5% with certain buydown provisions. The Company must also make annual advance royalty payments of \$10,000, commencing on December 15, 2024 and each year thereafter.

d) Yukon Gold Properties

The Company owns 100% of four (4) separate properties in the Selwyn Basin area of the east-central Yukon Territory, totaling 1,105 claims and 227.0 km². The four properties are referred to as King Tut, RGS, Canol, and Stan, the most advanced of which is King Tut. The King Tut claims are subject to NSRs ranging from 0.5% to 2.5% with certain buyback provisions.

The Company also had an interest in other claims in east-central Yukon Territory that have been optioned to Snowline, providing Snowline with the option to acquire a 100% ownership interest in the claims. During the year ended March 31, 2024, the Company received 150,000 shares of Snowline as the final share payment on its amended mineral option agreement (Note 3), and Snowline completed its earn-in of those claims.

On May 9, 2024, the Company entered into an option agreement with Senoa Gold Corp. to acquire the WEAS property, which consists of claims that are contiguous to the Company's King Tut property, in Yukon's Tombstone Gold Belt. To acquire the WEAS property the Company must issue an aggregate of 3,000,000 common shares over a three year period (the first tranche of 500,000 shares of the Company were issued in July 2024 valued at \$142,500 (Note 7)). The WEAS property is subject to a 2% NSR. On August 8, 2025, the Company amended the option agreement to reduce the number of shares payable on the July 5, 2025 anniversary date by 250,000 shares and add them to the next anniversary due date of July 5, 2026. In August 2025, 250,000 shares of the Company valued at \$490,000 were issued (Note 7).



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6. LEASE LIABILITY

On February 1, 2025, the Company entered into a lease agreement for the Vancouver office premise. The expected term of the lease is from February 1, 2025 to January 31, 2027. The incremental rate of borrowing for this lease was estimated by management to be 12% per annum. The Company subleases a portion of its office space and accounts for these subleases as operating leases with amounts received as sublease income. During the six months ended September 30, 2025, the Company recognized income from the sublease of \$76,500 (2024 - \$Nil).

Minimum lease payments in respect of lease liabilities and the effect of discounting are as follows:

Undiscounted minimum lease payments	
Less than one year	\$ 148,715
More than one year	49,571
	<u>198,286</u>
Effect of discounting	(14,065)
Present value of minimum lease payments	<u>184,221</u>
Less: current portion	(135,381)
Long-term portion	<u>\$ 48,840</u>

The net change in the lease liability is shown in the following continuity table:

Opening balance, March 31, 2025	\$ 246,086
Accretion	12,493
Payments	(74,358)
Ending balance, September 30, 2025	<u>\$ 184,221</u>

7. SHARE CAPITAL

The Company has authorized share capital of an unlimited number of common shares without par value. Disclosures on any shares issued are provided in the consolidated statement of changes in shareholder's equity. Common shareholders are entitled to receive dividends if and when declared by the Directors.

On April 18, 2024, the Company issued 400,000 common shares valued at \$124,000 pursuant to the purchase agreement related to the Lalonde Property (Note 5(c)).

On July 5, 2024, the Company issued 500,000 common shares valued at \$142,500 as the first option payment on the WEAS Property in Yukon (Note 5(d)).

On July 8, 2024, the Company issued 383,338 shares to RSU holders as a result of the vesting of an equal number of RSUs.

In September 2024, the Company issued 18,875 shares as a result of receiving \$8,494 related to a HighGold warrant holder exercising 75,500 HighGold warrants.

On December 6, 2024, the Company issued 750,000 shares valued at \$161,250 pursuant to the purchase agreement related to the Matheson Property, directly adjoining the Munro-Croesus Property (Note 5(a)).

On December 12, 2024, the Company issued 120,000 shares valued at \$26,400 pursuant to the purchase agreement related to the Matheson Property, directly adjoining the Munro-Croesus Property (Note 5(a)).



ONYX GOLD CORP.
NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

In March 2025, the Company issued 675,000 shares as a result of an exercise of 675,000 share purchase warrants for total proceeds of \$202,500.

