



**AuMEGA Metals Ltd**

**Management's Discussion and Analysis**

*For the quarter ended March 31, 2026*

## MANAGEMENT'S DISCUSSION AND ANALYSIS

The following management's discussion and analysis ("MD&A") of AuMEGA Metals Ltd ("AuMEGA" or the "Company") for the quarter ended March 31, 2026 should be read in conjunction with the Company's unaudited condensed consolidated interim financial statements and notes thereto for the quarter ended March 31, 2026. All amounts in this MD&A are in Canadian dollars unless otherwise stated. This MD&A is intended to help the reader understand the significant factors that influence the Company and its subsidiaries (collectively, the "Group") and such factors that may affect its future performance. This MD&A has been prepared as of 29 April 2026.

The unaudited condensed consolidated interim financial statements were prepared in accordance with Australian Accounting Standard AASB 134 'Interim Financial Reporting' and International Financial Reporting Standards IAS 34 'Interim Financial Reporting'. Please consult the unaudited condensed consolidated interim financial statements for the quarter ended March 31, 2026, for more complete financial information.

### Forward-Looking Statements

Certain statements contained in this MD&A may constitute forward-looking statements and "forward-looking information" within the meaning of applicable Canadian securities laws (collectively, "forward-looking statements"). These statements relate to future events or the future performance, business, operations and condition of the Company. All statements, other than statements of historical fact, may be forward-looking statements. Forward-looking statements are often, but not always, identified by the use of words such as "seek", "anticipate", "plan", "continue", "estimate", "expect", "may", "will", "project", "predict", "propose", "potential", "targeting", "intend", "could", "might", "should", "believe" and similar expressions (including negative and grammatical variations). These statements involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in such forward-looking statements. The Company believes that the expectations reflected in those forward-looking statements are reasonable, but no assurance can be given that these expectations will prove to be correct and such forward-looking statements included in this MD&A should not be unduly relied upon by investors as actual results may vary. These statements speak only as of the date of this MD&A and are expressly qualified, in their entirety, by this cautionary statement.

In particular, this MD&A contains forward-looking statements, pertaining to the following: the ability of the Company to deliver long-term shareholder value through major gold discoveries in Newfoundland; the Company's disciplined exploration approach, deep technical expertise, and prudent, risk-managed decision-making resulting in operational control and capital efficiency across the Company's activities; whether Isle aux Morts Granite (IMG) is a top priority exploration target for the Company; the identification and existence of a new multi-kilometre gold trend along the Branch Fault Corridor; whether the IMG is a compelling target in the Company's portfolio; the Company's multi-layered targeting framework at Cape Ray West improving confidence in drill targeting; evidence of copper, molybdenum, and bismuth at IMG, including a potential complex and evolving hydrothermal system; whether the geological setting at Cape Ray West hosts significant mineral deposits; the Company focusing its drilling on a select group of high-conviction targets; completion of the integration of all geological, geochemical, and geophysical datasets of the Company; the commencement of the Company's field season in the second quarter of 2026; the next phase of work of the Company at IMG, including extending till sampling and mapping to cover the entire IMG, completing detailed geological mapping (1:5,000-scale) and channel sampling over the seven (7) target areas to define drill targets for the 2026 drilling campaign and executing a focused diamond drilling program in summer 2026; where mineralisation is being sourced within the system at Bunker Hill; the gold-in-till anomaly at the Branch Fault Corridor providing evidence for a meaningful source area for exploration; the Nitty Gritty area representing a broader intrusive-related or polymetallic opportunity and representing a coherent mineralised system rather than isolated geochemical responses; whether new target zones represent a larger, more connected mineral system; Bunker Hill hosting a district-scale mineral system with multiple potential centres of mineralisation; plans at Bunker Hill by the Company, including to extend till sampling and mapping north of the Branch Fault Corridor to evaluate continuity, conduct additional regional-scale surveys to the east toward the Intersection Prospect to assess district-scale connectivity, complete detailed 1:5,000-scale geological mapping and channel sampling over the highest-priority anomalies and advance a focused

