**INTERIM MANAGEMENT DISCUSSION AND ANALYSIS**

**FOR THE THREE AND SIX MONTHS ENDED JUNE 30, 2026**

*This Management Discussion and Analysis ("MD&A") of the financial position and results of operations of Omai Gold Mines Corp. ("Omai" or the "Company") has been prepared based on information available to the Company as at August 28, 2026, and should be read in conjunction with Omai's unaudited condensed interim consolidated financial statements and related notes thereto as at and for the three and six months ended June 30, 2026 (the "Financial Statements"). The Financial Statements and MD&A are presented in U.S. dollars and the Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Standards Board applicable to the preparation of interim financial statements, including IAS 34 Interim Financial Reporting. Reference herein of $ is to the United States dollars and C$ is to the Canadian dollar.*

*Readers are cautioned that the MD&A contains forward-looking statements and that actual events may vary from management's expectations. Readers are encouraged to read the "Cautionary Statement on Forward-Looking Information" at the end of this MD&A and to consult Omai's Financial Statements for the three and six months ended June 30, 2026 and the corresponding notes to the Financial Statements which are available on our website at www.omaigoldmines.com and on SEDAR+ at www.sedarplus.ca.*

*Additional information related to Omai is available under the Company's profile on SEDAR+ at www.sedarplus.ca and the Company's website at www.omaigoldmines.com.*

## 1.0 Description of Business

Omai is an exploration and development company engaged in the acquisition, exploration, evaluation and development of mineral properties. At present, the Company does not have any resource properties in production and does not generate revenue from its mineral properties. The Company's primary focus is the exploration of the past-producing Omai Gold Mine in the Potaro Mining District of Guyana.

The Company's corporate office is located at 25 Adelaide Street East, Suite 1400, Toronto, Ontario, M5C 3A1, Canada.

The business of exploration involves a high degree of risk; as such, there is no assurance that the Company's expected exploration programs will result in profitable mining operations. To date, the Company has not earned revenue and has an accumulated deficit of $63,394,739 as at June 30, 2026. It is highly likely that it will be necessary for the Company to continue to seek additional sources of equity financing in the future. The Company has historically relied on financings to fund its operations and repay its liabilities; while the Company has been successful in the past, there can be no assurance that it will be able to raise sufficient funds in the future. The ability of the Company to arrange such financing in the future depends in part upon the prevailing capital market conditions as well as the business performance of the Company.

Common shares of Omai are traded on the TSX Venture Exchange ("TSXV") under the symbol "OMG" and the OTCQB Exchange under the symbol OMGGF.

## 2.0 Recent Highlights and 2026 Outlook

### Project Highlights

- **Preliminary Economic Assessment ("PEA")** on Omai's two adjacent deposits was announced on August 19th, reflecting:
  - **6.327 million ounces of gold** ("Au") projected life-of-mine ("LOM") payable production over 18 years;
  - **$4.0 billion** after-tax net present value at a 5% discount rate at base case $3,600/oz gold, increasing to **$5.5 billion** at $4,200/oz gold;
  - **24%** after-tax internal rate of return at $3,600/oz gold, increasing to **30%** at $4,200/oz gold;
  - **$1.4 billion** initial capital and sustaining and growth capital of $928 million over LOM;
  - **4.1-year** payback at $3,600/oz gold, decreasing to 3.4 years at $4,200/oz Au;
  - **$1,501/oz** gold average cash operating costs and all-in sustaining costs ("AISC")[1] of $1,608/oz;
  - **$8.1 billion** cumulative after-tax cash flows[2] over 18 years;
  - **351,488 oz Au per year** projected average production over LOM, with peak year gold production reaching 435,667 ounces;
  - **1.35 g/t Au** average head grade and **93%** process recovery; and
  - **5.9:1** average strip ratio for the open pit LOM.
- An updated expanded **Mineral Resource Estimate ("MRE")** (the "**April 2026 MRE**") was announced on April 14th for the Wenot and Gilt gold deposits on a combined basis as follows:

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[1] *AISC is the sum of operating costs, off-site costs, royalty payments, and sustaining capital costs, divided by payable gold ounces produced. Refer to the "Non-GAAP Financial Measures" section of this MD&A.*

[2] *Cumulative after-tax cash flows are defined as gross revenues less royalty payments, pre-production capital costs, operating costs, sustaining and growth capital costs, taxes, and reclamation and closure costs.*

- **2,495,000 ounces of gold** (Indicated MRE), a 17.6% increase, averaging **2.04 g/t Au in 38.1 Mt;** and
- **5,465,000 ounces of gold** (Inferred MRE), a 24.7% increase, averaging **1.59 g/t Au in 106.6 Mt**

This April 2026 MRE comprises two adjacent orogenic gold deposits as follows:

**Wenot Deposit** (a constrained pit approach with minor underground is applied)

- 1,453,000 ounces ("oz") of gold ("Au") in 28.4 million tonnes ("Mt") (Indicated), a 49.8% increase in ounces (+483,000 oz) over the Aug 2025 MRE
- 3,999,000 oz of gold in 92.4Mt (Inferred), a 7.6% increase in ounces (+282,000 oz)
- 1.59 g/t Au grade of Indicated MRE, an 8.9% increase (from 1.46 g/t Au)
- 1.35 g/t Au grade of Inferred MRE, a 25.8% decrease (from 1.82 g/t Au)
- Increased gold price assumption to $3,000/oz from $2,500/oz at the same cutoff of 0.30 g/t Au

**Gilt Deposit** (an underground mining approach is applied)

- 1,042,000 oz of gold (Indicated) averaging 3.33 g/t Au, in 9.7Mt, a 9.5% decrease in ounces (-109,000) over the Aug 2025 MRE
- 1,465,000 oz of gold (Inferred) averaging 3.22 g/t Au, in 14.2Mt, a 120.3% increase in ounces (+800,000 oz)
- 3.33 g/t Au grade of Indicated MRE, a 3.4% increase (from 3.22 g/t Au)
- 3.22 g/t Au grade of Inferred MRE, a 3.9% decrease (from 3.35 g/t Au)
- Increased gold price assumption to $3,000/oz from $2,500/oz and increased cutoff to 1.7 g/t Au from 1.5 g/t Au

- A 50,000 metre ("m") diamond drill program that was initiated in early 2026 continued with a focus on:
  - converting the Wenot Inferred MRE to Indicated MRE to advance the project; and
  - further exploring the limits of the Wenot deposit, along strike and at depth.
- A deep hole, completed at 1,439m, was drilled to explore the down-dip potential of the Gilt Deposit while collecting large core diameter samples in the upper portion of the hole for advanced metallurgical (comminution) work;
- Multiple gold intersections were encountered in 2026 Wenot holes with key highlight assays including:
  - Hole 26ODD-185
    - 7.26 g/t Au over 34.8m
      - Including 19.94 g/t Au over 2.5m

            - Including 54.05 g/t Au over 1.5m
            - Including 9.83 g/t Au over 3.0m
        - 15.89 g/t Au over 1.9m
        - 1.71 g/t Au over 14.0m
        - 2.10 g/t Au over 10.9m
        - 7.22 g/t Au over 2.4m
        - 2.28 g/t Au over 6.9m
    - Hole 26ODD-183
        - 2.96 g/t Au over 14.3m
        - 1.57 g/t Au over 22.5m
            - Including 3.94 g/t Au over 5.5m
    - Hole 26ODD-184
        - 2.47 g/t Au over 9.6m
            - Including 6.86 g/t Au over 2.2m
        - 3.24 g/t Au over 8.0m
    - Hole 26ODD-180
        - 8.54 g/t Au over 20.6m
            - Including 25.89 g/t Au over 2.5m
            - Including 13.42 g/t Au over 5.8m
        - 3.43 g/t Au over 12.3m
            - Including 5.57 g/t Au over 5.4m
    - Hole 26ODD-173W
        - 2.63 g/t Au over 11.5m
        - 3.68 g/t Au over 8.1m
        - 2.62 g/t Au over 13.1m
        - 5.79 g/t Au over 7.7m
            - Including 11.49 g/t Au over 3.6m
    - Hole 26ODD-175
        - 4.77 g/t Au over 6.6m
            - Including 9.27 g/t Au over 3.0m
    - Hole 26ODD-178W
        - 7.48 g/t Au over 2.9m
    - Hole 26ODD-179
        - 2.54 g/t Au over 8.8m
            - Including 6.48 g/t Au over 2.7m
    - Hole 25ODD-150
        - 11.48 g/t Au over 10.2m

        - 10.65 g/t Au over 9.0m
    - Hole 25ODD-152W
        - 12.34 g/t Au over 17.5m
    - Hole 25ODD-154
        - 3.09 g/t Au over 24.6m
    - Hole 25ODD-158
        - 7.74 g/t Au over 13.5m (including 28.03 g/t Au over 3.1m
- Phase 1 metallurgical test-work results were announced on June 22nd, indicating:
    - Wenot and Gilt orogenic gold deposits are responsive to reliable, industrially proven processing techniques;
    - High gold recovery was achieved from test-work with 93% Au recovery at 1.0 g/t Au to 95% Au recovery at 3.2 g/t Au, from a material grind size of 80% passing 75 microns; and
    - Both Wenot and Gilt deposit mineralogy is clean with no deleterious components (no organic carbon, tellurides, or antimony) and with very low soluble copper, lead or zinc content.
- Currently five drill rigs are active on site with 76 holes completed;
- A total of 36,258m has been drilled in 76 holes to date in 2026 with the 50,000m program expected to be completed before year end
- Completed a third water and silt geochemical survey as part of the environmental baseline studies;
- Equipment for de-watering of the Wenot pit began arriving in-country and engineers were on-site preparing for the installation; de-watering is expected to commence in October.

**Financial Highlights**

- Maintain financial stability with a strong cash position of $33.9 million in cash and short-term investments at June 30, 2026.

**Corporate Highlights**

- Hosted several site visits to the Omai Gold Project for analysts and fund managers;
- Participated in several mining-focused investment conferences including VRIC (Vancouver), BMO Global Metals, Mining & Critical Minerals (Hollywood, FL), PDAC (Toronto), , CEM (Scottsdale, AZ), 121 Mining Investment (London, UK), Mining Investment Event (Quebec City), and 121 Mining Investment (New York City); and

- Experienced strong share performance with the Company's common shares closing at $2.05 (C$2.84) on August 28, 2026, an increase of 101% over the closing price on December 31, 2025, of $1.02 (C$1.40).

