

No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.

This prospectus supplement (the “prospectus supplement”) together with the accompanying short form base shelf prospectus dated March 31, 2023 (the “base shelf prospectus”) and, as supplemented by this prospectus supplement, the “prospectus”) to which it relates, as amended or supplemented, and each document incorporated or deemed to be incorporated by reference herein and therein, constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities.

Information has been incorporated by reference in this prospectus supplement and the base shelf prospectus from documents filed with securities commissions or similar authorities in Canada. Copies of the documents incorporated herein by reference may be obtained on request, without charge, from the Corporate Secretary of Vizsla Silver Corp. at Suite 1723, 595 Burrard Street, Vancouver, British Columbia, V7X 1J1, telephone (778) 899-3050, and are also available electronically at www.sedarplus.ca.

**PROSPECTUS SUPPLEMENT
To the short form base shelf prospectus dated March 31, 2023**

New Issue

September 16, 2024



VIZSLA SILVER CORP.

**C\$65,000,000
25,000,000 Common Shares**

This prospectus supplement of Vizsla Silver Corp. (the “**Corporation**”), together with the accompanying base shelf prospectus, qualifies the distribution (the “**Offering**”) of 25,000,000 Common Shares (as defined below) (the “**Offered Shares**”) at a price of C\$2.60 per Common Share (the “**Offering Price**”). The Offering is being made pursuant to an underwriting agreement (the “**Underwriting Agreement**”) dated September 16, 2024 among the Corporation and Canaccord Genuity Corp., as the sole bookrunner and lead underwriter (the “**Lead Underwriter**”), and CIBC World Markets Inc., Venum Financial Corp., Raymond James Ltd., Stifel Nicolaus Canada Inc., National Bank Financial Inc., and BMO Nesbitt Burns Inc. (collectively with the Lead Underwriter, the “**Underwriters**”). The Offered Shares will be offered in each of the provinces and territories of Canada, except Quebec, in the United States and, subject to applicable law, in certain jurisdictions outside of Canada and the United States through the Underwriters either directly or through their respective Canadian or U.S. broker-dealer affiliates or agents in accordance with the Underwriting Agreement. The Offering Price was determined by arm’s length negotiations between the Corporation and the Lead Underwriter, on behalf of the Underwriters, with reference to the prevailing market price of the Common Shares. See “Plan of Distribution” and “Description of Securities Being Distributed”.

The common shares in the capital of the Corporation (the “**Common Shares**”) are listed and posted for trading on the TSX Venture Exchange (the “**TSXV**”) and the NYSE American LLC (the “**NYSE American**”) under the symbol “VZLA” and on the Börse Frankfurt (Frankfurt Stock Exchange) (the “**Frankfurt Exchange**”) under the symbol “0G3”. On September 13, 2024, the last trading day before the announcement of the Offering and the date of this prospectus supplement, the closing price of the Common Shares on the TSXV was C\$2.94, on the NYSE American was US\$2.19 and on the Frankfurt Exchange was €1.97.

The Corporation has applied to list the Offered Shares on the TSXV and on NYSE American. Listing is subject to the Corporation fulfilling all of the requirements of the TSXV and NYSE American.

Price: C\$2.60 per Offered Share

| | Price to the Public | Underwriters' Fee⁽¹⁾⁽⁵⁾ | Net Proceeds to the Corporation⁽²⁾⁽⁵⁾ |
|----------------------------|----------------------------|---|---|
| Per Offered Share | \$2.60 | \$0.13 | \$2.47 |
| Total ⁽³⁾⁽⁴⁾⁽⁵⁾ | \$65,000,000 | \$3,250,000 | \$61,750,000 |

Notes:

- (1) Pursuant to the Underwriting Agreement, the Corporation has agreed to pay the Underwriters a cash fee equal to 5.0% of the gross proceeds of the Offering, except in respect of certain sales on the president's list (which shall not exceed gross proceeds of C\$5,000,000) for which a reduced cash fee of 2.5% shall be payable (collectively, the "Underwriters' Fee"), including in respect of any gross proceeds raised on the exercise of the Over-Allotment Option (as defined herein). See "Plan of Distribution".
- (2) After deducting the Underwriters' Fee, but before deducting the expenses of the Offering, estimated to be C\$500,000, which will be paid by the Corporation from the proceeds of the Offering.
- (3) The Corporation has granted to the Underwriters an option (the "Over-Allotment Option") to purchase up to an additional 3,750,000 Common Shares (the "Over-Allotment Shares") at the Offering Price for additional gross proceeds of up to C\$9,750,000, solely for the purpose of covering over-allotments made in connection with the Offering, if any, and for market stabilization purposes. The Over-Allotment Option may be exercised by the Underwriters in whole or in part to acquire Over-Allotment Shares at the Offering Price at any time for a period expiring 30 days after the Closing Date. This prospectus supplement and accompanying base shelf prospectus qualify the grant of the Over-Allotment Option. A purchaser who acquires securities forming part of the Underwriters' over-allocation position acquires those securities under this prospectus supplement and accompanying base shelf prospectus, regardless of whether the Underwriters' over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases. See "Plan of Distribution".
- (4) If the Over-Allotment Option is exercised in full, the total price to the public, the Underwriters' Fee and the net proceeds to the Corporation (before deducting expenses of the Offering (see note 2 above)), will be C\$74,750,000, C\$3,737,500 and C\$71,012,500, respectively. See "Plan of Distribution" and the table below.
- (5) Assumes no president's list sales are made under the Offering.

| Underwriters' Position | Maximum Number of Common Shares Available | Exercise Period | Exercise Price |
|-------------------------------|--|---|---------------------------------|
| Over-Allotment Option | Up to 3,750,000 Over-Allotment Shares | Any time for a period expiring 30 days following the Closing Date | \$2.60 per Over-Allotment Share |

Unless the context otherwise requires, all references to the "Offering" and the "Offered Shares" in this prospectus supplement shall include all Over-Allotment Shares issuable assuming the full exercise of the Over-Allotment Option.

Subject to applicable laws, the Underwriters may, in connection with the Offering, over-allot or effect transactions intended to stabilize or maintain the market price of the Common Shares at levels other than those which might otherwise prevail in the open market. Such transactions, if commenced, may be discontinued at any time. **The Underwriters may decrease the price of which the Offered Shares are distributed from the Offering Price specified on the cover page.** See "Plan of Distribution".

The Underwriters, as principals, conditionally offer the Offered Shares, subject to prior sale, if, as and when issued by the Corporation and accepted by the Underwriters in accordance with the conditions contained in the Underwriting Agreement referred to under "Plan of Distribution" and subject to approval of certain Canadian legal matters on behalf of the Corporation by Forooghian + Company Law Corporation, certain United States legal matters on behalf of the Corporation by Goodwin Procter LLP, certain Canadian legal matters on behalf of the Underwriters by Cassels Brock & Blackwell LLP, and certain United States legal matters on behalf of the Underwriters by Skadden, Arps, Slate, Meagher & Flom LLP.

Subscriptions for the Offered Shares will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice. It is expected that the completion of the

sale of the Offered Shares pursuant to the Offering (the “**Closing**”) will take place on or about September 19, 2024, or on such other date as may be agreed upon by the Corporation and the Lead Underwriter and, in any event, on or before a date not later than 42 days after the date of this prospectus supplement (the “**Closing Date**”). Except as may be otherwise agreed by the Corporation and the Lead Underwriter, the Offering will be conducted under the book-based system operated by CDS Clearing and Depository Services Inc. (“**CDS**”). No certificates evidencing the Offered Shares will be issued to purchasers of the Offered Shares. A purchaser who purchases Offered Shares will receive only a customary confirmation from the registered dealer from or through whom Offered Shares are purchased and who is a CDS participant. CDS will record the CDS participants who hold Offered Shares on behalf of owners who have purchased Offered Shares in accordance with the book-based system. See “Plan of Distribution”.

The Corporation is permitted, under the multi-jurisdictional disclosure system adopted by the United States and Canada (the “MJDS”), to prepare this prospectus supplement and the accompanying base shelf prospectus in accordance with Canadian disclosure requirements. Prospective investors should be aware that such requirements are different from those of the United States. The Corporation has prepared its financial statements included or incorporated herein by reference in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IFRS”) and interim financial statements included or incorporated herein by reference have been prepared in accordance with IFRS as applicable to interim financial reporting, including IAS 34, Interim Financial Reporting, and thus may not be comparable to financial statements of United States companies.

The enforcement by investors of civil liabilities under United States federal securities laws may be affected adversely by the fact that the Corporation is incorporated under the laws of Canada, that all of our officers and all of our directors are not residents of the United States, that some of the Underwriters or experts named in this prospectus supplement and in the accompanying base shelf prospectus are not residents of the United States, and that certain of the Corporation’s assets and all or a substantial portion of the assets of such persons are located outside of the United States. See “Enforceability of Certain Civil Liabilities”.

NEITHER THE SEC, ANY STATE SECURITIES REGULATOR, NOR ANY CANADIAN SECURITIES REGULATOR HAS APPROVED OR DISAPPROVED OF THE SECURITIES OFFERED HEREBY OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS SUPPLEMENT OR THE ACCOMPANYING BASE SHELF PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

An investment in the Offered Shares involves significant risks that should be carefully considered by prospective investors before purchasing Offered Shares. The risks outlined in this prospectus supplement, the base shelf prospectus, and in the documents incorporated by reference herein and therein, should be carefully reviewed and considered by prospective investors in connection with any investment in Offered Shares. See the “Cautionary Note Regarding Forward-Looking Statements” and “Risk Factors” sections of the base shelf prospectus and in this prospectus supplement.

Prospective investors should be aware that the acquisition, holding or disposition of the Offered Shares may have tax consequences both in Canada and in the United States. Such consequences for investors who are resident in, or citizens of, the United States or who are resident in Canada may not be fully described herein. Prospective investors should read the tax discussion under the headings “Certain Canadian Federal Income Tax Considerations” and “Certain United States Federal Income Tax Considerations” in this prospectus supplement and consult their own tax advisors with respect to their own particular circumstances.

Eduardo Luna, a director of the Corporation, resides outside of Canada. Mr. Luna has appointed Forooghian + Company Corporate Services Inc. of Suite 401, 353 Water Street, Vancouver, British Columbia, V6B 1B8 as his agent for service of process. Purchasers are advised that it may not be possible for investors to enforce judgments obtained in Canada against any person or company that is incorporated, continued or otherwise organized under the laws of a foreign jurisdiction or resides outside of Canada, even if the party has appointed an agent for service of process.

The Corporation's head office is located at Suite 1723, 595 Burrard Street, Vancouver, British Columbia, V7X 1J1 and its registered office is located at Suite 401, 353 Water Street, Vancouver, British Columbia, V6B 1B8.

This prospectus supplement and the accompanying base shelf prospectus contain references to United States dollars and Canadian dollars. United States dollars are referred to as "United States dollars" or "US\$". Canadian dollars are referred to as "Canadian dollars" or "C\$". See "Currency Presentation and Exchange Rate Information".

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GENERAL MATTERS

This document is in two parts. The first part is this prospectus supplement, which describes the specific terms of the Offering and also adds to and updates certain information contained in the base shelf prospectus and the documents incorporated by reference herein and therein. The second part, the base shelf prospectus, gives more general information, some of which may not apply to the Offering or the Offered Shares. This prospectus supplement is deemed to be incorporated by reference into the base shelf prospectus solely for the purposes of the Offering constituted by this prospectus supplement.

Purchasers should rely only on the information contained in or incorporated by reference into this prospectus supplement and the base shelf prospectus. If the description of the Offered Shares or any other information varies between this prospectus supplement and the base shelf prospectus (including the documents incorporated by reference herein and therein on the date hereof), the investor should rely on the information in this prospectus supplement. Neither the Corporation nor the Underwriters have authorized any other person to provide purchasers with additional or different information. If anyone provides purchasers with different, additional or inconsistent information, such purchasers should not rely on it. Neither the Corporation nor the Underwriters are offering to sell, or seeking offers to buy, the Offered Shares in any jurisdiction where offers and sales are not permitted. Purchasers should assume that the information appearing in this prospectus supplement and the base shelf prospectus, as well as information the Corporation has previously filed with the securities regulatory authority in each of the provinces and territories of Canada that is incorporated herein and in the base shelf prospectus by reference, is accurate as of their respective dates only, regardless of the time of any sale of the Offered Shares pursuant hereto. The Corporation's business, financial condition, results of operations and prospects may have changed since those dates.

This prospectus supplement shall not be used by anyone for any purpose other than in connection with the Offering.

The documents incorporated or deemed to be incorporated by reference herein or in the prospectus contain meaningful and material information relating to the Corporation and readers of this prospectus supplement should review all information contained in this prospectus supplement, the base shelf prospectus and the documents incorporated or deemed to be incorporated by reference herein and therein, as amended or supplemented.

References in this prospectus supplement to the "Corporation", "we", "us" or "our" refer to Vizsla Silver Corp. and its subsidiaries, unless the context indicates otherwise.

NON-IFRS MEASURES

The annual consolidated financial statements of the Corporation are prepared in accordance with IFRS. Additionally, the Corporation utilizes certain non-IFRS measures such as working capital (calculated as current assets less current liabilities). The Corporation believes that these measures, together with measures determined in accordance with IFRS, provide investors with an improved ability to evaluate the underlying performance of the Corporation. Non-IFRS measures do not have any standardized meaning prescribed under IFRS, and therefore they may not be comparable to similar measures employed by other companies. The data is intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with IFRS.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This prospectus supplement, the accompanying base shelf prospectus and the documents incorporated by reference herein and therein contain "forward-looking information" within the meaning of applicable Canadian securities legislation and or "forward-looking statements" within the meaning of applicable securities legislation, including the United States Private Securities Litigation Reform Act of 1995 (collectively referred to herein as "**forward-looking information**" or "**forward-looking statements**"). 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 variation

thereof or other variations thereof or comparable terminology. Technical and scientific information is based on the assumptions and parameters set out herein, in the PEA Technical Report (as defined below) and on the opinion of “qualified persons” (as defined in NI 43-101 (as defined below)). Such forward-looking information includes, without limitation, statements with respect to the Corporation’s expectations, strategies and plans for the Panuco Project (as defined below), including the Corporation’s current planned exploration, development and permitting activities; the future issuance of Offered Shares and the terms, conditions and amount thereof; the Corporation’s use of proceeds from the sale of Offered Shares, if any; the plan of distribution with respect to the sale of Offered Shares; the requirement for additional financing in order to maintain the Corporation’s operations and exploration activities; the timing, receipt and maintenance of approvals, licences and permits from any federal, national, provincial, territorial, municipal or other government, any political subdivision thereof, and any ministry, sub-ministry, agency or sub-agency, court, board, bureau, office, or department, including any government-owned entity, having jurisdiction over the Corporation or its assets; future financial or operating performance and condition of the Corporation and its business, operations and properties, and any other statement that may predict, forecast, indicate or imply future plans, intentions, levels of activity, results, performance or achievements.

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 prospectus supplement including, without limitation, assumptions about: favourable equity and debt capital markets; the ability to raise any necessary capital on reasonable terms to advance the development of the Panuco Project and pursue planned exploration; expectations about the ability to acquire mineral resources and/or mineral reserves through acquisition and/or development; future prices of silver, gold and other metals; the timing and results of exploration and drilling programs; the accuracy of budgeted exploration and development costs and expenditures; expectations regarding inflation; future currency exchange rates and interest rates; operating conditions being favourable, including whereby the Corporation 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; obtaining required renewals for existing approvals, licences and permits and obtaining all other required approvals, licences and permits on favourable terms; 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 or the socio-economic conditions in Mexico and the surrounding area with respect to the Panuco Project and operations; and the availability of drilling and other mining equipment, energy and supplies. While the Corporation 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 Corporation 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 Corporation 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 silver; inflationary pressures; a failure to achieve commercial viability, despite an acceptable silver price, or the presence of cost overruns which render the Panuco Project 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 Corporation’s limited operating history; the Corporation’s history of losses and expectation of future losses; credit and liquidity risks associated with the Corporation’s financing activities, including constraints on the Corporation’s ability to raise and expend funds; delays in the performance of the obligations of the Corporation’s contractors and consultants, the receipt of governmental and third party approvals, licences and permits in a timely manner or to complete and successfully operate mining and processing components; the Corporation’s failure to accurately model and budget future capital

and operating costs associated with the further development and operation of the Panuco Project; adverse fluctuations in the market prices and availability of commodities and equipment affecting the Corporation's business and operations; title defects to the Corporation's mineral properties; the Corporation'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 Corporation's failure to comply with laws and regulations or other regulatory requirements; the Corporation's failure to comply with existing approvals, licences and permits, and the Corporation'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 Corporation's failure to comply with environmental regulations, 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 Corporation'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 Corporation operates; limits of insurance coverage and uninsurable risk; the adverse effect of currency fluctuations on the Corporation's financial performance; difficulties associated with enforcing judgments against directors residing outside of Canada; conflicts of interest; reduction in the price of Common Shares as a result of sales of Common 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; the Corporation's not paying dividends in the foreseeable future or ever; failure of the Corporation's information technology systems or the security measures protecting such systems; the costs associated with legal proceedings should the Corporation become the subject of litigation or regulatory proceedings; costs associated with complying with public Corporation regulatory reporting requirements; risks related to war (including the ongoing conflicts between Russia and Ukraine and Israel and Palestine); and other risks involved in the 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; risk of loss of entire investment; macroeconomic risks; risks relating to inflationary pressures; risks related to negative operating cash flows; risks relating to capital resources; uncertainties regarding the use of proceeds from the Offering; discretion regarding the use of proceeds from the Offering; risks relating to our at-the-market distributions; share price volatility; market price depression; dilution risks; risks relating to the lack of a liquid market for the Common Shares, and those risk factors discussed or referred to in this prospectus supplement, the base shelf prospectus and in the Annual Information Form (as defined below), Annual MD&A (as defined below), Interim MD&A (as defined below) and the PEA Technical Report (as defined below), all of which readers are advised to carefully review and consider. Although the Corporation 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. See "Risk Factors" for a discussion of certain factors investors should carefully consider before deciding to purchase any Offered Shares.

The Corporation 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.

The forward-looking information and statements contained in this prospectus supplement and the base shelf prospectus represent the Corporation's views and expectations as of the date of this prospectus supplement and the base shelf prospectus, respectively, unless otherwise indicated in such documents, and forward-looking information and statements contained in the documents incorporated by reference herein and therein represent the Corporation's views and expectations as of the date of such documents, unless otherwise indicated in such documents. The

Corporation disclaims any intent or obligation to update publicly or otherwise revise any forward-looking statements or the foregoing list of assumptions or factors, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws. Investors are urged to read the Corporation's filings with Canadian securities regulatory agencies, which can be viewed online under the Corporation's profile on the Canadian System for Electronic Data Analysis and Retrieval + ("**SEDAR+**") at www.sedarplus.ca and the SEC's Electronic Data Gathering, Analysis and Retrieval System ("**EDGAR**") at www.sec.gov.

CAUTIONARY NOTE TO UNITED STATES INVESTORS

Unless otherwise indicated, all mineral reserve and mineral resource estimates included in this prospectus supplement and the documents incorporated by reference herein have been prepared in accordance with Canadian National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**") and the Canadian Institute of Mining, Metallurgy and Petroleum ("**CIM**") Standards on mineral resources and mineral reserves, as amended (the "**CIM Standards**"). NI 43-101 is a rule developed by the Canadian Securities Administrators that establishes standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. Canadian standards, including NI 43-101, differ significantly from the requirements of the SEC, and mineral reserve and mineral resource information included herein may not be comparable to similar information disclosed by U.S. companies. In particular, and without limiting the generality of the foregoing, this prospectus supplement and the documents incorporated by reference herein use the terms "indicated mineral resources" and "inferred mineral resources" as defined in accordance with NI 43-101 and the CIM Standards.

Further to recent amendments, mineral property disclosure requirements in the United States (the "**U.S. Rules**") are governed by subpart 1300 of Regulation S-K of the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**") which differ from the CIM Standards. As a foreign private issuer that is eligible to file reports with the SEC pursuant to the multi-jurisdictional disclosure system, the Corporation is not required to provide disclosure on its mineral properties under the U.S. Rules and will continue to provide disclosure under NI 43-101 and the CIM Standards. If the Corporation ceases to be a foreign private issuer or loses its eligibility to file its annual report on Form 40-F pursuant to the multi-jurisdictional disclosure system, then the Corporation will be subject to the U.S. Rules, which differ from the requirements of NI 43-101 and the CIM Standards.

Pursuant to the U.S. Rules, the SEC recognizes estimates of "indicated mineral resources" and "inferred mineral resources." In addition, the definitions of "proven mineral reserves" and "probable mineral reserves" under the U.S. Rules are now "substantially similar" to the corresponding standards under NI 43-101. Mineralization described using these terms has a greater amount of uncertainty as to its existence and feasibility than mineralization that has been characterized as reserves. Accordingly, U.S. investors are cautioned not to assume that any indicated mineral resources or inferred mineral resources that the Corporation reports are or will be economically or legally mineable. Further, "inferred mineral resources" have a greater amount of uncertainty as to their existence and as to whether they can be mined legally or economically. Under Canadian securities laws, estimates of "inferred mineral resources" may not form the basis of feasibility or pre-feasibility studies, except in rare cases. While the above terms under the U.S. Rules are "substantially similar" to the standards under NI 43-101 and CIM Standards, there are differences in the definitions under the U.S. Rules and CIM Standards. Accordingly, there is no assurance any mineral reserves or mineral resources that the Corporation may report as "proven mineral reserves", "probable mineral reserves", "measured mineral resources", "indicated mineral resources" and "inferred mineral resources" under NI 43-101 would be the same had the Corporation prepared the mineral reserve or mineral resource estimates under the standards adopted under the U.S. Rules.

FINANCIAL INFORMATION

The financial statements of the Corporation incorporated by reference in this prospectus supplement have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and are reported in Canadian dollars.

CURRENCY PRESENTATION AND EXCHANGE RATE INFORMATION

The aggregate Offering amount set forth in this prospectus supplement is in Canadian dollars. This prospectus supplement, the accompanying base shelf prospectus and the documents incorporated by reference herein and therein, contain references to United States dollars and Canadian dollars. United States dollars are referred to as “United States dollars” or “US\$”. Canadian dollars are referred to as “Canadian dollars” or “C\$”.