diamond drilling program in 2026; the Company's ability to achieve its objective of maximising drill success and advancing the most prospective areas within the Cape Ray West corridor; the completion of additional regional-scale surveys to the east toward the Intersection Prospect to assess district-scale connectivity; the Company operating as a going concern and being able to pay its debts as and when they become due and payable; the Company's approach to liquidity resulting in the Company having sufficient cash to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation; the Company's ability to curtail discretionary spending and implementing cost saving measures to reduce corporate and administrative costs; development of resources by AuMEGA; the Company's ability to raise capital; exploration results at the Hermitage property and the timing thereof; the Company making long-term decisions that are in the best interest of the business and its owners and that manage the Company's risks; the potential of the Hermitage Project; the implementation or completion of the Company's exploration initiatives on its projects; the Company's ability to fund its future obligations and the sources of such funding; the use of proceeds from the Offering (as defined below); the Company's exploration program in 2026 and the drill programs planned for Cape Ray, Hermitage and Bunker Hill; whether the Company's technical analysis, geological expertise, and sound commercial judgment will enable the Company to enhance shareholder value; the Company's plans to continue its focus on exploration and development of mineral interests; the Company's expectation to incur losses until such time as a property enters into commercial production and generates sufficient revenues to fund its continuing operations; the Company's future operating expenses and capital expenditures; the Company's approach to managing liquidity to ensure sufficient cash to meet liabilities when due; the Company's continued periodic review of disclosure controls and procedures and internal control over financial reporting; and the Company's ability to fund its operational and administrative expenditure and continue to operate as a going concern.

Forward-looking statements are made based upon certain assumptions and other important factors that, if untrue, could cause the actual results, performance or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such statements. With respect to forward-looking statements listed above and contained in this MD&A, the Company has made assumptions regarding, among other things: the legislative and regulatory environment; the unpredictability of changes to the market prices for precious and other metals; that costs related to development of mineral properties will remain consistent with historical experiences; anticipated results of exploration activities; the costs of its exploration activities; the Company's ability to obtain additional financing on satisfactory terms; mining development risks; litigation risks; liquidity risks; the speculative nature of mineral exploration; the global economic climate; dilution; and share price volatility. Although the Company has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those described in forward-looking statements, there may be other factors that cause actual results, performance or achievements not to be as anticipated, estimated or intended.

The Company's actual results, performance or achievements could differ materially from those anticipated in these forward-looking statements as a result of the risk factors set forth in this MD&A under the heading "Risk Factors", and in the Company's Annual Information Form for the financial year ended December 31, 2025, as filed under the Company's profile on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca), under the heading "Risk Factors", including the following: volatility in the market prices of precious and other metals, uncertainties associated with estimating mineral resources, geological problems, technical problems, exploration problems, processing problems, liabilities and risks including environmental liabilities and risks inherent in the exploration and mining, fluctuations in currency and interest rates, incorrect assessments of the value of acquisitions, unanticipated results of exploration activities, competition for capital, competition for acquisitions of mineral resources and reserves, competition for undeveloped lands, competition for skilled personnel, political risks and unpredictable weather conditions.

## CAUTIONARY NOTE REGARDING MINERAL RESOURCES

Scientific and technical information contained in this MD&A was reviewed and approved by Shamus Duff, Project Geologist for AuMEGA, who is a “qualified person” as defined by Canada’s National Instrument 43-101 – *Standards of Disclosure for Mineral Projects*. Mineral resources which are not mineral reserves do not have demonstrated economic viability. Information on data verification performed on, and other scientific and technical information relating to, the Company’s mineral property mentioned in this MD&A is included in the technical report titled “Technical Report on the Cape Ray Gold Project, Newfoundland, Canada” dated 28 May 2024 (with an effective date of 26 May 2024), prepared by Trevor Rabb (P. Geo.) and Ronald Voordouw, (P. Geo) of Equity Exploration Consultants Ltd., and Andrew Kelly (P. Eng.) of Blue Coast Research (the “Technical Report”), a copy of which is available under the Company’s profile at [www.sedarplus.ca](http://www.sedarplus.ca).