**Outlook and Objectives for 2026**

- Complete the 50,000m diamond drill program, designed to further pursue opportunities to expand the overall Omai gold resources, explore certain nearby geophysical anomalies, while continuing the priority work of upgrading the large Wenot resource;
- Drill results will continue for the Wenot drilling as well as from the recently completed 1,439m long hole that, in our opinion, demonstrates the extension of the Gilt intrusion to depth, with assays pending;
- Further drilling to test the Camp Zone as well as the east and west extension areas of the Wenot deposit;
- Intention to update the MRE prior to year end, incorporating current drilling plus 80 drill holes already completed since the April 2026 MRE, with many assays still pending;
- De-watering equipment to be installed for pit de-watering to commence early in Q4;
- Next phase of metallurgical work is underway, with large-diameter core samples from Gilt being prepared for comminution test work to further refine the processing plant flowsheet;
- Refinement of the plant site location followed by condemnation drilling, and geotechnical and hydrogeological data collection programs;
- Steps towards environmental permitting continue; and
- Continued engagement with communities and government.

## 3.0 Omai Project

**Description**

The Omai property is located within the prolific Guiana Shield in Guyana, located on the northeast coast of South America.

Omai hosts two significant orogenic gold deposits, the Wenot shear-hosted gold deposit, and the adjacent intrusion-hosted Gilt Deposit.

**PEA Overview**

On August 19, 2026, the Company released the results of a PEA on the Omai Gold Project. The PEA mine plan incorporates both the Wenot open pit deposit and the adjacent Gilt underground deposit. These support production averaging 351,488 ounces of gold per year over an 18-year mine life, with peak year production of 435,667 ounces. Total combined production from the two deposits is estimated at 6,326,775 ounces of payable gold. At a base case gold price of $3,600/oz, the project has an after-tax Net Present Value$_{5\%}$ ("NPV") of $4.0 billion, a 24% Internal Rate of Return ("IRR"), and a payback period of 4.1 years. Using the recent spot price of $4,200/oz, the after-tax NPV$_{5\%}$ increases to $5.5 billion, IRR increases to 30% and the payback reduces to 3.4 years.

The Omai Gold Project PEA envisions a combined open pit mine at the Wenot shear-hosted gold deposit and an underground mine at the adjacent intrusion-hosted Gilt gold deposit. Onsite milling and processing is planned with capacity at 25,000 tonnes per day ("tpd") for the mined material. Annual gold production averages 351,488 ounces of gold per year over an 18-year mine life, with peak year production of 435,667 ounces. Total combined production from the two deposits is estimated at 6,326,775 ounces of payable gold. Initial capital ("Capex") in the PEA is $1.426 billion, with sustaining and growth capital of $928 million over LOM. Average cash operating costs[3] are estimated at $1,501/oz gold and AISC[1] at $1,608/oz.

At the Wenot open pit, approximately two years of pre-production are followed by 18 years of commercial production, using conventional truck-and-shovel bulk mining methods. The open pit operation is expected to extract 134.1 million tonnes ("Mt") at 1.08 g/t Au containing 4.641 million ounces ("Moz") of gold over the mine life.

The PEA outlines a development plan with the Gilt underground mine commencing in Year 1 of plant operations, with underground feed available from Year 3, ramping toward a target production rate of 4,000 tonnes per day ("tpd"). The underground mine is expected to extract approximately 22.6 Mt averaging 2.98 g/t Au, containing 2.164 Moz of gold, using primarily drift-and-fill mining with cemented paste backfill. Production from the two mines is expected to be processed through a 25,000 tpd carbon-in-leach ("CIL") gold plant, giving an annual throughput of 9,125,000 tonnes at full production.

The PEA is preliminary in nature and 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.

[3] *Average cash operating cost per ounce is calculated inclusive of open pit and underground mining costs; treatment, transport and refining costs; processing and surface costs; and G&A and other costs. These metrics are calculated on a payable gold ounce basis.*

Mineral resources ("Mineral Resources") that are not mineral reserves ("Mineral Reserves") do not have demonstrated economic viability.

**April 2026 MRE**

On April 14, 2026, the Company released the April 2026 MRE with a combined MRE (including both the Wenot and Gilt deposits), of 2,495,000 ounces of gold (Indicated MRE), a 17.6% increase over the previous MRE, averaging 2.04 g/t Au in 38.1 Mt and 5,465,000 ounces of gold (Inferred MRE), a 24.7% increase over the previous MRE, averaging 1.59 g/t Au in 106.6 Mt.

**Wenot Deposit** (a constrained pit approach with minor underground is applied)

- **1,453,000 oz** of gold in **28.4 Mt** (Indicated), a 49.8% increase in ounces (+483,000 oz) over the previously released August 2025 MRE;
- **3,999,000 oz** of gold in **92.4 Mt** (Inferred), a 7.6% increase in ounces (+282,000 oz);
- **1.59 g/t Au** grade of Indicated MRE, an 8.9% increase (from 1.46 g/t Au);
- **1.35 g/t Au** grade of Inferred MRE, a 25.8% decrease (from 1.82 g/t Au); and
- Increased gold price assumption to $3,000/oz from $2,500/oz at the same cut-off of 0.30 g/t Au

**Gilt Deposit** (an underground mining approach is applied)

- **1,042,000 oz** of gold (Indicated) averaging **3.33 g/t Au,** in 9.7 Mt, a 9.5% decrease in ounces (-109,000) over the August 2025 MRE
- **1,465,000 oz** of gold (Inferred) averaging **3.22 g/t Au,** in 14.2 Mt, a 120.3% increase in ounces (+800,000 oz)
- **3.33 g/t Au** grade of Indicated MRE, a 3.4% increase (from 3.22 g/t Au)
- **3.22 g/t Au** grade of Inferred MRE, a 3.9% decrease (from 3.35 g/t Au)
- Increased gold price assumption to $3,000/oz from $2,500/oz and increased cut-off to 1.7 g/t Au from 1.5 g/t Au

(Expressed in United States Dollars)

**Table 1. April 2026 Mineral Resource Estimates**

| Deposit | Mining Method | Material Type | Gold Cut-off Grade | Indicated Tonnes | Indicated Avg Gold Grade | Indicated Contained Gold | Inferred Tonnes | Inferred Avg Gold Grade | Inferred Contained Gold |
|---|---|---|---|---|---|---|---|---|---|
| | | | *g/t* | *kt* | *g/t* | *koz* | *kt* | *g/t* | *koz* |
| **Gilt** | **Underground (UG)** | **Fresh Rock** | **1.70** | **9,724** | **3.33** | **1,042** | **14,165** | **3.22** | **1,465** |
| **Wenot** | **Open Pit (OP)** | **Alluvial & Saprolite** | 0.20 | 1,270 | 0.66 | 27 | 2,929 | 0.76 | 71 |
| | | **Fresh Rock** | 0.30 | 27,119 | 1.64 | 1,426 | 88,719 | 1.35 | 3,857 |
| | | **All** | **0.20 & 0.30** | **28,389** | **1.59** | **1,453** | **91,647** | **1.33** | **3,929** |
| | **Underground (UG)** | | 1.70 | - | - | - | 805 | 2.74 | 71 |
| | **OP + UG** | **All** | **Multiple** | **28,389** | **1.59** | **1,453** | **92,452** | **1.35** | **3,999** |
| | | | | | | | | | |
| **Wenot + Gilt** | **OP + UG** | **All** | **Multiple** | **38,112** | **2.04** | **2,495** | **106,617** | **1.59** | **5,465** |

The following tables provide a comparison of the April 2026 MRE to the previously disclosed August 2025 MRE on the Wenot and Gilt Deposits.

**Table 2. Comparison between Wenot April 2026 MRE and August 2025 MRE**

| | Tonnes (k) | | | Au (g/t) | | | Au (koz) | | |
|---|---|---|---|---|---|---|---|---|---|
| **Category** | **2025 MRE** | **2026 MRE** | **Change (%)** | **2025 MRE** | **2026 MRE** | **Change (%)** | **2025 MRE** | **2026 MRE** | **Change (%)** |
| **Indicated** | 20,729 | 28,389 | +36.9 | 1.46 | 1.59 | +8.9 | 970 | 1,453 | +49.8 |
| **Inferred** | 63,446 | 92,452 | +45.7 | 1.82 | 1.35 | -25.8 | 3,717 | 3,999 | +7.6 |

(Expressed in United States Dollars)

**Table 3. Comparison between Gilt April 2026 MRE and August 2025 MRE**

| | Tonnes ( k) | | | Au (g/t) | | | Au ( koz) | | |
|---|---|---|---|---|---|---|---|---|---|
| **Category** | **2025 MRE** | **2026 MRE** | **Change (%)** | **2025 MRE** | **2026 MRE** | **Change (%)** | **2025 MRE** | **2026 MRE** | **Change (%)** |
| **Indicated** | 11,123 | 9,724 | **-12.6** | 3.22 | 3.33 | **+3.4** | 1,151.4 | 1,042 | **-9.5** |
| **Inferred** | 6,186 | 14,165 | **+129.0** | 3.35 | 3.22 | **-3.9** | 665.4 | 1,465 | **+120.2** |

In April 2024, the Company announced the results from its first PEA (the "2024 PEA") for the Wenot Project, one of the two gold deposits located on its 100%-owned Omai Property, in Guyana. That PEA supports an initial open pit mining scenario for production averaging 142,000 ounces of gold per year over a 13-year mine life, with peak year production of 184,000 ounces. Total Wenot production is estimated at 1,840,000 ounces of payable gold. A spot gold price sensitivity of $2,200/oz supports an after-tax Net Present Value5% ("NPV") of $777 million, a 24.7% Internal Rate of Return ("IRR"), and a payback period of 3.5 years.