The high, low and closing rates for Canadian dollars in terms of the United States dollar for each of the periods indicated, as reported by the Bank of Canada, were as follows:

| | April 30, 2024 | April 30, 2023 | April 30, 2022 |
|---------|----------------|----------------|----------------|
| High | C\$1.3875 | C\$1.3856 | C\$1.2942 |
| Low | C\$1.3128 | C\$1.2540 | C\$1.2040 |
| Closing | C\$1.3746 | C\$1.3578 | C\$1.2792 |

DOCUMENTS INCORPORATED BY REFERENCE

This prospectus supplement is deemed to be incorporated by reference into the base shelf prospectus solely for the purposes of the distribution of the Offered Shares. Information has been incorporated by reference in this prospectus supplement from documents filed with the securities commissions or similar authorities in Canada. Other documents are also incorporated, or are deemed to be incorporated by reference, into the base shelf prospectus and reference should be made to the base shelf prospectus for full particulars thereof. Copies of the documents incorporated herein by reference may be obtained on request, without charge, from the Corporate Secretary of the Corporation at Suite 1723, 595 Burrard Street, Vancouver, British Columbia, V7X 1J1, telephone (778) 899-3050 and are also available electronically under the SEDAR+ profile of the Corporation at www.sedarplus.ca or through EDGAR at the website of the SEC at www.sec.gov. The filings of the Corporation available on SEDAR+ and EDGAR are not incorporated by reference in this prospectus supplement except as specifically set out herein.

As of the date hereof, the following documents, filed by the Corporation with the securities commissions or similar authorities in each of the provinces and territories of Canada and filed with, or furnished to, the SEC, are specifically incorporated by reference into, and form an integral part of, the prospectus, provided that such documents are not incorporated by reference to the extent that their contents are modified or superseded by a statement contained in this prospectus supplement, the base shelf prospectus or in any other subsequently filed document that is also incorporated by reference in this prospectus supplement, as further described below:

- (a) the annual information form of the Corporation dated July 18, 2024 for the year ended April 30, 2024 (the “**Annual Information Form**”), except for the information contained under the heading “Description of Business – Material Mineral Projects”, which has been superseded by the summary from the PEA Technical Report reproduced in “Appendix A – Summary Section from the PEA Technical Report” in this prospectus supplement;
- (b) the audited annual consolidated financial statements of the Corporation for the years ended April 30, 2024 and 2023, together with the notes thereto and the auditors’ report thereon (the “**Annual Financial Statements**”);
- (c) the management’s discussion and analysis of financial condition and results of operations of the Corporation for the years ended April 30, 2024 and 2023 (“**Annual MD&A**”);
- (d) the management information circular of the Corporation dated May 17, 2024 with respect to the Corporation’s special meeting of shareholders held on June 17, 2024;

- (e) the condensed consolidated interim financial statements of the Corporation for the three months ended July 31, 2024, together with the notes thereto (the “**Interim Financial Statements**”);
- (f) the management’s discussion and analysis of financial condition and results of operations of the Corporation for the three months ended July 31, 2024 (the “**Interim MD&A**”);
- (g) the management information circular of the Corporation dated August 23, 2024 with respect to the Corporation’s annual general meeting to be held on October 3, 2024;
- (h) the material change report of the Corporation dated August 21, 2024 in respect of (a) the closing of the spin out the shares of Vizsla Royalties Corp. to shareholders of the Corporation (the “**Spinout**”), and (b) the results from an independent preliminary economic assessment on the Panuco Project (the “**PEA**”);
- (i) the technical report entitled “Panuco Project, NI 43-101 Technical Report and Preliminary Economic Assessment, Sinaloa State, Mexico” with an effective date of July 24, 2024 (the “**PEA Technical Report**”);
- (j) the material change report of the Corporation dated September 9, 2024, in respect of the filing of the PEA Technical Report;
- (k) the material change report of the Corporation dated September 13, 2024 in respect of an update to its at-the-market equity program (the “**ATM Program Update**”) to offer and sell up to US\$100,000,000 of Common Shares to the public, from time to time;
- (l) the material change report of the Corporation dated September 16, 2024 in respect of the Offering; and
- (m) the template version of the term sheet dated September 16, 2024 in connection with the Offering (the “**Marketing Material**”).

Any documents of the type required to be incorporated by reference in a short form prospectus pursuant to National Instrument 44-101 – *Short Form Prospectus Distributions* (“**NI 44-101**”) of the Canadian Securities Administrators, including, without limitation, any material change reports (excluding material change reports filed on a confidential basis), interim financial statements, annual financial statements and the auditor’s report thereon, MD&A, information circulars, annual information forms, marketing materials and business acquisition reports filed by the Corporation with the securities commissions or similar authorities in any of the provinces and territories of Canada after the date of this prospectus supplement and prior to the termination of the Offering shall be deemed to be incorporated by reference into and form an integral part of this prospectus.

In addition, to the extent that any document or information incorporated by reference into this prospectus supplement is filed with, or furnished to, the SEC pursuant to the U.S. Securities Exchange Act of 1934, as amended (the “**Exchange Act**”) after the date of this prospectus supplement, such document or information will be deemed to be incorporated by reference as an exhibit to the registration statement of which this prospectus supplement forms a part (in the case of a report on Form 6-K, if and to the extent expressly provided therein). In addition, if and to the extent indicated therein, the Corporation may incorporate by reference in this prospectus supplement documents that it files with or furnishes to the SEC pursuant to Section 13(a), 13(c) or 15(d) of the Exchange Act.

Any statement contained in this prospectus supplement, the base shelf prospectus or in a document incorporated or deemed to be incorporated by reference herein or therein for the purposes of the Offering shall be deemed to be modified or superseded, for purposes of this prospectus supplement and the base shelf prospectus, to the extent that a statement contained herein or therein or in any other subsequently filed document that also is incorporated or is deemed to be incorporated by reference herein or therein, modifies or supersedes such statement. The modifying or superseding statement need not state that it has modified or superseded a prior statement or include any other information set forth in the document that it modifies or

supersedes. The making of a modifying or superseding statement shall not be deemed an admission for any purposes that the modified or superseded statement, when made, constituted a misrepresentation, an untrue statement of a material fact or omission to state a material fact that was required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made. Any statement so modified or superseded shall be deemed, except as so modified or superseded, not to constitute a part of this prospectus supplement or the base shelf prospectus.

References to the Corporation's website in any documents that are incorporated by reference into this prospectus do not incorporate by reference the information on such website into this prospectus, and we disclaim any such incorporation by reference.

MARKETING MATERIAL

In connection with the Offering, the Underwriters may use "marketing materials" (as such term is defined in NI 44-101 *Short Form Prospectus Distributions*), including the Marketing Material. The marketing materials do not form part of this prospectus supplement and the accompanying base shelf prospectus to the extent that the contents of the marketing materials have been modified or superseded by a statement contained in this prospectus supplement and the accompanying base shelf prospectus. Any "template version" of any "marketing materials" (each as defined in National Instrument 41-101 – *General Prospectus Requirements*) that has been, or will be, filed on SEDAR+ before the termination of the distribution under the Offering (including any amendments to, or an amended version of, any template version of any marketing materials) is deemed to be incorporated by reference into this prospectus supplement and the accompanying base shelf prospectus solely for the purposes of the Offering.

DOCUMENTS FILED AS PART OF THE REGISTRATION STATEMENT

The following documents have been, or will be, filed with the SEC as part of a registration statement on Form F-10 (File No. 333-270533) (the "**registration statement**") of which this prospectus supplement forms a part: (1) the Underwriting Agreement; (2) the documents listed under "Documents Incorporated by Reference"; (3) the consent of MNP LLP with respect to their independent registered public accounting firm's report on the Annual Financial Statements; (4) powers of attorney from certain of the Corporation's directors and officers (included on the signature page to the registration statement); and (5) the consents of the "qualified persons" referred to in the prospectus under "Interests of Experts".

THE CORPORATION

The following is a summary of information about the Corporation and does not contain all the information about the Corporation that may be important. Please read the more detailed information included in this prospectus supplement, including the section entitled "Risk Factors", and the base shelf prospectus and any documents incorporated by reference herein and therein. See "Documents Incorporated by Reference".

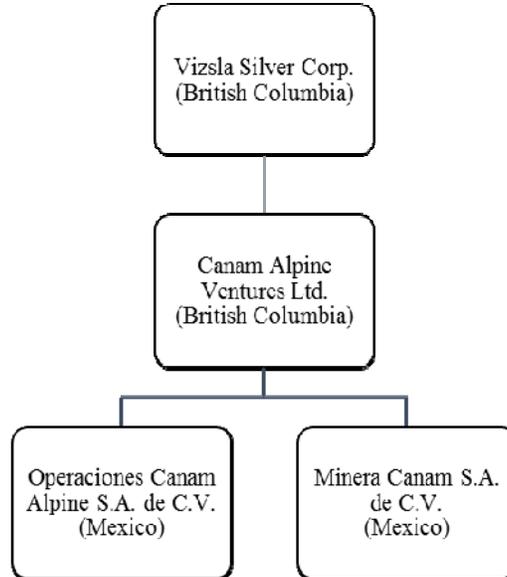
General

The Corporation is a mineral exploration company focused on creating shareholder value through discovery. The Corporation holds a 100% interest in the mineral property known as the "Panuco Silver-Gold Project" (the "**Panuco Project**") located in the Panuco-Copala mining district in the municipality of Concordia in the State of Sinaloa, Mexico, which interest the Corporation holds through its wholly-owned subsidiaries, Canam Alpine Ventures Ltd. and Minera Canam S.A. de C.V. As of the date hereof, the Corporation's only material property is the Panuco Project.

Further information regarding the Panuco Project and the business and operations of the Corporation can be found in the Annual Information Form and the other materials incorporated or deemed to be incorporated by reference into this prospectus supplement. See "Documents Incorporated by Reference", and see also "Risk Factors" in this prospectus supplement, the base shelf prospectus and the Annual Information Form.

Intercorporate Relationships

The following chart sets out the various intercorporate relationships of the Corporation:



Recent Developments

On February 29, 2024, the Corporation completed a bought deal private placement (the “**Bought Deal**”) pursuant to which the Corporation issued a total of 23,000,000 Common Shares for aggregate gross proceeds of C\$34,500,000.

On April 12, 2024, the Corporation announced the appointment of Suki Gill to its board of directors.

On June 20, 2024, the Corporation announced the closing date for the Spinout.

On July 24, 2024, the Corporation announced the results of the PEA.

On August 27, 2024, the Corporation filed the PEA Technical Report on SEDAR+.

On September 13, 2024, the Corporation announced the ATM Program Update.

CONSOLIDATED CAPITALIZATION

There have been no material changes in the share and loan capital of the Corporation, on a consolidated basis, since the date of the Interim Financial Statements, which have not been disclosed in this prospectus supplement or the documents incorporated by reference herein.

The following table sets forth the consolidated capitalization of the Corporation (i) as at the date of the Interim Financial Statements, before giving effect to the Offering; (ii) as at such date, after giving effect to the Offering, assuming no exercise of the Over-Allotment Option; and (iii) as at such date, after giving effect to the Offering, assuming full exercise of the Over-Allotment Option. The table should be read in conjunction with the Interim Financial Statements, including the notes thereto and the related Interim MD&A.

| | As at July 31, 2024 (unaudited) | As at July 31, 2024, after giving effect to the Offering ⁽²⁾ (unaudited) | As at July 31, 2024, after giving effect to the Offering and the full exercise of the Over-Allotment Option ⁽²⁾ (unaudited) |
|------------------------|---|--|---|
| Current Liabilities | C\$1,450,003 | C\$1,450,003 | C\$1,450,003 |
| Long Term Liabilities | Nil | Nil | Nil |
| Common Shares | 242,240,270 | 267,240,270 | 270,990,270 |
| Convertible Securities | 8,838,576 warrants ⁽¹⁾ 22,357,522 stock options | 8,838,576 warrants ⁽¹⁾ 22,357,522 stock options | 8,838,576 warrants ⁽¹⁾ 22,357,522 stock options |
| Restricted Share Units | 1,702,744 | 1,702,744 | 1,702,744 |

Notes:

- (1) Includes warrants, compensation options, compensation warrants and broker warrants.
(2) Assuming issuance of the Offered Shares, but no exercise of any other outstanding convertible securities. See “Plan of Distribution”.

USE OF PROCEEDS

After deducting the Underwriters’ Fee of C\$3,250,000 (or C\$3,737,500 if the Over-Allotment Option is exercised in full) and expenses of the Offering estimated to be C\$500,000, the net proceeds to the Corporation from the Offering are estimated to be C\$61,250,000 (or C\$70,512,500 if the Over-Allotment Option is exercised in full). See “Plan of Distribution”.

The net proceeds from the Offering (assuming no exercise of the Over-Allotment Option and no president’s list sales are made under the Offering) are expected to be used by the Corporation as set out in the table below. Any net proceeds realized on exercise of the Over-Allotment Option are expected to be applied to unallocated general working capital.

| Use of Proceeds | Approximate Amount |
|--|----------------------|
| Exploration and development of the Panuco Project ⁽¹⁾ | C\$50,000,000 |
| Potential future acquisitions ⁽²⁾ | C\$5,000,000 |
| General and administrative expenses | C\$3,500,000 |
| Unallocated working capital | C\$2,750,000 |
| Total | C\$61,250,000 |

Notes:

- (1) The Corporation has the following exploration and development objectives for the Panuco Project in the next 12 months from the date of this prospectus supplement: (a) exploration drilling on selected district targets in the northeast area of Panuco Project; (b) conduct an airborne electromagnetic geophysical survey; (c) complete a bulk test mine program at the Copala resource area; (d) provide an updated mineral resource estimate; (e) conduct additional resource expansion drilling at Copala, Napoleon and la Luisa and explore other proximal targets in the west; (f) advance geologic mapping and target generation in the northeast area of the Panuco Project; and (g) work towards completion of a feasibility study.
(2) These funds are anticipated to be allocated towards possible acquisitions of assets in Mexico. No specific transaction has been identified as of the date of this prospectus supplement. The Corporation anticipates that any potential acquisitions could occur in the next 12 months from the date of this prospectus supplement.

The Corporation currently intends to spend the net proceeds of the Offering as stated in this prospectus supplement. However, there may be circumstances where, for sound business reasons, a reallocation of funds may be deemed prudent or necessary. The actual amount that the Corporation spends in connection with each of the intended uses of proceeds may vary significantly from the amounts specified above and will depend on a number of factors, including those referred to under “Risk Factors”.

The Corporation has had negative operating cash flow in recent years. The Corporation anticipates that it will continue to have negative operating cash flow until such time, if ever, that commercial production is achieved at the Panuco Project. To the extent that the Corporation has negative operating cash flows in future periods, the Corporation may need to allocate a portion of its existing working capital, including the net proceeds from the Offering, to fund such negative cash flow. There are no assurances that the Corporation will not experience negative cash flow from operations in the future. See “Risk Factors”.

Jesus Velador, Ph.D. MMSA QP, Vice President of Exploration of the Corporation, is the “qualified person” who supervised the preparation of, and reviewed and approved, the above use of proceeds disclosure and is of the view that the proposed expenditure amounts and business objectives in respect of the exploration and development work proposed to be completed on the Panuco Project are reasonable.

Business Objectives

The Corporation is focused on the advancement of the Panuco Project. The net proceeds of the Offering will be used to accelerate the Corporation’s development of the Panuco Project. Additionally, although the Corporation has not executed any agreements in respect to any acquisitions, the additional capital may allow the Corporation to take advantage of such any opportunity if it arises. No assurance can be given that the Corporation will be able to execute on any acquisition opportunity and accordingly, the Corporation may from time to time reallocate a portion of the net proceeds obtained from the Offering primarily for working capital and general corporate purposes having regard to the Corporation’s circumstances at the relevant time. See “Risk Factors”.

DESCRIPTION OF SECURITIES BEING DISTRIBUTED

The Corporation’s authorized share capital consists of an unlimited number of Common Shares without par value, of which 242,848,543 Common Shares were issued and outstanding as of September 16, 2024. For a summary of certain material attributes and characteristics of the Common Shares, see “Description of Securities – Common Shares” in the base shelf prospectus.

PLAN OF DISTRIBUTION

Pursuant to the Underwriting Agreement, the Corporation has agreed to issue and sell and the Underwriters have severally (and not jointly nor jointly and severally) agreed to purchase, as principals, subject to compliance with all necessary legal requirements and the terms and conditions contained in the Underwriting Agreement, a total of 25,000,000 Offered Shares at the Offering Price of C\$2.60 per Offered Share, payable in cash to the Corporation against delivery of such Offered Shares on the Closing Date. The obligations of the Underwriters under the Underwriting Agreement are conditional and may be terminated at their discretion on the basis of “material change out”, “disaster and regulatory out”, and “breach out” termination provisions in the Underwriting Agreement and may also be terminated upon the occurrence of certain other stated events. The Underwriters are, however, obligated to take up and pay for all of the Offered Shares offered by this prospectus supplement (not including the Over-Allotment Shares issuable upon exercise of the Over-Allotment Option) if any Offered Shares are purchased under the Underwriting Agreement, subject to certain exceptions.

Pursuant to the Underwriting Agreement, the Corporation has granted to the Underwriters the Over-Allotment Option, exercisable in whole or in part at any time up to 30 days after the Closing Date, to purchase up to an additional 3,750,000 Offered Shares at the Offering Price to cover over-allocations, if any, and for market stabilization purposes, on the same terms and conditions as apply to the purchase of Offered Shares thereunder. This prospectus supplement qualifies for distribution the Offered Shares as well as the grant of the Over-Allotment

Option and the issuance of the Over-Allotment Shares pursuant to the exercise of the Over-Allotment Option. A purchaser who acquires Over-Allotment Shares forming part of the Underwriters' over-allocation position acquires those Over-Allotment Shares under this prospectus supplement, regardless of whether the over-allocation position is ultimately filled through the exercise of the Over-Allotment Option or secondary market purchases.

In consideration for their services in connection with the Offering, the Underwriters will be paid the Underwriters' Fee equal to 5.0% of the gross proceeds of the Offering, except in respect of certain sales on the president's list (which shall not exceed gross proceeds of C\$5,000,000) for which a reduced cash fee of 2.5% shall be payable, and including in connection with any gross proceeds from the sale of the Over-Allotment Shares. The Offering Price was determined by arm's length negotiations between the Corporation and the Lead Underwriter, on behalf of the Underwriters, with reference to the prevailing market price of the Common Shares. See "Risk Factors".

The Offered Shares will be offered in each of the provinces and territories of Canada, except Quebec, in the United States and, subject to applicable law, in certain jurisdictions outside of Canada and the United States through the Underwriters either directly or through their respective Canadian or U.S broker-dealer affiliates or agents in accordance with the Underwriting Agreement.

The Corporation has applied to list the Offered Shares distributed hereunder on the TSXV and NYSE American. Listing will be subject to the Corporation fulfilling all listing requirements of the TSXV and NYSE American.

Pursuant to rules and policy statements of certain securities regulators, the Underwriters may not, at any time during the period of distribution under the Offering, bid for or purchase Offered Shares for their own accounts or for accounts over which they exercise control or direction. The foregoing restriction is subject to certain exceptions, including: (i) a bid or purchase permitted under the Universal Market Integrity Rules for Canadian Marketplaces administered by the Investment Industry Regulatory Organization of Canada relating to market stabilization and passive market making activities; (ii) a bid or purchase made for or on behalf of a customer where the order was not solicited during the period of the distribution, provided that the bid or purchase was for the purpose of maintaining a fair and orderly market and not engaged in for the purpose of creating actual or apparent active trading in, or raising the price of, such securities, or (iii) a bid or purchase to cover a short position entered into prior to the commencement of the prescribed restricted period. Consistent with these requirements, and in connection with the Offering, the Underwriters may over-allot and effect transactions which are intended to stabilize or maintain the market price of the Offered Shares at levels other than those which otherwise might prevail on the open market. If these activities are commenced, they may be discontinued by the Underwriters at any time. The Underwriters may carry out these transactions on the TSXV, NYSE American, in the over-the-counter market or otherwise.

Certain of the Underwriters and their affiliates have performed investment banking, commercial banking and advisory services for the Corporation from time to time for which they have received customary fees and expenses. The Underwriters and their affiliates may, from time to time, engage in transactions with and perform services for the Corporation in the ordinary course of their business.

The Offered Shares sold by the Underwriters to the public will initially be offered at the Offering Price specified on the cover page. After the Underwriters have made a reasonable effort to sell all of the Offered Shares at the Offering Price specified on the cover page, the Underwriters may decrease the Offering Price to an amount not greater than the Offering Price set forth on the cover page, and the compensation realized by the Underwriters will be decreased by the amount that the aggregate price paid by the purchasers for the Offered Share is less than the gross proceeds paid by the Underwriters to the Corporation. The decrease in the Offering Price will not decrease the amount of net proceeds of the Offering to the Corporation.

The Corporation has agreed in the Underwriting Agreement to reimburse the Underwriters for certain legal fees and certain other expenses in connection with the Offering, including for the Underwriters' Canadian counsel and the Underwriters' U.S. counsel (plus applicable taxes and disbursements).

The Corporation has agreed, pursuant to the Underwriting Agreement, to indemnify and save harmless the Underwriters and their respective subsidiaries and affiliates, and each of their respective directors, officers, employees, partners, agents, and shareholders against certain liabilities, including civil liabilities under Canadian

and United States securities legislation in certain circumstances or to contribute to payments the Underwriters may have to make because of such liabilities.

The Corporation has agreed in the Underwriting Agreement that the Corporation will not to issue any Common Shares or securities convertible into Common Shares for a period of 90 days from the Closing Date without the prior written consent of the Lead Underwriter, such consent not to be unreasonably withheld, except in conjunction with (i) the grant or exercise or vesting of stock options, restricted share units, deferred share units and other similar issuances pursuant to the equity incentive plans of the Corporation and other stock-based compensation arrangements including, for greater certainty the sale of any shares issued thereunder; (ii) the exercise or conversion of outstanding convertible securities; and (iii) any obligations in respect of existing agreements or as otherwise previously publicly announced by the Corporation, which for certainty does not include the Corporation's previously announced at-the-market program.

The Corporation has agreed in the Underwriting Agreement to cause each of its executive officers and directors to enter into a lock-up agreement to be executed concurrently with the closing of the Offering, pursuant to which for a period of 90 days from the Closing Date, each will not, directly or indirectly, offer, sell, contract to sell, grant any option to purchase, make any short sale, or otherwise dispose of, or transfer, or announce any intention to do so, any Common Shares, whether now owned or hereinafter acquired, directly or indirectly, or under their control or direction, or with respect to which each has beneficial ownership, or enter into any transaction or arrangement that has the effect of transferring, in whole or in part, any of the economic consequences of ownership of Common Shares, whether such transaction is settled by the delivery of Common Shares, other securities, cash or otherwise other than pursuant to a take-over bid or any other similar transaction made generally to all of the shareholders of the Corporation, for tax purposes to the Corporation in connection with the vesting or exercise of stock options or other incentive plan securities, or with the consent of the Underwriters, such consent not to be unreasonably withheld.