On May 22, 2025, the Company completed a \$8,038,000 private placement consisting of a combination of (i) 5,000,000 flow-through shares (the "Tranche 1 share") of the Company at a price of \$1.00 per Tranche 1 share for gross proceeds of \$5,000,000, and (ii) 3,100,000 flow-through shares (the "Tranche 2 share") of the Company at a price of \$0.98 per Tranche 2 share for gross proceeds of \$3,038,000. In connection with the private placement, the Company paid finder's fees of \$616,280.

On May 29, 2025, the Company completed a private placement by issuing 3,490,343 common shares of the Company at a price of \$0.85 per share for gross proceeds of \$2,966,792.

On June 6, 2025, the Company completed a private placement by issuing 1,709,657 flow-through shares (the "FT share") at a price of \$1.19 per FT share for gross proceeds of \$2,034,492. Using the residual method, the flow-through liability associated with the issuance of the flow-through shares was \$34,193.

During the six months ended September 30, 2025, the Company paid other share issue costs of \$221,575 in connection with private placements completed in May and June.

On June 2, 2025, the Company issued 825,000 shares valued at \$957,000 pursuant to the purchase agreement related to the Munro-Croesus Property (Note 5(a)).

In July 2025, the Company vested 350,000 RSUs, of which 50% were settled in cash for \$379,750 resulting in an additional expense for the excess of value given of \$292,250 included in salaries, wages and benefits and 50% were settled by the issuance of 175,004 shares of the Company.

On August 13, 2025, the Company issued 250,000 shares valued at \$490,000 as the option payment on the WEAS Property in Yukon (Note 5(d)).

On August 27, 2025, the Company issued 75,000 shares valued at \$134,250 related to the Hewitt property located proximal to the Munro-Croesus property.

During the six months ended September 30, 2025, the Company issued 6,298,999 shares as a result of an exercise of 6,298,999 share purchase warrants for total proceeds of \$1,889,700.

During the six months ended September 30, 2025, the Company issued 70,187 shares as a result of a net exercise of 102,917 stock options. The related fair value of \$41,379 was transferred from contributed surplus to share capital.

Escrow Shares

As at September 30, 2025, a total of 1,500,000 common shares were held in escrow. Under the terms of the escrow agreement, 500,000 of the escrowed common shares were released from escrow on July 20, 2023, to be followed by six subsequent escrow releases of 750,000 common shares every six months thereafter.

Flow-through recovery

Any premium realized on the issuance of flow-through shares is recognized in income upon renunciation.



ONYX GOLD CORP.
NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

Stock Options

Under the omnibus incentive plan, the maximum number of shares that may be reserved for issuance is limited to 10% of the issued and outstanding common shares of the Company at any time. Under the plan, the exercise price of an option may not be less than the discounted market price. The options may have a maximum term of 10 years and be vested at the discretion of the board of directors.

On October 4, 2024, the Company granted 1,650,000 stock options to certain officers, directors and employees and consultants of the Company with an exercise price of \$0.20 per share expiring in 5 years. All of the stock options vest over 2 years. The fair value of these options was calculated to be \$0.17 per option.

During the six months ended September 30, 2025, the Company recognized share-based compensation related to stock options in administrative expenses and capitalized to exploration and evaluation assets in the amount of \$73,885 (2024 - \$132,399) and \$38,884 (2024 - \$35,340), respectively.

The Black-Scholes option pricing model requires the input of highly subjective assumptions. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models may not necessarily provide a single reliable measure of the fair value.

	Six months ended September 30, 2025		Year ended March 31, 2025	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Opening	4,301,250	\$ 0.41	3,650,624	\$ 0.54
Granted	-	-	1,650,000	0.20
Exercised	(102,917)	0.53	-	-
Expired/cancelled	-	-	(999,374)	0.55
Ending	4,198,333	\$ 0.41	4,301,250	\$ 0.41

As at September 30, 2025, the following options are outstanding:

Number of options	Exercisable	Exercise price	Expiry date
237,500	237,500	\$0.90	May 19, 2026
97,500	97,500	\$0.63	April 5, 2027
2,213,333	2,213,333	\$0.50	July 6, 2028
1,650,000	550,000	\$0.20	October 4, 2029
4,198,333	3,098,333		

Restricted Share Units ("RSUs")

Under the Company's omnibus incentive plan, an RSU entitles the recipient to receive a cash payment equal to the market value of a share or, at the sole discretion of the Board, a common share of the Company subject to such restrictions and conditions on vesting as the Board may determine at the time of grant, unless such an RSU expires prior to being settled. The number of RSUs that may be reserved for issuance is limited to a maximum of 4,120,821 RSUs of the Company at any time. The RSUs are subject to a minimum of 12 month vesting period following the date the RSUs are granted.



