

**Notice of Change in Corporate Structure
Pursuant to Section 4.9 of National Instrument 51-102
Continuous Disclosure Obligations**

Item 1. Names of the Parties of the Transaction

Roxmore Resources Inc. (formerly, Axcap Ventures Inc.) (“**Roxmore**”)
Taura Gold Inc. (“**Taura**”)

Item 2. Description of the Transaction

On November 20, 2025, Roxmore and Taura completed a court-approved plan of arrangement under Division 5 of Part 9 of the *Business Corporations Act* (British Columbia) (the “**Arrangement**”), pursuant to the terms of an arrangement agreement dated September 8, 2025, between Roxmore and Taura. Pursuant to the Arrangement, Roxmore acquired all of the issued and outstanding common shares of Taura (the “**Taura Shares**”) and, in consideration therefor, former holders of Taura Shares received 0.2 of a common share of Roxmore for each Taura Share held immediately prior to the effective time of the Arrangement.

In connection with, and prior to the completion of the Arrangement, Roxmore altered its notice of articles (with effect as of close of business on November 19, 2025) to change its corporate name to “Roxmore Resources Inc.” (the “**Name Change**”), and completed a consolidation of the common shares on the basis of ten (10) pre-consolidation common shares for every one (1) post-consolidation common share (the “**Consolidation**”). No fractional shares were issued as a result of the Consolidation, whereby fractional shares were (i) rounded down to the nearest whole share if less than one-half (1/2) of a share, and (ii) rounded up to the nearest whole share if equal to or greater than one-half (1/2) of a share.

Roxmore and Taura issued a joint news release in respect of the closing of the Arrangement on November 20, 2025, a copy of which has been filed under Roxmore’s and Taura’s respective issuer profiles on the System for Electronic Document Analysis and Retrieval Plus (“**SEDAR+**”) at www.sedarplus.ca.

Item 3. Effective Date of the Transaction

November 19, 2025 (Name Change) and November 20, 2025 (Arrangement).

Item 4. Names of Each Party that Ceased to be a Reporting Issuer Subsequent to the Transaction and of each Continuing Entity

On completion of the Arrangement, Taura became a wholly-owned subsidiary of Roxmore. Taura intends to make an application to the applicable Canadian securities regulators to cease to be a reporting issuer in each of the provinces of Canada in which it is a reporting issuer.

Following the Name Change and Arrangement, Roxmore will remain a reporting issuer in each of the Provinces and Territories of Alberta, British Columbia, Manitoba, New Brunswick, Newfoundland and Labrador, Northwest Territories, Nova Scotia, Nunavut, Ontario, Prince Edward Island, Québec, Saskatchewan, and Yukon.

Item 5. Date of First Financial Year End

Not applicable.

Item 6. Periods for which Financial Statements are Required to be Filed

Not applicable.

Item 7. Documents Filed Under National Instrument 51-102

For further details of the Arrangement, please refer to (i) the management information circular of Taura dated October 14, 2025, (ii) the joint news releases of Roxmore and Taura dated September 8, 2025, November 14, 2025, and November 20, 2025, and (iii) material change reports of each of Roxmore and Taura dated September 15, 2025. Copies of the foregoing are available on SEDAR+ under Roxmore's and Taura's respective profiles at www.sedarplus.ca, as applicable.

Dated: November 20, 2025