Subscriptions for the Common Shares will be received subject to rejection or allotment in whole or in part and the right is reserved to close the subscription books at any time without notice. Except as may be otherwise agreed by the Corporation and the Lead Underwriter, the Offering will be conducted under the book-based system operated by CDS. No certificates evidencing the Offered Shares will be issued to purchasers of the Common Shares. A purchaser who purchases Offered Shares will receive only a customary confirmation from the registered dealer from or through whom Offered Shares are purchased and who is a CDS participant. CDS will record the CDS participants who hold Offered Shares on behalf of owners who have purchased Offered Shares in accordance with the book-based system.

The Corporation expects that delivery of the Offered Shares will be made against payment therefor on the Closing Date, which will be the third business day following the date of pricing of the Offered Shares. Under Rule 15c6-1 under the Exchange Act, trades in the secondary market generally are required to settle in one business day, unless the parties to any such trade expressly agree otherwise. Accordingly, investors who wish to trade Offered Shares prior to the Closing Date may be required to specify an alternative settlement cycle at the time of any such trade to prevent a failed settlement. Investors who wish to trade Offered Shares prior to the Closing Date should consult their own advisors.

TRADING PRICE AND VOLUME

The outstanding Common Shares are listed and posted for trading on the TSXV and the NYSE American and trade under the symbol "VZLA".

The following table sets forth the high and low sale prices in Canadian dollars and trading volumes for the Common Shares on the TSXV for the previous 12 months prior to the date of this prospectus supplement:

| Month | High | Low | Volume |
|------------------------|-------------|------------|---------------|
| September 1 – 13, 2024 | C\$2.94 | C\$2.43 | 2,690,756 |

| Month | High | Low | Volume |
|----------------|-------------|------------|---------------|
| August 2024 | C\$2.93 | C\$2.30 | 8,803,770 |
| July 2024 | C\$3.02 | C\$2.28 | 8,634,994 |
| June 2024 | C\$2.52 | C\$2.19 | 8,908,749 |
| May 2024 | C\$2.63 | C\$1.79 | 14,519,011 |
| April 2024 | C\$2.15 | C\$1.78 | 10,002,495 |
| March 2024 | C\$1.80 | C\$1.46 | 6,142,229 |
| February 2024 | C\$2.02 | C\$1.44 | 7,317,473 |
| January 2024 | C\$2.25 | C\$1.56 | 11,962,288 |
| December 2023 | C\$1.74 | C\$1.43 | 4,654,501 |
| November 2023 | C\$1.68 | C\$1.33 | 4,539,995 |
| October 2023 | C\$1.56 | C\$1.33 | 3,015,838 |
| September 2023 | C\$1.79 | C\$1.34 | 2,647,396 |

On September 13, 2024, the last trading day prior to the announcement of the Offering and the date of this prospectus supplement, the closing price of the Common Shares on the TSXV was C\$2.94.

The following table sets forth the high and low sale prices in United States dollars and trading volumes for the Common Shares on the NYSE American for the previous 12 months prior to the date of this prospectus supplement:

| Month | High | Low | Volume |
|------------------------|-------------|------------|---------------|
| September 1 – 13, 2024 | US\$2.19 | US\$1.79 | 6,313,477 |
| August 2024 | US\$2.14 | US\$1.68 | 22,220,418 |
| July 2024 | US\$2.21 | US\$1.68 | 19,712,815 |
| June 2024 | US\$1.85 | US\$1.59 | 20,263,694 |
| May 2024 | US\$1.92 | US\$1.30 | 36,727,096 |
| April 2024 | US\$1.58 | US\$1.27 | 22,265,779 |
| March 2024 | US\$1.34 | US\$1.08 | 8,590,111 |
| February 2024 | US\$1.50 | US\$1.07 | 8,304,990 |
| January 2024 | US\$1.68 | US\$1.16 | 11,324,590 |
| December 2023 | US\$1.32 | US\$1.05 | 5,300,700 |
| November 2023 | US\$1.24 | US\$0.96 | 4,398,767 |
| October 2023 | US\$1.15 | US\$0.97 | 2,763,858 |
| September 2023 | US\$1.36 | US\$0.98 | 2,598,018 |

On September 13, 2024, the last trading day prior to the announcement of the Offering and the date of this prospectus supplement, the closing price of the Common Shares on the NYSE American was US\$2.19.

MINERAL PROPERTY

The PEA Technical Report was filed by the Corporation on August 27, 2024.

The disclosure required by Section 9.1 of NI 44-101F1 is included in the attached Appendix A to this prospectus supplement.

PRIOR SALES**Common Shares**

The following table summarizes details of the Common Shares issued by the Corporation during the 12 months prior to the date of this prospectus supplement:

| Date | Security | Price | Number of Securities |
|-------------------|-------------------------------|--------------|-----------------------------|
| January 9, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 128,547 |
| January 15, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 17,568 |
| January 15, 2024 | Common Shares ⁽⁴⁾ | C\$0.69 | 15,000 |
| January 17, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 20,000 |
| January 31, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 551,565 |
| February 1, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 11,500 |
| February 29, 2024 | Common Shares ⁽⁶⁾ | C\$1.50 | 23,000,000 |
| March 13, 2024 | Common Shares ⁽⁷⁾ | C\$1.80 | 33,922 |
| March 20, 2024 | Common Shares ⁽⁷⁾ | C\$1.80 | 52,116 |
| April 5, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 64,339 |
| April 15, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 48,554 |
| April 15, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 184,000 |
| April 15, 2024 | Common Shares ⁽¹⁰⁾ | C\$1.60 | 130,000 |
| April 15, 2024 | Common Shares ⁽¹¹⁾ | C\$1.74 | 60,000 |
| April 15, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 140,000 |
| April 15, 2024 | Common Shares ⁽¹³⁾ | C\$1.69 | 75,000 |
| April 15, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 36,250 |
| April 17, 2024 | Common Shares ⁽⁷⁾ | C\$1.80 | 7,855 |
| April 18, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 32,000 |
| April 19, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 30,000 |
| April 19, 2024 | Common Shares ⁽¹⁵⁾ | C\$1.40 | 10,000 |
| May 2, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 3,791 |
| May 8, 2024 | Common Shares ⁽¹⁶⁾ | C\$1.97 | 448,137 |
| May 8, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 2,035 |

| Date | Security | Price | Number of Securities |
|--------------|-------------------------------|--------------|-----------------------------|
| May 15, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 25,500 |
| May 16, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 30,000 |
| May 21, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 37,500 |
| May 21, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 4,809 |
| May 21, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 375,140 |
| May 21, 2024 | Common Shares ⁽¹⁵⁾ | C\$1.40 | 5,000 |
| May 21, 2024 | Common Shares ⁽¹⁸⁾ | C\$0.66 | 450,000 |
| May 21, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 450,000 |
| May 21, 2024 | Common Shares ⁽¹⁹⁾ | C\$2.22 | 15,000 |
| May 22, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 6,300 |
| May 23, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 10,000 |
| May 23, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 88,500 |
| May 23, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 353,008 |
| May 23, 2024 | Common Shares ⁽²¹⁾ | C\$0.16 | 100,000 |
| May 23, 2024 | Common Shares ⁽¹⁵⁾ | C\$1.40 | 25,000 |
| May 23, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 25,000 |
| May 27, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 132,100 |
| May 28, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 15,000 |
| May 28, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 31,123 |
| May 28, 2024 | Common Shares ⁽¹⁰⁾ | C\$1.60 | 75,000 |
| May 28, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 25,000 |
| May 28, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 2,099 |
| May 29, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 4,000 |
| May 30, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 13,332 |
| May 30, 2024 | Common Shares ⁽¹⁵⁾ | C\$1.40 | 25,000 |
| May 30, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 16,000 |
| May 30, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 25,000 |
| May 30, 2024 | Common Shares ⁽¹¹⁾ | C\$1.74 | 28,000 |
| May 30, 2024 | Common Shares ⁽²²⁾ | C\$2.25 | 70,000 |
| May 30, 2024 | Common Shares ⁽¹⁹⁾ | C\$2.22 | 135,000 |
| May 30, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 72,950 |
| May 31, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 75,000 |
| June 3, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 2,000 |
| June 3, 2024 | Common Shares ⁽⁷⁾ | C\$1.60 | 12,000 |
| June 3, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 10,000 |

| Date | Security | Price | Number of Securities |
|---------------|-------------------------------|--------------|-----------------------------|
| June 3, 2024 | Common Shares ⁽¹¹⁾ | C\$1.74 | 24,000 |
| June 3, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 157,200 |
| June 6, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 416,624 |
| June 7, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 200,000 |
| June 10, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 4,900 |
| June 12, 2024 | Common Shares ⁽²²⁾ | C\$2.25 | 70,000 |
| June 12, 2024 | Common Shares ⁽²¹⁾ | C\$0.16 | 250,000 |
| June 13, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 165,600 |
| June 13, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 71,415 |
| June 13, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 236,574 |
| June 13, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 1,800,000 |
| June 14, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 50,000 |
| June 18, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 207,000 |
| June 18, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 499,905 |
| June 18, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 375,433 |
| June 18, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 72,318 |
| June 19, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 560,850 |
| June 20, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 45,000 |
| June 20, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 68,000 |
| June 20, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 50,000 |
| June 20, 2024 | Common Shares ⁽⁸⁾ | C\$1.80 | 14,927 |
| June 20, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 246,700 |
| June 21, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 29,200 |
| June 24, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 100,000 |
| June 24, 2024 | Common Shares ⁽¹⁸⁾ | C\$0.66 | 100,000 |
| June 24, 2024 | Common Shares ⁽³⁾ | C\$0.14 | 125,000 |
| July 15, 2024 | Common Shares ⁽¹⁹⁾ | C\$2.22 | 25,000 |
| July 16, 2024 | Common Shares ⁽²⁰⁾ | C\$1.50 | 65,600 |
| July 19, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 2,000 |
| July 19, 2024 | Common Shares ⁽¹⁵⁾ | C\$1.40 | 53,200 |
| July 25, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 5,000 |
| July 25, 2024 | Common Shares ⁽²³⁾ | C\$2.45 | 100,000 |
| July 26, 2024 | Common Shares ⁽¹⁾ | C\$1.45 | 71,415 |
| July 29, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 62,050 |
| July 31, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 50,000 |

| <u>Date</u> | <u>Security</u> | <u>Price</u> | <u>Number of Securities</u> |
|--------------------|-------------------------------|--------------|-----------------------------|
| August 8, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 2,500 |
| August 9, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 2,000 |
| August 14, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 3,000 |
| August 14, 2024 | Common Shares ⁽¹²⁾ | C\$1.44 | 140,000 |
| August 22, 2024 | Common Shares ⁽⁵⁾ | C\$0.76 | 10,000 |
| August 22, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 3,000 |
| August 27, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 6,550 |
| August 28, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 2,500 |
| August 29, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 6,800 |
| September 3, 2024 | Common Shares ⁽¹⁷⁾ | C\$1.65 | 5,323 |
| September 3, 2024 | Common Shares ⁽⁹⁾ | C\$1.60 | 12,000 |
| September 3, 2024 | Common Shares ⁽¹⁹⁾ | C\$2.22 | 200,000 |
| September 5, 2024 | Common Shares ⁽¹⁹⁾ | C\$2.22 | 100,000 |
| September 9, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 15,000 |
| September 12, 2024 | Common Shares ⁽²⁾ | C\$2.00 | 99,600 |

Notes:

- (1) Issued upon exercise of broker warrants issued in connection with a prospectus offering completed on November 15, 2022.
- (2) Issued upon exercise of warrants issued in connection with a prospectus offering completed on November 15, 2022.
- (3) Issued upon exercise of stock options issued on February 27, 2019.
- (4) Issued upon exercise of stock options issued on January 7, 2020.
- (5) Issued upon exercise of stock options issued on June 29, 2020.
- (6) Issued in connection with the Bought Deal.
- (7) Issued on conversion of stock options issued on February 10, 2023.
- (8) Issued on conversion of restricted share units issued on February 10, 2023.
- (9) Issued upon exercise of stock options issued on May 19, 2023.
- (10) Issued upon exercise of stock options issued on February 10, 2023.
- (11) Issued upon exercise of stock options issued on June 2, 2022.
- (12) Issue upon exercise of stock options issued on February 17, 2021.
- (13) Issue upon exercise of stock options issued on August 27, 2020.
- (14) Issue upon exercise of stock options issued on June 29, 2020.
- (15) Issue upon exercise of stock options issued on October 1, 2020.
- (16) Issued pursuant to an asset purchase agreement dated March 5, 2024.
- (17) Issued upon exercise of compensation options issued in connection with the offering completed on February 9, 2023.
- (18) Issued upon exercise of stock options issued on December 30, 2019.
- (19) Issued upon exercise of stock options issued on June 22, 2021.
- (20) Issued upon exercise of broker warrants issued in connection with a prospectus offering completed February 28, 2024.
- (21) Issued upon exercise of stock options issued on June 13, 2019.
- (22) Issued upon exercise of stock options issued on September 24, 2021.
- (23) Issued upon exercise of stock options issued on February 1, 2022.

Warrants

The following table summarizes details of the warrants and broker warrants issued by the Corporation during the 12 months prior to the date of this prospectus supplement:

| <u>Date</u> | <u>Security</u> | <u>Exercise Price</u> | <u>Number of Securities</u> |
|-------------------|--------------------------------------|-----------------------|-----------------------------|
| February 29, 2024 | Compensation Warrants ⁽¹⁾ | C\$1.50 | 1,380,000 |

Note:

- (1) Issued in connection with the Bought Deal.

Stock Options

The following table summarizes details of the stock options issued by the Corporation during the 12 months prior to the date of this prospectus supplement:

| <u>Date</u> | <u>Security</u> | <u>Exercise Price</u> | <u>Number of Securities</u> |
|-------------------|------------------------------|-----------------------|-----------------------------|
| November 15, 2023 | Stock Options ⁽¹⁾ | C\$1.36 | 400,000 |
| December 18, 2023 | Stock Options ⁽²⁾ | C\$1.53 | 250,000 |
| June 12, 2024 | Stock Options ⁽³⁾ | C\$2.26 | 6,050,000 |

Notes:

- (1) Issued to a director and a consultant of the Corporation. Expire on November 15, 2028 and vest over two years.
- (2) Issued to a consultant of the Corporation. Expire on December 18, 2025 and vest over one year.
- (3) Issued to directors, officers, employees and consultants of the Corporation. Expire on June 12, 2029 and vest over two years.

Restricted Share Units

The following table summarizes details of the restricted stock units (“RSUs”) issued by the Corporation during the 12 months prior to the date of this prospectus supplement:

| <u>Date</u> | <u>Security</u> | <u>Fair Value of RSU</u> | <u>Number of RSUs</u> |
|---------------|-----------------|--------------------------|-----------------------|
| June 12, 2024 | RSUs | C\$2.34 | 775,000 |

Note:

- (1) Issued to directors, officers, employees and consultants of the Corporation. The RSUs will vest over three years.

CERTAIN CANADIAN FEDERAL INCOME TAX CONSIDERATIONS

The following summary describes, as of the date hereof, the principal Canadian federal income tax considerations based on the provisions of the *Income Tax Act* (Canada) and the regulations thereunder (collectively, the “**Tax Act**”), generally applicable to a holder who acquires, as beneficial owner, Offered Shares pursuant to the Offering, and who, for the purposes of the Tax Act and at all relevant times, holds the Offered Shares as capital property and deals at arm’s length and is not affiliated with the Corporation, the Underwriters, and any subsequent purchaser of such securities. A holder who meets all of the foregoing requirements is referred to as a “**Holder**” herein, and this summary only addresses such Holders. Generally, Offered Shares will be considered to be capital property to a Holder, provided the Holder does not hold the Offered Shares in the course of carrying on a business of trading or dealing in securities and has not acquired them in one or more transactions considered to be an adventure or concern in the nature of trade.

This summary is not applicable to a Holder (i) that is a “financial institution”, as defined in the Tax Act for the purposes of the mark-to-market rules in the Tax Act, (ii) that is a “specified financial institution”, as defined in the Tax Act, (iii) an interest in which is a “tax shelter investment” as defined in the Tax Act, (iv) that has elected to determine its Canadian tax results in a “functional currency” other than the Canadian dollar, (v) that has entered into or will enter into a “derivative forward agreement” or a “synthetic disposition arrangement” with respect to the Offered Shares, (vi) that receives dividends on Offered Shares under or as part of a “dividend rental arrangement”, as defined in the Tax Act, (vii) that is a “foreign affiliate” (as defined in the Tax Act) of a taxpayer resident in Canada, or (viii) that is exempt from tax under Part I of the Tax Act. Such Holders should consult their own tax advisors with respect to an investment in Offered Shares.

Additional considerations, not discussed herein, may be applicable to a Holder that is a corporation resident in Canada and is, or becomes (or does not deal at arm’s length with a corporation resident in Canada for purposes of the Tax Act that is, or becomes), as part of a transaction or event or series of transactions or events that includes the acquisition of Offered Shares, controlled by a non-resident person or a group of non-resident persons that do not

deal with each other at arm's length for purposes of the "foreign affiliate dumping" rules in section 212.3 of the Tax Act. Such Holders should consult their tax advisors with respect to the consequences of acquiring Offered Shares.

This summary is based upon the current provisions of the Tax Act in force as of the date hereof, all specific proposals to amend the Tax Act and the regulations thereunder that have been publicly and officially announced by or on behalf of the Minister of Finance (Canada) prior to the date hereof (the "**Proposed Amendments**") and counsel's understanding of the current administrative policies and assessing practices of the Canada Revenue Agency (the "**CRA**"), published in writing by it prior to the date hereof. This summary assumes the Proposed Amendments will be enacted in the form proposed. However, no assurance can be given that the Proposed Amendments will be enacted in their current form, or at all. If the Proposed Amendments are not enacted or otherwise implemented as presently proposed, the tax consequences may not be as described below in all cases.

This summary is not exhaustive of all possible Canadian federal income tax considerations and, except for the Proposed Amendments, does not take into account or anticipate any changes in the law or any changes in the CRA's administrative policies and assessing practices, whether by legislative, governmental or judicial action or decision, nor does it take into account or anticipate any other federal or any provincial, territorial or foreign tax considerations, which may differ significantly from those discussed herein.

This summary is of a general nature only, and is not intended to be, nor should it be construed to be, legal or tax advice to any particular Holder, and no representations with respect to the income tax consequences to any Holder are made. Consequently, Holders should consult their own tax advisors with respect to the tax consequences applicable to them, having regard to their own particular circumstances.

Currency Conversion

Subject to certain exceptions that are not discussed herein, for the purposes of the Tax Act, all amounts relating to the acquisition, holding or disposition of the Offered Shares (including dividends, adjusted cost base and proceeds of disposition) must be expressed in Canadian dollars. Amounts denominated in a foreign currency must generally be converted into Canadian dollars based on the rate quoted by the Bank of Canada for the exchange of the foreign currency for Canadian dollars on the date such amounts arise, or such other rate of exchange as is acceptable to the Minister of National Revenue (Canada).

Taxation of Resident Holders

The following portion of this summary applies to Holders (as defined above) who, for the purposes of the Tax Act, are or are deemed to be resident in Canada at all relevant times (herein, "**Resident Holders**") and this portion of the summary only addresses such Resident Holders. Certain Resident Holders who might not be considered to hold their Offered Shares as capital property may, in certain circumstances, be entitled to have them and any other "Canadian security" (as defined in the Tax Act) held by the particular Resident Holder in the taxation year of the election and in all subsequent taxation years be treated as capital property by making the irrevocable election permitted by subsection 39(4) of the Tax Act. Resident Holders contemplating such election should consult their own tax advisors for advice as to whether it is available and, if available, whether it is advisable in their particular circumstances.

Taxation of Dividends

A Resident Holder will be required to include in computing income for a taxation year any dividends received, or deemed to be received, in the year by the Resident Holder on the Offered Shares. In the case of a Resident Holder that is an individual (other than certain trusts), such dividends will be subject to the gross-up and dividend tax credit rules normally applicable under the Tax Act to taxable dividends received from taxable Canadian corporations, including the enhanced gross-up and dividend tax credit provisions where the Corporation designates the dividend as an "eligible dividend" in accordance with the provisions of the Tax Act. There may be restrictions on the ability of the Corporation to designate any particular dividend as an "eligible dividend".

A dividend received or deemed to be received by a Resident Holder that is a corporation must be included in computing its income but will generally be deductible in computing the corporation's taxable income, subject to all

of the rules and restrictions under the Tax Act in that regard. In certain circumstances, subsection 55(2) of the Tax Act will treat a taxable dividend received or deemed to be received by a Resident Holder that is a corporation as proceeds of disposition or a capital gain. Resident Holders that are corporations should consult their own tax advisors in this regard.

A Resident Holder that is a “private corporation” (as defined in the Tax Act), or any other corporation resident in Canada and controlled, whether by reason of a beneficial interest in one or more trusts or otherwise, by or for the benefit of an individual (other than a trust) or a related group of individuals (other than trusts) generally will be liable to pay an additional tax (refundable under certain circumstances) under Part IV of the Tax Act on dividends received or deemed to be received on the Offered Shares in a year to the extent such dividends are deductible in computing taxable income for the year.

Disposition of Offered Shares

A Resident Holder who disposes, or is deemed to dispose, of an Offered Share (except to the Corporation, unless purchased by the Corporation in the open market in the manner in which shares would normally be purchased by any member of the public in an open market, or in a tax-deferred transaction) generally will realize a capital gain (or capital loss) in the taxation year of disposition equal to the amount, if any, by which the proceeds of disposition, net of any reasonable costs of disposition, exceed (or are exceeded by) the adjusted cost base to the Resident Holder of such Offered Shares, as the case may be, immediately before the disposition or deemed disposition. The taxation of capital gains and capital losses is generally described below under the heading “Capital Gains and Capital Losses”.

The cost to a Resident Holder of Offered Shares acquired pursuant to the Offering will be averaged with the adjusted cost base of any other Offered Shares held by such Resident Holder as capital property immediately prior to such acquisition for the purposes of determining the Resident Holder’s adjusted cost base of each Offered Share.

