OUTCROP SILVER & GOLD CORPORATION

Condensed Interim Consolidated Financial Statements

For the nine months ended May 31, 2026 and 2025

(unaudited)

OUTCROP SILVER & GOLD CORPORATION
Condensed interim consolidated statements of financial position
(Unaudited - expressed in Canadian dollars)

As at	Notes		May 31, 2026		August 31, 2025
ASSETS					
Current assets					
Cash		$	19,249,029	$	5,107,316
Marketable securities	6		5,717,331		2,384,895
Receivables			62,358		53,740
Advances and prepaid expenses			270,547		867,713
Assets held for sale	5		-		10,000
			25,299,265		**8,423,664**
Non-current assets					
Equipment	7		494,237		88,570
Reclamation bond			-		16,299
Mineral properties	8		9,231,833		9,844,317
			9,726,070		**9,949,186**
Total assets		$	**35,025,335**	$	**18,372,850**
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Accounts payable and accrued liabilities	9	$	2,337,506	$	1,156,626
Total liabilities		$	**2,337,506**	$	**1,156,626**
SHAREHOLDERS' EQUITY					
Share capital	10	$	127,399,775	$	96,728,072
Reserves	10		34,348,193		33,427,190
Accumulated other comprehensive loss			(59,844)		(39,309)
Deficit			(129,000,295)		(112,899,729)
Total shareholders' equity			**32,687,829**		**17,216,224**
Total liabilities and shareholders' equity		**$**	**35,025,335**	**$**	**18,372,850**

Nature of operations and going concern	1
Subsequent events	15

Approved for issue by the Board of Directors on July 14, 2026.

On behalf of the Board of Directors:

"Rob Bruggeman"
Rob Bruggeman, Director

"Kevin Nishi"
Kevin Nishi, Director

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

OUTCROP SILVER & GOLD CORPORATION

Condensed interim consolidated statements of loss and comprehensive loss

(Unaudited - expressed in Canadian dollars)

	Note	Three months ended **May 31, 2026**	Three months ended May 31, 2025	Nine months ended **May 31, 2026**	Nine months ended May 31, 2025
Expenses					
Exploration	8,11	**$ 4,563,359**	$ 2,571,668	**$ 11,598,817**	$ 6,912,002
Foreign exchange		**134,727**	(19,039)	**848,468**	9,310
General and administrative	11	**981,392**	693,216	**2,944,302**	2,192,898
Investor relations		**260,149**	495,747	**1,001,863**	914,646
Professional fees	11	**173,321**	138,525	**512,713**	321,746
Stock-based compensation	10,11	**606,144**	512,828	**856,579**	1,559,297
Wages and benefits	11	**600,387**	93,341	**1,457,777**	342,097
		(7,319,479)	(4,486,286)	**(19,220,519)**	(12,251,996)
Other income (expenses)					
Interest income		**128,635**	47,685	**391,917**	81,570
Write-off of mineral properties	*8*	**(605,024)**	-	**(605,024)**	-
Unrealized gain on marketable securities	6	**611,568**	-	**3,333,060**	-
		135,179	47,685	**3,119,953**	81,570
Loss for the period		**(7,184,300)**	(4,438,601)	**(16,100,566)**	(12,170,426)
Foreign currency translation differences for foreign operations		**32,054**	(67,334)	**(20,535)**	17,536
Comprehensive loss for the period		**$ (7,152,246)**	$ (4,505,935)	**$(16,121,101)**	$ (12,152,890)
Basic and diluted loss per share		**$ (0.01)**	$ (0.01)	**$ (0.03)**	$ (0.04)
Weighted average number of common shares outstanding – basic and diluted		**488,732,697**	365,836,422	**466,577,800**	342,057,323

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

OUTCROP SILVER & GOLD CORPORATION

Condensed interim consolidated statements of cash flows

(Unaudited - expressed in Canadian dollars)

Nine months ended	**May 31, 2026**	**May 31, 2025**
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	$ (16,100,566)	$ (12,170,426)
Adjustments for items not involving cash:		
Depreciation	18,870	21,207
Stock-based compensation	856,579	1,559,297
Common shares issued under an employment agreement	360,000	-
Loss on disposal of equipment	12,850	-
Write-off of mineral properties	605,024	-
Interest expense	-	24
Unrealized gain on marketable securities	(3,333,060)	-
Unrealized foreign exchange	(63,532)	(17,853)
	(17,643,835)	**(10,607,751)**
Net changes in non-cash working capital items:		
Receivables	(8,618)	(53,238)
Advances and prepaid expenses	597,166	(200,370)
Accounts payable and accrued liabilities	1,180,880	(475,505)
Net cash outflows from operating activities	**(15,874,407)**	**(11,336,864)**
CASH FLOWS FROM INVESTING ACTIVITIES		
Exploration and evaluation assets	-	219,385
Equipment acquisitions	(437,387)	(27,824)
Net cash inflows (outflows) from investing activities	**(437,387)**	**191,561**
CASH FLOWS FROM FINANCING ACTIVITIES		
Shares issued	32,236,210	17,564,644
Share issue costs	(1,860,083)	(1,121,679)
Repayment of lease liability	-	(1,732)
Net cash inflows from financing activities	**30,376,127**	**16,441,233**
Effect of foreign exchange on cash	77,380	4,555
Change in cash during the period	**14,141,713**	**5,300,485**
Cash, beginning of period	5,107,316	1,122,749
Cash, end of period	**$ 19,249,029**	**$ 6,423,234**

Supplemental disclosure with respect to cash flows – Note 14

OUTCROP SILVER & GOLD CORPORATION

Condensed interim consolidated statements of shareholders' equity

(Unaudited - expressed in Canadian dollars)