## Business Overview

### Core Business

AuMEGA Metals Ltd (“AuMEGA” or the “Company”) is an Australian corporation with a dual listing. Its primary listing is on the Australian Securities Exchange (“ASX”) under the ticker “AAM”, with a secondary listing on the TSX Venture Exchange (“TSXV”) under the ticker “AUM”. The Company is also quoted in the United States on the OTCQB under the symbol “AUMMF”.

AuMEGA’s registered office is located at 24 Hasler Road, Osborne Park, Western Australia 6017, with a Canadian office at 10060 Jasper Avenue, Tower 1, Edmonton, Alberta, T5J 3R8. The Company operates through two wholly owned subsidiaries:

- **Matador Canada Pty Ltd.**, incorporated in Western Australia on 21 March 2018
- **Cape Ray Mining Limited**, incorporated in Nova Scotia on 4 September 2019

### Exploration Focus and Asset Portfolio

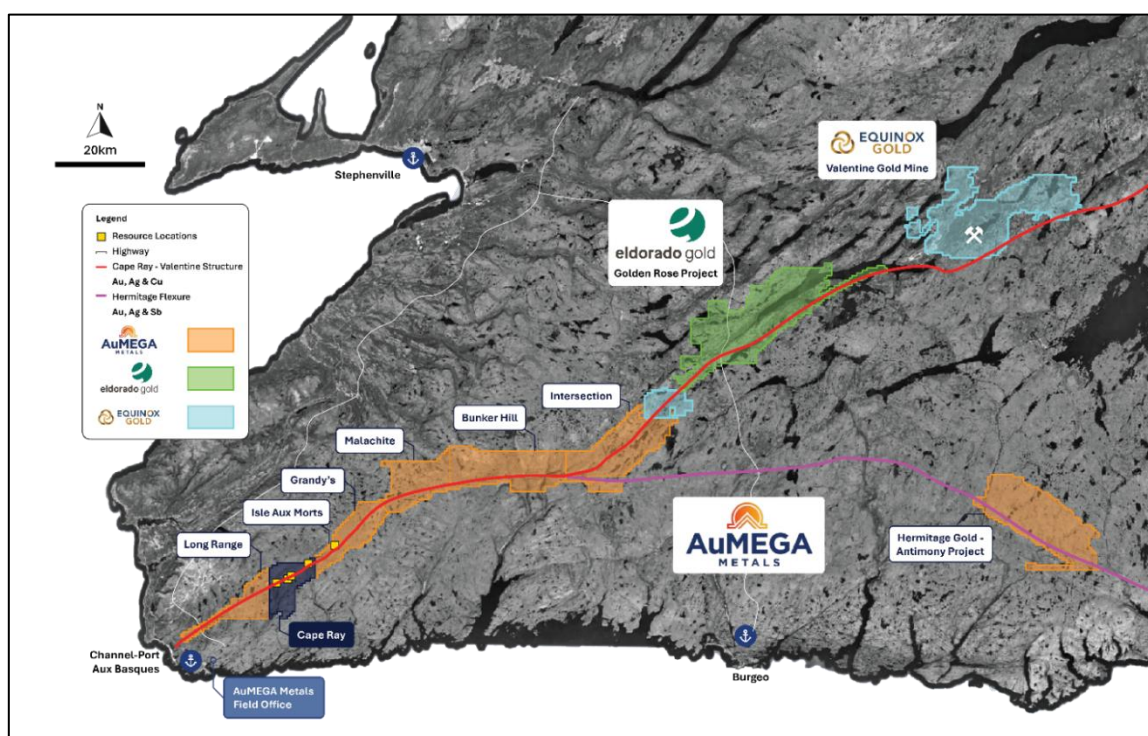
AuMEGA is a mineral exploration company focused on the discovery of precious and critical metals in Newfoundland and Labrador, Canada—specifically on the island of Newfoundland.