Capital Gains and Capital Losses

For capital gains and capital losses realized on or after June 25, 2024, under Proposed Amendments released on August 12, 2024 (the “**Capital Gains Tax Proposals**”), and subject to certain transitional rules discussed below, generally, a Resident Holder is required to include in computing its income for a taxation year two-thirds of the amount of any such capital gain (a “**taxable capital gain**”) realized in the year, and is required to deduct two-thirds of the amount of any such capital loss (an “**allowable capital loss**”) sustained in a taxation year from taxable capital gains realized in the year by such Resident Holder. However, under the Capital Gains Tax Proposals, a Resident Holder that is an individual (excluding most types of trusts) is effectively required to include in income only one-half of net capital gains realized (including net capital gains realized indirectly through a trust or partnership) in a taxation year up to a maximum of C\$250,000, with the two-thirds inclusion rate applying to the portion of net capital gains realized in the year (and on or after June 25, 2024) that exceed C\$250,000. Allowable capital losses in excess of taxable capital gains realized in a taxation year may be carried back and deducted in any of the three preceding taxation years or carried forward and deducted in any subsequent taxation year against net taxable capital gains realized in such year to the extent and under the circumstances described in the Tax Act (as proposed to be amended by the Capital Gains Tax Proposals).

Subject to transitional rules in the Capital Gains Tax Proposals, for a capital gain or capital loss realized prior to June 25, 2024, only one-half of such capital gain would be included in income as a taxable capital gain and one-half of such capital loss would constitute an allowable capital loss.

Under the Capital Gains Tax Proposals, two different inclusion and deduction rates (or a blended rate) would apply for taxation years that begin before and end on or after June 25, 2024 (the “**Transitional Year**”). As a result, for its Transitional Year, a Resident Holder would be required to separately identify capital gains and capital losses realized before June 25, 2024 (“**Period 1**”) and those realized on or after June 25, 2024 (“**Period 2**”). Capital gains and capital losses from the same period would first be netted against each other. A net capital gain (or net capital loss) would arise if capital gains (or capital losses) from one period exceed capital losses (or capital gains) from that same period. A Resident Holder would effectively be subject to the higher inclusion and deduction rate of two-thirds in respect of its net capital gains (or net capital losses) arising in Period 2, to the extent that these net capital gains

(or net capital losses) exceed any net capital losses (or net capital gains) incurred in Period 1. Conversely, a Resident Holder would effectively be subject to the lower inclusion and deduction rate of one-half in respect of its net capital gains (or net capital losses) arising in Period 1, to the extent that these net capital gains (or net capital losses) exceed any net capital losses (or net capital gains) incurred in Period 2.

The annual C\$250,000 threshold for a Resident Holder that is an individual (other than most types of trusts) would be fully available in 2024 without proration and would apply only in respect of net capital gains realized in Period 2 less any net capital loss from Period 1. Certain other limitations to the C\$250,000 threshold may apply.

The Capital Gains Tax Proposals also contemplate adjustments of carried forward or carried back allowable capital losses to account for changes in the relevant inclusion and deduction rates.

The foregoing summary only generally describes the considerations applicable under the Capital Gains Tax Proposals, and is not an exhaustive summary of the considerations that could arise in respect of the Capital Gains Tax Proposals. Furthermore, the Capital Gains Tax Proposals could be subject to further changes. Resident Holders should consult their own tax advisors with regard to the Capital Gains Tax Proposals.

A capital loss realized on the disposition or deemed disposition of an Offered Share by a Resident Holder that is a corporation may in certain circumstances be reduced by the amount of dividends which have been previously received or deemed to have been received by the Resident Holder on such Offered Share, or a share substituted for such share, to the extent and in the circumstances specified by the Tax Act. Similar rules may apply where a Resident Holder that is a corporation is, directly or indirectly through a trust or partnership, a member of a partnership or a beneficiary of a trust that owns Offered Shares. A Resident Holder to which these rules may be relevant is urged to consult its own tax advisor.

Additional Refundable Tax

A Resident Holder that is throughout the relevant taxation year a “Canadian-controlled private corporation” (as defined in the Tax Act) or that is at any time in its taxation year a “substantive CCPC” (as defined in the Tax Act) may be liable to pay an additional tax (refundable in certain circumstances) on its “aggregate investment income”, which is defined in the Tax Act to include amounts in respect of (i) dividends or deemed dividends that are not deductible in computing the Resident Holder’s taxable income, and (ii) taxable capital gains.

Alternative Minimum Tax

Capital gains realized and dividends received or deemed to be received by a Resident Holder that is an individual or a trust, other than certain specified trusts, may give rise to alternative minimum tax under the Tax Act. Recent amendments to the Tax Act enacted on June 20, 2024 may affect the liability of a Resident Holder for alternative minimum tax. **Resident Holders who are individuals (including certain trusts) should consult their own tax advisors in this regard.**

Taxation of Non-Resident Holders

The following portion of this summary is generally applicable to Holders who, for the purposes of the Tax Act and at all relevant times: (i) are neither resident nor deemed to be resident in Canada, and (ii) do not use or hold Offered Shares in the course of business carried on or deemed to be carried on in Canada. Holders who meet all of the foregoing requirements are referred to herein as “**Non-Resident Holders**”, and this portion of the summary only addresses such Non-Resident Holders. Special rules, which are not discussed in this summary, may apply to a Non-Resident Holder that is an insurer carrying on business in Canada and elsewhere or an “authorized foreign bank” (as defined in the Tax Act). Such Non-Resident Holders should consult their own tax advisors.

Taxation of Dividends

Dividends paid or credited or deemed to be paid or credited to a Non-Resident Holder by the Corporation are subject to Canadian withholding tax at the rate of 25% of the gross amount of the dividend unless reduced by the terms of

an applicable tax treaty or convention between Canada and the country in which the Non-Resident Holder is resident. For example, under the *Canada-United States Tax Convention* (1980) as amended (the “**Treaty**”), the rate of withholding tax on dividends paid or credited to a Non-Resident Holder who is resident in the U.S. for purposes of the Treaty and entitled to full benefits under the Treaty (a “**U.S. Holder**”) is generally reduced to 15% of the gross amount of the dividend (or 5% in the case of a U.S. Holder that is a company beneficially owning at least 10% of the Corporation’s voting shares). The *Multilateral Convention to Implement Tax Treaty Related Measures to Prevent Base Erosion and Profit Shifting* of which Canada is a signatory, affects many of Canada’s bilateral tax treaties (but not the Treaty), including the ability to claim benefits thereunder. Non-Resident Holders should consult their own tax advisors in this regard.

Disposition of Offered Shares

A Non-Resident Holder generally will not be subject to tax under the Tax Act in respect of a capital gain realized on the disposition or deemed disposition of an Offered Share, nor will capital losses arising therefrom be recognized under the Tax Act, unless such Offered Share constitutes “taxable Canadian property” (as defined in the Tax Act) of the Non-Resident Holder at the time of disposition and the gain is not exempt from tax pursuant to the terms of an applicable tax treaty or convention.

Provided the Offered Shares are listed on a “designated stock exchange”, as defined in the Tax Act (which currently includes the TSXV and the NYSE American) at the time of disposition, the Offered Shares will generally not constitute taxable Canadian property of a Non-Resident Holder at that time, unless at any time during the 60-month period immediately preceding the disposition the following two conditions are satisfied concurrently: (i) (a) the Non-Resident Holder; (b) persons with whom the Non-Resident Holder did not deal at arm’s length; (c) partnerships in which the Non-Resident Holder or a person described in (b) holds a membership interest directly or indirectly through one or more partnerships; or (d) any combination of the persons and partnerships described in (a) through (c), owned 25% or more of the issued shares of any class or series of shares of the Corporation; and (ii) more than 50% of the fair market value of the Offered Shares was derived directly or indirectly from one or any combination of real or immovable property situated in Canada, “Canadian resource properties”, “timber resource properties” (each as defined in the Tax Act), and options in respect of, or interests in or for civil law rights in, such properties whether or not such property exists. Notwithstanding the foregoing, in certain circumstances set out in the Tax Act, the Offered Shares may be deemed to be taxable Canadian property to a Non-Resident Holder.

Even if the Offered Shares are taxable Canadian property of a Non-Resident Holder at the time of disposition, such Non-Resident Holder may be exempt from tax under the Tax Act on the disposition of such Offered Shares by virtue of an applicable income tax treaty or convention. In cases where a Non-Resident Holder disposes, or is deemed to dispose, of an Offered Share that is taxable Canadian property of that Non-Resident Holder, and the Non-Resident Holder is not entitled to an exemption from tax under the Tax Act or pursuant to the terms of an applicable income tax treaty or convention, the consequences under the headings “Taxation of Resident Holders – Disposition of Offered Shares” and “Taxation of Resident Holders – Capital Gains and Capital Losses” will generally be applicable to such disposition.

Non-Resident Holders who may hold Offered Shares as taxable Canadian property should consult their own tax advisors.

CERTAIN UNITED STATES FEDERAL INCOME TAX CONSIDERATIONS

The following discussion summarizes the anticipated U.S. federal income tax considerations generally applicable to a U.S. Holder (as defined below) of the ownership and disposition of the Common Shares. This discussion addresses only holders who acquire Common Shares pursuant to this Offering and hold such Common Shares as “capital assets” (generally, assets held for investment purposes).

This summary is based on the Internal Revenue Code of 1986, as amended (the “**Code**”), U.S. Treasury regulations, administrative pronouncements and rulings of the United States Internal Revenue Service (the “**IRS**”), and the Treaty, all as in effect on the date hereof, and all of which may be repealed, revoked or modified (possibly with retroactive effect) so as to result in U.S. federal income tax consequences different from those discussed below. This

summary does not describe any state, local or foreign tax law considerations, or any aspect of U.S. federal tax law other than income taxation (e.g., alternative minimum tax, the 3.8% Medicare tax on certain net investment income, or estate or gift tax). Except as specifically set forth below, this summary does not discuss applicable income tax reporting requirements. U.S. Holders should consult their own tax advisers regarding such matters.

No ruling from the IRS has been requested, or will be obtained, regarding the U.S. federal income tax consequences of the ownership or disposition of the Common Shares. This summary is not binding on the IRS, and the IRS is not precluded from taking a position that is different from, and contrary to, the discussion set forth in this summary. In addition, because the authorities on which this summary is based are subject to various interpretations, the IRS and U.S. courts could disagree with one or more of the positions taken in this summary.

This summary does not purport to address all U.S. federal income tax consequences that may be relevant to a U.S. Holder as a result of the ownership and disposition of the Common Shares, nor does it take into account the specific circumstances of any particular holder, some of which may be subject to special tax rules, including, but not limited to, tax exempt organizations, partnerships and other pass-through entities and their owners, banks or other financial institutions, insurance companies, regulated investment companies, real estate investment trusts, qualified retirement plans, individual retirement accounts or other tax-deferred accounts, persons that hold the Common Shares as part of a straddle, hedging transaction, conversion transaction, constructive sale or other similar arrangements, persons that acquired the Common Shares in connection with the exercise of employee share options or otherwise as compensation for services, persons that are resident or ordinarily resident in or have permanent establishment in a jurisdiction outside the United States, brokers, dealers or traders in securities or foreign currencies, traders in securities electing to mark to market, U.S. persons whose functional currency (as defined in the Code) is not the U.S. dollar, U.S. expatriates, or persons that own directly, indirectly or by application of the constructive ownership rules of the Code 10% or more of the Corporation's shares by voting power or by value.

As used herein, a “**U.S. Holder**” is a beneficial owner of the Common Shares who, for U.S. federal income tax purposes, is: (1) an individual who is a citizen or resident of the United States; (2) a corporation (or other entity treated as a corporation for U.S. federal income tax purposes) that is created or organized in or under the laws of the United States, any state thereof, or the District of Columbia, (3) an estate whose income is subject to U.S. federal income tax regardless of its source, or (4) a trust (A) if a U.S. court is able to exercise primary supervision over the administration of the trust and one or more U.S. persons have the authority to control all substantial decisions of the trust, or (B) that has validly elected to be treated as a U.S. person for U.S. federal income tax purposes.

If a partnership (or other entity or arrangement treated as a partnership for U.S. federal income tax purposes) holds the Common Shares, the tax treatment of a partner in or owner of the partnership or other entity or arrangement will generally depend upon the status of the partner or owner and the activities of the entity. Prospective investors who are partners in partnerships (or other entities or arrangements treated as partnerships for U.S. federal income tax purposes) that are beneficial owners of the Common Shares are urged to consult their own tax advisers regarding the tax consequences of the ownership and disposition of the Common Shares.

This summary is of a general nature only and is not intended to be tax advice to any prospective investor, and no representation with respect to the tax consequences to any particular investor is made. **Prospective investors are urged to consult their own tax advisers regarding the application of federal income tax laws to their particular circumstances, as well as any state, provincial, local, non-U.S. and other tax consequences of investing in the Common Shares and acquiring, holding or disposing of the Common Shares.**

Passive Foreign Investment Company Rules

A foreign corporation will generally be considered a passive foreign investment company (“**PFIC**”) for any taxable year in which (1) 75% or more of its gross income is “passive income” under the PFIC rules or (2) 50% or more of the average quarterly value of its assets produce (or are held for the production of) “passive income”. In general, “passive income” includes dividends, interest, certain rents and royalties and certain gains, including the excess of gains over losses from certain commodities transactions. Net gains from commodities transactions are generally treated as passive income unless such gains are active business gains from the sale of commodities and “substantially all” of the Corporation's commodities are stock in trade or inventory, depreciable property used in a

trade or business, or supplies regularly used or consumed in a trade or business. Moreover, for purposes of determining if the foreign corporation is a PFIC, if the foreign corporation owns, directly or indirectly, at least 25%, by value, of the shares of another corporation, it will be treated as if it directly holds its proportionate share of the assets and receives directly its proportionate share of the income of such other corporation. If a corporation is treated as a PFIC with respect to a U.S. Holder for any taxable year, the Corporation will generally continue to be treated as a PFIC with respect to that U.S. Holder in all succeeding taxable years, unless certain elections are made.

The determination as to whether a foreign corporation is a PFIC is based on the application of complex U.S. federal income tax rules, which are subject to differing interpretations, and the determination will depend on the composition of the income, expenses and assets of the foreign corporation from time to time and the nature of the activities performed by its officers and employees. The Corporation believes that it may have been classified as a PFIC for prior taxable years and may continue to be classified as a PFIC for the current taxable year, but the Corporation expects that it may cease being classified as a PFIC once it begins to generate revenues from operations. The Corporation's status as a PFIC in any taxable year, however, requires a factual determination that can only be made annually after the close of each taxable year. Therefore, there can be no assurance as to whether the Corporation will be classified as a PFIC for the current taxable year or for any future taxable year.

If the Corporation is classified as a PFIC, a U.S. Holder that does not make any of the elections described below would be required to report any gain on the disposition of the Common Shares as ordinary income, rather than as capital gain, and to compute the tax liability on the gain and any "Excess Distribution" (as defined below) received in respect of Common Shares as if such items had been earned ratably over each day in the U.S. Holder's holding period (or a portion thereof) for Common Shares. The amounts allocated to the taxable year during which the gain is realized or distribution is made, and to any taxable years in such U.S. Holder's holding period that are before the first taxable year in which the Corporation is treated as a PFIC with respect to the U.S. Holder, would be included in the U.S. Holder's gross income as ordinary income for the taxable year of the gain or distribution. The amount allocated to each other taxable year would be taxed as ordinary income in the taxable year during which the gain is realized or distribution is made at the highest tax rate in effect for the U.S. Holder in that other taxable year and would be subject to an interest charge as if the income tax liabilities had been due with respect to each such prior year. For purposes of these rules, gifts, exchanges pursuant to corporate reorganizations and use of Common Shares as security for a loan may be treated as a taxable disposition of Common Shares. An "Excess Distribution" is the amount by which distributions during a taxable year in respect of a common share exceed 125% of the average amount of distributions in respect thereof during the three preceding taxable years (or, if shorter, the U.S. Holder's holding period for Common Shares).

Certain additional adverse tax rules will apply to a U.S. Holder for any taxable year in which the Corporation is treated as a PFIC with respect to such U.S. Holder and any of the Corporation's subsidiaries is also treated as a PFIC (a "**Subsidiary PFIC**"). In such a case, the U.S. Holder will generally be deemed to own its proportionate interest (by value) in any Subsidiary PFIC and be subject to the PFIC rules described above with respect to the Subsidiary PFIC regardless of such U.S. Holder's percentage ownership in the Corporation.

The adverse tax consequences described above may be mitigated if a U.S. Holder makes a timely "qualified electing fund" election ("**QEF Election**"), with respect to its interest in the PFIC. If a U.S. Holder makes a timely QEF Election with respect to the Corporation, provided that the necessary information is provided by the Corporation, the electing U.S. Holder would be required in each taxable year that the Corporation is considered a PFIC to include in gross income (i) as ordinary income, the U.S. Holder's pro rata share of the ordinary earnings of the Corporation and (ii) as capital gain, the U.S. Holder's pro rata share of the net capital gain (if any) of the Corporation, whether or not the ordinary earnings or net capital gain are distributed. An electing U.S. Holder's basis in Common Shares will be increased to reflect the amount of any taxed but undistributed income. Distributions of income that had previously been taxed will result in a corresponding reduction of basis in Common Shares and will not be taxed again as distributions to the U.S. Holder.

A QEF Election made with respect to the Corporation will not apply to any Subsidiary PFIC; a QEF Election must be made separately for each Subsidiary PFIC (in which case the treatment described above would apply to such Subsidiary PFIC). If a U.S. Holder makes a timely QEF Election with respect to a Subsidiary PFIC, it would be required in each taxable year to include in gross income its pro rata share of the ordinary earnings and net capital

gain of such Subsidiary PFIC, but may not receive a distribution of such income. Such a U.S. Holder may, subject to certain limitations, elect to defer payment of current U.S. federal income tax on such amounts, subject to an interest charge (which would not be deductible for U.S. federal income tax purposes if the U.S. Holder were an individual).

The U.S. federal income tax on any gain from the disposition of Common Shares or from the receipt of Excess Distributions may be greater than the tax if a timely QEF Election is made in the first year in which a U.S. Holder holds Common Shares. There can be no assurance, however, that the Corporation will make available to U.S. Holders the information necessary to make a QEF Election for any taxable year in which the Corporation is a PFIC. U.S. Holders are urged to consult their own tax advisors about the U.S. federal income tax consequences to them if they are unable to make a timely and valid QEF Election for any taxable year in which the Corporation is treated as PFIC.

Alternatively, if the Corporation was to be classified as a PFIC, a U.S. Holder could also avoid certain rules described above by making a mark-to-market election (a “**Mark-to-Market Election**”), instead of a QEF Election, provided Common Shares are treated as regularly traded on a qualified exchange or other market within the meaning of the applicable U.S. Treasury Regulations. However, a U.S. Holder will not be permitted to make a Mark-to-Market Election with respect to a Subsidiary PFIC. U.S. Holders should consult their own tax advisers regarding the potential availability and consequences of a Mark-to-Market Election, as well as the advisability of making a protective QEF Election in case the Corporation is classified as a PFIC in any taxable year.

During any taxable year in which the Corporation or any Subsidiary PFIC is classified as a PFIC with respect to a U.S. Holder, that U.S. Holder generally must file IRS Form 8621. U.S. Holders should consult their own tax advisers concerning annual filing requirements.

Distributions on Common Shares

In general, subject to the PFIC rules discussed above, the gross amount of any distribution received by a U.S. Holder with respect to the Common Shares (including amounts withheld to pay Canadian withholding taxes) will be included in the gross income of the U.S. Holder as dividend income to the extent attributable to the Corporation’s current or accumulated earnings and profits, as determined under U.S. federal income tax principles. Because the Corporation does not expect to maintain calculations of the Corporation’s earnings and profits in accordance with U.S. federal income tax principles, U.S. Holders should expect that a distribution will generally be treated as a dividend for U.S. federal income tax purposes.

The amount of any distributions paid in Canadian dollars will equal the U.S. dollar value of such distributions determined by reference to the exchange rate on the day they are received by the U.S. Holder (with the value of such distributions computed before any reduction for any Canadian withholding tax), regardless of whether the payment is in fact converted into U.S. dollars at that time. A U.S. Holder will have a tax basis in Canadian dollars equal to their U.S. dollar value on the date of receipt. If the Canadian dollars received are converted into U.S. dollars on the date of receipt, the U.S. Holder should generally not be required to recognize foreign currency gain or loss in respect of the distribution. If the Canadian dollars received are not converted into U.S. dollars on the date of receipt, a U.S. Holder may recognize foreign currency gain or loss on a subsequent conversion or other disposition of the Canadian dollars. Such gain or loss generally will be treated as U.S. source ordinary income or loss.

Subject to applicable limitations and provided the Corporation is eligible for the benefits of the Treaty or the Common Shares are readily tradable on a United States securities market, dividends paid by the Corporation to non-corporate U.S. Holders, including individuals, generally will be eligible for the preferential tax rates applicable to long-term capital gains for dividends, provided certain holding period and other conditions are satisfied, including that the Corporation is not classified as a PFIC in the tax year of distribution or in the preceding tax year. Any amount of distributions treated as dividends generally will not be eligible for the dividends received deduction available to certain corporate U.S. Holders in respect of dividends received from U.S. corporations.

Distributions to a U.S. Holder with respect to the Common Shares may be subject to Canadian non-resident withholding tax. See “Certain Canadian Federal Income Tax Considerations” above. Any Canadian withholding tax paid will not reduce the amount treated as received by the U.S. Holder for U.S. federal income tax purposes.

However, subject to limitations imposed by U.S. law, a U.S. Holder may be eligible to receive a foreign tax credit for the Canadian withholding tax. For purposes of calculating a U.S. Holder's foreign tax credit, dividends received by such U.S. Holder with respect to the shares of a foreign corporation, including the Common Shares, generally constitute foreign source income. Dividends received by a U.S. Holder with respect to the Common Shares will generally constitute "passive category income" for purposes of the foreign tax credit. The rules governing the foreign tax credit are complex. U.S. Holders are urged to consult their own tax advisors regarding the availability of the foreign tax credit under their particular circumstances, including the impact of, and any exception available to, the special income sourcing rule described in this paragraph. U.S. Holders who do not elect to claim a foreign tax credit may be able to claim an ordinary income tax deduction for Canadian income tax withheld, but only for a taxable year in which the U.S. Holder elects to do so with respect to all non-U.S. income taxes paid or accrued in such taxable year.