The 2024 PEA incorporated only a portion of the then Wenot open pit resource, and only 45% of the Omai Property MRE at that time. This study assumed a conservative $1,950/oz gold price which resulted in an NPV5% of US$556 million from a single Wenot "superpit", with dimensions of 2.4 km long by 840m wide with low capex of $375 million and low projected All-In-Sustaining-Costs ("AISC") of $1,009/oz. The Company considered this an excellent baseline but has since completed a significant amount of additional drilling and two subsequent MREs and a subsequent PEA announced on August 19th, 2026. The new PEA is substantially larger and anticipates 6.327 million ounces of production, over three times the production in the 2024 PEA.

The Omai property produced 3.8 million ounces averaging 1.5 g/t Au between 1993 and 2005, while the gold price was less than $400/oz, profitably producing an average of more than 300,000 oz Au per year.

Since acquiring the Omai Gold Project in 2019, the Company has completed over 111,000m of drilling.

**License/Permit**

On April 26, 2019, the Guyana Geology & Mines Commission ("GGMC") issued Prospecting Licence (PL #01/2019) to Avalon Gold Exploration Inc. ("AGE"), a wholly-owned subsidiary of Omai, for the exclusive right of occupation and exploration for the purpose of prospecting for gold, precious minerals and precious stones, on 4,590 acres (1,857.5 hectares) of licenced area (the "Omai PL"), which includes the site of the past producing Omai Gold Mine, Potaro Mining District, Guyana. The Company, through AGE, holds a 100% interest in the Omai PL which provides for the right of occupation and exclusive right to explore for gold, precious minerals and precious stones and to use certain existing infrastructure at the Omai Gold Mine for any future mining operations, subject to entering into specific lease agreements. In consideration for the original license granted in 2019, AGE agreed pay the GGMC an aggregate amount of $4.0 million to secure the Omai PL and by April 26, 2022 the entire $4.0 million had been paid.

The Company renewed PL #01/2019 for a one-year period prior to the April 25, 2022 expiry date and for an additional one-year period in 2023 to April 27, 2024. On April 29, 2024, the GGMC granted AGE a new Omai PL covering the same 4,590 acres and providing the exclusive right of occupation and exploration for gold, base metals, precious metals and precious stones. The licence has an initial three-year term until April 29, 2027 which may be extended to 2029. There is one quarry licence covering a portion of the Omai PL that was granted in June 2021 and other aggregate permits overlapping other parts of the Company's Omai PL, including over the tailings dams, were granted on August 23, 2023 by the GGMC. The Company is currently contesting the aggregate permits and quarry licences that were granted subsequent to the granting of the Omai PL.

On December 22, 2021, the Company closed a transaction resulting in the acquisition of the rights to the Eastern Flats property consisting of prospecting and mining rights, adjoining the Omai PL to the east. The Eastern Flats property consists of 1,519 acres (614.7 hectares) along the main trend of mineralization seen in the Wenot Pit. While there has been little exploration carried out on the Eastern Flats, interpretation of the 2020 airborne geophysical survey (magnetics and radiometrics) has indicated that several targets for gold mineralization extend from the Omai PL onto Eastern Flats.

**Exploration Activity**

Since the beginning of 2026, the Company has released results for 44 drill holes totalling 24,119m. All but two of the drill holes targeted the Wenot deposit, with 9 holes drilled to the north from the southern sedimentary rock sequence, and 35 holes collared from the north side of Wenot in the volcanic rocks, drilling to the south. In terms of the drill hole targeting on the Wenot deposit, eight (8) holes targeted West Wenot, thirteen (13) holes targeted Central Wenot, and twenty-one (21) holes were at East Wenot. One drill hole, 26ODD-167. collared south-southwest of the Wenot deposit, targeted a magnetic anomaly thought to correlate with a NE-trending structure, and hole 26ODD-187 targeted a similar structure northeast of the main part of Wenot.

(Expressed in United States Dollars)

Highlights of the assay results from this 2026 drilling campaign include:

| **HOLE #** | **RESULTS** |
|---|---|
| 260DD-185 | • 7.26 g/t Au over 34.8m<br>    o Including 19.94 g/t Au over 2.5m<br>    o Including 54.05 g/t Au over 1.5m<br>    o Including 9.83 g/t Au over 3.0m<br>• 15.89 g/t Au over 1.9m<br>• 1.71 g/t Au over 14.0m<br>• 2.10 g/t Au over 10.9m<br>• 7.22 g/t Au over 2.4m<br>• 2.28 g/t Au over 6.9m |
| 260DD-183 | • 2.96 g/t Au over 14.3m<br>• 1.57 g/t Au over 22.5m<br>    o Including 3.94 g/t Au over 5.5m |
| 260DD-184 | • 2.47 g/t Au over 9.6m<br>    o Including 6.86 g/t Au over 2.2m<br>• 3.24 g/t Au over 8.0m |
| 260DD-180 | • 8.54 g/t Au over 20.6m<br>    o Including 25.89 g/t Au over 2.5m<br>    o Including 13.42 g/t Au over 5.8m<br>• 3.43 g/t Au over 12.3m<br>    o Including 5.57 g/t Au over 5.4m |
| 260DD-173W | • 2.63 g/t Au over 11.5m<br>• 3.68 g/t Au over 8.1m<br>• 2.62 g/t Au over 13.1m<br>• 5.79 g/t Au over 7.7m<br>    o Including 11.49 g/t Au over 3.6m |
| 260DD-175 | • 4.77 g/t Au over 6.6m<br>    o Including 9.27 g/t Au over 3.0m |
| 260DD-178W | • 7.48 g/t Au over 2.9m |
| 260DD-179 | • 2.54 g/t Au over 8.8m<br>    o Including 6.48 g/t Au over 2.7m |
| 26ODD-173 | • 3.49 g/t Au over 16.9m<br>    o Including 13.21 g/t Au over 1.5m |

(Expressed in United States Dollars)

| | |
|---|---|
| | ◦ Including 46.68 g/t Au over 0.6m<br>• 3.86 g/t Au over 23.8m<br>◦ Including 66.21 g/t Au over 0.8m<br>◦ Including 28.33 g/t Au over 0.9m |
| Hole 26ODD-171 | • 2.02 g/t Au over 21.5m<br>◦ Including 3.75 g/t Au over 8.7m<br>• 2.65 g/t Au over 17.2m<br>◦ Including 14.73 over 2.2m |
| Hole 26ODD-169 | • 2.90 g/t Au over 22.9m<br>◦ Including 9.13 g/t Au over 4.1m<br>• 2.64 g/t Au over 19.2m<br>◦ Including 4.90 g/t Au over 8.9m |
| Hole 26ODD-166 | • 10.02 g/t Au over 5.4m<br>• 2.55 g/t Au over 10.5m<br>• 1.48 g/t Au over 14.4m |
| Hole 26ODD-164 | • 2.93 g/t Au over 10.0m<br>• 2.78 g/t Au over 11.5m<br>◦ Including 7.41 g/t Au over 3.0m<br>• 2.46 g/t Au over 11.0m |
| Hole 26ODD-163 | • 2.61 g/t Au over 15.4m |
| Hole 25ODD-162 | • 6.30 g/t Au over 9.8m<br>◦ Including 37.31 g/t Au over 1.1m<br>• 4.15 g/t Au over 6.7m |
| Hole 25ODD-161 | • 5.06 g/t Au over 9.4m<br>◦ Including 26.96 g/t Au over 1.2m |
| Hole 25ODD-158 | • 7.74 g/t Au over 13.5m<br>◦ Including 28.03 g/t Au over 3.1m<br>• 1.45 g/t Au over 44.4m<br>◦ Including 6.0 g/t Au over 3.6m |
| Hole 25ODD-159 | • 1.75 g/t Au over 19.3m<br>• 14.45 g/t Au over 2.5m |
| Hole 25ODD-154 | • 3.50 g/t Au over 13.4m<br>• 3.09 g/t Au over 24.6m<br>◦ Including 19.54 g/t Au over 1.1m<br>◦ Including 4.02 g/t Au over 9.0m |
| Hole 25ODD-153 | • 2.13 g/t Au over 8.5m |

(Expressed in United States Dollars)

| | |
|---|---|
| Hole 25ODD-152W | • 12.34 g/t Au over 17.5m<br>  o Including 138.18 over 1.3m<br>• 2.29 g/t Au over 12.6m<br>  o Including 7.73 g/t Au over 2.2m<br>• 2.34 g/t Au over 10.6m<br>• 5.23 g/t Au over 5.1m<br>  o Including 13.28 g/t Au over 1.5m |
| Hole 25ODD-150W3 | • 1.94 g/t Au over 30.3m<br>  o Including 3.03 g/t Au over 15.9m<br>  o Including 14.35 g/t Au over 2.5m |
| Hole 25ODD-150 | • 11.48 g/t Au over 10.2m<br>  o Including 28.54 g/t Au over 4.0m<br>• 10.65 g/t Au over 9.0m<br>  o Including 23.79 g/t Au over 3.8m<br>• 3.37 g/t Au over 8.4m<br>  o Including 7.45 g/t Au over 3.0m |
| Hole 25ODD-149 | • 2.28 g/t Au over 19.7m<br>  o Including 4.87 g/t Au over 8.7m<br>• 4.63 g/t Au over 8.6m<br>  o Including 15.95 g/t Au over 2.4m |
| Hole 25ODD-148 | • 2.22 g/t Au over 12.5m<br>  o Including 3.69 g/t Au over 3.1m |
| Hole 25ODD-145W2 | • 15.74 g/t Au over 1.0m<br>• 4.24 g/t Au over 9.3m<br>  o Including 12.25 g/t Au over 2.2m |
| Hole 25ODD-145 | • 4.79 g/t Au over 14.5m<br>  o Including 32.06 g/t over 2.0m<br>• 2.61 g/t Au over 19.2m<br>• 2.26 g/t Au over 9.5m |
| Hole 25ODD-119W | • 4.18 g/t Au over 14.6m<br>  o Including 9.12 g/t Au over 4.1m<br>• 2.38 g/t Au over 23.3m<br>  o Including 3.95 g/t Au over 11.8m<br>• 2.07 g/t Au over 27.4m<br>  o Including 11.64 g/t Au over 1.1m<br>  o Including 10.49 g/t Au over 1.2m<br>• 3.73 g/t Au over 17.3m<br>  o Including 8.61 g/t Au over 5.1m |

In early 2025, an initial 10,000m drilling program commenced on the Wenot deposit and was subsequently expanded. The Company drilled approximately 32,690m in 2025.