ONYX GOLD CORP.
NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

On January 29, 2025, the Company granted 1,375,000 restricted share units to certain officers and directors of the Company pursuant to the Company's omnibus incentive plan. The restricted share units will vest over three years from the date of grant.

As at September 30, 2025, the following restricted share units are outstanding:

	Six months ended September 30, 2025	Year ended March 31, 2025
	Number of RSU	Number of RSU
Opening	2,074,996	1,150,000
Granted	-	1,375,000
Exercised	(350,000)	(383,338)
Cancelled	-	(66,666)
Ending	1,724,996	2,074,996

During the six months ended September 30, 2025, the Company recognized share-based compensation related to RSUs in administrative expenses and capitalized to exploration and evaluation assets in the amount of \$63,915 (2024 - \$98,831) and \$39,270 (2024 - \$32,038), respectively.

Share Purchase Warrants

	Six months ended September 30, 2025		Year ended March 31, 2025	
	Number of warrants	Weighted average exercise price	Number of warrants	Weighted average exercise price
Opening	6,469,000	\$ 0.30	7,144,000	\$ 0.30
Exercised	(6,298,999)	0.30	(675,000)	0.30
Expired	(170,001)	0.30	-	-
Ending	-	\$ -	6,469,000	\$ 0.30

As at September 30, 2025, there are no share purchase warrants outstanding.



ONYX GOLD CORP.
NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

8. RELATED PARTY TRANSACTIONS

Details of transactions between the Company and other related parties, in addition to those transactions disclosed elsewhere in these consolidated financial statements, are described as follows:

a) Compensation of Key Management Personnel

The compensation paid or payable to key management personnel, including consulting and professional fees for administrative, management, accounting and legal services, and salaries, wages and benefits and share-based compensation provided by these related parties, during the six months ended September 30, 2025 and 2024 are as follows:

	Six months ended September 30, 2025 \$	Six months ended September 30, 2024 \$
Salaries and wages capitalized to exploration and evaluation assets	405,246	307,870
Salaries, wages, bonuses and benefits	333,897	329,684
Share-based compensation	135,064	196,339
	874,207	833,893

All related party transactions were in the ordinary course of business and were measured at their exchange amount as agreed between the related parties.

b) Related Parties

During the six months ended September 30, 2025, the Company recorded other income (rent) and reimbursements (for office personnel costs) totaling \$66,902 (2024 - \$Nil) from Contango Ore Inc., a company with directors in common.

During the six months ended September 30, 2025, the Company charged geology and project management services totaling \$15,000 (2024 - \$Nil) to Maple Gold Mines Ltd., a company with a director and officer in common.

As at September 30, 2025 and March 31, 2025, the Company has the following amounts owed to related parties included in accounts payable, which are non-interest bearing, unsecured, and have no specified terms of repayment.

	September 30, 2025 \$	March 31, 2025 \$
Due to VP Exploration, for expense reports payable	11,592	-
Due to Chief Executive Officer, for expense reports payable	19,826	-
	31,418	-



ONYX GOLD CORP.
NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2025 AND 2024
(Expressed in Canadian Dollars)
(Unaudited)

9. FINANCIAL INSTRUMENTS

Classification of financial instruments

As at September 30, 2025	Financial assets – FVTPL	Financial assets – amortized cost	Financial liabilities – amortized cost
Cash and cash equivalents	\$ -	\$ 8,624,909	\$ -
Amounts receivable	-	75,222	-
Accounts payable and accrued liabilities	-	-	1,651,112

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

Level 1 – Unadjusted quoted prices in active markets for identical assets and liabilities

Level 2 – Inputs other than quoted prices that are directly or indirectly observable for the asset or liability; and

Level 3 – Inputs that are not based on observable market data.