Sale, Exchange or Other Taxable Disposition of Common Shares

Subject to the PFIC rules discussed above, upon a sale, exchange or other taxable disposition of the Common Shares, a U.S. Holder will generally recognize a capital gain or loss equal to the difference between the amount realized on such sale, exchange or other taxable disposition (or, if the amount realized is denominated in Canadian dollars, its U.S. dollar equivalent, determined by reference to the spot rate of exchange on the date of disposition) and the adjusted tax basis of such Common Shares. If any foreign tax is imposed on the sale, exchange or other disposition of the Common Shares, a U.S. Holder's amount realized will include the gross amount of the proceeds of the disposition before deduction of the tax. A U.S. Holder's initial tax basis in the Common Shares generally will equal the cost of such Common Shares. Such gain or loss will be a long-term capital gain or loss if the Common Shares have been held for more than one year and will be short-term gain or loss if the holding period is equal to or less than one year. Such gain or loss generally will be considered U.S. source gain or loss for U.S. foreign tax credit purposes. Long-term capital gains of certain non-corporate U.S. Holders are eligible for reduced rates of taxation. For both corporate and non-corporate U.S. Holders, limitations apply to the deductibility of capital losses. If a U.S. Holder receives any foreign currency on the sale of the Common Shares, the U.S. Holder may recognize ordinary income or loss as a result of currency fluctuations between the date of the sale of the Common Shares and the date the sale proceeds are converted into U.S. dollars.

Information Reporting and Backup Withholding

Payments of dividends and sales proceeds that are made within the United States or through certain U.S.-related financial intermediaries generally are subject to information reporting, and may be subject to backup withholding, unless (i) the U.S. Holder is a corporation or other exempt recipient or (ii) in the case of backup withholding, the U.S. Holder provides a correct taxpayer identification number and certifies that it is not subject to backup withholding on a duly executed IRS Form W-9 or otherwise establishes an exemption.

Backup withholding is not an additional tax. The amount of any backup withholding from a payment to a U.S. Holder may be allowed as a credit against the U.S. Holder's U.S. federal income tax liability and may entitle the U.S. Holder to a refund, provided that the required information is timely furnished to the IRS.

Required Disclosure with Respect to Foreign Financial Assets

Certain U.S. Holders are required to report information relating to an interest in the Common Shares, subject to certain exceptions (including an exception for Common Shares held in accounts maintained by certain financial institutions), by attaching a completed IRS Form 8938, Statement of Specified Foreign Financial Assets, with their tax return for each year in which they hold an interest in the Common Shares. U.S. Holders are urged to consult their own tax advisors regarding information reporting requirements relating to their ownership of the Common Shares.

INTERESTS OF EXPERTS

Information of a scientific or technical nature included in this prospectus supplement is based on the PEA Technical Report prepared by Peter Mehrfert, P.Eng., of Ausenco Engineering Canada ULC ("**Ausenco Canada**"), Scott

Elfen, P.E., of Ausenco Canada, James Millard, P.Geo., of Ausenco Sustainability ULC (“**Ausenco Sustainability**”), Jonathan Cooper, P.Eng., of Ausenco Sustainability, Allan Armitage, Ph.D., P. Geo, of SGS Canada Inc. (“**SGS**”), Ben Eggers, B.Sc. (hons), MAIG, P.Geo of SGS and Ramon Mendoza Reyes, P.Eng., of Entech Mining Ltd., each a “qualified person” under NI 43-101. To the best of the Corporation’s knowledge, after reasonable inquiry, as of the date hereof, Messrs. Mehrfert, Elfen, Millard, Cooper, Armitage, Eggers, and Reyes, nor the firms they work for beneficially own, directly or indirectly, less than 1% of the outstanding Common Shares.

MNP LLP is the auditor of the Corporation and has advised the Corporation that they are independent of the Corporation within the meaning of the relevant rules and related interpretations prescribed by the relevant professional bodies in Canada and any applicable legislation or regulation.

LEGAL MATTERS

Certain legal matters relating to the Offering will be passed upon (a) on behalf of the Corporation by Forooghian + Company Law Corporation and Koffman Kalef LLP with respect to certain Canadian legal matters and by Goodwin Procter LLP with respect to certain United States legal matters, and (b) on behalf of the Underwriters by Cassels Brock & Blackwell LLP with respect to certain Canadian legal matters and by Skadden, Arps, Slate, Meagher & Flom LLP with respect to certain United States legal matters. As of the date hereof, the partners and associates of Forooghian + Company Law Corporation, Koffman Kalef LLP and Cassels Brock & Blackwell LLP each as a group, own, directly or indirectly, less than 1% of the outstanding Common Shares.

EXEMPTION

Pursuant to a decision of the Autorité des marchés financiers dated February 1, 2023, the Corporation was granted exemptive relief from the requirement that this prospectus supplement, the base shelf prospectus and the documents incorporated by reference herein and therein be publicly filed in both the French and English languages. For the purposes of this prospectus supplement, the Corporation is not required to publicly file French versions of this prospectus supplement and the documents incorporated by reference herein.

TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the Common Shares is Computershare Investor Services Inc. at its principal offices in Vancouver, British Columbia.

RISK FACTORS

An investment in the Offered Shares is speculative and subject to risks and uncertainties. The risks and uncertainties described or incorporated by reference in this prospectus are not the only ones the Corporation may face. The occurrence of any one or more of these risks or uncertainties could have a material adverse effect on the value of any investment in the Corporation and the business, prospects, financial position, financial condition or operating results of the Corporation. Additional risks and uncertainties not presently known to the Corporation or that the Corporation currently deems immaterial may also become important factors that affect the Corporation and impair the Corporation’s business, prospects, financial position, financial condition and operating results.

Prospective investors should carefully consider all information contained in this prospectus supplement, including the base shelf prospectus and all documents incorporated by reference in this prospectus, and in particular should give special consideration to the risk factors set out below and under the section titled “Risk Factors” in the base shelf prospectus and in the Annual Information Form, which is incorporated by reference in this prospectus supplement and which may be accessed on the Corporation’s SEDAR+ profile at www.sedarplus.ca, and the information contained in the section entitled “Cautionary Note Regarding Forward-Looking Statements”.

Changes to Mining Laws and Regulation

On May 8, 2023, the Mexican Government enacted a decree amending several provisions of the Mining Law, the Law on National Waters, the Law on Ecological Equilibrium and Environmental Protection and the General Law for the Prevention and Integral Management of Waste (the “**Decree**”), which became effective on May 9, 2023. The Decree amends the mining and water laws, including: (i) the duration of the mining concession titles, (ii) the process to obtain new mining concessions (through a public tender), (iii) imposing conditions on water use and availability for the mining concessions, (iv) the elimination of “free land and first applicant” scheme, (v) new social and environmental requirements in order to obtain and keep mining concessions, (vi) the authorization by the Ministry of Economy of any mining concession’s transfer, (vii) new penalties and cancellation of mining concessions grounds due to non-compliance with the applicable laws, (viii) the automatic dismissal of any application for new concessions, and (ix) new financial instruments or collaterals that should be provided to guarantee the preventive, mitigation and compensation plans resulting from the social impact assessments, among other amendments.

These amendments could have an impact on our current and future exploration activities and operations in Mexico. However, the likelihood and extent of such impact is yet to be determined. On June 7, 2023, the Senators of the opposition parties (PRI, PAN and PRD) filed a constitutional action against the Decree, which is pending to be decided by Plenary of the Supreme Court of Justice. Additionally, on June 17, 2023, the Corporation filed amparo lawsuits, challenging the constitutionality of the Decree. Those amparo lawsuits are pending to be decided by the District Courts in Mexico, and protective suspension rulings preventing the application of the provisions included in the Decree have been granted to the Corporation.

Loss of Entire Investment

An investment in the Offered Shares is speculative and may result in the loss of an investor’s entire investment. Only potential investors who are experienced in high risk investments and who can afford to lose their entire investment should consider an investment in the Corporation.

Macroeconomic Risks

Political and economic instability (including the ongoing conflicts between Russia and Ukraine and Israel and Palestine), global or regional adverse conditions, such as pandemics or other disease outbreaks or natural disasters, currency exchange rates, trade tariff developments, transport availability and cost, including import-related taxes, transport security, inflation and other factors are beyond the Corporation’s control. The macroeconomic environment remains challenging and the Corporation’s results of operations could be materially affected by such macroeconomic conditions.

Inflationary Pressures

General inflationary pressures may affect labor and other costs, which could have a material adverse effect on the Corporation’s financial condition, results of operations and the capital expenditures required to advance the Corporation’s business plans. There can be no assurance that any governmental action taken to control inflationary or deflationary cycles will be effective or whether any governmental action may contribute to economic uncertainty. Governmental action to address inflation or deflation may also affect currency values. Accordingly, inflation and any governmental response thereto may have a material adverse effect on the Corporation’s business, results of operations, cash flow, financial condition and the price of the Corporation’s securities.

Negative Operating Cash Flow

The Corporation is an exploration stage company, and as a result has not generated cash flow from operations. Given that none of the Corporation’s properties have yet to enter commercial production and generate cash flow, the Corporation had negative operating cash flow for its financial year ended April 30, 2024 and the three-month period ended July 31, 2024. To the extent that the Corporation has negative cash flow in future periods, the Corporation

may need to deploy a portion of its cash reserves or a portion of the proceeds of any offering of securities, including the Offering, to fund such negative cash flow.

Capital Resources

Historically, capital requirements have been primarily funded through the sale of Common Shares. Factors that could affect the availability of financing include the progress and results of ongoing exploration at the Corporation's mineral properties, the state of international debt and equity markets and investor perceptions and expectations of the global market for silver and its derivatives. There can be no assurance that such financing will be available in the amount required at any time or for any period or, if available, that it can be obtained on terms satisfactory to the Corporation. Based on the amount of funding raised, the Corporation's planned exploration or other work programs may be postponed, or otherwise revised, as necessary.

Discretion in the Use of Net Proceeds

The Corporation currently intends to allocate the net proceeds, if any, received from the Offering as described under "Use of Proceeds"; however, the Corporation's management will have broad discretion concerning the actual application of such net proceeds, if any, as well as the timing of their expenditures and may elect to allocate net proceeds differently from that described under "Use of Proceeds" if determined by management to be in the Corporation's best interests to do so. Shareholders may not agree with the manner in which management chooses to allocate and spend the net proceeds. The failure by the Corporation's management to apply these funds effectively could result in financial losses and could have a material adverse effect on the Corporation's business, financial condition, results of operations and prospects and cause the price of the Common Shares to decline. Pending their use, the Corporation may invest the net proceeds from the Offering in a manner that does not produce income or that loses value.

Share Price Volatility

Capital and securities markets have a high level of price and volume volatility, and the market price of securities of many companies have experienced wide fluctuations in price which have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. Factors unrelated to the financial performance or prospects of the Corporation include macroeconomic developments in North America and globally, and market perceptions of the attractiveness of particular industries or asset classes. There can be no assurance that continued fluctuations in mineral or commodity prices will not occur. As a result of any of these factors, the market price of the Common Shares at any given time may not accurately reflect the long-term value of the Corporation.

Securities class action litigation has been brought against companies following years of volatility in the market price of their securities. The Corporation could in the future be the target of similar litigation. Securities litigation could result in substantial costs and damages and divert management's attention and resources. Further, there is no guarantee that an active trading market for the Common Shares will be maintained on the TSXV and/or the NYSE American.

Market Price Depression

Sales of a substantial number of Common Shares or other equity-related securities in the public markets by the Corporation or its significant shareholders could depress the market price of the Common Shares and impair the Corporation's ability to raise capital through the sale of additional equity securities. The Corporation cannot predict the effect that future sales of Common Shares or other equity-related securities would have on the market price of the Common Shares. The price of the Common Shares could be affected by possible sales of the Common Shares by hedging or arbitrage trading activity. If the Corporation raises additional funding by issuing additional equity securities, such financing may substantially dilute the interests of shareholders of the Corporation and reduce the value of their investment.

Dilution Risk

The Corporation may issue additional securities in the future (including but not limited to pursuant to the ATM Program), which may dilute a shareholder's holdings in the Corporation. The Corporation's notice of articles permit the issuance of an unlimited number of Common Shares, and shareholders will have no pre-emptive rights in connection with such further issuance. The directors of the Corporation have discretion to determine the price and the terms of further issuances. Moreover, additional Common Shares may be issued by the Corporation on the conversion of convertible securities, including the exercise of options under the Corporation's stock option plan, other securities under the Corporation's long term incentive plan, and upon the exercise of warrants.

Active Liquid Market for Common Shares

There may not be an active, liquid market for the Common Shares. There is no guarantee that an active trading market for the Common Shares will be maintained on the TSXV and/or the NYSE American. Investors may not be able to sell their Common Shares quickly or at the latest market price if trading in the Common Shares is not active.

Competition

The mining industry is highly competitive, and the Corporation's competition includes larger, more established companies with longer operating histories and greater financial and technical resources. Those larger companies may also have a greater ability to continue long-term development activities and to absorb the burden of present and future federal, state, provincial, local and other laws and regulations. In addition, other companies may be able to offer better compensation packages to attract and retain qualified personnel than we are able to offer, and pay more to acquire leases or technical equipment.

Enforcement of U.S. Judgments

The Corporation is incorporated under the laws of British Columbia, Canada, and all of the Corporation's directors and officers are not residents of the United States. Because certain of the Corporation's assets and the assets of these persons are located outside of the United States, it may be difficult for U.S. investors to effect service of process within the United States upon the Corporation or upon such persons who are not residents of the United States, or to realize in the United States upon judgments of U.S. courts predicated upon civil liabilities under U.S. securities laws. A judgment of a U.S. court predicated solely upon such civil liabilities may be enforceable in Canada by a Canadian court if the U.S. court in which the judgment was obtained had jurisdiction, as determined by the Canadian court, in the matter. There is substantial doubt whether an original action could be brought successfully in Canada against any of such persons or the Corporation predicated solely upon such civil liabilities.

U.S. Federal Income Tax Risks

If the Corporation is treated as a passive foreign investment company, United States shareholders may be subject to adverse U.S. federal income tax consequences. A foreign corporation will generally be considered a PFIC for any taxable year in which (i) 75% or more of its gross income is "passive income" under the PFIC rules or (ii) 50% or more of the average quarterly value of its assets produce (or are held for the production of) "passive income". The Corporation believes that it may have been classified as a PFIC for prior taxable years and may continue to be classified as a PFIC for the current taxable year, but the Corporation expects that it may cease being classified as a PFIC once it begins to generate revenues from operations. The Corporation's status as a PFIC in any taxable year, however, requires a factual determination that can only be made annually after the close of each taxable year. Therefore, there can be no assurance as to whether the Corporation will be classified as a PFIC for the current taxable year or for any future taxable year. If the Corporation is treated as a PFIC for any taxable year during which a U.S. person holds Common Shares, such U.S. person may be subject to material adverse tax consequences upon a sale, exchange or other disposition of such Common Shares, or upon the receipt of distributions in respect of such Common Shares, unless certain elections are made. Each prospective investor is strongly urged to consult its own tax advisors regarding the application of these rules, along with the availability and advisability of any elections, to such investor's particular circumstances. See the section above entitled "Certain U.S. Federal Income Tax Considerations."

If a U.S. person is treated as owning (directly, indirectly or constructively) at least 10% of the value or voting power of the Common Shares, such person may be treated as a United States shareholder with respect to each controlled foreign corporation in the Corporation's group (if any). A United States shareholder of a controlled foreign corporation may be required to annually report and include in its U.S. taxable income its pro rata share of Subpart F income, global intangible low-taxed income and investments in U.S. property by controlled foreign corporations, whether or not the Corporation will make any distributions. An individual that is a United States shareholder with respect to a controlled foreign corporation generally would not be allowed certain tax deductions or foreign tax credits that would be allowed to a United States shareholder that is a corporation. A failure to comply with these reporting obligations may subject a United States shareholder to significant monetary penalties and may prevent the statute of limitations with respect to a United States shareholder's U.S. federal income tax return for the year for which reporting was due from starting. Furthermore, the Corporation cannot provide any assurances that it will have sufficient information to assist investors in determining whether the Corporation or any of its subsidiaries are treated as a controlled foreign corporation or whether such investor is treated as a United States shareholder with respect to any such controlled foreign corporations. The Corporation also cannot guarantee that it will be in a position to furnish to any United States shareholder information that may be necessary to comply with the aforementioned reporting and tax payment obligations. Prospective U.S. investors should consult their own advisors regarding the potential application of these rules to an investment in the Common Shares.

Forward-Looking Statements May Prove to be Inaccurate

Investors are cautioned not to place undue reliance on forward-looking statements. By their nature, forward-looking statements involve numerous assumptions, known and unknown risks and uncertainties, of both a general and specific nature, that could cause actual results to differ materially from those suggested by the forward-looking statements or contribute to the possibility that predictions, forecasts or projections will prove to be materially inaccurate. Additional information on the risks, assumptions and uncertainties are found in this prospectus supplement and the base shelf prospectus and under the heading "Cautionary Note Regarding Forward-Looking Statements".

WHERE YOU CAN FIND MORE INFORMATION

Copies of the documents incorporated by reference in this prospectus supplement and the base shelf prospectus may be obtained on request without charge from the Corporate Secretary of the Corporation at Suite 1723, 595 Burrard Street, Vancouver, British Columbia, V7X 1J1, telephone (778) 899-3050; e-mail: info@vizslasilver.ca, and are also available electronically under the SEDAR+ profile of the Corporation at www.sedarplus.ca or through EDGAR at the website of the SEC at www.sec.gov.

The Corporation has filed with the SEC the registration statement under the U.S. Securities Act with respect to the Offered Shares offered under this prospectus supplement. This prospectus supplement, the accompanying base shelf prospectus and the documents incorporated by reference herein and therein, which form a part of the registration statement, do not contain all of the information set forth in the registration statement, certain parts of which are contained in the exhibits to the registration statement as permitted by the rules and regulations of the SEC. Information omitted from this prospectus supplement or the base shelf prospectus but contained in the registration statement is available on EDGAR under the Corporation's profile at www.sec.gov. Reference is also made to the registration statement and the exhibits thereto for further information with respect to the Corporation, the Offering and the Offered Shares. Statements contained in this prospectus supplement as to the contents of certain documents are not necessarily complete and, in each instance, reference is made to the copy of the document filed as an exhibit to the registration statement. Each such statement is qualified in its entirety by such reference.

The Corporation is required to file with the various securities commissions or similar authorities in all of the provinces of Canada, annual and quarterly reports, material change reports and other information. The Corporation is also an SEC registrant subject to the informational requirements of the Exchange Act and, accordingly, files with, or furnishes to, the SEC certain reports and other information. Under the MJDS, these reports and other information (including financial information) may be prepared in accordance with the disclosure requirements of Canada, which differ from those of the United States. As a "foreign private issuer" (as defined under United States securities laws), the Corporation is exempt from the rules under the Exchange Act prescribing the furnishing and content of proxy

statements, and the Corporation's officers, directors and principal shareholders are exempt from the reporting and short-swing profit recovery provisions contained in Section 16 of the Exchange Act.

ENFORCEABILITY OF CIVIL LIABILITIES

The Corporation is incorporated under and governed by the *Business Corporations Act* (British Columbia). All of the officers, all of the directors and some of the experts named in this prospectus are not residents of the United States, some of the Underwriters or experts named in this prospectus supplement and in the accompanying base shelf prospectus are not residents of the United States, and certain of the Corporation's assets and all or a substantial portion of the assets of such persons are located outside of the United States. The Corporation has appointed an agent for service of process in the United States, but it may be difficult for holders of Common Shares who reside in the United States to effect service within the United States upon the Corporation or these persons in the United States. It may also be difficult for holders of Common Shares who reside in the United States to realize in the United States upon judgments of courts of the United States predicated upon the Corporation's civil liability and the civil liability of the Corporation's directors and officers and experts under the United States federal securities laws.

The Corporation filed with the SEC, concurrently with the registration statement of which this prospectus forms a part, an appointment of agent for service of process on Form F-X. Under the Form F-X, the Corporation appointed Cogency Global Inc. with an address at 122 East 42nd Street, 18th Floor, New York, NY 10168 as its agent for service of process in the United States in connection with any investigation or administrative proceeding conducted by the SEC and any civil suit or action brought against or involving the Corporation in a United States court arising out of or related to or concerning the Offering.

ELIGIBILITY FOR INVESTMENT

In the opinion of Koffman Kalef LLP, tax counsel to the Corporation, and Cassels Brock & Blackwell LLP, counsel to the Underwriters, based on the provisions of the Tax Act as of the date hereof, and all proposals to amend the Tax Act publicly announced by or on behalf of the Minister of Finance (Canada) prior to the date hereof, the Offered Shares, if issued on the date hereof, would be "qualified investments" under the Tax Act for a trust governed by a registered retirement savings plan ("RRSP"), registered retirement income fund ("RRIF"), registered education savings plan ("RESP"), registered disability savings plan ("RDSP"), tax-free savings account ("TFSA"), first home savings account ("FHSA") (each a "**Registered Plan**"), and "deferred profit sharing plan", as each of those terms is defined in the Tax Act provided that the Offered Shares are listed on a "designated stock exchange" as defined in the Tax Act (which currently includes the TSXV and NYSE American) or the Corporation otherwise qualifies as a "public corporation" (as defined in the Tax Act).

Notwithstanding that the Offered Shares may be a "qualified investment" for a Registered Plan, the annuitant under an RRSP or RRIF, the holder of a TFSA, FHSA or RDSP, or the subscriber of an RESP, as the case may be, (the "**Controlling Individual**") will be subject to a penalty tax in respect of such Offered Shares held in the Registered Plan if the Offered Shares are a "prohibited investment" (as defined in the Tax Act) for the particular Registered Plan. The Offered Shares will be a "prohibited investment" for a particular Registered Plan if the Controlling Individual (i) does not deal at arm's length with the Corporation for purposes of the Tax Act, or (ii) has a "significant interest" (as defined in subsection 207.01(4) of the Tax Act) in the Corporation. Generally, a Controlling Individual will not have a "significant interest" in the Corporation provided that the Controlling Individual, together with persons with whom the Controlling Individual does not deal at arm's length, does not own, directly or indirectly, at any time 10% or more of the issued shares of any class of the Corporation or of any corporation related to the Corporation (for purposes of the Tax Act). In addition, the Offered Shares will not be a prohibited investment if such securities are "excluded property" (as defined in the Tax Act for purposes of these rules) for the particular Registered Plan.

Persons who intend to hold Offered Shares in a trust governed by a Registered Plan should consult their own tax advisors with respect to the application of these rules in their particular circumstances.