The 2025 drill program at Wenot had the following objectives: i) to identify further mineralization in some of the wide undrilled areas within the 2.5km long strike of the Wenot deposit, particularly within the under-explored southern sedimentary rock sequence; ii) to extend the known mineralization in the multiple subparallel gold zones down to the 400m to 450m level, which management believes is a reasonable depth for a potential large-scale open pit operation; and iii) to increase the shallow drilling at West Wenot, an area with broad mineralized zones within the southern sedimentary rocks with potential as a starter pit. The discovery of very wide and higher-grade zones at depth on the Dike Corridor, an added objective was to test the potential strike and dip extensions of the exceptionally robust gold zones, that eclipse any previous mineralization identified at Wenot.

On November 12, 2025, the Company announced the assay results from a deep hole (122W) that commenced north of the Gilt deposit and continued on to intersect multiple gold zones within the down dip extension of the Wenot Shear Corridor at a depth of approximately 700m below the known Wenot deposit. The Wenot Shear Corridor hosts the large Wenot gold deposit that has previously been identified by drilling to a maximum depth of 530m. The upper part of hole 122W intersected 699m of the Gilt deposit, then continued and encountered the Wenot Shear Corridor at approximately 1,739m downhole with the shearing continuing until the end of the hole at 2,014m. Seven discrete gold zones were intersected within broader lower-grade envelopes. The last zone downhole, returning 2.19 g/t Au over 7.9m (including 3.61 g/t Au over 4.4m), ended at 2,009.8m, less than five metres from the end of the hole. The hole ended still within the Wenot Shear Corridor but could not continue due to excessive flattening. The final depth reached exceeded expectations, but it is likely that the shear zone extends beyond the end of the hole.

Highlights from the depth extension of Wenot, identified in the lower part of Hole 25ODD-122W, include multiple gold zones: (intersections below are between 1,785.0m to 2,009.8m downhole, or at a vertical depth from surface of between 1,220m and 1,280m)

- 2.57 g/t Au over 8.6m
- 5.12 g/t Au over 3.6m
- 2.19 g/t Au over 7.9m, including 3.61 g/t Au over 4.4m
- 3.34 g/t Au over 4.5m
- 1.80 g/t Au over 5.5m
- 1.23 g/t Au over 4.6m
- 2.07 g/t Au over 3.3m

(Expressed in United States Dollars)

Highlights from the 2025 drill program are included in the table below. Wide intercepts of high-grade gold mineralization continued to extend the known limits of gold mineralization at Central, East, and West Wenot. Much of the gold mineralization identified by our 2025 drilling was outside of the February 2024 MRE and well outside of the pit limits as defined within the 2024 PEA.

| HOLE # | RESULTS |
|---|---|
| 25ODD-131 | • 20.33g/t Au over 5.30m, including 35.61g/t Au over 3.0m |
| 25ODD-135 | • 2.72g/t Au over 16.3m, including 9.05g/t Au over 4.0m |
| 25ODD-136 | • 2.05g/t Au over 7.50m, including 11.32g/t Au over 1.0 m |
| 25ODD-138 | • 0.85g/t Au over 12.7m, including 1.32g/t Au over 6.0m |
| 25ODD-127 | • 3.08g/t Au over 25.8m, including 17.06g/t over 3.1 m<br>• 1.52g/t Au over 37.5m<br>• 7.33 g/t Au over 1.5m |
| 25ODD-125 | • 6.84g/t Au over9.5m, including 27.51g/t over 1.2m<br>• 9.80g/t Au over 1.5m |
| 25ODD-126 | • 1.31g/t Au over 39.5m<br>• 2.08g/t Au over 18.0m, including 9.68g/t Au over 1.5m<br>• 5.39g/t Au over 3.4m<br>• 1.33g/t Au over 8.9m<br>• 5.04g/t Au over 3.0m |
| 25ODD- 117 | • 10.16g/t Au over 2.6m<br>• 1.98g/t Au over 7.5m<br>• 4.53g/t Au over 2.4m |
| 25ODD-124W | • 2.64g/t Au over 41.8m, including 9.25g/t Au over 4.5m<br>• 3.49g/t Au over 17.4m, including 6.31g/t Au over 7.4m |

(Expressed in United States Dollars)

| | |
|---|---|
| | • 5.66g/t Au over 7.5m |
| 25ODD-124 | • 1.76g/t Au over 20.5m, including 5.46g/t Au over 3.5m<br>• 5.67g/t Au over 4.5m |
| 25ODD-121 | • 9.85g/t Au over 2.9m<br>• 13.74g/t Au over 3.5m<br>• 11.26g/t Au over 2.0m<br>• 2.64g/t Au over 12.4m |
| 25ODD-119 | • 31.7g/t Au over 7.5m (17.36g/t over 7.5m capped at 70g/t Au<br>• 1.61 g/t Au over 36.4m, including 3.26g/t Au over 3.8m<br>• 3.89g/t Au over 13.2m, including 6.02g/t Au over 2.5m |
| 25ODD-118 | • 3.1g/t Au over 14.5m<br>• 9.81g/t Au over 2.5m |
| 25ODD-116 | • 2.63g/t Au over 27.5m, including 4.68g/t Au over 9.5m |
| 25ODD-113 | • 5.47g/t Au over 9.7m<br>• 1.53g/t Au over 13.0m, including 2.76g/t Au over 5.8m |
| 25ODD-112 | • 2.80g/t Au over 15.0m, including 11.50g/t Au over 3.1m<br>• 1.87g/t Au over 17.4m<br>• 0.83g/t Au over 42.2m |
| 25ODD-111 | • 4.87g/t Au over 9.5m<br>• 1.45g/t Au over 9.9m |
| 25ODD-108 | • 5.81g/t Au over 6.1m<br>• 1.91g/t Au over 10.8m |
| 25ODD-107 | • 2.67g/t Au over 21.4m, including 17.61g/t Au over 2.1m |

(Expressed in United States Dollars)

| | |
|---|---|
| | • 2.31g/t Au over 24.6m, including 9.61g/t Au over 2.5m |
| 250DD-106 | • 2.64g/t Au over 21.0m<br>• 1.62g/t Au over 16.5m<br>• 1.18g/t Au over 17.1m |
| 25ODD-102 | • 28.04 g/t Au over 9.3m (8.51 g/t Au over 9.3m capped at 70 g/t Au), including 252.36 g/t Au over 1.0m<br>• 8.98 g/t Au over 5.0m<br>• 3.36 g/t Au over 12.5m<br>• 4.55 g/t Au over 7.0m |
| 25ODD-101 | • 16.35 g/t Au over 10.5m (10.40 g/t Au over 10.5m capped at 70 g/t Au), including 46.38 g/t Au over 3.5m (28.52 g/t Au over 3.5m capped at 70 g/t Au)<br>• 3.83 g/t Au over 18.8m<br>• 2.13 g/t Au over 48.5m |
| 25ODD-103 | • 3.56 g/t Au over 21.8m<br>• 3.93 g/t Au over 7.0m<br>• 5.66 g/t Au over 4.3m |
| 25ODD-105 | • 2.32 g/t Au over 19.8m |
| 25ODD-099 | • 3.58 g/t Au over 7.0m<br>• 0.97 g/t Au over 26.0m, including 2.92 g/t Au over 5.0m |
| 24ODD-085EXT | • 2.02 g/t Au over 18.7m |

(Expressed in United States Dollars)

In late 2024, the Company completed its first drill hole on the Gilt underground deposit, with assay results announced in a news release dated February 24, 2025, with the following highlights:

- Extended gold mineralization and the known limits of the intrusion approximately 200m laterally to the southwest, to a vertical depth of 850m in an area with no prior drilling.
- 2.00 g/t Au over 64.0m
  - including 5.79 g/t Au over 9.0m
  - and including 2.68 g/t Au over 12.5m
- 1.90 g/t Au over 48.0m
  - including 4.19 g/t Au over 7.5m
  - and including 2.47 g/t Au over 10.5m
- 2.14 g/t Au over 37.5m
  - including 2.62 g/t Au over 24.2m
- 198.3m of the higher-grade intervals (not continuous) assayed are over 1.5 g/t Au and give a weighted average grade of 2.78 g/t Au.
- Intersected mineralization first at a vertical depth of 225m within pyrrhotite-rich volcanics, assaying 2.0 g/t Au over 10.5m and 1.59 g/t Au over 7.5m below the diabase dike.
- 38 separate occurrences of visible gold between 442m and 1,139m.

### Exploration and Evaluation Expenditures

The following table sets forth a breakdown of the material components of the Company's exploration and evaluation expenditures for the Omai Project, for the three and six months ended June 30, 2026 and 2025:

| | **For the three months ended June 30,** | | **For the six months ended June 30,** | |
|---|---|---|---|---|
| | **2025** | 2024 | **2026** | 2025 |
| Drilling | **$ 2,549,456** | $ 1,633,849 | **$ 4,318,390** | $ 2,855,746 |
| Consulting fees | **265,204** | 295,453 | **517,382** | 557,254 |
| Camp expenses | **231,166** | 178,057 | **409,452** | 332,549 |
| Salaries | **89,475** | 103,331 | **127,908** | 137,239 |
| Assays and sampling | **342,497** | 217,256 | **585,070** | 361,223 |
| Travel | **28,994** | 22,890 | **48,471** | 42,497 |
| Geology | **58,886** | - | **122,284** | - |
| Environmental | **1,412** | - | **29,633** | - |
| Metallurgy & other | **141,369** | 6,777 | **234,082** | 7,888 |
| Dewatering and tailings | **24,308** | - | **24,308** | - |
| **Total** | **$ 3,732,768** | $ 2,457,613 | **$ 6,416,980** | $ 4,294,396 |

(Expressed in United States Dollars)

## 4.0 Financial

### *a) Financial Position Review*

The Company is an exploration and development company that currently does not generate revenue. At June 30, 2026, the Company had cash and short-term investments on hand of $33,964,038 (December 31, 2025 - $42,628,465), working capital of $33,093,512 (December 31, 2025 – $41,071,384), total assets of $36,557,166 (December 31, 2025 - $43,835,732), trade payables and accrued liabilities of $2,970,738 (December 31, 2025 - $2,315,434) and recorded net losses of $5,324,385 (Q2 2025 - $3,452,015) and $12,276,470 (2025 - $6,391,122) for the three and six months of 2026, respectively.