	Number of Shares	Share Capital	Stock-Based Reserves	Warrant Reserves	RSU/ DSU Reserves	Accumulated Other Comprehensive Income (Loss)	Deficit	Total
Balance, August 31, 2024	**290,524,636**	**$ 78,313,834**	**$13,317,985**	**17,374,359**	**$ 15,750**	**$ (53,327)**	**$ (95,170,512)**	**$ 13,798,089**
Common shares issued	82,574,095	15,273,644	-	2,291,000	-	-	-	17,564,644
Common shares issued for acquisition	3,074,499	678,265	-	-	-	-	-	678,265
Share issue costs	-	(1,303,638)	-	-	-	-	-	(1,303,638)
Warrants issued for finder's fees	-	-	-	181,959				181,959
Transfer of fair value of warrants exercised	-	767,388	-	(767,388)	-	-	-	-
Transfer of fair value of options exercised	-	398,313	(398,313)	-	-	-	-	-
Stock-based compensation	-	-	1,559,297	-	-	-	-	1,559,297
Foreign currency translation adjustment	-	-	-	-	-	17,536	-	17,536
Loss for the period	-	-	-	-	-	-	(12,170,426)	(12,170,426)
Balance, May 31, 2025	**376,173,230**	**$ 94,127,806**	**$14,478,969**	**$19,079,930**	**$ 15,750**	**$ (35,791)**	**$ (107,340,938)**	**$ 20,325,726**
Balance, August 31, 2025	**385,233,529**	**$ 96,728,072**	**$14,804,601**	**$18,606,839**	**$ 15,750**	**$ (39,309)**	**$ (112,899,729)**	**$ 17,216,224**
Common shares issued	106,734,380	28,592,210	-	3,644,000	-	-	-	32,236,210
Common shares issued under an employment agreement	1,000,000	360,000	-	-	-	-	-	360,000
Share issue costs	-	(1,860,083)	-	-	-	-	-	(1,860,083)
Transfer of fair value of warrants exercised	-	1,813,643	-	(1,813,643)	-	-	-	-
Transfer of fair value of options exercised	-	1,765,933	(1,765,933)	-	-	-	-	-
Stock-based compensation	-	-	636,241	-	220,338	-	-	856,579
Foreign currency translation adjustment	-	-	-	-	-	(20,535)	-	(20,535)
Loss for the period	-	-	-	-	-	-	(16,100,566)	(16,100,566)
Balance, May 31, 2026	**492,967,909**	**$ 127,399,775**	**$13,674,909**	**$20,437,196**	**$ 236,088**	**$ (59,844)**	**$ (129,000,295)**	**$ 32,687,829**

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Outcrop Gold & Silver Corporation ("Outcrop" or the "Company") is a publicly traded company incorporated under the laws of the Province of British Columbia, Canada. The Company's shares are listed for trading on the Toronto Stock Exchange ("TSX") under the symbol "OCG". The Company transitioned from the Toronto Venture Exchange ("TSX-V") on November 18, 2025. The Company's corporate registered and records office is located at #1605 – 777 Dunsmuir St, Vancouver, British Columbia, V7Y 1E4. The Company is engaged in the identification, acquisition, exploration, and development of mineral properties in Colombia and USA. The Company has not placed any of its mineral properties into production and is therefore considered to be in the exploration stage. These condensed interim consolidated financial statements of the Company for the nine months ended May 31, 2026, are comprised of the results of the Company and its subsidiaries.

These condensed interim consolidated financial statements are prepared on a going concern basis, which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business in the foreseeable future. Management estimates its current working capital will be sufficient to fund its current level of activities for the next twelve months. The Company's ability to continue on a going concern basis beyond the next twelve months depends on its ability to successfully raise additional financing for the substantial capital expenditures required to achieve planned principal operations. These condensed interim consolidated financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate, which could be material.

2. BASIS OF PRESENTATION

Statement of compliance

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standards ("IAS") 34, Interim Financial Reporting using the Principles of IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

These condensed interim consolidated financial statements do not include all the information required for full annual financial statements and, accordingly, should be read in conjunction with the Company's annual consolidated financial statements for the year ended August 31, 2025.

Basis of measurement

These condensed interim consolidated financial statements have been prepared using the historical cost basis, except for certain financial instruments that are measured at fair value, using the accrual basis of accounting, except for cash flow information.

Functional and presentation currency

The presentation currency of the Company is the Canadian dollar.

Items included in the financial statements of each entity in the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"), which has been determined for each entity within the Company using an analysis of the consideration factors identified in IAS 21, *The Effects of Changes in Foreign Exchange Rates*. The functional currency of Outcrop, the parent company, is the Canadian dollar; that of the Company's US subsidiaries, Zaya Resources Ltd., and Lustrum Exploration Corp., are the United States dollar. The functional

2. BASIS OF PRESENTATION *(continued)*

currency of all the Company's Canadian subsidiaries is the Canadian dollar, and that of all the Colombian branch operations and Colombian simplified share companies is also the Canadian dollar.

Use of estimates and judgments

The preparation of the consolidated financial statements in conformity with IFRS requires management to make estimates, judgments and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

In preparing these condensed interim consolidated financial statements, significant judgments made by management in applying the Company's accounting policies and key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended August 31, 2025, with the addition of the below:

Level of control or influence over companies

The accounting for investments in other companies depends on the level of control or influence the Company has over those companies. At each reporting date, management assesses whether the Company controls or has significant influence over its investments. This assessment requires judgment and considers factors such as the Company's ownership interest, board representation, participation in decision-making, and other relevant facts and circumstances.