AuMEGA holds a district-scale land package spanning 110 kilometres along the Cape Ray Shear Zone (“CRSZ”) —a major gold-bearing structure and an under-explored geological corridor (Figure 1). The CRSZ – Valentine Shear hosts Equinox Gold’s Valentine Gold Project, the province’s largest gold deposit that went into commercial production in the fourth quarter of 2025 (Figure 1).

The Company's portfolio includes its flagship Cape Ray Project ("Cape Ray"), hosting a gold Mineral Resource estimate<sup>1</sup> that includes:

- **Indicated:** 6.2 million tonnes at 2.25 g/t gold for 450,000 ounces
- **Inferred:** 3.4 million tonnes at 1.44 g/t gold for 160,000 ounces

The Company also holds the Hermitage Gold-Antimony Project, covering a 27-kilometre strike along the Hermitage Flexure, which hosts multiple gold and critical mineral showings (Figure 1).



**Figure 1: AuMEGA Metals' Portfolio.**

AuMEGA has a strong base of strategic and institutional investors, including B2Gold, a globally recognized gold producer with a proven track record in exploration, development, and operations. The Company's financing announced in February 2026 resulted in the addition of several new global funds as shareholders of the Company, including Condire Investors, LLC – a major resource fund based in the United States.

<sup>1</sup> News Release dated 30 May 2023. Please also see the Technical Report.

The Company's strategy is to deliver long-term shareholder value through major gold discoveries in Newfoundland. This is underpinned by a disciplined exploration approach, deep technical expertise, and prudent risk-managed decision-making — which seeks to ensure operational control and capital efficiency across the Company's activities.

## First Quarter 2026 Highlights

### Exploration

- Isle aux Morts Granite ("IMG") has developed into a top priority exploration target for the Company: The IMG, measuring approximately 16 square kilometres, is a large, underexplored felsic intrusion located immediately adjacent to the Company's existing resource corridor. Recent gold-in-till anomalies are spatially coincident with elevated copper, molybdenum and bismuth defining a large, zoned geochemical footprint consistent with a fertile gold and/or copper system<sup>2</sup>.
- Bunker Hill target portfolio materially upgraded following completion and interpretation of the 2025 till geochemistry and mapping program, defining multiple new gold and base metals target corridors, including a new multi-kilometre gold trend along the Branch Fault Corridor<sup>3</sup>.
- Broader Nitty Gritty area emerging as a polymetallic opportunity with elevated copper, lead, zinc and silver responses supported by historical high-grade surface samples of copper (including 57% copper) and silver samples (including 407.5 g/t silver) reported from surface<sup>4</sup>.
- Diamond drilling completed on a previously untested, large-scale electromagnetic anomaly at Cape Ray, located ~500 metres southeast of the Central Zone. The conductor measures approximately 1,000 metres by 500 metres and remains open along strike.
- Hermitage surficial geochemical program completed, covering a large area in the centre of the Hermitage area.

### Corporate

- As at 31 March 2026, the Company held a cash balance of approximately \$6.2 million.
- During the quarter, the Company announced strong demand from global institutional investors, existing shareholders and its strategic shareholder B2Gold, resulting in investor subscriptions, pursuant to the Company's financing announced in February 2026, which raised aggregate gross proceeds of approximately \$30.1 million.
- The first tranche of the financing closed during the quarter on 5 March 2026, and the Company received approximately \$5.4 million before costs.
- Subsequent to the quarter end, the Company received shareholder approval for tranche two on 10 April (Australia) / 9 April (North America).

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<sup>2</sup> News release dated 15 January 2026

<sup>3</sup> News release dated 8 January 2026

<sup>4</sup> News release dated 8 January 2026, 25 November 2024, 15 October 2024, 24 September 2024, 22 March 2023 & 14 April 2021

- The second tranche closed on 15 April for gross proceeds with the Company receiving \$24.7 million before costs.