Trade payables and accrued liabilities are broken down as follows: $1,847,694 in trade payables (December 31, 2025 - $1,199,754) and $1,123,045 in accrued liabilities (December 31, 2025 - $1,115,680)

The Company has no debt or long-term liabilities.

During the six months ended June 30, 2026, 4,871,795 common shares (2025 – 7,380,080) were issued related to the exercise of stock options and warrants, for cash proceeds of $251,088 (2025 - $586,869).

The schedule of the common shares issued during the six months ended June 30, 2026 and year ended December 31, 2025 is as follows:

| | Number of common shares | | Amount |
|---|---|---|---|
| Balance - December 31, 2024 | 522,914,545 | $ | 34,879,525 |
| Shares issued for cash, net of cash issuance costs | 119,117,100 | | 43,318,113 |
| Broker warrants valuation | - | | (437,876) |
| Shares issued upon the exercise of warrants | 22,037,874 | | 2,758,413 |
| Shares issued upon the exercise of stock options | 6,470,764 | | 1,159,070 |
| Balance - December 31, 2025 | 670,540,283 | $ | 81,677,245 |
| Share issue costs | - | | (2,962) |
| Shares issued upon the exercise of warrants | 1,534,763 | | 236,167 |
| Shares issued upon the exercise of stock options | 3,337,032 | | 394,582 |
| **Balance - June 30, 2026** | **675,412,078** | **$** | **82,305,032** |

### *Liquidity*

The Company is an exploration and development company that currently does not generate revenue. At June 30, 2026, the Company had working capital as disclosed above, which management believes is sufficient to meet its property payments, its obligations and to continue to fund operations for at least the next twelve months.

Beyond the next 12 months, the Company's ability to continue as a going concern and to advance the Omai Project will be dependent upon its ability to obtain the necessary financing. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company.

For the six months ended June 30, 2026, the Company used cash resources of $7,686,724 (2025 - $5,815,078) to fund operating activities, generated $248,126 in cash from financing activities (2025 - $17,157,222) and generated $1,243,937 in investing activities (2025 - Nil).

### *Capital Management*

The capital managed by the Company includes the components of shareholders' equity as described in the unaudited condensed interim consolidated statements of shareholders' equity. The Company is not subject to externally imposed capital requirements.

The Company's objectives of capital management are to create long-term value and economic returns for its shareholders. It does this by seeking to maximize the availability of finance to fund the growth and development of its mining properties, and to support the working capital required to maintain its ability to continue as a going concern. The Company manages its capital structure and adjusts it for changes in economic conditions and the risk characteristics of its assets, seeking to limit shareholder dilution and optimize its cost of capital while maintaining an acceptable level of risk. To maintain or adjust its capital structure, the Company considers all sources of finance reasonably available to it, including but not limited to issuance of new capital, issuance of new debt and the sale of assets in whole or in part, including mineral property interests. The Company's overall strategy with respect to management of capital as at June 30, 2026 remains fundamentally unchanged from the year ended December 31, 2025.

### *Financial Instruments*

Financial instruments include cash and any contracts that give rise to a financial asset to one party and a financial liability or equity instrument to another party. As at June 30, 2026, the Company's carrying values of cash, amounts receivable, short-term investments, accounts payable and accrued liabilities approximate their fair values due to their short term to maturity.

**Credit risk**

Credit risk is a risk that a financial loss will be incurred if a counterparty to a transaction does not fulfill its financial obligations as agreed. Financial instruments that potentially subject the Company to credit risk consist of cash and accounts receivable. The Company deposits cash with high credit quality financial institutions as determined by rating agencies.

At June 30, 2026, the Company held its cash as follows: 41.5% in Canadian dollars, 51.5% in U.S. dollars and 7.0% in Guyanese dollars with 93.0% of cash held in Canadian banks and 7.0% held in Guyana banks at June 30, 2026.

**Currency risk**

Currency risk is the risk that the fair values or future cash flows of the Company's financial instruments will fluctuate because of changes in foreign currency rates in the market. The Company's financial instruments are exposed to currency risk where those instruments are denominated in currencies that are not the same as the functional currency of the entity that holds them; foreign exchange gains and losses in these situations impact earnings.

The Company's significant subsidiary is located in Guyana and although its functional currency is the U.S. dollar, it is subject to currency risk because it maintains certain cash, amounts receivable and prepaid and accounts payables and accrued liabilities in Guyanese dollars. The parent company is in Canada and its functional currency is the Canadian dollar and maintains cash and accounts payables and accrued liabilities in Canadian and US dollars.

**Interest rate risk**

Interest rate risk is the risk that the fair values or future cash flows of our financial instruments will fluctuate because of changes in market interest rates. Cash and short-term investments are the only financial instruments the Company holds that is impacted by interest. There is no interest rate risk associated with the Company's short-term investments as the investments have fixed interest rates.

**Liquidity risk**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities. The Company has relied on equity issuances and/or loans as its sole source of cash. The Company manages liquidity risk by maintaining an adequate level of cash to meet its short-term ongoing obligations and reviews its actual expenditures and forecast cash flows on a regular basis and matches the maturity dates of its cash equivalents to capital and operating needs.

(Expressed in United States Dollars)

### *b) Expenditure Review*

| | For the three months ended June 30, | | | | For the six months ended June 30, | | | |
|---|---|---|---|---|---|---|---|---|
| | | **2026** | | 2025 | | **2026** | | 2025 |
| **Expenses** | | | | | | | | |
| Exploration and evaluation expenditures (Note 11) | **$** | **3,732,768** | $ | 2,457,613 | **$** | **6,416,980** | $ | 4,294,396 |
| General and administrative (Note 12) | | **544,877** | | 399,948 | | **1,006,063** | | 853,768 |
| Amortization | | **70,737** | | 13,948 | | **119,462** | | 28,274 |
| Share-based compensation (Note 9) | | **1,220,583** | | 459,842 | | **5,294,854** | | 1,312,588 |
| **Operating loss** | **$** | **(5,568,965)** | $ | (3,331,351) | **$** | **(12,837,359)** | $ | (6,489,026) |
| Interest income | | **281,184** | | 78,370 | | **597,530** | | 190,948 |
| Foreign exchange income (loss) | | **(36,604)** | | (199,034) | | **(36,641)** | | (93,044) |
| | | **244,580** | | (120,664) | | **560,889** | | 97,904 |
| **Net (loss)** | **$** | **(5,324,385)** | $ | (3,452,015) | **$** | **(12,276,470)** | $ | (6,391,122) |
| **Other comprehensive income (loss)** | | | | | | | | |
| Foreign currency translation adjustment | | **(2,089,000)** | | 1,018,907 | | **(1,200,381)** | | 859,225 |
| **Other comprehensive income (loss)** | **$** | **(2,089,000)** | $ | 1,018,907 | **$** | **(1,200,381)** | $ | 859,225 |
| **Total loss and comprehensive loss for the period** | **$** | **(7,413,385)** | $ | (2,433,108) | **$** | **(13,476,851)** | $ | (5,531,897) |

*Three months ended June 30, 2026 ("Q2 2026") compared to three months ended June 30, 2025 ("Q2 2025")*

For Q2 2026, the Company recorded a net loss of $5,324,385 compared to $3,452,015 in Q2 2025. The increase is due to an increase in exploration activities on the Omai Project, specifically a more robust drill program in Q1 2026 over Q1 2025, an increase in share-based compensation, partially offset by an increase in interest income associated with the higher cash balances held in Q2 2026 compared to Q2 2025. Drilling costs increased 56% in Q2 206 over Q2 2025 with a total of 18,879m drilled in Q2 2026 compared with 11,817m in Q2 2025, representing a 60% increase. The Company also commenced dewatering activities, with the engagement of a project manager and ordering of equipment.

General and administrative costs increased 36.2% due to an increase in base salaries, investor relations expenses and regulatory costs.

Share-based payments are higher due to more stock options vesting over the three months in 2026 compared with 2025.

Interest income increased to $281,184 for the second quarter of 2026 which is attributable to higher cash balances being held following the completion of the bought-deal financing completed in October 2025.

(Expressed in United States Dollars)

*Six months ended June 30, 2026 (“2026”) compared to six months ended June 30, 2025 (“2025”)*

For 2026, the Company recorded a net loss of $12,276,470 compared to $6,391,122 in 2025. The increase is due to an increase in exploration activities on the Omai Project, specifically a more robust drill program in 2026 over 2025, an increase in share-based compensation, partially offset by an increase in interest income associated with the higher cash balances held in 2026 compared to 2025. For the first half of 2026, the Company drilled a total of 32,661m compared to 21,987m in 2025, and increase of 48%, which is reflected in higher exploration and evaluation expenditures of 49% in 2026 compared to 2025.

General and administrative costs increased 17.8% due to an increase in base salaries, investor relations expenses and regulatory costs.

The Company recorded $5,294,854 in share-based payments in 2026 compared with $1,312,588 in 2025. The Company uses a Black-Scholes valuation model to calculate the fair value of stock options granted and records share-based payments as the stock options vest.

Interest income increased to $597,530 for the first half of 2026 compared with $190,948 in 2025. The increase is attributable to higher cash balances held in short-term investments.