Investments in companies that the Company controls are consolidated. Investments over which the Company has significant influence are accounted for using the equity method. Investments over which the Company does not have control or significant influence are accounted for as financial assets in accordance with IFRS 9.

3. MATERIAL ACCOUNTING POLICY INFORMATION

The accounting policies applied by the Company in these condensed interim consolidated financial statements are the same as those applied as at and for the year ended August 31, 2025, with the addition of the below.

Investment in associates

The Company accounts for its investment, over which it has significant influence, as an investment in associate using the equity method, whereby the investment is initially recorded at cost, and subsequently adjusted to recognize the Company's share of earnings or losses from the associated company. The consolidated statements of loss and comprehensive loss reflect the share of the net loss of the associated company from the acquisition date forward. Changes in the Company's interest in its associated company resulting in dilution gains or losses, are recognized in profit or loss.

The Company determines whether any objective evidence of impairment exists at each reporting date. If impaired, the carrying value of the investment is written down to its recoverable amount.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed

(Unaudited - expressed in Canadian dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION *(continued)*

only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

New standards, interpretations and amendments

IFRS 18 Presentation and Disclosure in Financial Statements, which will replace IAS 1, Presentation of Financial Statements aims to improve how companies communicate in their financial statements, with a focus on information about financial performance in the statement of profit or loss. In particular additional defined subtotals, disclosures about management-defined performance measures and new principles for aggregation and disaggregation of information. IFRS 18 is accompanied by limited amendments to the requirements in IAS 7 Statement of Cash Flows. IFRS 18 is effective from January 1, 2027. Companies are permitted to apply IFRS 18 before that date.

The Company is currently assessing the impact the new standard will have on its financial statements.

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Categories of Financial Assets and Financial Liabilities

Financial instruments are classified into one of the following categories: amortized cost; fair value through profit or loss ("FVTPL"); fair value through other comprehensive income ("FVOCI").

The carrying values of the Company's financial instruments are classified into the following categories:

Financial Instrument	Category		May 31, 2026		August 31, 2025
Cash	Amortized cost	$	19,249,029	$	5,107,316
Marketable securities	FVTPL	$	5,717,331	$	2,384,895
Receivables	Amortized cost	$	47,062	$	21,483
Reclamation bond	Amortized cost	$	-	$	16,299
Accounts payable and accrued liabilities	Amortized cost	$	2,337,506	$	1,156,626

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the marketplace.

Level 3 – Valuations with inputs for the asset or liability that are not based on observable market data.

(Unaudited - expressed in Canadian dollars)

4. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT *(continued)*

The recorded amounts for cash, receivables, reclamation bond and accounts payable and accrued liabilities approximate their fair value due to their short-term nature. The Company's marketable securities is a level 1 financial instrument.

Risk Management

All aspects of the Company's risk management objectives and policies are consistent with those disclosed in the Company's consolidated financial statements for the year ended August 31, 2025.

5. ASSETS HELD FOR SALE AND LIABILITIES ASSOCIATED WITH ASSETS HELD FOR SALE

On September 22, 2025, the Company entered into an agreement with Bullfrog to transfer all of the issued and outstanding shares of its subsidiary, Zacapa Gold BC to Bullfrog in exchange for 10,000,000 shares of Bullfrog valued at $10,000. Zacapa Gold BC held title to the South Bullfrog property and as such, the property and its related net assets were impaired to the consideration of $10,000 at August 31, 2025. The Company recognized an impairment of $1,049,211, which includes $1,044,403 related to the South Bullfrog property and $4,808 relates to the net assets of Zacapa Gold BC, during the year ended August 31, 2025.

During the three months ended May 31, 2026, upon Bullfrog Gold Corporation becoming a publicly listed company on the TSX Venture Exchange and the completion of the share exchange transaction, management reassessed the classification of the consideration received. The Company derecognized the assets previously classified as held for sale and recognized the Bullfrog common shares as a financial asset measured at fair value through profit or loss in accordance with IFRS 9. Refer to Note 6 for further details regarding the initial recognition and subsequent remeasurement of the Bullfrog investment.

		Amounts
Assets		
Reclamation bond	$	17, 517
Mineral properties – South Bullfrog		1,044,403
Accounts payable and accrued liabilities		(2,709)
Impairment recognized at August 31, 2025		(1,049,211)
Total assets held for sale August 31, 2025	**$**	**10,000**
Reclassification to investment in associate		(10,000)
Total assets held for sale May 31, 2026	**$**	**-**

(Unaudited - expressed in Canadian dollars)

6. MARKETABLE SECURITIES

The Company received 20,090,000 common shares of Silver Mines Limited ("Silver Mines") with a fair value of $2,266,812 as first earn-in initial share payment for the Kramer Hills property on July 1, 2025. As at May 31, 2026, the Silver Mines shares held by the Company had a fair value of $3,392,331 resulting in an unrealized gain on marketable securities of $1,018,060 and unrealized foreign exchange loss of $8,779 being recorded on the consolidated statements of loss and comprehensive loss. The shares are subject to escrow restrictions and became freely tradable on July 1, 2026.

During the three months ended May 31, 2026, Bullfrog Gold Corporation ("Bullfrog") listed on the TSXV. In connection with the transaction, the Company received 15,000,000 common shares of the public company in exchange for the 10,000,000 shares of Bullfrog previously held, representing 17.87% of Bullfrog's issued and outstanding common shares following closing. The Bullfrog shares were initially recognized at fair value of $1,500,000, based on the transaction price of $0.10 per share.
The carrying value of the Company's investment in Bullfrog immediately prior to the exchange was $10,000. Accordingly, the Company recognized a gain of $1,490,000, recorded in profit or loss during the period.
Management determined that despite holding 17.87% of Bullfrog's outstanding common shares, the Company does not exercise significant influence over Bullfrog as it has no participation in policy- making processes, or other indicators of significant influence. Accordingly, the investment is accounted for as a financial asset in accordance with IFRS 9 rather than as an investment in associate under IAS 28.
As at May 31, 2026, the Bullfrog shares held by the Company had a fair value of $2,325,000 resulting in an unrealized gain on marketable securities of $825,000 being recorded in profit or loss.