PURCHASERS' STATUTORY RIGHTS

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase securities. This right may be exercised within two business days after receipt or deemed receipt of a prospectus or a prospectus supplement relating to the securities purchased by a purchaser and any amendments thereto. In several of the provinces and territories, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revision of the price or damages if the prospectus or base shelf prospectus supplement relating to the securities purchased by a purchaser and any amendments thereto contain a misrepresentation or is not delivered to the purchaser, provided that the remedies for rescission, revision of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for the particulars of these rights or consult with a legal advisor.

In an offering of Common Shares, investors are cautioned that the statutory right of action for damages for a misrepresentation contained in this prospectus supplement is limited, in certain provincial and territorial securities legislation, to the price at which the Common Share is offered to the public under the Offering. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for the particulars of this right of action for damages or consult with a legal advisor.

APPENDIX A – MINERAL PROPERTY DISCLOSURE

The following represents information summarized from the PEA Technical Report prepared by Peter Mehrfert, P.Eng., of Ausenco Canada, Scott Efen, P.E., of Ausenco Canada, James Millard, P.Geo., of Ausenco Sustainability, Jonathan Cooper, P.Eng., of Ausenco Sustainability, Allan Armitage, Ph.D., P. Geo., of SGS, Ben Eggers, B.Sc. (hons), MAIG, P.Geo of SGS and Ramon Mendoza Reyes, P.Eng., of Entech Mining Ltd., each of whom is a qualified person, filed in connection with the Panuco Project. The following summary does not purport to be a complete summary of the Panuco Project and is qualified in its entirety with reference to the full text of the PEA Technical Report, which is available for review under the Corporation's profile on SEDAR+ at www.sedarplus.ca. Readers should read this summary in conjunction with the PEA Technical Report. Capitalized or abbreviated terms used in this section and not otherwise defined shall carry the meanings of such terms in the PEA Technical Report. See "Interests of Experts".

Introduction

Vizsla Silver Corp. (Vizsla or the Company) commissioned Ausenco Engineering Canada ULC and Ausenco Sustainability ULC (Ausenco) to compile a preliminary economic assessment (PEA) of the Panuco Project (the Property or the Project). The PEA was prepared in accordance with the Canadian disclosure requirements of National Instrument 43-101 – Standards and Disclosure for Mineral Projects (NI 43-101) and the requirements of Form 43-101 F1.

The responsibilities of the engineering companies contracted by Vizsla to prepare the PEA Technical Report are as follows:

- Ausenco managed and coordinated the work related to the technical report, developed PEA-level design, capital and operating cost estimates for the process plant and general site infrastructure. Ausenco also undertook the review of the environment and permitting studies and completed the economic analysis.
- SGS prepared the mineral resource estimate (MRE) for the Project and completed the work related to the geological setting, deposit type, drilling, exploration works, sample preparation and analysis and data verification.
- Entech completed the mine design, mine production schedule and provided the mining capital and operating costs.

The property hosts nine known polymetallic precious metal deposits:

- Copala,
- Cristiano,
- Tajitos,
- Napoleon,
- La Luisa,
- Cruz Negra,
- Josephine,
- San Antonio, and
- Animas.

Silver and gold are the metals of interest

Mineral Tenure, Surface Rights, Water Rights, Royalties and Agreements

The Panuco Project is in the Panuco–Copala mining district in the municipality of Concordia, southern Sinaloa state, along the western margin of the Sierra Madre Occidental physiographic province in western Mexico. The Project comprises 119 titled mining concessions in nineteen blocks, covering a total area of 16,536.87 ha, and two mineral concessions covering 1,321.15 ha. The mining concessions are held 100% by Vizsla. The concessions are granted for 50 years, except San Carlos that was originally granted for 100 years, provided semi-annual property tax

payments are made in January and July each year and if minimum annual investment requirements are met, or if there is minimum annual production equal to the amount of the annual investment requirement. The concession owner may apply for a second 50-year term. Property tax payments of MX\$2.03M were made in January and July of 2023 and MX\$2.116M were paid in January of 2024 by Vizsla. Additionally, the company paid MX\$2.421M of outstanding taxes in May 2024, for the recently acquired El Richard and San Enrique claims.

On January 17, 2024, Vizsla announced its intention to spin out the shares of Vizsla Royalties Corp, a wholly owned subsidiary of Vizsla, to the Company's shareholders. Vizsla Royalties currently holds, indirectly, a net smelter royalty (the "Royalty") on any potential future mineral production at Vizsla's flagship, 100% owned Panuco silver-gold project located in Sinaloa, Mexico. The Royalty consists of: (i) a 2.0% net smelter return royalty on certain unencumbered concessions comprising the Project; and (ii) a 0.5% net smelter return royalty on certain encumbered concessions comprising the Project, which have a pre-existing 3.0% net smelter return royalty (the "Underlying Royalty"). Vizsla is also expected to: (i) transfer to Vizsla Royalties the right to purchase one-half of the 3% Underlying Royalty; (ii) grant Vizsla Royalties the right to acquire a royalty on any future projects acquired by Vizsla in the 24-month period after completion of the Spinout, which right would automatically terminate upon a change of control of Vizsla Royalties or Vizsla and (iii) make a cash injection into Vizsla Royalties.

Most of the surface rights in the municipality of Concordia are owned by Ejidos, which are areas of communal land used for agriculture. Community members individually farm designated parcels and collectively maintain communal holdings comprising the ejido. Ejidos are registered with Mexico's National Agrarian Registry (Registro Agrario Nacional). Surface rights to most of the land underlying the Project area are owned by six Ejidos. Mining concession owners have the right to obtain the expropriation, temporary occupancy, or creation of land easements required to complete exploration and mining work, including the deposit of rock dumps, tailings, and slag. Vizsla has agreements in place with 5 Ejidos covering a total of 15,029.63 ha within the Property with rights to extend the area as required with the same consideration per hectare.

Geology Mineralization

The Project is on the western margin of the Sierra Madre Occidental (SMO), a high plateau and physiographic province that extends from the U.S.A.–Mexico border to the east-trending Trans-Mexican Volcanic Belt. The SMO is a Large Igneous Province (LIP) recording continental magmatic activity from the Late Cretaceous to the Miocene in three main episodes. The first episode, termed the Lower Volcanic Complex (LVC), comprises a suite of intrusive bodies, including the Sonora, Sinaloa, and Jalisco batholiths and andesitic volcanic rock units with minor dacite and rhyolite tuffs and ignimbrites that are correlative with the Tarahumara Formation in Sonora of Late Cretaceous to Eocene age. The second magmatic episode is dominated by rhyolitic ignimbrites and tuffs that built one of the earth's largest silicic volcanic provinces and has been termed the Upper Volcanic Supergroup (UVS). These dominantly rhyolitic units were extruded in two episodes, from about 32 to 28 Ma and 24 to 20 Ma. These two periods of magmatic activity are associated with the subduction of the Farallon plate under North America and the Laramide orogeny that occurred between the Upper Cretaceous - Paleocene and the Eocene. The third episode comprises post-subduction alkali basalts and ignimbrites associated with the opening of the Gulf of California between the late Miocene and Pleistocene - Quaternary.

The western part of the SMO in Sonora and Sinaloa is cut by north-northwest-trending normal fault systems developed during the opening of the Gulf of California between 27 and 15 Ma. The normal fault systems favoured the formation of elongated basins that were subsequently filled with continental sedimentary rocks. The basins occur in a north-northwest-trending belt extending from western Sonora to most of Sinaloa.

The basement to the SMO is locally exposed in northern Sinaloa, near Mazatlan and on small outcrops within the project area. It comprises folded metasedimentary and metavolcanic rocks, deformed granitoids, phyllitic sandstones, quartzites, and schists of the Tahue terrane of Jurassic to Early Cretaceous age (Montoya-Lopera et al., 2019, Sedlock et al., 1993 and Campa and Coney 1982).

In the broader Project area, the LVC comprises granite, granodiorite, and diorite intrusive phases correlative with the Late Cretaceous to Early Paleocene San Ignacio and Eocene Piaxtla batholiths in San Dimas district. The andesite lavas, rhyolite–dacite tuffs, and ignimbrites are locally intruded by the Late Cretaceous to Early Paleocene intrusive phases and younger Eocene-Oligocene felsic dikes and domes. Northwest trending intermontane basins filled with

continental conglomerates and sandstones incise the UVS and LVC in the Project area. The Oligocene age ignimbrites of the UVS occur east of the property towards Durango state.

The structure of the Project area is dominated by north-northwest-trending extensional and transtensional faults developed or reactivated during the Basin and Range tectonic event (~28 to 18 Ma). The extensional belt is associated with aligned rhyolite domes and dikes and Late Oligocene to Middle Miocene grabens.

Mineralization on the Panuco Property comprises several epithermal quartz veins. Previous workers and recent mapping and prospecting works conducted by Vizsla's geologists determined a cumulative length of vein traces of 86 km. Individual vein corridors are up to 7.6 km long, and individual veins range from decimetres to greater than 10 m wide. Veins have narrow envelopes of silicification, and local argillic alteration, commonly marked by clay gouge. Propylitic alteration consisting of chlorite-epidote in patches and veins affecting the andesites and diorite are common either proximal or distal to the veins.

The primary mineralization along the vein corridors comprises hydrothermal quartz veins and breccias with evidence of four to five different quartz stages: generally white, grey, and translucent and varying grain size from amorphous/microcrystalline-coarse. A late stage of amethyst quartz is also observed in some veins. The grey colour in quartz is due to the presence of fine-grained disseminated sulphides, believed to be mainly pyrite and acanthite. Vizsla has delineated several hydrothermal breccias with grey quartz occurring more commonly at lower levels of the vein structures. Barren to low grade, quartz is typically white and is more common in the upper parts of the veins and breccias. Locally, mineralized structures are cut by narrow, banded quartz veins with thin, dark argentite/acanthite, sphalerite, galena, and pyrite bands. Bladed and lattice quartz pseudomorphs after calcite have been noted at several locations within the veins and indicate boiling conditions during mineral deposition. Later quartz veinlets cut all the mineralized zones with a mix of white quartz and purple amethyst. The amethyst is related to mixing near-surface waters as the hydrothermal system is collapsing, as has been noted in the nearby San Dimas district (Montoya-Lopera et al., 2019).

The Mineral Resource includes ten mineralized vein systems: the Napoleon, Napoleon hanging wall, Josephine, and Cruz Negra veins; the Copala, Cristiano, Tajitos and Copala 2 veins; the San Antonio vein; and the Rosarito vein. These trends are west to east within the Napoleon, Cinco Senores, Cordon del Oro, and Animas-Refugio corridors. The bulk of the resource veins strike north-northwest to north-northeast, with thicknesses varying from 1.5 m to over 10 m.

History

Capitan Francisco de Ibarra founded Concordia in 1565 and gold and silver veins in Panuco and Copala were first exploited in the centuries that followed, Sim (2008) and Robinson (2019). Although production has been carried out on the Panuco Project over the last 460 years, no production records are available to Vizsla.

The first recorded modern mining activity commenced late in the 20th century. The Mineral Resources Council (Consejo de Recursos Minerales [CRM], the predecessor of the Mexican Geological Service [SGM]) carried out 1:50,000 scale mapping on map sheets, F13-A37, F13-A36, and F13-A46 and fine-fraction stream sediment sampling in 1999, 2003, and 019 respectively (Avila-Ramirez, 1999, Polanco-Salas et al., 2003, Rosendo-Brito et al., 2019).

In 1989 the CRM optioned and sold several mineral concessions in the district, including to Grupo Minero Bacis (Bacis). Bacis drilled 19 holes totalling 2,822.8 m along the Animas-Refugio corridor, but only collar and survey records exist of this work.

From 1999 to 2001, Minera Rio Panuco S.A de C.V. (Rio Panuco) explored the Animas-Refugio and Cordon del Oro structures culminating in 45 holes, for 8,358.6 m. No geological drill logs, downhole survey data, downhole sample data or downhole geochemical assay data have been preserved.

Capstone Mining Corp. (Capstone) optioned the Bacis concessions in 2004 and carried out geologic mapping and sampling of the Animas-Refugio and Cordon del Oro structures. In 2005, Capstone drilled 15,374 m in 131 holes on

down-dip extensions of the Clemens and El Muerto mines on the Animas–Refugio vein. In 2007, Capstone explored the La Colorada structure with surface mapping and sampling followed by 6,659 m of drilling in 64 holes.

Also, in 2007, Capstone transferred the claims of the Copala, Claudia, Promontorio, Montoros, and Martha projects to Silverstone Corp. (Silverstone). Capstone and Silverstone completed 21,641 m of drilling in 200 holes from 2005 to 2008 (Christopher and Sim, 2008).

Christopher and Sim (2008) prepared two Mineral Resource estimates on the property for Silverstone on October 16, 2008. The Mineral Resource estimates were prepared for the La Colorada vein-manto and the La Pipa, El Muerto and Clemens portions of the Animas–Refugio Vein.

Silverstone merged with Silver Wheaton Ltd. (Silver Wheaton) in 2009 and Silver Wheaton subsequently sold the shares of concession owner Silverstone to Mexican owners. The Silverstone owners mined out a portion of the Mineral Resource defined in 2008 over the next decade. Silverstone mined parts of the Clemens, El Muerto, La Pipa, Mariposa, El 40, and San Martin mineralized shoots until mining encountered the water table, preventing further mining.

Silverstone or unauthorized mining activity in the intervening years exploited most of the Mineral Resources estimated by Christopher and Sim (2008).

Rio Panuco contracted Geophysical Surveys S.A. de C.V. of Mexico City in 2016 to conduct an airborne magnetics survey. However, no data are available, and no survey or flight specifications are included in the report. The survey was flown in two blocks.

In 2019, Silverstone and Rio Panuco optioned their mineral concessions to Minera CANAM.

Exploration

Vizsla commenced exploration on the Project in July 2019. Surface exploration to date has included geological mapping, rock geochemical sampling, geophysical surveys. The 1:1,000 scale geological mapping of the Property completed as of December 2023 amounts to 4,330 ha mapped out of a total of 7,074 ha held by the company, which represents 61.4% of the total area mapped. Rock geochemical sampling completed between 2019 and 2024 amounts to 5,930 samples. Vizsla has conducted airborne and ground surveys since 2019. These include Fixed Loop Electromagnetic surveys (FLEM) or ground EM surveys, drone magnetic surveys, and LiDAR.

Drilling

Since initiating drilling on the Property in November 2019, Vizsla has conducted a number of significant drill campaigns in the Napoleon, Copala-Tajitos, Animas and San Antonio areas. Up to June 18, 2024 (data cut-off date for the PEA technical report), Vizsla has completed 973 drill holes totaling 371,576.72 m and collected 56,198 assays. Vizsla has continued to drill at the Project since June 2024.

In November 2019, Vizsla began drilling on the Panuco Project on the Animas-Refugio corridor near the La Pipa and Mariposa mine areas. A total of 820.50 m in three drill holes was completed in 2019.

Drilling for 2020 totalled 28,643.42 m in 129 drill holes. The four main corridors of Napoleon, Cinco Senores, Cordon del Oro, and Animas-Refugio were tested. Drilling was focused on initially on targets proximal to areas of historical mapped and worked veins.

Drilling at the Panuco Project in 2021 totalled 100,242.55 m in 320 drill holes. The drilling focused along the Napoleon and Tajitos vein areas, with 54,759.15 m in 180 drill holes and 34,769.35 m in 104 drill holes, respectively. Additionally, 4,438.50 m in 14 drill holes were drilled in the Animas–Refugio corridor, and 6,275.55 m in 22 drill holes in the Cordon del Oro corridor.

At Napoleon and Tajitos, infill and delineation drilling focussed on denser drilling to inform the Mineral Resource estimate and expand the structure's strike length. Drilling discoveries in 2021 included the Josephine and Copala veins. Further drill testing included the Cruz Negra, Alacran, Cinco Senores, and Colorada vein areas. In the Animas–Refugio corridor, drilling tested the Rosarito segment included in the Mineral Resource estimate, in addition to the Peralta and Cuevillas veins. Drilling at the Cordon del Oro corridor targeted the San Antonio structure in addition to exploration near the Aguita Zarca vein.

Drilling for 2022 totalled 121,582.40 m in 297 drill holes. The four main corridors of Napoleon, Cinco Senores, Cordon del Oro, and Animas-Refugio were tested. Drilling at the Napoleon corridor included 109 drill holes tested the Napoleon structure, for 53,412.80 m. At the Cordon del Oro corridor, drilling totalled 7,225.80 m in 30 drill holes. Drilling at the Copala/Tajitos veins included 135 drill holes for 52,045.10 m. Additionally, 6,588.90 m in 16 drill holes were drilled in the Animas–Refugio corridor and 2,309.80 m in 7 drill holes were drilled in the Broche de Oro area.

The bulk of 2022 drilling was centred on the western portion of the district, focused on upgrading and expanding resources at the Copala and Napoleon areas. At Copala, mineralization was traced over 1,150 m along strike, 400 m down dip, and remains open to the north and southeast. At Napoleon, drilling throughout 2022 successfully expanded mineralization along strike and down plunge to the south, several vein splays were identified in the hanging wall and footwall of the main structure. Other notable discoveries included the Cristiano and La Luisa Veins.

Drilling for 2023 totalled 99,800.65 m in 180 drill holes. The main Napoleon and Cinco Senores corridors were primarily tested with limited drilling in the Animas–Refugio corridor. Drilling at the Napoleon corridor included 75 drill holes testing the Napoleon structure, for 40,926.80 m. Drilling at the Copala/Tajitos veins included 86 drill holes for 52,083.65 m. Drilling in the Animas–Refugio corridor included 8 drill holes for 2,548.50 m. Additional geotechnical drilling was completed at Napoleon, 6 drill holes for 2,375.70 m, and Cordon del Oro, 5 drill holes for 1,866.00 m.

The 2023 drilling was centred on the western portion of the district, focused on upgrading and expanding resources at the Copala and Napoleon areas. At Copala, mineralization has now been traced over 1,700 m along strike and to depths of 450 to 550 m and remains open to the north and southeast. At Napoleon, drilling throughout 2023 successfully expanded mineralization along strike and down plunge/dip to the south, several vein splays were identified in the hanging wall and footwall of the main structure. Other notable discoveries include the La Luisa Vein and the Molino Vein.

Drilling for 2024 (to June 18) totalled 20,487.20 m in 44 drill holes. The main Napoleon and Cinco Senores corridors were tested. Drilling at the Napoleon corridor included 16 drill holes testing the Napoleon structure, for 8,885.20 m. Drilling at the Copala/Tajitos veins included 28 drill holes for 11,602.00 m.

The 2024 drilling was centred on the western portion of the district, primarily focused on infill drilling at 50 m centres to upgrade resources within the Copala and Napoleon areas. Drilling at La Luisa focused on infill holes within highgrade shoots of the La Luisa and Footwall vein splay. The discovery of the El Molino vein in 2023 occurred approximately 250 m west of the Copala and Tajitos veins, but new interpretations and drilling confirmed that the vein extends southwest and intersects with Napoleon.

Metallurgical Test Work

Preliminary metallurgical test programs have been completed on each of the 3 main deposits that form the Panuco resource. All test programs were conducted at ALS Metallurgy in Kamloops, BC, Canada. The Napoleon test program was conducted in 2021 on samples obtained from 7 drill holes in the 2020 and 2021 drill programs. The Tajitos test program was conducted in 2022 on samples from 22 drill holes in the 2020 and 2021 drill programs. The Copala test program was conducted in 2023 on samples from 8 drill holes in the 2022 drill program.

The sample selections covered a range of identified lithologies. Master composites were assembled to obtain feed grades that were similar to the expected average resource grades, variability composites were assembled to cover

ranges of grades and lithologies. The majority of the testing was completed on the master composites of each deposit.

Comminution testing was completed which suggested that the materials were competent with respect to both impact and attrition breakage. Drop Weight tests (SMC) were only conducted on the Copala samples and returned an average Axb value of 33. Bond ball mill tests conducted on samples from all three deposits measured ball mill work index (BMW_i) values ranging from 16.4 to 18.9 kWhr/tonne.

Mineralogical assessments on the feed samples using QEMSCAN indicated that the host rock was primarily quartz and feldspars. Quartz contents ranged from 55 to 86%. The samples contained generally low levels of sulphide minerals, with pyrite as the most abundant sulphide mineral. The Napoleon samples contained elevated levels of galena and sphalerite, these base metal mineral contents were generally quite low in the Tajitos and Copala samples. Analyses on the Tajitos and Copala samples indicated that silver was mostly present in the form of a silver sulphide mineral acanthite, although small amounts were present in silver-copper sulphides. Detailed analyses on the Copala samples indicated a significant portion of the silver bearing sulphide minerals were quite fine grained and poorly liberated, suggesting that somewhat fine primary grind sizes may be required to achieve high silver recoveries.

Froth flotation tests were conducted on all samples, investigating the potential to sequentially float lead and zinc, as well as simply recovering a bulk sulphide concentrate. Open circuit cleaner testing on the Napoleon master composite demonstrated that production of lead and zinc concentrates that meet standard marketing grade targets would be possible using industry-proven processing conditions. In this flowsheet, about 70 and 80 percent of the silver and gold, respectively, would report to the lead concentrate. The zinc concentrates contained approximately 0.4% cadmium, which may be of concern for marketing, otherwise no other deleterious elements were measured at penalty levels.

Lead-zinc sequential flotation was only investigated in rougher flotation protocols on the Tajitos and Copala samples, distributions of silver and gold to the rougher concentrates were similar to the Napoleon material. Bulk sulphide flotation on all three deposits indicated that bulk sulphide concentrates containing 50 to 60 g/t gold could be generated on each material, silver concentrations ranged from 1500 to over 8000 g/t depending on the sulphide mineral contents in the feed. In general, about 80 to 90% of the silver and gold reported to bulk rougher concentrates at the primary grind sizes tested, recoveries to cleaner concentrates were not confirmed as tests were only conducted in open circuit.

Cyanide leaching of the rougher flotation tails was investigated on the Tajitos and Copala samples. Approximately 60 to 70% of the silver and 80 to 85% of the gold remaining in the rougher tails could be extracted in tests conducted over 48 and 72 hours. Leaching of rougher flotation concentrates was investigated on all deposits, but most extensively on the Copala samples. Silver extractions ranged from 85 to 98% and gold extractions ranged from 93 to 97% after 48 hours of leaching the concentrates, depending on the level of regrinding applied.