## Selected Financial Information

The following table summarizes key first quarter 2026 financial information:

|                                   | 3 months ended<br>March 31 2026 | 3 months ended<br>March 31 2025<br><br>*Restated |
|-----------------------------------|---------------------------------|--------------------------------------------------|
|                                   | ('000s)                         | ('000s)                                          |
| Other Income                      | \$128                           | \$1,105                                          |
| Net (loss)                        | (\$1,333)                       | (\$2,894)                                        |
| Net comprehensive (loss)          | (\$1,333)                       | (\$2,894)                                        |
| Per common share, basic (cents)   | (\$0.16)                        | (\$0.52)                                         |
| Per common share, diluted (cents) | (\$0.16)                        | (\$0.52)                                         |

| Statement of Financial Position Data | As at 31 March 2026 | As at 31 December<br>2025 |
|--------------------------------------|---------------------|---------------------------|
|                                      | ('000s)             | ('000s)                   |
| Cash and cash equivalents            | \$6,205             | \$4,015                   |
| Current assets                       | \$6,672             | \$4,616                   |
| Current liabilities                  | \$767               | \$2,304                   |
| Total Assets                         | \$6,806             | \$4,767                   |
| Total Liabilities                    | \$767               | \$2,304                   |
| Working capital surplus              | \$5,905             | \$2,312                   |

No dividends were declared on the Company's outstanding shares during the reporting periods.

The net loss for the three months ended 31 March 2026, was \$1.3 million compared to a net loss of \$2.9 million for the corresponding three-month period ended 31 March 2025. The decrease was driven primarily by a decrease in exploration expenditure.

| <b>Summary of Quarterly results</b> |                      |                         |                          |                     |                      |                         |                          |                     |
|-------------------------------------|----------------------|-------------------------|--------------------------|---------------------|----------------------|-------------------------|--------------------------|---------------------|
|                                     | <b>31 March 2026</b> | <b>31 December 2025</b> | <b>30 September 2025</b> | <b>30 June 2025</b> | <b>31 March 2025</b> | <b>31 December 2024</b> | <b>30 September 2024</b> | <b>30 June 2024</b> |
|                                     | <i>('000s)</i>       | <i>('000s)</i>          | <i>('000s)</i>           | <i>('000s)</i>      | <i>('000s)</i>       | <i>('000s)</i>          | <i>('000s)</i>           | <i>('000s)</i>      |
| Net (loss)                          | (1,333)              | (3,316)                 | (2,217)                  | (3,089)             | (2,894)              | (2,212)                 | (2,457)                  | (2,159)             |
| Per common share, basic (cents)     | (0.16)               | (0.42)                  | (0.40)                   | (0.54)              | (0.55)               | (0.40)                  | (0.48)                   | (0.41)              |

## Explanation of Quarterly results

During the three months ending 31 March 2026, the Company recorded a net loss of \$1.3 million. The net loss was mainly comprised of exploration and evaluation expenditure of \$0.7 million, administration expenses of \$0.2 million and consultants and management expenses of \$0.2 million. It was offset by government grants of \$0.1 million.

During the three months ending 31 December 2025, the Company recorded a net loss of \$3.3 million. The net loss was mainly comprised of an exploration expenditure of \$3.0 million, administration expenses of \$0.4 million and consultants and management expenses of \$0.2 million. It was partially offset by settlement of flow-through share premium liability of \$0.3 million.

During the three months ending 30 September 2025, the Company recorded a net loss of \$2.2 million. The net loss was mainly comprised of an exploration expenditure of \$2.1 million, administration expenses of \$0.1 million, consultants and management expenses of \$0.2 million, share-based payments expenses of \$0.3 million and legal expenses of \$0.1 million. It was partially offset by settlement of flow-through share premium liability of \$0.5 million and interest income of \$0.1 million.