### c) *Summary of Quarterly Results*

The following table sets forth selected financial information of the Company for the eight most recently completed quarters:

| **Quarterly Results** | **Q2 2026** | Q1 2026 | Q4 2025 | Q3 2025 |
|---|---|---|---|---|
| Exploration and evaluation expenditures | **3,732,768** | 2,684,212 | 3,431,083 | 1,972,385 |
| Operating loss | **(5,568,964)** | (7,268,394) | (4,895,718) | (2,802,953) |
| Interest income | **281,184** | 316,346 | 299,378 | 163,316 |
| Net loss | **(5,324,385)** | (6,952,085) | (5,544,256) | (1,652,411) |
| Loss per share | **(0.01)** | (0.01) | (0.00) | (0.00) |

| **Quarterly Results** | Q2 2025 | Q1 2025 | Q4 2024 | Q3 2024 |
|---|---|---|---|---|
| Exploration and evaluation expenditures | 2,457,613 | 1,836,783 | 1,531,438 | 1,324,058 |
| Operating loss | (3,331,351) | (3,157,675) | (2,106,749) | (1,673,814) |
| Interest income | 78,370 | 112,578 | 50,897 | 61,066 |
| Net loss | (3,452,015) | (2,939,107) | (2,619,747) | (1,613,186) |
| Loss per share | (0.01) | (0.01) | (0.00) | (0.00) |

Exploration and evaluation expenditures fluctuate based on available cash resources to fund activities, exploration results of previous completed activities that are used to plan and complete follow on work. The exploration and evaluation activities related to the various periods are fully explained in the section above called the Omai Project.

Operating losses have increased over the eight quarters due to an increase in exploration activities. In Q1 2026, operating loss increased significantly due to a significant increase in share-based payments associated with the granting of 10.7 million stock options in January 2026.

Interest income fluctuates over the eight quarters based on cash balances held in financial institutions during the respective quarter as well as prevailing interest rates. Specifically, the increases in Q2, 2026, Q1 2026, Q4 2025, Q3 2025 and Q1 2025 are attributable to various equity financings completed in those respective periods.

Net loss has seen a progressive increase over the eight quarters due to the increase in exploration work completed at the Omai Project, which was funded by various equity financings. The Company is continuing to advance the Omai Project with additional drilling and project studies being completed in 2026 .

## 5.0 Off-Balance Sheet Arrangements

There are no off-balance sheet arrangements at the date of this MD&A.

## 6.0 Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the party in making financial or operating decisions or by virtue of common ownership. Related parties include the Board of Directors, officers, close family members and enterprises which are controlled by these individuals as well as certain persons performing similar functions. In accordance with IAS 24 - Related Party Disclosure, key Management personnel are those having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executives and non-executive) of the Company.

(Expressed in United States Dollars)

Key Management personnel receive compensation in the form of management and technical consulting fees. The remuneration of key Management personnel during the three and six months ended June 30, 2026 and 2025 is as follows:

| | For the three months ended June 30, | | For the six months ended June 30, | |
|---|---|---|---|---|
| | **2026** | 2025 | **2026** | 2025 |
| Short-term benefits[1] | **$ 179,647** | $ 217,225 | **$ 342,963** | $ 358,963 |
| Share-based payments[2] | **1,011,262** | 271,428 | **4,477,160** | 1,025,783 |
| **Total** | **$ 1,190,909** | $ 488,653 | **$ 4,820,123** | $ 1,384,746 |

(1) Includes salary, benefits and short-term accrued incentives/other bonuses earned in the period.
(2) Represents the expense of stock options vested during the year.

During the six months ended June 30, 2026, a total of 9,350,000 stock options (2025 – 11,400,000 stock options) were granted to the key management personnel.

At June 30, 2026, the Company owed $199,593 for accrued salaries, fees and reimbursable expenses (2025 - $160,247) to key management personnel or related companies identified above, and this balance is included in trade payables and accrued liabilities. The amounts are unsecured, non-interest bearing and due on demand.

## 7.0 New and amended accounting policies

**Standards issued and effective for annual periods beginning on or after January 1, 2026**
Certain new standards, interpretations, amendments, and improvements to existing standards were issued by the IASB that are mandatory for accounting periods beginning on January 1, 2026:

Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)

In May 2024, the IASB issued amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments – Disclosures. The amendments clarify the derecognition of financial liabilities and introduce an accounting policy option to derecognize financial liabilities that are settled through an electronic payment system. The amendments also clarify how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features and the treatment of non-recourse assets and contractually linked instruments (CLIs). Further, the amendments mandate additional disclosures in IFRS 7 for financial instruments with contingent features and equity instruments classified at FVOCI. The amendments are effective for annual periods starting on or after January 1, 2026. Retrospective application is required and early adoption is permitted.

(Expressed in United States Dollars)

Presentation and Disclosure in Financial Statements (IFRS 18)

In April 2024, the IASB issued IFRS 18 Presentation and Disclosure in Financial Statements to improve reporting of financial performance. The new standard replaces IAS 1 Presentation of Financial Statements. IFRS 18 introduces new categories and required subtotals in the statement of profit and loss and also requires disclosure of management-defined performance measures. It also includes new requirements for the location, aggregation and disaggregation of financial information. The standard is effective for annual reporting periods beginning on or after January 1, 2027, including interim financial statements. Retrospective application is required and early adoption is permitted.

## 8.0 Outstanding Share Data Authorized and Issued

At August 28, 2026, the number of common shares outstanding and issuable from other outstanding securities is as follows:

| | Number |
|---|---|
| Common shares | 676,669,184 |
| Stock options | 50,323,335 |
| Warrants | 1,357,387 |
| **Total** | **728,349,906** |

## 9.0 Non-GAAP Financial Measures

Certain financial measures referred to in this MD&A are not measures recognized under IFRS and are referred to as non-GAAP financial measures or ratios. These measures have no standardized meaning under IFRS and may not be comparable to similar measures presented by other companies. The definitions established and calculations performed by Omai Gold are based on management's reasonable judgment and are consistently applied. These measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures prepared in accordance with IFRS.

The non-GAAP financial measures used in this MD&A and common to the gold mining industry are all-in sustaining cost per ounce of gold sold, and free cash flow. All-in sustaining cost per ounce of gold sold and free cash flow are non-GAAP financial measures or ratios and have no standardized meaning under IFRS Accounting Standards ("IFRS") and may not be comparable to similar measures used by other issuers. As the Omai Project is not in production, the Company does not have historical non-GAAP financial measures nor historical comparable measures under IFRS, and therefore the foregoing prospective non-GAAP financial measures or ratios may not be reconciled to the nearest comparable measures under IFRS.

Cash operating cost ($ per oz sold) is calculated by dividing total cash costs by LOM volume of gold ounces projected to be produced on a payable basis. AISC ($ per oz sold) is calculated by dividing AISC by LOM volume of gold ounces projected to be produced on a payable basis. EBITDA represents earnings before interest, income taxes and depreciation, depletion and amortization.

## 10.0 Qualified Person

Unless stated otherwise herein, all scientific and technical data contained in this MD&A has been reviewed, approved and verified by Elaine Ellingham who is a "Qualified Person" within NI 43-101 and is a member in good standing of the Professional Geoscientists Ontario (PGO). Ms. Ellingham is also the Company's Chief Executive Officer.

## 11.0 Cautionary Note Regarding Forward-Looking Information

This MD&A contains certain forward-looking information and forward-looking statements, as defined in applicable securities laws (collectively referred to herein as "forward-looking statements"). These statements relate to future events or the Company's future performance. All statements other than statements of historical fact are forward-looking statements. Often, but not always, forward-looking statements can be identified by the use of words such as "plans", "expects", "is expected", "budget", "scheduled", "estimates", "continues", "forecasts", "projects", "predicts", "intends", "anticipates" or "believes", or variations of, or the negatives of, such words and phrases, or statements that certain actions, events or results "may", "could", "would", "should", "might" or "will" be taken, occur or be achieved. Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from those anticipated in such forward-looking statements. The forward-looking statements in this MD&A speak only as of the date of this MD&A or as of the date specified in such statement. The following table outlines certain significant forward-looking statements contained in this MD&A and provides the material assumptions used to develop such forward-looking statements and material risk factors that could cause actual results to differ materially from the forward-looking statements.

| Forward-looking statements | Assumptions | Risk factors |
|---|---|---|
| Potential of the Company's properties to contain economic deposits of precious and base metals. | Financing should be available for future exploration of the Company's properties; the actual results of the Company's exploration activities will be favourable; operating and exploration costs will not exceed the Company's | Precious metals price volatility; uncertainties involved in interpreting geological data and confirming title to acquire exploration and evaluation assets; the possibility that future exploration results will not be consistent with the Company's |

| | | |
|---|---|---|
| | expectations; the Company will be able to retain and attract skilled staff; all requisite regulatory and governmental approvals for exploration projects and other operations will be received on a timely basis upon terms acceptable to the Company, and applicable political and economic conditions are favourable to the Company; the price of precious and base metals and applicable interest and exchange rates will be favourable to the Company; no title disputes exist with respect to the Company's exploration and evaluation assets. | expectations; availability of financing for and actual results of the Company's exploration activities; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic and political conditions; the Company's ability to retain and attract skilled staff; risks to title; mineral tenure and availability of permits. |
| The Company's ability to meet its working capital needs at the current level for the twelve-month period. The Company expects to incur further losses in the development of its business. | The operating and exploration activities of the Company for the twelve-months and beyond, and the costs associated therewith, will be dependent on raising sufficient additional capital consistent with the Company's current expectations. | Changes in debt and equity markets; timing and availability of external financing on acceptable terms; changes in the operations currently planned for the next twelve months; increases in costs; environmental compliance and changes in environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions. |
| The Company's ability to carry out anticipated exploration on its exploration and evaluation assets. | The exploration activities of the Company for the next twelve months, and the costs associated therewith, will be consistent with the Company's current expectations. | Changes in debt and equity markets; timing and availability of external financing on acceptable terms; increases in costs; changes in the operations currently planned for the next twelve months; environmental compliance and changes in |

| | | |
|---|---|---|
| | | environmental and other local legislation and regulation; interest rate and exchange rate fluctuations; changes in economic conditions; receipt of applicable permits, ability to access the property, ability to secure the necessary personnel and support services to complete the planned programs. |
| Management's outlook regarding future trends, including the future price of precious metals and availability of future financing. | Financing will be available for the Company's exploration and operating activities; the price of precious and base metals will be favourable to the Company. | Precious metals price volatility; changes in debt and equity markets; interest rate and exchange rate fluctuations; changes in economic and political conditions; availability of financing. |
| The Company will continue to focus its exploration efforts on existing targets located at the Omai Gold Mine in Guyana. | The Company will focus its budget on the exploration work program at the Omai Gold Mine. | Management may change its plans based on future exploration results. Political or social factors may make it difficult or unfeasible to continue to explore the Omai Gold Mine property. |

Inherent in forward-looking statements are risks, uncertainties and other factors beyond the Company's ability to predict or control. Please also make reference to those risk factors referenced in the "Risks Factors" section below. Readers are cautioned that the above chart does not contain an exhaustive list of the factors or assumptions that may affect the forward-looking statements, and that the assumptions underlying such statements may prove to be incorrect. Actual results and developments are likely to differ, and may differ materially, from those expressed or implied by the forward-looking statements contained in this MD&A.

Forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any of its future results, performance or achievements expressed or implied by forward-looking statements. All forward-looking statements herein are qualified by this cautionary statement. Accordingly, readers should not place undue reliance on forward-looking statements. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking statements whether as a result of new information or future events or otherwise, except as may be required by law. If the Company does update one or more forward-looking statements, no inference should be drawn that it will make additional updates with respect to those or other forward-looking statements, unless required by law.

## 12.0 Risk Factors

Omai is subject to a number of risks due to the nature of the business of mineral exploration and the early stage of its development. The following risk factors are provided from the perspective of the Company.

***Exploration, Development and Production Risks***

The exploration for and development of minerals involves significant risks, which even a combination of careful evaluation, experience and knowledge may not eliminate. Few exploration properties are ultimately developed into producing mines. There can be no guarantee that the estimates of quantities and qualities of minerals disclosed will be economically recoverable. With all mining operations, there is uncertainty and, therefore, risk associated with operating parameters and costs resulting from the scaling up of extraction methods tested in pilot conditions. Mineral exploration is speculative in nature and there can be no assurance that any minerals discovered will result in any establishment or increase in the Company's resource base.

The Company's operations are subject to all of the hazards and risks normally encountered in the exploration, development and production of minerals. These include unusual and unexpected geological formations, rock falls, seismic activities, flooding and other conditions involved in the extraction of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and possible legal liability. Although precautions to minimize risk will be taken, operations are subject to hazards that may result in environmental pollution, and consequent liability that could have a material adverse impact on the business, operations and financial performance of the Company.

Substantial expenditures are required to establish reserves through drilling, to develop metallurgical processes to extract the metal from the ore and, in the case of new properties, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Although substantial benefits may be derived from the discovery of a major mineralized deposit, no assurance can be given that minerals will be discovered in sufficient quantities to justify commercial operations or that funds required for development can be obtained on a timely basis. The economics of developing mineral properties is affected by many factors including the cost of operations, variations in the grade of ore mined, fluctuations in metal markets, costs of processing equipment and such other factors as government regulations, including regulations relating to royalties, allowable production, importing and exporting of minerals and environmental protection. The remoteness and restrictions on access of properties in which the Company will have or has an interest will have an adverse effect on profitability as a result of higher infrastructure costs. There are also physical risks to the exploration personnel working in the terrain in which the Company's properties are located, often in poor climate conditions.

The long-term commercial success of the Company depends on their ability to find, acquire, develop and commercially produce gold and other precious metals. No assurance can be given that the Company will be able to locate satisfactory properties for acquisition or participation. Moreover, if such acquisitions or participations are identified, the Company may determine that current markets, terms of acquisition and participation or pricing conditions make such acquisitions or participations uneconomic.

The Company has relied upon historical data compiled by previous parties involved with the properties. To the extent that any of such historical data may be inaccurate or incomplete, the Company's exploration plans may be adversely affected

Access to the Omai Gold Mine in Guyana is available through public roads which requires a ferry boat river crossing. If the ferry service ceases to operate, the Company may face additional expenses related to transportation.

***No History of Mineral Production***

The Company has no history of commercially producing metals from their mineral exploration properties and there can be no assurance that it will successfully establish mining operations or profitably, produce gold or other precious metals. None of the Company's properties are currently under development or production. The future development of any properties found to be economically feasible will require the construction and operation of mines, processing plants and related infrastructure.

***Title Risks***

The acquisition of title to mineral properties is a very detailed and time-consuming process. Title to mineral properties, as well as the location of boundaries on the grounds may be disputed. Moreover, additional amounts may be required to be paid to surface right owners in connection with any mining development. At all of such properties where there are current or planned exploration activities, the Company believe that they have either contractual, statutory, or common law rights to make such use of the surface as is reasonably necessary in connection with those activities.

Title insurance generally is not available for mining claims in Canada and Guyana, and the Company's ability to ensure that they have obtained secure claim to individual mineral properties or mining concessions may be severely constrained. The Company has not conducted surveys of all the claims in which it holds direct or indirect interests; therefore, the precise area and location of such claims may be in doubt. Accordingly, the properties may be subject to prior unregistered liens, agreements, transfers or claims, including native land claims, and title may be affected by, among other things, undetected defects. In addition, the Company may be unable to operate the properties as permitted or to enforce its rights with respect to its properties.

Under the laws of the jurisdictions where the Company's operations and projects are located, mineral resources belong to the state and governmental concessions are required to explore for, and exploit, mineral reserves. The Company holds exploration concessions in each of the jurisdictions where it is operating with respect to its projects and prospects. While the Company has not been advised of any proposed termination of any of its concession, the concessions held by the Company in respect of its operations and projects may be terminated under certain circumstances, including if certain fees are not paid, certain terms of the concessions or mining legislation governing such concessions are not complied with, or if environmental requirements are not met. Termination of any one or more of the Company's exploration concessions could have a material adverse effect on the Company's financial condition or results of operations.

***Substantial Capital Requirements***

The management of the Company anticipate that they may make substantial capital expenditures for the acquisition, exploration, development and production of its properties in the future. As the Company will be in the exploration stage with no revenue being generated from the exploration activities on its mineral properties, they may have limited ability to raise the capital necessary to undertake or complete future exploration work, including drilling programs. There can be no assurance that debt or equity financing will be available or sufficient to meet these requirements or for other corporate purposes or, if debt or equity financing is available, that it will be on terms acceptable to the Company. Moreover, future activities may require the Corporation to alter its capitalization significantly. The inability of the Company to access sufficient capital for its operations could have a material adverse effect on its financial condition, results of operations or prospects. In particular, failure to obtain such financing on a timely basis could cause the Company to forfeit their interest in certain properties, miss certain acquisition opportunities and reduce or terminate operations.

The only source of future funds for further exploration programs, or if such exploration programs are successful for the development of economic ore bodies and commencement of commercial production thereon, which are presently available to the Company are the sale of equity capital or the offering by the Company of an interest in its exploration and evaluation assets to be earned by another party carrying out further exploration. Management has been successful in accessing equity markets in the past, but there is no assurance that such sources will be available on acceptable terms in the future. Future issuance of equity capital may have a substantial dilutive effect on existing shareholders of the Company. The Company is not able at this time to predict the future of such issuance or dilution.

***Competition***

The mining industry is highly competitive. Many of the Company's competitors for the acquisition, exploration, production and development of gold and other precious and base metals, and for capital to finance such activities, will include companies that have greater financial and personnel resources available to them.

### *Volatility of Metal Prices*

Metal prices fluctuate considerably and are affected by numerous factors beyond the Company's control, such as industrial demand, inflation and expectations with respect to the rate of inflation, the strength of the U.S. dollar and of other currencies, interest rates, forward sales by producers, production and cost levels and changes in investment trends. Gold prices are sometimes subject to rapid short-term changes because of speculative activities. If these prices were to decline significantly or for an extended period of time, the Company might be unable to continue its operations, develop its properties or fulfill its obligations under its agreements with its partners or under its permits and licences. As a result, the Company might lose its interest in, or be forced to sell, some of its properties. In the event of a sustained, significant drop in gold prices, the Company may be required to re-evaluate its assets, resulting in reduced estimates of reserves and resources and in material write-downs of the Company's or Avalon's investment in mining properties and increased amortization, reclamation and closure charges. Furthermore, since gold prices are established in US dollars, a significant increase in the value of the Canadian dollar relative to the US dollar coupled with stable or declining gold prices could adversely affect the Company's results with respect to development of and eventual sale of these metals. Currency fluctuations may affect some of the Company's future operations, financial positions and results. The Company's financial results are reported in United States dollars. The Company raises its funds through financings in the Canadian dollar. The majority of the Company's costs to date are in United States dollars. Therefore, the Company has exposure to fluctuations in the United States dollar against the Canadian dollar.

### *Mineral Reserves / Mineral Resources*

All of the properties in which the Company holds an interest, are considered to be in the early exploration stage only and do not contain a known body of commercial minerals. No mineral reserves have been established at the Company's properties and there is no assurance any such reserves will be established in the future. Mineral reserves are, in the large part, estimates and no assurance can be given that any future anticipated tonnages and grades, if any, will be achieved or that any indicated level of recovery will be realized.

Any future figures will be determined based upon assumed metal prices and operating costs. Future production could differ dramatically from reserve estimates for, among other reasons:

- mineralization or formations could be different from those predicted by drilling, sampling and similar examinations;
- increases in operating mining costs and processing costs could adversely affect resources and reserves;
- the grade of the resources and reserves may vary significantly and there is no assurance that any particular level of metals may be recovered from the ore; and
- declines in the market price of the metals may render the mining of some or all of the reserves uneconomic.

Estimated mineral resources and reserves may require downward revisions based on changes in metal prices, further exploration or development activity, increased production costs or actual production experience. This could materially and adversely affect any future estimates of the tonnage or grade of mineralization, estimated recovery rates or other important factors that influence mineral resource and reserve of estimates.

Any reduction in estimated mineral reserves or resources, if any, could require material write downs in investment in the affected mining property and increased amortization, reclamation and closure charges, which could have a material and adverse effect on the Company's future cash flows, earnings, results of operations and financial condition.

Because the Company has not commenced production at any of its properties and has not defined or delineated any proven or probable reserves on any of its properties, any future mineralization estimates for the Company's properties may require adjustments or downward revisions based upon further exploration or development work or actual production experience. In addition, the grade of ore ultimately mined, if any, may differ from that indicated by drilling results. There can be no assurance that minerals recovered in small-scale tests will be duplicated in large-scale tests under on-site conditions or in production scale.