7. EQUIPMENT

	Land	Computer Equipment	Field Equipment	Right-of-use asset	TOTAL
Cost					
Balance at August 31, 2024	**$ -**	**$ 81,914**	**$ 157,856**	**$ 51,986**	**$ 291,756**
Assets acquired	-	37,891	-	-	37,891
Balance at August 31, 2025	**$ -**	**$ 119,805**	**$ 157,856**	**$ 51,986**	**$ 329,647**
Assets acquired	422,800	-	14,587	-	437,387
Assets retired	-	-	(58,875)	-	(58,875)
Balance at May 31, 2026	**$ 422,800**	**$ 119,805**	**$ 113,568**	**$ 51,986**	**$ 708,159**
Accumulated depreciation					
Balance at August 31, 2024	**$ -**	**$ 75,502**	**$ 87,916**	**$ 50,272**	**$ 213,690**
Depreciation	-	4,689	20,984	1,714	27,387
Balance at August 31, 2025	**$ -**	**$ 80,191**	**$ 108,900**	**$ 51,986**	**$ 241,077**
Depreciation	-	7,122	11,748	-	18,870
Assets retired	-	-	(46,025)	-	(46,025)
Balance at May 31, 2026	**$ -**	**$ 87,313**	**$ 74,623**	**$ 51,986**	**$ 213,922**
Net book value, August 31, 2025	**$ -**	**$ 39,614**	**$ 48,956**	**$ -**	**$ 88,570**
Net book value, May 31, 2026	**$ 422,800**	**$ 32,491**	**$ 38,946**	**$ -**	**$ 494,237**

(Unaudited - expressed in Canadian dollars)

8. MINERAL PROPERTIES

Outcrop acquires mineral properties through application, staking, and third-party vendors, some of which are subject to net smelter return royalties ("NSR") or underlying lease payments. Subsequent to the acquisition of mineral properties, the Company may enter into agreements to sell a portion of its interests in its mineral properties to third parties in exchange for exploration expenditures, royalty interests, cash, or share-based payments.

Outcrop cannot guarantee title to all of its mineral properties as the properties may be subject to prior mineral rights applications with priority, prior unregistered agreements or transfers, and/or the title may be affected by undetected defects. Certain of the mineral rights held by Outcrop are held under applications for mineral rights and until final approval of such applications is received, the Company's rights to such mineral rights may not materialize and the exact boundaries of Outcrop's properties may be subject to adjustment.

Mineral Properties as at May 31, 2026

	August 31, 2025	Impairment	Effect of movement in exchange rates	May 31, 2026
Argelia	**$ 265,240**	$ (265,240)	$ -	**$ -**
Mallama	**298,216**	(298,216)	-	**-**
Oribella	**41,568**	(41,568)	-	**-**
Santa Ana	**5,087,012**	-	-	**5,087,012**
Pearl	**430,961**	-	654	**431,615**
Kramer	**3,721,320**	-	(8,114)	**3,713,206**
TOTAL	**$ 9,844,317**	**$ (605,024)**	**$ (7,460)**	**$ 9,231,833**

Mineral Properties as at August 31, 2025

	August 31, 2024	Additions	Recovery	Impairment	Effect of movement in exchange rates	August 31, 2025
Antares	$ 112,987	$ -	$ -	$ (112,987)	$ -	**$ -**
Argelia	265,240	-	-	-	-	**265,240**
Mallama	298,216	-	-	-	-	**298,216**
Oribella	41,568	-	-	-	-	**41,568**
Santa Ana	4,408,747	678,265	-	-	-	**5,087,012**
South Bullfrog	1,035,240	-	-	(1,044,403)	9,163	**-**
Pearl	516,346	-	(89,955)	-	4,570	**430,961**
Kramer	6,627,179	893,230	(3,847,142)	-	48,053	**3,721,320**
TOTAL	**$ 13,305,523**	**$ 1,571,495**	**$ (3,937,097)**	**$ (1,157,390)**	**$ 61,786**	**$ 9,844,317**

(Unaudited - expressed in Canadian dollars)

8. MINERAL PROPERTIES *(continued)*

Exploration Expenditures

	For the nine months ended	
	May 31, 2026	**May 31, 2025**
Santa Ana	$ 11,583,388	$ 6,406,707
South Bullfrog	-	3,972
Pearl	15,000	1,314
Kramer	429	500,009
TOTAL	**$ 11,598,817**	**$ 6,912,002**

Argelia Project

During the period ended May 31, 2026, the Company recognized an impairment loss of $265,240 related to the Argelia Project as no further exploration or development is planned. The asset's carrying value has been reduced to $nil.

Mallama Project

On August 31, 2017, Outcrop completed the acquisition of the Mallama Project ("Mallama") by an outright purchase of 100% of the shares of the Colombian simplified share company, Mallama SAS.

During the period ended May 31, 2026, the Company recognized an impairment loss of $298,216 related to the Mallama Project as no further exploration or development is planned. The asset's carrying value has been reduced to $nil.

Oribella Project

During the period ended May 31, 2026, the Company recognized an impairment loss of $41,568 related to the Oribella Project as no further exploration or development is planned. The asset's carrying value has been reduced to $nil.