During the three months ending 30 June 2025, the Company recorded a net loss of \$3.1 million. The net loss was mainly comprised of an exploration expenditure of \$3.5 million, administration expenses of \$0.3 million, consultants and management expenses of \$0.3 million, share-based payments expenses of \$0.2 million and legal expenses of \$0.1 million. It was partially offset by settlement of flow-through share premium liability of \$1.0 million and interest income of \$0.2 million.

During the three months ending 31 March 2025, the Company recorded a net loss of \$2.9 million. The net loss was mainly comprised of an exploration expenditure of \$3.3 million, administration expenses of \$0.3 million, consultants and management expenses of \$0.2 million, share-based payments expense of \$0.1 million and business development

costs of \$0.1 million. It was partially offset by settlement of flow-through share premium liability of \$1.0 million and interest income of \$0.1 million.

During the three months ending 31 December 2024, the Company recorded a net loss of \$2.2 million. The net loss was mainly comprised of an exploration expenditure of \$2.0 million, administration expense of \$0.3 million, consultants and management expenses of \$0.4 million and share-based payments expense of \$0.1 million. It was partially offset by settlement of flow-through share premium liability of \$0.2 million and interest income of \$0.1 million.

During the three months ending 30 September 2024, the Company recorded a net loss of \$2.5 million. The net loss was mainly comprised of an exploration expenditure of \$2.0 million, administration expenses of \$0.2 million, consultants and management expenses of \$0.2 million and share-based payments expense of \$0.4 million. It was partially offset by settlement of flow-through share premium liability of \$0.4 million and interest income of \$0.1 million.

During the three months ending 30 June 2024, the Company recorded a net loss of \$2.2 million. The net loss was mainly comprised of an exploration expenditure of \$1.6 million, administration expenses of \$0.4 million, consultancy and management expenses of \$0.2 million and share-based payments expense of \$0.4 million. It was partially offset by settlement of flow-through share premium liability of \$0.4 million and government grants of \$0.1 million.

## Discussion of Operations

### Cape Ray Project

#### Cape Ray Resource Corridor

The Cape Ray Project continues to provide a strong technical foundation, hosting a defined mineral resource<sup>5</sup> of:

- Indicated: 6.2 Mt @ 2.25 g/t Au (450,000 oz)
- Inferred: 3.4 Mt @ 1.44 g/t Au (160,000 oz)

During the quarter, the Company's primary exploration activities related to a potential update to the mineral resource through the relogging of historic drill core. An updated mineral resource would involve an updated geological model while a potential resource update could incorporate higher gold prices, additional drilling, and improved geological interpretation and could include silver.

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<sup>5</sup> News release dated 30 May 2023

### **Electromagnetic Target Diamond Drilling**

The Company received the final, multi-element assay results from its modest diamond drill program at the electromagnetic ("EM") anomaly which was completed before the end of 2025. By the end of the winter phase, the Company had completed six (6) drill holes totaling 1,476.17 metres. There were no significant results to report from this drilling.

### **Cape Ray West & Isle aux Morts Granite Exploration Programs**

Exploration work completed in late 2025 materially advanced the Company's understanding of the scale and potential of the Cape Ray West area and represents a step-change in the broader Cape Ray district exploration model (Figure 2).

Through integrated surficial geochemistry, geological mapping and geophysical data, the Company identified a new multi-kilometre gold corridor and redefined the Isle aux Morts Granite ("IMG") as a high-priority exploration target.

Key outcomes from the 2025 program include<sup>6</sup>:

- Definition of large, coherent gold-in-till anomalies, extending up to several kilometres and aligned with major structural and geophysical features
- Recognition that these anomalies are likely sourced from proximal bedrock mineralisation, rather than transported material
- Identification of a multi-element geochemical signature (Au-Cu-Mo-Bi) consistent with a fertile intrusive-related system
- Expansion of the exploration footprint across multiple structural orientations, indicating the potential for a larger, district-scale mineral system
- Confirmation that mineralisation is structurally controlled, significantly improving targeting confidence
- Delineation of several priority target areas, including the high-priority Western Corridor

Importantly, this work has advanced the IMG from a historically overlooked and untested intrusion into a drill-ready target supported by multiple independent datasets.