Extended declines in market prices for gold or other metals may render portions of the Company's mineralization uneconomic and result in reduced reported mineralization. Any material reductions in estimates of mineralization, or of the Company's ability to extract this mineralization, could have a material adverse effect on Company's results of operations or financial condition, as well as the market price of their respective securities.

***Global Financial Conditions***

Current global financial conditions have been subject to increased volatility and access to financial markets has been severely restricted. These factors may impact the ability of the Company to obtain equity or debt financing in the future and, if obtained, on terms favourable to the Company. If these increased levels of volatility and market turmoil continue, the Company's operations could be adversely impacted and the value and the price of the Company's common shares could continue to be adversely affected. A weak or declining economy could strain our suppliers, possibly resulting in supply disruptions, or cause delays in payments for our services by third-party payors. Any of the foregoing could harm our business and we cannot anticipate all of the ways in which the current or future economic climate and financial market conditions could adversely impact our business.

***Environmental Risks***

All phases of the mining business present environmental risks and hazards and are subject to environmental regulation pursuant to a variety of international conventions and state and municipal laws and regulations. Environmental legislation provides for, among other things, restrictions and prohibitions on spills, releases or emissions of various substances produced in association with mining operations. The legislation also requires that wells and facility sites be operated, maintained, abandoned and reclaimed to the satisfaction of applicable regulatory authorities. Compliance with such legislation can require significant expenditures and a breach may result in the imposition of fines and penalties, some of which may be material. Environmental legislation is evolving in a manner expected to result in stricter standards and enforcement, larger fines and liability and potentially increased capital expenditures and operating costs. Environmental assessments of proposed projects carry a heightened degree of responsibility for companies and directors, officers and employees. The cost of compliance with changes in governmental regulations has a potential to reduce the profitability of operations.

Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties or require abandonment or delays in the development of new mining properties.

***Property Interests***

The agreements pursuant to which the Company holds its rights to certain of its properties, provide that the Company must make certain cash payments and/or incur certain exploration expenditures over certain time periods. If the Company fails to make such payments in a timely manner, the Company may lose all or a portion of their respective interests in those projects.

***Permits and Licences***

The activities of the Company are subject to government approvals, various laws governing prospecting, development, land resumptions, production taxes, labour standards and occupational health, mine safety, toxic substances and other matters, including issues affecting local native populations. Although the Company believe that their activities are currently, and will be, carried out in accordance with all applicable rules and regulations, no assurance can be given that new rules and regulations will not be enacted or that existing rules and regulations will not be applied in a manner which could limit or curtail production or development. Amendments to current laws and regulations governing operations and activities of exploration and mining, or more stringent implementation thereof, could have a material adverse impact on the business, operations and financial performance of the Company. Further, the mining licences and permits issued in respect of their respective projects may be subject to conditions which, if not satisfied, may lead to the revocation of such licences. In the event of revocation, the value of the Company's investments in such projects may decline.

***Country Risk***

The Company could be at risk regarding any political developments in the countries which it operates. At present, the Company is active in Canada, Barbados and Guyana. The Company's mineral exploration in Guyana may be adversely affected by political instability, legal and economic uncertainty in the countries where the Corporation operates or has plans to operate. These risks may include: political unrest; labour disputes; invalidation of governmental orders and permits; corruption; war and civil disturbances; terrorist activities; arbitrary changes in laws; regulations; policies; taxation; price controls; exchange controls; delays in or the inability to obtain necessary permits; opposition to mining from environmental activists or other non-governmental organizations; limitations on foreign ownership; limitations on the repatriation of earnings; limitation on mineral exports and increase financing costs. These risks may limit or disrupt the Company's projects, restrict the movement of funds or result in the deprivation of contractual rights. Failure to raise capital when needed would have a material adverse effect on the Company's business, financial condition, results of operations and prospects.

***Regulatory Requirements***

Mining operations, development and exploration activities are subject to extensive laws and regulations governing prospecting, development, production, exports, taxes, labour standards, occupational health, waste disposal, environmental protection and remediation, protection of endangered and protected species, mine safety, toxic substances and other matters. Changes in these regulations or in their application are beyond the control of the Company and could adversely affect its operations, business and results of operations.

Government approvals and permits are currently, and may in the future be, required in connection with the exploration and evaluation assets. To the extent such approvals are required and not obtained, the Company may be restricted or prohibited from proceeding with planned exploration or development activities. Failure to comply with applicable laws, regulations and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of the mining activities and may be liable for civil or criminal fines or penalties imposed for violations of applicable laws or regulations. Amendments to current laws, regulations and permitting requirements, or more stringent application of existing laws, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or require abandonment or delays in development of properties or reductions in levels of production at producing properties.

***Reliance on Key Management Personnel, Employees and Executives***

The Company will be dependent upon the continued support and involvement of a small number of key management personnel. The loss of the services of one or more of such personnel could have a material adverse effect on the Company. The Company's ability to manage its exploration activities and, hence, its success, will depend in large part on the efforts of these individuals. The Company faces intense competition for qualified personnel and there can be no assurance that the Company will be able to attract and retain such personnel. The number of persons skilled in the acquisition of, exploration of exploration and evaluation assets is limited and competition for such persons is intense.

The success of the Company will be largely dependent upon the performance of its management and key employees. In assessing the risk of an investment in Company, potential investors should realize that they are relying on the experience, judgment, discretion, integrity and good faith of the management of the Company. The Company does not, nor does it foresee that it will, maintain life insurance policies in respect of its key personnel. The Company could be adversely affected if such individuals do not remain with the Company. Guyana is an emerging market where mining expertise is limited and competition for qualified nationals is particularly intense.

***Possible Conflicts of Interest of Directors and Officers of the Company***

Certain of the directors and officers of the Company also serve as directors, officers and/or advisors of and to other companies involved in natural resource exploration and supporting services. Consequently, there exists the possibility for such directors and officers to be in a position of conflict. The Company expects that any decision made by any of such directors and officers involving the Company will be made in accordance with their duties and obligations to deal fairly and in good faith with a view to the best interests of the Company and its shareholders, but there can be no assurance in this regard. In addition, each of the directors is required to declare and refrain from voting on any matter in which such directors may have a conflict of interest with or which are governed by the procedures set forth in the OBCA and any other applicable law.

***Absence of Dividends***

To date, Company has not paid any dividends on its outstanding shares. Any decision to pay dividends on the shares of the Company will be made by its board of directors on the basis of its earnings, financial requirements and other conditions.

***Market for Securities***

There can be no assurance that an active trading market in the Company's securities will be sustained. The market price for the Company's securities could be subject to wide fluctuations. Factors such as precious metal commodity prices, government regulation, interest rates, share price movements of the Company's peer companies and competitors, as well as overall market movements, may have a significant impact on the market price of the securities of the Corporation. The stock market has from time-to-time experienced extreme price and volume fluctuations, particularly in the mining sector, which have often been unrelated to the operating performance of any particular company.

### *History of Losses*

The Company has not received any revenue to date from the exploration activities on its properties. The Company incurred losses during their most recently completed financial year. The Company has not found that commercial mining activity is warranted on any of their properties. Even if the Company does undertake development activity on any of the Company's properties, there is no certainty that the Company will produce revenue, operate profitably or provide a return on investment in the future.

The exploration of the Company's properties depends on its ability to obtain additional required financing. There is no assurance that the Corporation will be successful in obtaining the required financing, which could cause it to postpone its exploration plans or result in the loss or substantial dilution of its interest in its properties.

### *Uninsured Risks*

The Company, as a participant in mining and exploration activities, may become subject to liability for hazards that cannot be insured against or against which it may elect not to be so insured because of high premium costs. Furthermore, the Corporation may incur a liability to third parties (in excess of any insurance coverage) arising from negative environmental impacts or any other damage or injury.

### *Cyber Security Threats*

Information systems and other technologies, including those related to the Company's financial and operational management, are an integral part of the Company's business activities. Network and information systems-related events, such as computer hackings, cyber-attacks, computer viruses, worms or other destructive or disruptive software, process breakdowns, denial of service attacks, malicious social engineering or other malicious activities, or any combination of the foregoing, or power outages, natural disasters, terrorist attacks or other similar events, could result in damage to the Company's property, equipment and data. These events also could result in significant expenditures to repair or replace the damaged property or information systems and/or to protect them from similar events in the future.

Further, any security breaches, such as misappropriation, misuse, leakage, falsification or accidental release or loss of information maintained in the Company's information technology systems, including personnel and other data, could damage its reputation and require the Company to expend significant capital and other resources to remedy any such security breach. Insurance maintained by the Company against losses resulting from any such events or security breaches may not be sufficient to cover any consequent losses or otherwise adequately compensate the Company for any disruptions to its business that may result, and the occurrence of any such events or security breaches could have a material adverse effect on the business of the Company. There can be no assurance that these events and security breaches will not occur in the future or not have an adverse effect on the business of the Company.

***Compliance with Anti-Corruption Laws***

The Company is subject to various anti-corruption laws and regulations including but not limited to the Canadian Corruption of Foreign Public Officials Act 1999. In general, these laws prohibit a company and its employees and intermediaries from bribing or making other prohibited payments to foreign officials or other persons to obtain or retain business or gain some other business advantage. The Company's primary operations are located in Guyana and, according to Transparency International, the country of Guyana is perceived as having fairly high levels of corruption relative to the selected sample of countries around the world. The Company cannot predict the nature, scope or effect of future regulatory requirements to which its operations might be subject or the manner in which existing laws might be administered or interpreted. Failure to comply with the applicable legislation and other similar foreign laws could expose the Company and its senior management to civil and/or criminal penalties, other sanctions and remedial measures, legal expenses and reputational damage, all of which could materially and adversely affect the Company's business, financial condition and results of operations. Likewise, any investigation of any potential violations of the applicable anti-corruption legislation by Canadian or foreign authorities could also have an adverse impact on the Company's business, financial condition and results of operations, as well as on the market price of the Common Shares. As a consequence of these legal and regulatory requirements, the Company has instituted policies with regard to the code of business conduct and ethics. There can be no assurance or guarantee that such efforts have been and will be completely effective in ensuring the Company's compliance, and the compliance of its employees, consultants, contractors and other agents, with all applicable anti-corruption laws.