Santa Ana Project

On January 24, 2020, the Company completed the acquisition of 100% of the Santa Ana project located in the Municipality of Falan, Tolima Department, Colombia through the purchase of all of the issued and outstanding shares of Malew. Consideration of 24,000,000 common shares of Outcrop with a value of $2,640,000 were issued for all of the issued and outstanding shares of Malew. Malew's wholly owned subsidiary, Santa Ana S.A.S., owns the Santa Ana Project.

On July 28, 2020, the Company increased the Santa Ana land position with the acquisition of additional adjacent claims at a cost of $333,433 (US$250,000) and 1,000,000 shares of the Company valued at $580,000. On November 14, 2022, the Company issued 2,104,054 common shares with a value of US$500,000 after the first of the mining concession agreements was registered in the Assignee's name with the National Mining Registry. The vendors retained a 2% NSR royalty interest in the concession agreements. The Company has the option to purchase 1% of the NSR for US$500,000 cash. On September 23, 2024, the Company issued 3,074,499 common shares with a fair value of $678,265 (US$500,000) to Activos Mineros de Colombia S.A.S. as the final payment for the Santa Ana Project.

8. MINERAL PROPERTIES *(continued)*

South Bullfrog Project

Through the acquisition of Zacapa in November 2023, the Company acquired a 100% interest in the South Bullfrog gold project located in Beatty, Nevada.

On September 22, 2025, the Company agreed to transfer 100% of the South Bullfrog gold project to Bullfrog Gold Corporation in exchange for 10,000,000 Bullfrog shares valued at $10,000 (Note 5), which resulted in an impairment for the year ended August 31, 2025.

Pearl Project

Through the acquisition of Zacapa in November 2023, the Company acquired a 100% of the Pearl porphyry copper project located near San Manuel, Arizona. On September 12, 2024 Golden Mile Resources purchased an option on Pearl for A$100,000 (Australian Dollars) and a 1% NSR royalty. Golden Mile has the option to earn-in to 51% by funding A$2,000,000 in exploration expenditures by September 12, 2027. Golden Mile may also earn an additional 34% by funding an additional A$10,000,000 in exploration expenditures within 5 years. Upon completing the earn-in a joint venture will be formed with both parties funding proportionally. If either party dilutes below 10%, their interest will convert to an additional 1% NSR royalty. At such time that a JORC compliant resource achieves 750,000 tonnes of contained copper at a minimum grade of 0.3%, Golden Mile will pay Outcrop Silver A$2,000,000.

Kramer Hills Project

Acquired on the acquisition of Zacapa in November 2023, the Kramer Hills gold project is located in San Bernardino, California. The project is subject to a 2% NSR. Under the terms of the option agreement, the Company has until August 15, 2026, to acquire 100% of Kramer under the payment terms as expressed below:

- US$10,000 per month beginning August 23, 2023 and continuing every month until the twelve (12) month anniversary from the Payment Date *(paid);*
- US$300,000 in cash payable on August 15, 2024 *(paid)*;
- US$650,000 in cash payable on August 15, 2025 *(paid by Silver Mines)* and
- US$1,250,000 in cash payable on August 15, 2026.

On June 11, 2025, the Company granted Silver Mines an option to earn up at an 80% interest in Kramer Hills in return for paying US$500,000 in cash (paid) and issuing 22,090,000 shares of Silver Mines (subject to escrow until July 1, 2026).

First Earn-In (to 50%):

- Incur not less than US$3,500,000 in exploration expenditures by July 1, 2027;
- pay the final US$1,250,000 Kramer option payment due on August 15, 2026; and
- pay the Company US$1,500,000 in shares of Silver Mines within sixty days following the satisfaction of the First Earn-In Condition.

(Unaudited - expressed in Canadian dollars)

8. MINERAL PROPERTIES *(continued)*

Further Earn-In (to 80%):

- Pay to the Company an additional US$2,000,000 in shares of Silver Mines on or before the expiry date of the Further Earn-in Period.

Once Silver Mines has earned an 80% interest it will provide the Company with a free carried interest through to the completion of a feasibility study on the project.

9. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

As at		**May 31, 2026**		**August 31, 2025**
Accounts payable and accrued liabilities – Canada	$	289,015	$	127,834
Accounts payable and accrued liabilities – Colombia		1,999,154		993,957
Amounts payable to related parties – Canada		49,337		34,835
TOTAL	**$**	**2,337,506**	**$**	**1,156,626**

10. SHARE CAPITAL

a) Authorized

An unlimited number of common shares without par value.

b) Share Issuance

At May 31, 2026, the Company had 492,967,909 common shares issued and outstanding (May 31, 2025 – 376,173,230).

During the nine months ended May 31, 2026, the Company:

- Issued 31,279,880 common shares following the exercise of warrants for gross proceeds of $7,028,980;
- Issued 9,674,500 common shares following the exercise of options for gross proceeds of $2,184,230;
- Issued 1,000,000 common shares to the new CEO pursuant to the employment agreement; and
- Completed a public offering of 65,780,000 units of the Company at a price of $0.35 per unit for gross proceeds of $23,023,000. Each unit is comprised of one common share and one-half of one common share purchase warrant, which is exercisable at price of $0.55 for a period of 24 months.

  The assumptions used in the Black-Scholes Option-Pricing Model for the relative fair value allocation of gross proceeds between shares and warrants were an expected life of 2 years, an expected dividend of $nil, a risk-free interest rate of 2.45%, and an expected volatility of 90.79%. Share issue costs incurred in connection with the offering amounted to $1,860,083.