The fair value of the Company's cash and cash equivalents, amounts receivable, accounts payable and accrued liabilities approximates the carrying amount due to the short-term nature of these instruments.

Management of Industry and Financial Risk

The Company is exposed to various risks in relation to financial instruments. The Company's risk management is coordinated at its head office in Canada in close cooperation with the board of directors and focuses on actively securing the Company's short to medium-term cash flows and raising finances for the Company's capital expenditure program. The Company does not actively engage in the trading of financial assets for speculative purposes. The most significant financial risks to which the Company is exposed are described below.

a) Credit risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payment obligations. The Company limits its exposure to credit loss for cash by placing its cash with high quality financial institutions and for trade receivables by performing standard credit checks. The credit risk for cash is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations when they become due. The Company ensures, as far as reasonably possible, that it will have sufficient capital in order to meet short-term business requirements, after taking into account cash flows required for operations and the Company's holdings of cash. As at September 30, 2025, the Company has working capital of \$7,407,755 (March 31, 2025 – \$127,985). There can be no assurance that the Company will be successful with generating and maintaining profitable operations or will be able to secure future debt or equity financing for its working capital and expansion activities.



c) Foreign exchange risk

Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency.

At September 30, 2025, the Company had nominal amounts of cash denominated in United States dollars. A 10% change in the currency exchange rates between the Canadian dollars relative to the United States dollar would have an immaterial effect on the Company's results of operations, financial position and/or cash flows. The Company has not hedged its exposure to currency fluctuations.

d) Interest rate risk

Interest rate risk is the risk that future cash flows will fluctuate as a result of changes in market interest rates. The Company does not hold any assets or liabilities subject to variable interest rates, and as such, the Company is not exposed to significant interest rate risk.

e) Equity price risk

Equity price risk arises from market fluctuations in equity prices that could adversely affect the Company's operations. The Company's current exposure to equity price risk is limited to declines in the values and volumes including those of its own shares, which could impede its ability to raise additional funds when required and movements in individual equity prices or general movements in the level of the stock market. The Company closely monitors the individual equity movements and the stock market to determine the appropriate course of action to be taken by the Company.

10. CAPITAL DISCLOSURES

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development and expansion of its business and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable risk level.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust its capital structure, the Company may attempt to issue new shares or debt, dispose of assets, or adjust the amount of cash and cash equivalents. There can be no assurance that the Company will be able to obtain debt or equity capital in the case of operating cash deficits.

In order to facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors, including successful capital deployment and general industry conditions. The Company does not pay out dividends in order to conserve cash reserves and to maximize ongoing exploration efforts. The Company's share capital is not subject to external restrictions. The Company has not paid or declared any dividends since the date of incorporation, nor are any contemplated in the foreseeable future.

The Company is not subject to externally imposed capital requirements except when the Company issues flow through shares for which the amount should be used for exploration work. In May and June 2025, the Company completed flow-through private placements totalling \$10,072,492. As at September 30, 2025, the Company incurred \$4,871,401 in eligible exploration and evaluation expenditures and consequently the Company has the obligation to incur a remaining balance of \$5,201,091 no later than December 31, 2026.



The Company is not subject to externally imposed capital requirements.

11. SEGMENTED INFORMATION

The assets and operations of the Company are located in Canada. As the operations comprise a single reporting segment, amounts disclosed also represent segment amounts.

12. EVENTS SUBSEQUENT TO THE END OF THE PERIOD

Subsequent to September 30, 2025, the Company completed a \$20,000,000 brokered private placement, which consisted of:

- (i) 4,740,000 flow-through common shares issued at a price of \$2.11 per share for gross proceeds of \$10,001,400; and
- (ii) 6,665,733 common shares issued at a price of \$1.50 per share for aggregate gross proceeds of \$9,998,600.

The Company paid a cash commission equal to 6% of the gross proceeds of the above offering, which amounted to \$1,200,000.

Subsequent to September 30, 2025, the Company completed a non-brokered flow-through private placement consisting of 2,650,000 common shares at price of \$2.43 per share for gross proceeds of \$6,439,500.

Subsequent to September 30, 2025, the Company granted 300,000 stock options for the issuance of 300,000 shares, exercisable for five years at a price of \$1.18 each.