Whole ore leaching was investigated on samples from all deposits, which indicated that about 83-86% of the silver and 90 to 94% of the gold could be extracted after 96 hours of leaching. These tests were conducted at primary grind sizes ranging from 63 to 100µm P₈₀.

Mineral Resource Estimate

Updated MREs for the Napoleon-La Luisa and Copala-Tajitos deposit areas were published on January 08, 2024 (Armitage et al., 2024), as well as MREs for the Animas and San Antonio areas previously published (Armitage et al., 2023).

Completion of the updated MREs for the Napoleon-La Luisa and Copala-Tajitos deposit areas involved the assessment of an updated drill hole database, which included all data for surface drilling completed between November 2019 and September 2023. The MREs for the Animas and San Antonio deposit areas included data for surface drilling completed between November 2019 and September 2022; there has been limited new drilling on the Animas and San Antonio deposit areas and these MREs previously published are considered current. The effective date for the Updated Mineral Resource Estimate is September 1, 2023. Completion of the MREs also included the

assessment of updated three-dimensional (3D) mineral resource models (resource domains), 3D topographic surface models, 3D models of historical underground workings, and available written reports.

The Inverse Distance Squared (“ID2”) calculation method restricted to mineralized domains was used to interpolate grades for Ag (g/t), Au (g/t), Pb (ppm) and Zn (ppm) into block models for all deposit areas.

Indicated and Inferred mineral resources are reported in the summary tables in Section 14.11 of the PEA Technical Report. The MREs presented below take into consideration that all deposits on the Property may be mined by underground mining methods.

The reporting of the updated MRE complies with all disclosure requirements for Mineral Resources set out in the NI 43-101 Standards of Disclosure for Mineral Projects. The classification of the updated MRE is consistent with the 2014 Canadian Institute of Mining, Metallurgy and Petroleum (CIM) Definition Standards (2014 CIM Definitions) and adheres as best as possible to the 2019 CIM Estimation of Mineral Resources & Mineral Reserves Best Practice Guidelines (2019 CIM Guidelines).

The updated MRE for the Project is presented in Table 1-1 and Table 1-2.

Highlights of the Project Mineral Resource Estimate are as follows:

- Indicated Mineral Resources are estimated at 9.48 Mt grading 289 g/t silver, 2.41 g/t gold, 0.27% lead, and 0.84% zinc (511 AgEq). The current MRE includes indicated mineral resources of 88.2 Moz of silver, 736 koz of gold, 56 Mlbs of lead, and 176 Mlbs of zinc (155.8 Moz AgEq).
- Inferred Mineral Resources are estimated at 12.19 Mt grading 239 g/t silver, 1.93 g/t gold, 0.29% lead, and 1.03% zinc (433 g/t AgEq). The current MRE includes inferred mineral resources of 93.7 Moz of silver, 758 koz of gold, 78 Mlbs of lead, and 276 Mlbs of zinc (169.6 Moz AgEq).

Table 1-1: Panuco Project Mineral Resource Estimate, September 1, 2023

| Resource Class | Tonnes (Mt) | Grade | | | | | Total Metal | | | | |
|----------------|-------------|--------|--------|------|------|-------------|-------------|----------|-----------|-----------|-------------|
| | | Au g/t | Ag g/t | Pb % | Zn % | AgEq* (g/t) | Au (koz) | Ag (koz) | Pb (Mlbs) | Zn (Mlbs) | AgEq* (koz) |
| Indicated | 9.48 | 2.41 | 289 | 0.27 | 0.84 | 511 | 736 | 88,192 | 56.0 | 176.1 | 155,841 |
| Inferred | 12.19 | 1.93 | 239 | 0.29 | 1.03 | 433 | 758 | 93,653 | 78.1 | 276.2 | 169,647 |

* AgEq = Ag ppm + (((Au ppm x Au price/gram) + (Pb% x Pb price/t) + (Zn% x Zn price/t))/Ag price/gram) with price assumptions of \$24.00/oz Ag, \$1,800/oz Au, \$1.10/lb Pb and \$1.35/lb Zn

Table 1-2: Panuco Project Mineral Resource Estimate by Area, September 1, 2023

Copala Area: Copala, Tajitos and Cristiano

| Area | Resource Class | Tonnes (Mt) | Grade | | | | | Total Metal | | | | |
|-----------|----------------|-------------|--------|--------|------|------|------------|-------------|----------|-----------|-----------|------------|
| | | | Au g/t | Ag g/t | Pb % | Zn % | AgEq (g/t) | Au (koz) | Ag (koz) | Pb (Mlbs) | Zn (Mlbs) | AgEq (koz) |
| Copala | Indicated | 4.52 | 2.46 | 380 | 0.08 | 0.15 | 573 | 358 | 55,201 | 8.2 | 15.3 | 83,270 |
| | Inferred | 3.16 | 1.77 | 332 | 0.12 | 0.20 | 476 | 179 | 33,722 | 8.2 | 13.6 | 48,320 |
| Tajitos | Indicated | 0.63 | 2.24 | 358 | 0.12 | 0.21 | 538 | 46 | 7,295 | 1.6 | 2.9 | 10,953 |
| | Inferred | 1.04 | 2.04 | 365 | 0.22 | 0.39 | 540 | 69 | 12,260 | 5.2 | 8.9 | 18,140 |
| Cristiano | Indicated | 0.21 | 3.37 | 581 | 0.25 | 0.43 | 858 | 23 | 3,961 | 1.1 | 2.0 | 5,851 |
| | Inferred | 0.72 | 2.54 | 443 | 0.15 | 0.29 | 650 | 59 | 10,213 | 2.4 | 4.5 | 14,974 |
| Total | Indicated | 5.37 | 2.48 | 385 | 0.09 | 0.17 | 580 | 427 | 66,457 | 10.9 | 20.2 | 100,074 |
| | Inferred | 4.92 | 1.94 | 355 | 0.15 | 0.25 | 515 | 307 | 56,195 | 15.8 | 27.0 | 81,434 |

Napoleon Area: Napoleon, Cruz, Josephine and La Luisa

| Area | Resource Class | Tonnes (MT) | Grade | | | | | Total Metal | | | | |
|-----------------|----------------|-------------|--------|--------|------|------|------------|-------------|----------|-----------|-----------|------------|
| | | | Au g/t | Ag g/t | Pb % | Zn % | AgEq (g/t) | Au (koz) | Ag (koz) | Pb (Mlbs) | Zn (Mlbs) | AgEq (koz) |
| La Luisa | Indicated | 0.27 | 2.56 | 177 | 0.39 | 2.01 | 459 | 22 | 1,556 | 2.3 | 12.1 | 4,027 |
| | Inferred | 2.04 | 2.13 | 159 | 0.30 | 1.51 | 386 | 139 | 10,439 | 13.3 | 67.9 | 25,326 |
| Cruz Negra | Indicated | 0.03 | 2.01 | 144 | 0.37 | 1.71 | 373 | 2 | 153 | 0.3 | 1.2 | 396 |
| | Inferred | 0.31 | 3.75 | 170 | 0.31 | 1.48 | 519 | 37 | 1,698 | 2.1 | 10.1 | 5,169 |
| Josephine | Indicated | 0.07 | 2.88 | 221 | 0.39 | 1.11 | 492 | 6 | 491 | 0.6 | 1.7 | 1,092 |
| | Inferred | 0.22 | 2.05 | 161 | 0.33 | 1.00 | 364 | 15 | 1,161 | 1.6 | 4.9 | 2,618 |
| Napoleon_HW(4) | Indicated | 0.43 | 1.72 | 164 | 0.42 | 1.53 | 365 | 24 | 2,259 | 4.0 | 14.4 | 5,029 |
| | Inferred | 0.85 | 2.17 | 220 | 0.59 | 2.02 | 479 | 59 | 5,976 | 10.9 | 37.6 | 13,027 |
| Napoleon+Splays | Indicated | 3.31 | 2.39 | 162 | 0.52 | 1.73 | 425 | 255 | 17,276 | 37.8 | 126.5 | 45,223 |
| | Inferred | 3.18 | 1.64 | 137 | 0.45 | 1.76 | 342 | 168 | 14,045 | 31.8 | 123.2 | 35,063 |
| Total | Indicated | 4.12 | 2.34 | 164 | 0.50 | 1.72 | 421 | 309 | 21,735 | 45.0 | 155.9 | 55,767 |
| | Inferred | 6.60 | 1.97 | 157 | 0.41 | 1.68 | 383 | 418 | 33,319 | 59.7 | 243.7 | 81,203 |

San Antonio Area: Generales and Animas Area: Cuevillas and Rosarito

| Area | Resource Class | Tonnes (MT) | Grade | | | | | Total Metal | | | | |
|-------------|----------------|-------------|--------|--------|------|------|------------|-------------|----------|-----------|-----------|------------|
| | | | Au g/t | Ag g/t | Pb % | Zn % | AgEq (g/t) | Au (koz) | Ag (koz) | Pb (Mlbs) | Zn (Mlbs) | AgEq (koz) |
| San Antonio | Inferred | 0.28 | 1.30 | 226 | 0.01 | 0.03 | 325 | 12 | 2,038 | 0.1 | 0.2 | 2,936 |
| Animas | Inferred | 0.39 | 1.68 | 169 | 0.29 | 0.60 | 327 | 21 | 2,101 | 2.5 | 5.2 | 4,074 |
| Total | Inferred | 0.67 | 2.98 | 395 | 0.30 | 0.63 | 652 | 33 | 4,139 | 2.6 | 5.4 | 7,010 |

Panuco Project Updated Mineral Resource Estimate Notes:

- The classification of the Updated Mineral Resource Estimate into indicated and inferred mineral resources is consistent with current 2014 CIM Definition Standards for Mineral Resources and Mineral Reserves. The effective date for the Updated Mineral Resource Estimate is September 1, 2023.
- All figures are rounded to reflect the relative accuracy of the estimate and numbers may not add due to rounding.
- All mineral resources are presented undiluted and in situ, constrained by continuous 3D wireframe models, and are considered to have reasonable prospects for eventual economic extraction.
- Mineral resources are not mineral reserves. Mineral resources which are not mineral reserves, do not have demonstrated economic viability. An Inferred Mineral Resource has a lower level of confidence than that applying to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.
- The database comprises a total of 822 drill holes for 302,931 m of drilling completed by Vizsla between November 2019 and September 2023.
- The mineral resource estimate is based on 28 three-dimensional (“3D”) resource models, constructed in Leapfrog, representing the Napoleon area (15 wireframes), the Copala area (7 wireframes), Tajitos (1 wireframe), Animas (5 wireframes) and San Antonio (1 wireframe).
- Silver, gold, lead, and zinc were estimated for each mineralization domain in the Panuco Project. Blocks within each mineralized domain were interpolated using 1.5 m capped composites assigned to that domain. To generate grade within the blocks, the inverse distance squared (ID2) interpolation method was used for all domains. All estimates are based on variable block dimensions (by deposit area) and estimation search parameters (by domain).
- Average density values were assigned per zone based on 1,919 samples analysed by ALS in Zacatecas, Mexico or inhouse with 5% checks by ALS.

- It is envisioned that the Panuco Project deposits may be mined using underground mining methods. Mineral resources are reported at a base case cut-off grade of 150 g/t AgEq. The mineral resource grade blocks were quantified above the base case cut-off grade, below surface and within the constraining mineralized wireframes.
- The base-case AgEq Cut-off grade considers metal prices of C\$24.00/oz Ag, C\$1800/oz Au, C\$1.10/lb Pb and C\$1.35/lb Zn and considers metal recoveries of 93% for silver, 90% for gold, 94% for Pb and 94% for Zn.
- The base case cut-off grade of 150 g/t AgEq considers a mining cost of US\$45.00/t rock and processing, treatment and refining, transportation, and G&A cost of US\$50.00/t of mineralized material.
- The Updated Mineral Resource Estimate may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.

Mining Methods

The Panuco Project is a collection of silver-gold deposits located in the Panuco-Copala mining district in Sinaloa, Mexico, which extend from surface to over 800 m in depth. The deposits range in thickness from 1.5 m to greater than 20 m.

Based on the characteristics of the deposit, longhole stoping (LHS) was selected as the primary mining method, with drift-and-fill (DAF) selected for the northern portion of the Copala North Zone located directly under the Copala township. LHS considered a sublevel spacing of 20 m, stoping panels 20 m long, and on average were 8 m wide. Stope strike lengths were reduced in poor ground conditions to reduce excessive unplanned dilution. Where DAF was used, drifts are proposed to be 4 m high with five lifts per sublevel.

The mining methods considered for the Panuco Project are proposed to use a combination of cemented rock backfill (CRF), uncemented rock backfill, and paste backfill for stope support.

For the preliminary design of the Panuco Project, planned dilution and unplanned rock dilution was accounted for using the Datamine Mineable Shape Optimiser® (MSO). Dilution within MSO was estimated at 53% and additional unplanned dilution from backfill dilution, sill development and DAF mining was estimated at 9.2%. Mining recovery of 92% for LHS and 98% for DAF was applied as a factor to the shapes created by MSO within the production schedule.

A Net Smelter Return (NSR) model was used to estimate the revenue of the mineralized material. Preliminary process recoveries, doré grades, smelting and refining terms, and transportation costs were used to estimate the NSR value. A Cut-Off Value (“COV”) was used to flag material by whether the revenue in a block exceeds the costs of extraction and processing of that block. There were three COVs used to assess mining at Panuco: Fully Costed COV; an Elevated COV; and, the Marginal COV.

The Fully Costed COV represents the break-even value of mineralized material required to cover all the associated operating and sustaining capital costs of extraction and processing. Fully costed COVs were assumed for Panuco at US\$106.6/t for LHS and US\$120.7/t for DAF. The Elevated COV of US\$200/t was considered during the pre-production period and the first three years of processing. The Marginal COV of US\$22/t was assumed when the operation has committed to development and preparation of stoping blocks.

Due to the distance between the various geological deposits, the project was designed into two separate underground mines. The Copala Mine, the larger of the two, accesses the Copala, Cristiano, and Tajitos deposits. The Napoleon Mine which is located to the west of the Copala Mine accesses the Napoleon, La Luisa, Cruz Negra, and Josephine deposits.

Contractor mining is currently proposed for the Panuco Project to minimise up front capital and achieve higher productivities. The material movement is summarized in Table 1-3.

Table 1-3: Total and Annual Material Movement Schedule for the Panuco Project

| Feed | Tonnes (kt) | Ag (g/t) | Au (g/t) | Pb (%) | Zn (%) | AgEq ⁽¹⁾ (g/t) | Ag (koz) | Au (koz) | Pb ('000 lb) | Zn ('000 lb) | AgEq (koz) |
|--------------|---------------|------------|-------------|--------------|--------------|---------------------------|----------------|--------------|--------------|--------------|----------------|
| Total | 14,607 | 228 | 1.90 | 0.19% | 0.60% | 382 | 107,190 | 891.3 | 625 | 1,937 | 179,326 |
| Y-02 | 26 | 217 | 2.33 | 0.03 | 0.06 | 405 | 184 | 2.0 | 0 | 0 | 343 |
| Y-01 | 409 | 364 | 2.26 | 0.06 | 0.13 | 547 | 4,785 | 29.7 | 6 | 12 | 7,186 |
| Y01 | 790 | 399 | 2.40 | 0.09 | 0.18 | 593 | 10,140 | 60.9 | 17 | 31 | 15,072 |
| Y02 | 1,285 | 370 | 2.25 | 0.09 | 0.16 | 552 | 15,307 | 92.9 | 26 | 47 | 22,823 |
| Y03 | 1,397 | 276 | 1.82 | 0.07 | 0.15 | 424 | 12,412 | 81.9 | 22 | 47 | 19,042 |
| Y04 | 1,549 | 226 | 1.65 | 0.10 | 0.23 | 360 | 11,259 | 82.3 | 35 | 79 | 17,920 |
| Y05 | 1,526 | 205 | 1.73 | 0.15 | 0.40 | 345 | 10,053 | 84.8 | 50 | 136 | 16,917 |
| Y06 | 1,404 | 210 | 1.79 | 0.23 | 0.73 | 355 | 9,501 | 80.7 | 72 | 225 | 16,032 |
| Y07 | 1,381 | 179 | 1.94 | 0.25 | 0.84 | 336 | 7,962 | 85.9 | 75 | 255 | 14,917 |
| Y08 | 1,412 | 150 | 1.83 | 0.25 | 0.88 | 298 | 6,798 | 83.1 | 77 | 273 | 13,526 |
| Y09 | 1,400 | 150 | 1.86 | 0.32 | 1.13 | 300 | 6,745 | 83.6 | 98 | 348 | 13,513 |
| Y10 | 1,404 | 198 | 1.92 | 0.32 | 1.10 | 354 | 8,951 | 86.8 | 99 | 342 | 15,977 |
| Y11 | 623 | 155 | 1.83 | 0.35 | 1.03 | 303 | 3,093 | 36.7 | 48 | 142 | 6,060 |

(1): AgEq: The Ag-Eq grade was calculated considering revenue from silver and gold only, using the formula below and the economic parameters listed in Table 16-12 and Table 16-13: Ag-Eq Grade = Ag Grade + Au Grade * (Au Recovery * Au Payable * Au Price) / (Ag Recovery * Ag Payable * Ag Price)

Recovery Methods

The process design is based on processing mineralized material from the Panuco deposits, through crushing, grinding cyanide leaching and precious metal recovery via the Merrill Crowe process in phase 1 and converted to bulk flotation with concentrate regrind and concentrate leach in Year 4. The design is based on previous test work programs performed on the deposit, Ausenco's extensive database of reference projects, and in-house process modelling. The process plant has been designed with assumed availabilities of 65% for the crushing plant, and 92% for all other processing circuits, based on industry-proven industry values. The plant will operate with two 12-hour shifts per day, 365 days per year.

A staged expansion approach for the process plant has been selected. A simple Whole Ore Leach flowsheet for Year 1-3 will treat Copala material and bulk float-con leach-tail leach configuration will be added when Napoleon material is introduced from Year 4. The expansion of the plant over the life of mine occurs as follows:

- Phase 1 (Years 1 to 3) – 3 stage crushing, ball milling, followed by whole ore leach recovery at a throughput of 1.2 Mt/a,
- Phase 2 (Years 4+) – conversion to bulk flotation with concentrate regrind, with concentrate and flotation tailings leach recovery at a throughput of 1.5 Mt/a.

The process plant features the following:

- Three-stage crushing of run of mine (ROM) material,
- Ball milling in closed circuit with a classifying cyclone,
- Bulk rougher flotation and concentrate regrind (Phase 2 only),
- Cyanide leaching of the flotation concentrate (Phase 2 only),
- Bulk leaching of the cyclone overflow (Phase 1) or of the flotation tailings and concentrate leach residue (Phase 2),
- Counter-current decantation (CCD),
- Zinc precipitation of the clarified pregnant solution and smelting to produce doré,
- Cyanide detoxification,
- Tailings thickening, and
- Paste backfill mixing system.

The simplified process flow diagram for the project is shown in Figure 1-1 of the PEA Technical Report.

Project Infrastructure

Overview

The major project facilities include the site access road, process plant, tailings storage facility and water management structures. Support facilities also include the gold room, truckshop, cemented backfill paste plant, administration office, laboratory, and warehouse.

The Panuco site will be 'drive-in', as such no permanent camp facilities are considered on the property. Operators will be housed in Concordia and Copala and the surrounding towns and will be transported to site every day.

The overall site layout is shown in Figure 1-2 of the PEA Technical Report.

Site Access

The Property is located near the town of Copala, 80 km northeast of city of Mazatlan in Sinaloa, Mexico. The site can be accessed by travelling 25 km east along Highway 15, then travelling 43 km northeast along Highway 40. This leads to an entrance to a gravel access road that can be used to navigate across the property.

Power Supply

Power will be provided from a connection to Comisión Federal de Electricidad (CFE) electrical grid via a 69 kV transmission line. The transmission line will be stepped down to the 13.8 kV at the substation for distribution to different power requirements across the project site.

Water Supply

Fresh water will be sourced from the UG workings and site water collection which will be supplemented by water from the Panuco River as required. The water will be transported through pumps. 2.6 km of overland pipeline will be installed from Panuco River to the process plant where freshwater tanks will be located. This water will be the source of potable and fire water on site, used for administration buildings and process plant.

On-Site Roads

The project site has unpaved roads connecting the existing access road to the nearby highway. The existing roads will be upgrade to 4m – two lane roads from the process plant to Highway 40, and single lane road from Highway 40 to the Tailings Storage Facility (TSF).

Buildings

The plant site consists of the necessary infrastructure to support the processing operations. All infrastructure buildings and structures will be built and constructed as per applicable codes and regulations. The project site will include an administration building, plant maintenance shop and warehouse, and other buildings.

Waste Rock Storage Facility

Currently the waste rock will be utilized for the development of the TSF and other infrastructure. However, if in the next phase, if its determined that a waste rock facility will be required, a siting study will need to be performed.

Tailings Storage Facility

A siting and deposition tradeoff study was performed to determine best location and deposition technology. Several sites were analyzed and the outcome of the study was a slurry tailings storage facility located approximately 2.5 km

to the east of the process plant in a small watershed. The TSF has been design to store 8.8 Mt of tailings but has capacity to expand if additional resources are discovered. The TSF has been designed with 4 stages over the life of the project. The starter embankment crest has a heighth of 573 m.a.s.l. and the final crest elevation of 612 m.a.s.l. to contain the required volume of tailings, operational water, and stormwater plus freeboard. In addition, spillways will be designed for every dam raise to pass the design storm event. The TSF is designed in accordance with best practices and Global Industry Standard on Tailings Management (GISTM) and International Council on Mining & Metals (ICMM's).

Tailings will be slurried from the process plant to the TSF by way of a pipelines that will extend 2/3rd around the perimeter of these facilities. Spigots around the facilities will discharge tailings into them to provide a uniform tailings surface and maximize the storage volume. Tailings are planned to be discharged at 65% solids and will have an overall final dry bulk density of 1.45 t/m³. The TSF will provide a portion of the water for the process plant from excess tailings water and rainfall runoff. Any water from the underdrain and emergency spillway will be collected in the transfer pond located at the base of the TSF and conveyed to the collection pond located approximately 1 km downstream in a small drainage.

Markets and Contracts

The Ag + Au doré bars will be trucked from the project site to Mazatlán, where the doré will be subsequently transported by air to clients. Doré will be sold into the general market to North American smelters and refineries.

Project economics are estimated based on long-term metal prices of US\$26.00/oz Ag and US\$1,975/oz Au.