10. SHARE CAPITAL *(continued)*

During the nine months ended May 31, 2025, the Company:

- Issued 17,946,800 common shares following the exercise of warrants for gross proceeds of $3,621,196;
- Issued 3,268,750 common shares following the exercise of options for gross proceeds of $474,000;
- Issued 4,654,000 common shares under its at-the-market equity program (the "ATM Program") for gross proceeds of $994,448;
- Issued 3,074,499 common shares with a fair value of $678,265 (US$500,000) to Activos Mineros de Colombia S.A.S. on September 23, 2024 as the final payment for the Santa Ana Project; and
- Completed a non-brokered private placement on October 3, 2024 by issuing 22,727,273 units at a price of $0.22 per unit for gross proceeds of $5,000,000. Each unit is comprised of one common

  share and one-half on one common share purchase warrant, which is exercisable at price of $0.30 for a period of 24 months.
- The Company completed a public offering by issuing 33,977,272 units at a price of $0.22 per unit for gross proceeds of $7,475,000. Each unit is comprised of one common share and one-half common share purchase warrant, which is exercisable at price of $0.30 for a period of 24 months. The Company also issued 1,629,526 broker warrants exercisable at $0.22 for a period of 24 months. The proceeds of the financing were allocated on a relative fair value basis as $6,154,000 to common shares and $1,321,000 to warrants.

  The assumptions used in the Black-Scholes Option-Pricing Model for the relative fair value allocation of gross proceeds between shares and warrants were an expected life of 2 years, an expected dividend of $nil, a risk-free interest rate of 2.55%, and an expected volatility of 94.23%. Cash share issuance costs of $860,198 were paid in relation to the financing, in addition to an issuance of 1,629,526 finders' warrants with an exercise price of $0.22 per share, valued at $181,959 using the Black-Scholes Option-Pricing Model assumptions above.

c) Stock Options Outstanding

The Company has a fixed stock option plan which was approved by shareholders on December 4, 2025 (the "Fixed Plan") and replaced the previous fixed stock options plan. Under the Fixed Plan, the maximum number of stock options that can be issued is capped at 46,560,940. The stock options can be granted for a maximum term of ten years and vesting terms of each stock option grant is determined by the Board of Directors at the time of the grant.

The Company also has an award plan (the "RSU/DSU Plan") which permits the grant of restricted share units of the Company ("RSUs") and/or deferred share units of the Company ("DSUs") whereby the maximum number of common shares reserved for issue under the RSU/DSU Plan shall not exceed 28,802,564 common shares of the Company. In addition, the aggregate number of common shares issuable pursuant to the RSU/DSU Plan combined with all of the Company's other securities-based compensation arrangements, including the Company's stock option plan, shall not exceed 10% of the Company's outstanding shares. The term for the restricted period of any RSU granted shall not exceed ten years.

(Unaudited - expressed in Canadian dollars)

10. SHARE CAPITAL *(continued)*

The stock option continuity for the nine months ended May 31, 2026, is as follows:

Number Outstanding August 31, 2025	Granted	Exercised	Expired/ Cancelled	Number Outstanding May 31, 2026		Exercise Price per Share	Expiry Date	Weighted Avg Remaining Contractual Life (in years)
1,850,000	-	-	(1,850,000)	**-**		-	-	-
2,800,000	-	(1,200,000)	(1,600,000)	**-**		-	-	-
200,000	-	(200,000)	-	**-**		-	-	-
3,200,000	-	(1,200,000)	-	**2,000,000**		0.22	Apr 08, 2027	0.85
400,000	-	-	-	**400,000**		0.25	Oct 05, 2027	1.35
400,000	-	-	-	**400,000**		0.26	Oct 05, 2027	1.35
6,550,000	-	(2,700,000)	-	**3,850,000**		0.22	Jul 20, 2028	2.14
250,000	-	-	-	**250,000**		2.00	Jan 26, 2027	0.66
68,750	-	-	(62,500)	**6,250**		2.80	Jan 26, 2027	0.66
6,250	-	-	-	**6,250**		0.92	Jan 26, 2027	0.66
162,500	-	(37,500)	(37,500)	**87,500**		0.44	Dec 8, 2027	1.52
887,500	-	(762,500)	-	**125,000**		0.20	Jul 18, 2028	2.13
3,793,750	-	(1,012,500)	-	**2,781,250**		0.16	Mar 26, 2029	2.82
500,000	-	-	-	**500,000**		0.27	Oct 31, 2029	3.42
6,250,000	-	(1,250,000)	-	**5,000,000**		0.27	Oct 31, 2029	3.42
4,925,000	-	(1,175,000)	(50,000)	**3,700,000**		0.20	Apr 30, 2030	3.92
500,000	-	(137,000)	(363,000)	**-**		-	-	-
-	6,350,000	-	(250,000)	**6,100,000**		0.36	Apr 17, 2031	4.88
-	1,000,000	-	-	**1,000,000**		0.35	Apr 17, 2031	4.88
32,743,750	**7,350,000**	**(9,674,500)**	**(4,213,000)**	**26,206,250**	**$**	**0.25**	***(weighted average)***	**3.34**
			Exercisable	**19,106,250**	**$**	**0.25**	***(weighted average)***	**2.76**

The stock option continuity for the nine months ended May 31, 2025, is as follows:

Number Outstanding August 31, 2024	Granted	Exercised	Expired/ Cancelled	Number Outstanding May 31, 2025		Exercise Price per Share	Expiry Date	Weighted Avg Remaining Contractual Life (in years)
1,750,000	-	(1,750,000)	-	**-**	$	-	-	-
200,000	-	-	-	**200,000**		0.56	Jul 24, 2025	0.15
1,850,000	-	-	-	**1,850,000**		0.40	Oct 20, 2025	0.39
2,800,000	-	-	-	**2,800,000**		0.30	Apr 19, 2026	0.88
200,000	-	-	-	**200,000**		0.24	Aug 5, 2026	1.18
3,450,000	-	(250,000	-	**3,200,000**		0.22	Apr 08, 2027	1.85
50,000	-	(50,000)	-	**-**		-	-	-
900,000	-	-	(500,000)	**400,000**		0.25	Oct 05, 2027	2.35
400,000	-	-	-	**400,000**		0.26	Oct 05, 2027	2.35
7,650,000	-	(400,000)	(500,000)	**6,750,000**		0.22	Jul 20, 2028	3.14
250,000	-	-	-	**250,000**		2.00	Jan 26, 2027	1.66
75,000	-	-	(6,250)	**68,750**		2.80	Jan 26, 2027	1.66
6,250	-	-	-	**6,250**		0.92	Jan 26, 2027	1.66
62,500	-	-	(62,500)	**-**		-	-	-
168,750	-	-	(6,250)	**162,500**		0.44	Dec 8, 2027	2.52
1,350,000	-	(462,500)	-	**887,500**		0.20	Jul 18, 2028	3.13
4,525,000	-	(356,250)	(75.000)	**4,093,750**		0.16	Mar 26, 2029	3.82
-	500,000	-	-	**500,000**		0.27	Oct 31. 2029	4.42
-	6,250,000	-	-	**6,250,000**		0.25	Oct 31, 2029	4.42
-	4,950,000	-	-	**4,950,000**		0.20	Apr 30, 2030	4.92
25,687,500	**11,700,000**	**(3,268,750)**	**(1,150,000)**	**32,968,750**	**$**	**0.26**	***(weighted average)***	**3.22**
			Exercisable	**27,343,750**	**$**	**0.24**	***(weighted average)***	**2.90**

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(Unaudited - expressed in Canadian dollars)

10. SHARE CAPITAL *(continued)*

As at May 31, 2026, a total of 19,106,250 of the outstanding stock options were vested and exercisable, with a weighted average exercise price of $0.25.

Stock-Based Compensation

The fair value of each option granted to employees, officers, and directors was estimated on the date of the grant using the Black-Scholes Option-Pricing Model.

The Company recorded $856,579 in stock-based compensation expense (May 31, 2025 - $1,559,297) for options vested during the nine months ended May 31, 2026. The assumptions used in the Black-Scholes Option-Pricing Model to estimate the fair value of each option grant were an expected life of 5 years, expected dividend of $nil, and:

	Apr 17, 2026	Aug 6, 2025	Apr 30, 2025	Nov 7, 2024
Risk-free interest rate	3.04%	2.94%	2.67%	3.03%
Expected volatility	95.77%	93.17%	97%	103.01%
Fair value	$0.27	$0.22	$0.15	$0.19

Share Purchase Warrants

The share purchase warrant continuity for the nine months ended May 31, 2026 is as follows:

Number Outstanding August 31, 2025	Granted	Exercised	Expired/ Cancelled	Number Outstanding May 31, 2026	Exercise Price per Share	Expiry Date	Weighted Avg Remaining Contractual Life *(in years)*
13,569,366	-	(10,499,800)	(3,069,566)	**-**	-	-	-
2,476,057	-	-	(2,476,057)	**-**	-	-	-
4,856,153	-	(1,737,580)	-	**3,118,573**	0.30	Jul 7, 2026	0.10
16,550,000	-	(16,350,000)	(200,000)	**-**	-	-	-
1,380,000	-	(1,380,000)	-	**-**	-	-	-
11,363,636	-	-	-	**11,363,636**	0.30	Oct 2, 2026	0.34
16,988,636	-	(1,312,500)	-	**15,676,136**	0.30	Mar 27, 2027	0.82
814,763	-	-	-	**814,763**	0.22	Mar 27, 2027	0.82
-	32,890,000	-	-	**32,890,000**	0.55	Oct 3,2027	1.34
67,998,611	**32,890,000**	**(31,279,880)**	**(5,745,623)**	**63,863,108**	**$ 0.43**	***(weighted average)***	**0.97**

(Unaudited - expressed in Canadian dollars)

10. SHARE CAPITAL *(continued)*

The share purchase warrant continuity for the nine months ended May 31, 2025 is as follows:

Number Outstanding August 31, 2024	Granted	Exercised	Expired/ Cancelled	Number Outstanding May 31, 2025	Exercise Price per Share	Expiry Date	Weighted Avg Remaining Contractual Life *(in years)*
19,710,000	-	(16,355,000)	(3,355,000)	**-**	-	-	-
19,455,700	-	-	-	**19,455,700**	0.22	Sep 22, 2025	0.31
732,002	-	(96,800)	-	**635,202**	0.22	Sep 22, 2025	0.31
9,048,500	-	-	(9,048,500)	**-**	-	-	-
1,085,820	-	-	(1,085,820)	**-**	-	-	-
2,476,057	-	-	-	**2,476,057**	0.88	Oct 28, 2025	0.41
4,856,153	-	-	-	**4,856,153**	0.30	Jul 7, 2026	1.10
18,195,000	-	(1,495,000)	-	**16,700,000**	0.22	Mar 14, 2026	0.79
1,380,000	-	-	-	**1,380,000**	0.15	Mar 14, 2026	0.79
-	11,363,636	-	-	**11,363,636**	0.30	Oct 2, 2026	1.34
-	16,988,636	-	-	**16,988,636**	0.30	Mar 27, 2027	1.82
-	1,629,526	-	-	**1,629,526**	0.22	Mar 27, 2027	1.82
76,939,232	**29,981,798**	**(17,946,800)**	**(13,489,320)**	**75,484,910**	**$ 0.28**	***(weighted average)***	**1.01**

Restricted Share Units and Deferred Stock Units

During the nine months ended May 31, 2026, the Company granted 2,350,000 RSUs to employees, officers, and directors, vesting 100% on April 14, 2027, and 3,000,000 DSUs to directors, vesting 100% on April 14, 2027.