Transportation and off-take agreements for doré are not currently in place but are expected to be negotiated within the industry norms. Similarly, there are no contracts currently in place for supply of reagents, utilities or other bulk commodities required to construct and operate the Project.

Environmental, Permitting and Social Considerations

The Panuco Project is in the Panuco–Copala mining district in the municipality of Concordia, southern Sinaloa State, along the western margin of the Sierra Madre Occidental physiographic province in western Mexico. Mountain ranges characterize the province's topography up to 1,640 m, cut by steep gorges. The climate is subtropical, with heavy rain in June through September.

Environmental Considerations

The baseline environmental information provided in the PEA Technical Report have been largely gathered by consultants during the period January 2022 to February 2023 (WSP, 2022-2023). These studies were intended to serve as a reference and support for the preparation of the Environmental Impact Assessment, EIA (MIA in Mexico) required by the Ministry of Environment and Natural Resources (SEMARNAT) to support ongoing exploration activities and to provide initial data to support proposed future mining operations for the Project. At the time of issuing the documents in 2022 and 2023, the location and design of the Project infrastructure had not yet been finalized.

Currently, baseline data is available for the following subject areas: meteorology and climate, surface water, groundwater, air quality, noise, and flora and fauna. A preliminary desktop study was completed on the social aspects of the Project and on regional hydrogeological aspects (Flores Doncel 2022) .

A geotechnical and hydrogeological investigation was conducted by consultants in 2023-2024 (SRK 2024). The results of this investigation provided preliminary characterization focused on geotechnical and hydrogeological properties of the deposit and production access ramps. Additional hydrogeological investigations will be required to collect sufficient hydrogeological testing and monitoring data that can be used, coupled with geological models, to develop a groundwater conceptual model for the Project and study area.

At the time of this study, data was not available from public or other sources for the subject areas of geochemistry and archaeology, for the Project site. To support the next stage of the Project design work and to support future environmental assessment and permitting activities, additional site-based targeted environmental and local socioeconomic studies will need to be initiated. With regard to archaeological resources, a survey will need to be conducted and findings registered with the INAH (Instituto Nacional de Antropología e Historia, National Institute of Anthropology and History).

Currently, the only known environmental liabilities are associated with the exploration site activities and access roads, and existing underground workings from former operations. Remediation of surface disturbances and removal of wastes will be mitigated by compliance with applicable Mexican regulatory requirements.

As the Project progresses through future and EIS/permitting stages, environmental management and monitoring plans will be required to guide the development and operation of the Project to mitigate and limit environmental impacts. These plans will be complementary to the engineered designs that will be required for the storage of tailings, waste rock, mineralized material, and conveyance/storage and processing of these materials.

Permitting Considerations

The Project is currently in the exploration stage and operates under three permits for mine exploration issued in 2020 and 2021, by SEMARANT (Secretary of Environmental Media and Natural Resource). An Informe Preventivo (IP) is in force for the area of the of the Panuco Project that permits drilling and exploration activities.

There are a number of environmental permits required for the operation of the project. Mining regulations are managed at the federal, state and local levels. Application for these permits have not yet been made but are in the preliminary preparation stage. Three major federal permits required by the Secretary of Environmental Media and Natural Resources (SEMARNAT) prior to construction include the Environmental Impact Assessment, EIA (MIA in Mexico), Land Use Change (CUS), and Risk Analysis (RA). A detailed list and description of required authorizations and permits for the Project are provided in Table 20-5.

In March 2023, the Mexican Federal Executive Branch (Poder Ejecutivo) first submitted a bill to amend the Mining Law and other national laws impacting new mining and water concessions (known as the Amendments). The primary goal of the bill to regulate the granting, maintenance, supervision and termination of mining concessions and water concessions for mining purposes. However, The amendments have been postponed as declared in The Official Gazette of the Mexican Nation as of July 11, 2024, by the Supreme Court of Justice of the Nation. The Amendments, which focus principally but not exclusively, on the process of granting new concessions, are generally applicable to new concessions only. The Amendments are not seen as materially affecting the advancement of the Project given that the Project is comprised entirely of existing concessions. However, there does remain some minor uncertainty as to how the Amendments may be applied by Mexican regulators in the future, and the situation should be monitored closely.

Social and Community Considerations

The Panuco Project is in the northwest of the municipality of Concordia, Sinaloa. This region is made up of six rural agrarian centers with large extensions of Common Use Lands and 32 towns. The municipality of Concordia has an estimated population of 24,899 (2020 census) within an area of 2,167 km². Many of these populations consist of emigration flows of people displaced from their original communities due to organized crime conflicts. Within the local area of Panuco, there are six agrarian settlements with large areas of Common Use Lands, and within it, there are 32 localities with rural characteristics. The estimated population of this area is 2,400 inhabitants, of which 28% have active agrarian rights (comuneros or ejidatarios), and 72% are settlers (without agrarian rights). The total population is distributed across 20 localities, with 12 localities recorded as uninhabited. The Project's positive impact on the community may include employment generation, economic output and incorporation into social security programs. The Company will need to establish measures to mitigate negative impacts, especially if they are of concern to the population.

Vizsla reports that it is in the process of establishing guiding principles for community outreach and developing a strategic plan aligned with the organizational philosophy and the objectives of the Project. The implementation of actions must be accompanied by monitoring and measurement to evaluate performance and results. A community engagement plan and management system would enable relations with the community by controlling social risks, and enabling favorable conditions for the development of the Project in the long term. In addition such an engagement and management system would allow for the orderly development and justify sufficient budgets to allow for meaningful social investment, thereby reducing Project risks and costs due to potential community opposition and contribute to the responsible development of the community in accordance with community needs.

Supporting social activities and recreation for the Ejidos population is a main contribution that the Company has been supporting over the years. The support includes financial resources per request of the people and needed for the festivities and recreational activities that as a society are performed locally.

Vizsla has reportedly commenced conversations with local stakeholders to express the intention of developing a mining project within Common Use Lands and ejido property land that would aim to provide socio-economic well-being for the local population. The Company intends to maintain this relationship throughout the Project's lifecycle.

Closure and Reclamation Planning

In accordance with the general work schedule of the Panuco Project, the abandonment phase will commence after Year 11 from the start of operations, after which the approved Closure and Reclamation Plan will be implemented. At this time no formal Closure and Reclamation Plan has been prepared for the Panuco Project for the purpose of regulatory submission; one will be required as the Project advances through subsequent project stages of feasibility-level design and as part of the MIA. An environmental monitoring plan will need to be developed once closure measures are implemented.

However, for the purpose of Project design, a conceptual closure and reclamation plan for the Project has been preliminarily developed that involves the identification of risks and associated mitigation measures for various Project components. The associated cost of reclamation and closure has been preliminarily estimated at US\$31.8M (refer to Section 21.2.10 of the PEA Technical Report).

Capital and Operating Cost Estimates

Capital Cost Estimates

The capital costs provided in the PEA are reported in United States Dollars (US\$) with no allowance for escalation or exchange rate fluctuations. The capital cost estimate conforms to Class 5 guidelines of the Association for the Advancement of Cost Engineering International (AACE International) with an estimated accuracy of +50%/-30%. The capital cost estimate was developed in Q3 2024 dollars based on budgetary quotations for equipment and construction contracts, as well as in-house database of projects and advanced studies including experience from similar operations.

The total initial capital cost for the Panuco Project is US\$223.5M, expansion capital cost is US\$11.1M and LOM sustaining cost including financing and closure cost of US\$31.8M is US\$262.0M. The capital cost summary is presented below in Table 1-4.

Table 1-4: Capital Costs Summary

| WBS | WBS Description | Initial Capital Cost (US\$M) | Sustaining Capital Cost (US\$M) | Expansion Capital Cost (US\$M) | Total Cost (US\$M) |
|-----------------------|--|------------------------------|---------------------------------|--------------------------------|--------------------|
| 1000 | Mine | 64.5 | 207.7 | - | 272.3 |
| 2000 | Process Plant | 63.2 | - | 7.2 | 70.4 |
| 3000 | Additional Process Facilities | 8.7 | 22.4 | - | 31.1 |
| 4000 | On-Site Infrastructure | 13.5 | - | - | 13.5 |
| 5000 | Off-Site Infrastructure | 0.8 | - | - | 0.8 |
| Total Directs | | 150.7 | 230.2 | 7.2 | 388.2 |
| 6000 | Project Indirects | 6.1 | - | 0.6 | 6.7 |
| 7000 | Project Delivery | 12.9 | - | 0.7 | 13.7 |
| Total Indirect | | 19.0 | - | 1.3 | 20.4 |
| 8000 | Owner's Cost | 7.5 | - | 0.4 | 7.9 |
| 9000 | Provisions (Contingency incl. closure) | 46.3 | 31.8 | 2.1 | 80.2 |
| Project Totals | | 223.5 | 262.0 | 11.1 | 496.7 |

Note: *Total may not add up due to rounding.

Average Operating Cost Estimate

The costs considered on-site operating costs are those related to mining, processing, tailings handling, maintenance, power and general and administrative activities.

A summary of the operating costs is presented below in Table 1-5.

The unit operating cost is US\$76.40/t processed, including an annual G&A cost of US\$9.9M.

Table 1-5: Average LOM Operating Cost

| Cost Area | Average Annual Costs (US\$M) | US\$/t Processed |
|--------------|------------------------------|------------------|
| Mining | 64.7 | 47.21 |
| Process | 29.7 | 21.96 |
| G&A | 9.9 | 7.24 |
| Total | 104.3 | 76.40 |

Note: *Total may not add up due to rounding.

Economic Analysis

The economic analysis was performed assuming a 5% discount rate. The pre-tax net present value (NPV) discounted at 5% is US\$1,778M; the internal rate of return (IRR) is 124.1%, and payback period is 0.6 years. On a post-tax basis, the NPV discounted at 5% is US\$1,137M, the IRR is 85.7%, and the payback period is 0.8 years. A summary of project economics is shown in Table 1-6. The analysis was done on an annual cashflow basis; the cashflow output is shown graphically in Figure 1-3.

Readers are cautioned that the PEA is preliminary in nature. It includes inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves, and there is no certainty that the PEA will be realized.

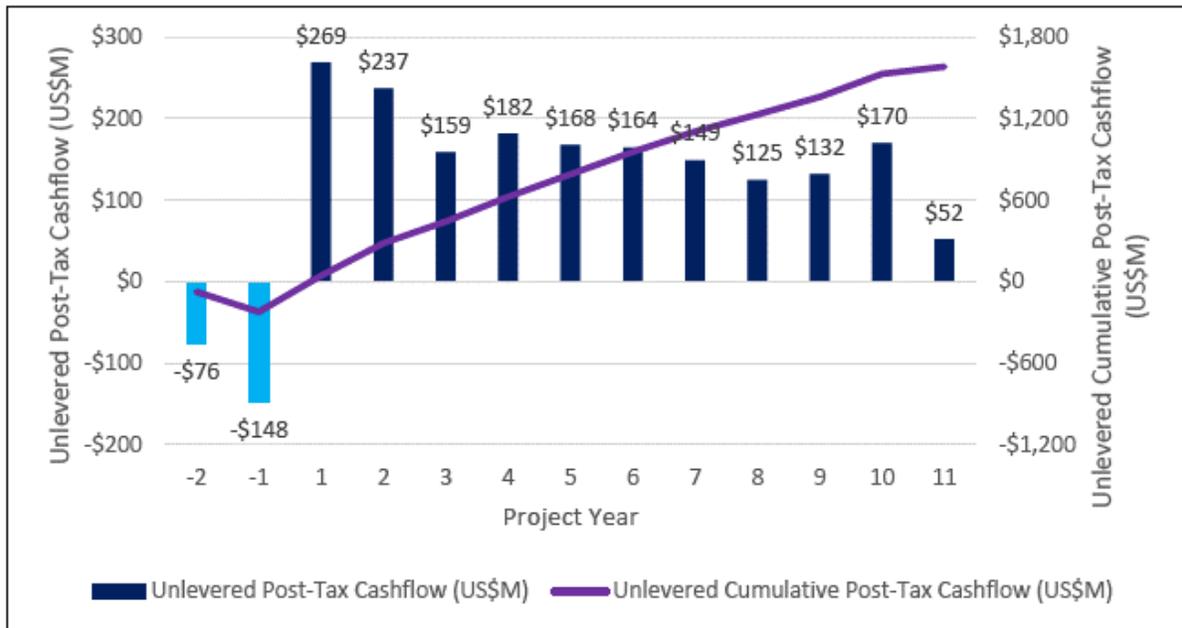
Table 1-6: Economic Analysis Summary Table

| Description | Unit | Life-of-Mine Total / Average |
|--|------------------|------------------------------|
| General | | |
| Discount Rate | % | 5.0 |
| Silver Price | US\$/oz | 26.00 |
| Gold Price | US\$/oz | 1,975 |
| Production | | |
| Head Grade – Ag | g/t | 228 |
| Head Grade - Au | g/t | 1.90 |
| Recovery Rate – Ag to doré | % | 92.2% |
| Recovery Rate – Au to doré | % | 93.8% |
| Total Metal Payable – Ag | koz | 98,697 |
| Total Metal Payable – Au | koz | 835 |
| Average Annual Payable Production – Ag | koz/year | 9,268 |
| Average Annual Payable Production – Au | koz/year | 78 |
| Average Annual Payable Production – AgEq | koz/year | 15,225 |
| Operating Costs | | |
| Mining Cost | US\$/t processed | 47.21 |
| Processing Cost (incl. TSF) | US\$/t processed | 21.96 |

| Description | Unit | Life-of-Mine Total / Average |
|--|------------------|------------------------------|
| Site G&A Costs | US\$/t processed | 7.24 |
| Total Operating Costs | US\$/t processed | 76.40 |
| Cash Costs and All-in Sustaining Costs (Co-Product Basis) | | |
| Cash Cost* | US\$/oz AgEq | 7.98 |
| All-in Sustaining Cost** | US\$/oz AgEq | 9.40 |
| Capital Expenditures | | |
| Initial Capital | US\$M | 224 |
| Expansion Capital | US\$M | 11 |
| Sustaining Capital (excl. Closure Costs and Salvage Value) | US\$M | 230 |
| Closure Costs | US\$M | 32 |
| Salvage Value | US\$M | 9 |
| Economics | | |
| Pre-tax NPV @ 5% | US\$M | 1,778 |
| Pre-tax IRR | % | 124.1 |
| Pre-tax Payback | years | 0.6 |
| Post-tax NPV @ 5% | US\$M | 1,137 |
| Post-tax IRR | % | 85.7 |
| Post-tax Payback | years | 0.8 |

Notes: * Total cash costs consist of operating cash costs plus royalties and offsite (refining & transport) charges. ** AISC consist of total cash costs plus sustaining capital.

Figure 1-3: Project Post-Tax Unlevered Cashflow

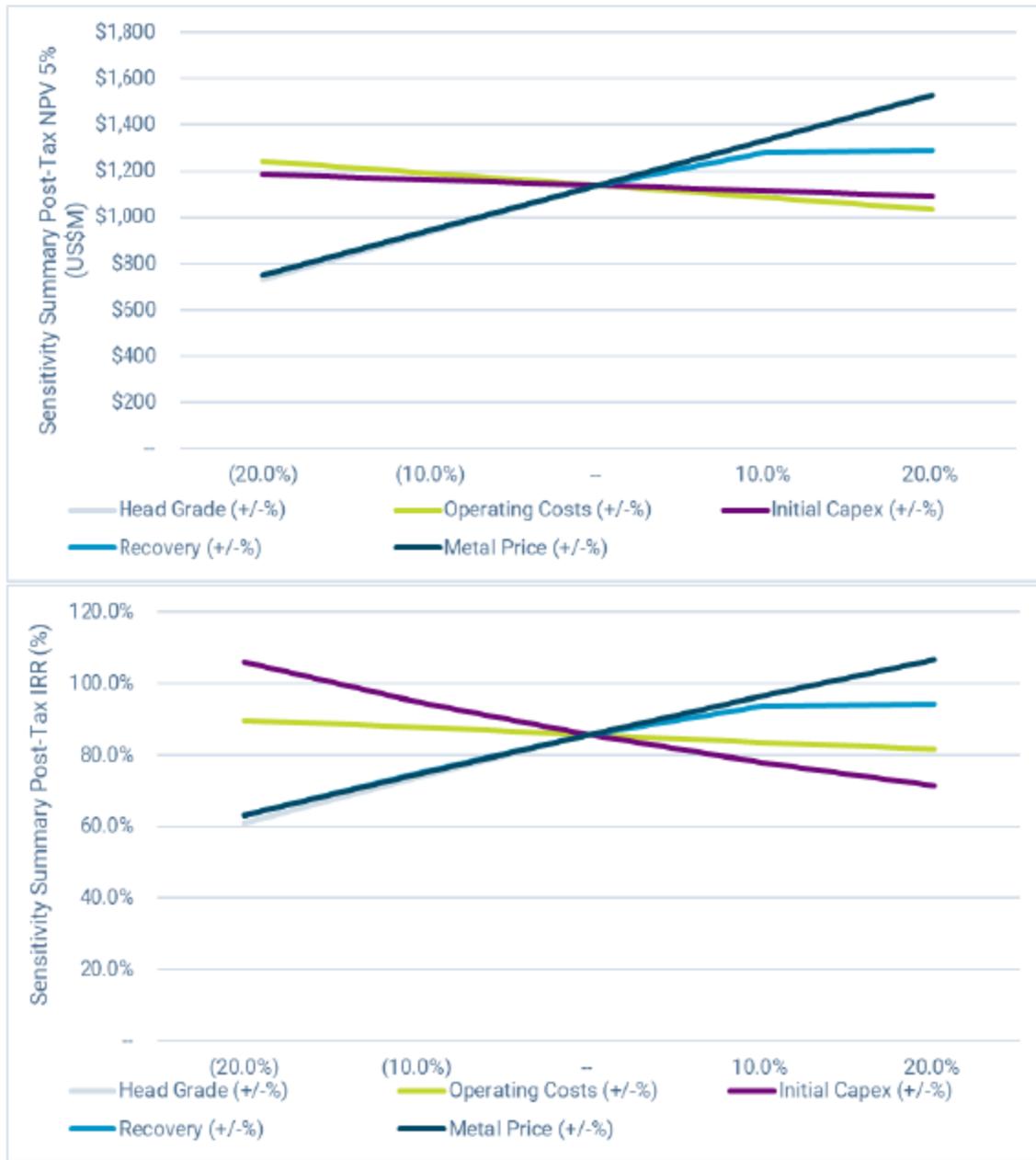


Source: Ausenco (2024)

Sensitivity Analysis

A sensitivity analysis was conducted on the base case NPV and IRR of the project using the following variables: discount rate, head grade, recovery, total operating cost, initial capital cost, as well as silver and gold prices, which were encompassed in a single variable, metal price. As illustrated in Figure 1-4, the sensitivity analysis revealed that the project is most sensitive to changes in head grade and metal price.

Figure 1-4: Post-Tax NPV and IRR Sensitivity Results



Source: Ausenco, 2024.

Note: Series lines for metal price and head grade overlap on the above figures.

Interpretations and Conclusions

The MRE includes Indicated resource of 9.48 Mt grading 289 g/t silver, 2.41 g/t gold, 0.27% lead, and 0.84% zinc (511 g/t AgEq) plus an additional 12.19 Mt grading 239 g/t silver, 1.93 g/t gold, 0.29% lead, and 1.03% zinc (433 g/t AgEq) in the Inferred category. The process design is based on processing mineralized material from the Panuco deposits, through crushing, grinding cyanide leaching and precious metal recovery via the Merrill Crowe process in phase 1 and converted to bulk flotation with concentrate regrind and concentrate leach in Year 4.

The mining method selected for the Panuco Project is LHS backfill with a combination of Cemented Rock Fill (“CRF”) and paste backfill. Mining operations will feed 1.2 Mt/a of mineralized material (387 g/t Ag, 2.35 g/t Au) in Phase 1 and 1.5 Mt/a of mineralized material (230 g/t Ag, 1.77 g/t AU) in Phase 2 for processing over a 11-year project life. Based on the assumptions and parameters in the PEA Technical Report, the PEA shows a positive economics (i.e., US\$ 1,137M post-tax NPV (5%) and 85.7% IRR). The PEA supports a decision to carry out additional studies to progress the project further into detailed assessment.

Recommendations

The Panuco Project demonstrates positive economics, as shown by the results presented in the PEA Technical Report.

It is recommended to continue developing the Project through FS. The recommended work program to advance through FS includes additional drilling to convert inferred resources to indicated resources, metallurgical work and trade-off studies to further improve the process plant design, additional geotechnical drilling to improve the mine plan, further work to characterise the water management and tailings storage facility and expansion and ongoing data collection of environmental data for future permitting. Table 1-7 summarized the estimated cost for the recommended future work on the Panuco Project.

Table 1-7: Cost Summary for the Recommended Future Work

| Program Component | Estimated Total Cost (US\$M) |
|--|------------------------------|
| Exploration and Drilling | 8.40 |
| Metallurgical Test work | 0.60 |
| Geotechnical and Geohydrological Drilling (supplemental holes) | 0.40 |
| Mining & Geotechnical Studies, including backfilling | 2.00 |
| Process and Infrastructure Engineering | 1.50 |
| Geotechnical Field Work | 0.56 |
| Tailings Storage Facility | 0.35 |
| Environmental Studies | 0.87 |
| Market Studies | 0.06 |
| Total | 14.74 |

Note: Totals may not sum due to rounding.

CERTIFICATE OF THE CORPORATION

Dated: September 16, 2024

The short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and this supplement as required by the securities legislation of each of the provinces and territories of Canada, other than Quebec.

VIZSLA SILVER CORP.

“Michael Konnert”
MICHAEL KONNERT
Chief Executive Officer

“Mahesh Liyanage”
MAHESH LIYANAGE
Chief Financial Officer

ON BEHALF OF THE BOARD OF DIRECTORS

“Craig Parry”
CRAIG PARRY
Director

“Simon Cmrlec”
SIMON CMRLEC
Director

CERTIFICATE OF THE UNDERWRITERS

Dated: September 16, 2024

To the best of our knowledge, information and belief, the short form prospectus, together with the documents incorporated in the prospectus by reference, as supplemented by the foregoing, constitutes full, true and plain disclosure of all material facts relating to the securities offered by the prospectus and this supplement as required by the securities legislation of each of the provinces and territories of Canada, other than Quebec.

CANACCORD GENUITY CORP.

“David Sadowski”
David Sadowski
Managing Director, Head of Canadian Metals and
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CIBC WORLD MARKETS INC.

“Matt Dugaro”
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“Christopher Buss”
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