The fair value of the RSUs and DSUs was determined based on the fair value of the Company's common shares on the grant date. The awards were granted at a fair value of $0.36 per unit, representing an aggregate fair value of $1,836,000.

The following table summarizes the continuity of RSUs and DSUs outstanding during nine months ended May 31, 2026:

	RSUs	DSUs
Outstanding, August 31, 2025	-	75,000
Granted	2,350,000	3,000,000
Forfeited/Cancelled	(250,000)	-
Outstanding, May 31, 2026	**2,100,000**	**3,075,000**

(Unaudited - expressed in Canadian dollars)

11. RELATED PARTY TRANSACTIONS

The Company's related parties consist of companies with directors and officers in common, and companies owned in whole or in part by executive officers and directors as follows:

Related Party Name	Nature of Transactions
Farris LLP ("**Farris**"), a company in which Jay Sujir is a partner	Legal services
I2 Services SAS ("I2"), a company related to Ian Harris	Cost reimbursement
Slater Corporate Services Corporation ("**SCSC**"), a company related to Ian Slater	Cost reimbursement, Corporate Secretary, CFO, corporate compliance services, accounting, and financial reporting

a) The Company incurred the following fees in connection with companies owned or partially owned by key management (Chief Financial Officer) and/or directors. Expenses have been measured at the exchange amount, which is determined on a cost recovery basis.

	Three months ended		Nine months ended	
	May 31, 2026	May 31, 2025	**May 31, 2026**	May 31, 2025
Cost reimbursement - SCSC	**-**	(40,000)	**-**	440,000
Cost reimbursement – I2	**266,589**	-	**776,600**	-
Legal fees – Farris	**83,316**	145,316	**297,584**	191,669
Total	**$ 349,905**	$ 105,316	**$ 1,074,185**	$ 631,669

b) Amounts owing to related parties are disclosed in Note 9. All amounts are unsecured, with no specific terms of repayment.

c) Compensation of directors and members of key management personnel, including amounts disclosed in Note 11(a) and (b) were as follows:

	Three months ended		Nine months ended	
	May 31, 2026	May 31, 2025	**May 31, 2026**	May 31, 2025
Exploration	**$ -**	$ 60,627	**$ 107,302**	$ 198,592
Legal fees(1)	**83,316**	14,741	**297,584**	34,594
Reimbursement of expense(2)	**-**	-	**-**	4,566
Stock-based compensation	**470,813**	411,705	**627,609**	1,251,139
Director fees	**40,354**	-	**69,688**	-
Wages and benefits	**111,669**	9,955	**358,434**	169,513
Total	**$ 706,152**	$ 497,028	**$ 1,460,617**	$ 1,658,404

(1) *Amounts are included in professional fees and share issuance costs.*
(2) *Amount is included in general and administrative expenses and wages and benefits.*

(Unaudited - expressed in Canadian dollars)

12. SEGMENTED DISCLOSURE

The Company operates in the mineral exploration sector within Colombia and USA.

Note 8 provides disclosure as to the geographic location of the Company's mineral properties and exploration expenditures.

As at May 31, 2026	Canada	Colombia	USA	Total
Equipment	$ 46	$ 494,191	$ -	$ 494,237
Mineral properties	-	5,087,012	4,144,821	9,231,833

As at August 31, 2025	Canada	Colombia	USA	Total
Equipment	$ 544	$ 88,026	$ -	$ 88,570
Reclamation bond	-	-	16,299	16,299
Mineral properties	-	5,692,036	4,152,281	9,844,317

13. MANAGEMENT OF CAPITAL

The Company manages its common shares, stock options and warrants as capital (Note 10). The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to pursue the development of its mineral properties and to maintain a flexible capital structure which optimizes the costs of capital at an acceptable level of risk.

The Company manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Company may attempt to issue new shares, issue debt, acquire or dispose of assets, or adjust the amount of cash.

To facilitate the management of its capital requirements, the Company prepares expenditure budgets that are updated as necessary depending on various factors including successful capital deployment and general industry conditions.

To maximize ongoing exploration expenditures, the Company does not pay dividends. The Company's investment policy is to keep its cash treasury on deposit in interest-bearing Canadian chartered bank accounts and short-term guaranteed investment certificates.

The Company estimates that it will require additional funding to carry out its exploration plans and operations through the next twelve months. The Company is not subject to any externally imposed capital restrictions.

There were no changes in the management of capital during the nine months ended May 31, 2026.

(Unaudited - expressed in Canadian dollars)

14. SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS

For the nine months ended		May 31, 2026		May 31, 2025
Non-cash investing and financing activities:				
Relative fair value of unit warrants	$	3,644,000	$	2,291,000
Transfer of fair value of options exercised		1,765,926		398,313
Transfer of fair value of warrants exercised		1,813,643		767,388
Shares issued for purchase to Activos Mineros		-		678,265
Interest received	$	391,917	$	81,570

15. SUBSEQUENT EVENTS

Subsequent to May 31, 2026, the Company:

- on July 7, 2026, 3,448,571 warrants at $0.30 expired unexercised;
- granted 250,000 stock options at $0.36 per share, expiring on April 17, 2031;
- issued 500,000 common shares following the exercise of stock options at price between $0.16 - $0.20 per common share for gross proceeds of $90,000; and
- on June 2, 2026, announced the engagement of an investor relations consultant for an initial six-month period beginning June 1, 2026, which term may be extended by mutual agreement.

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