### **First Quarter 2026 Activities**

During the first quarter of 2026, activities were primarily focused on:

- Integration and interpretation of the full 2025 dataset

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<sup>6</sup> News releases 18 February 2026, 15 January 2026 and 16 October 2025

- Refinement and ranking of priority targets
- Planning of follow-up field programs and drill targeting

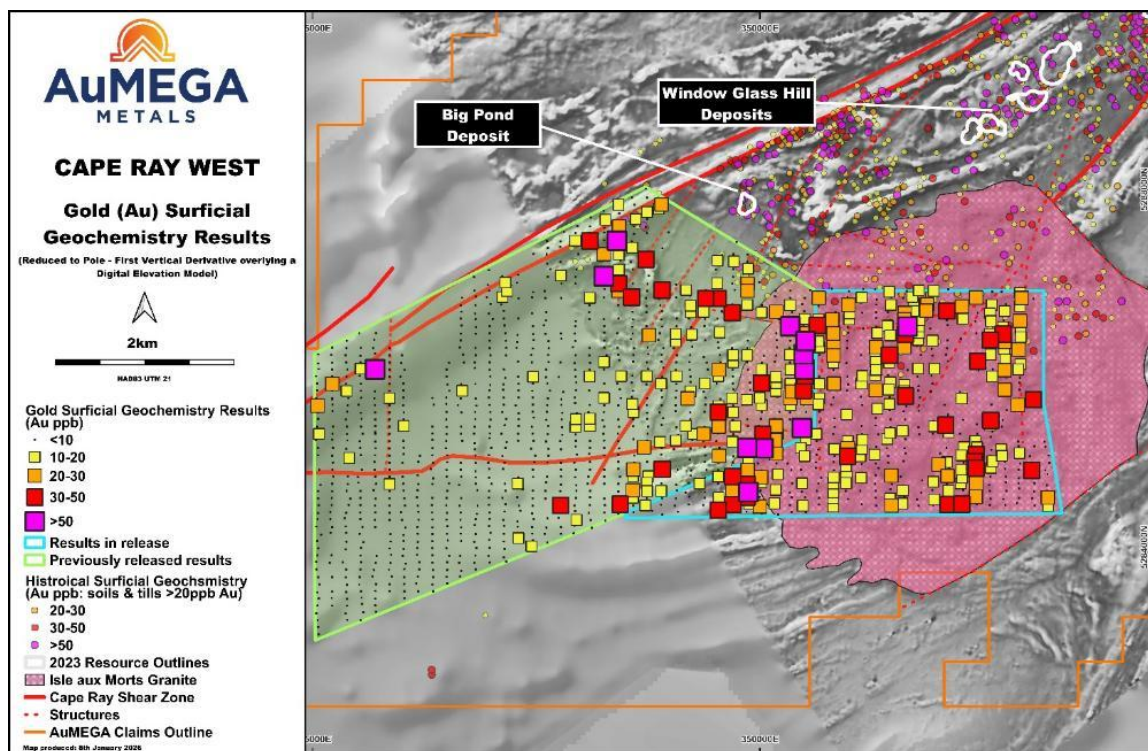
No field programs were undertaken during the quarter. The Company expects its field season to commence in the second quarter of 2026.

## 2026 Program

The Company is now advancing toward a focused 2026 exploration program, with work to include:

- Extension of till sampling and geological mapping across the full extent of the IMG
- Detailed 1:5,000-scale mapping and channel sampling over priority target areas
- Execution of a targeted diamond drilling program in summer 2026, focused on a select number of high-conviction targets

This approach reflects an objective of maximising drill success and advancing the most prospective areas within the Cape Ray West corridor.

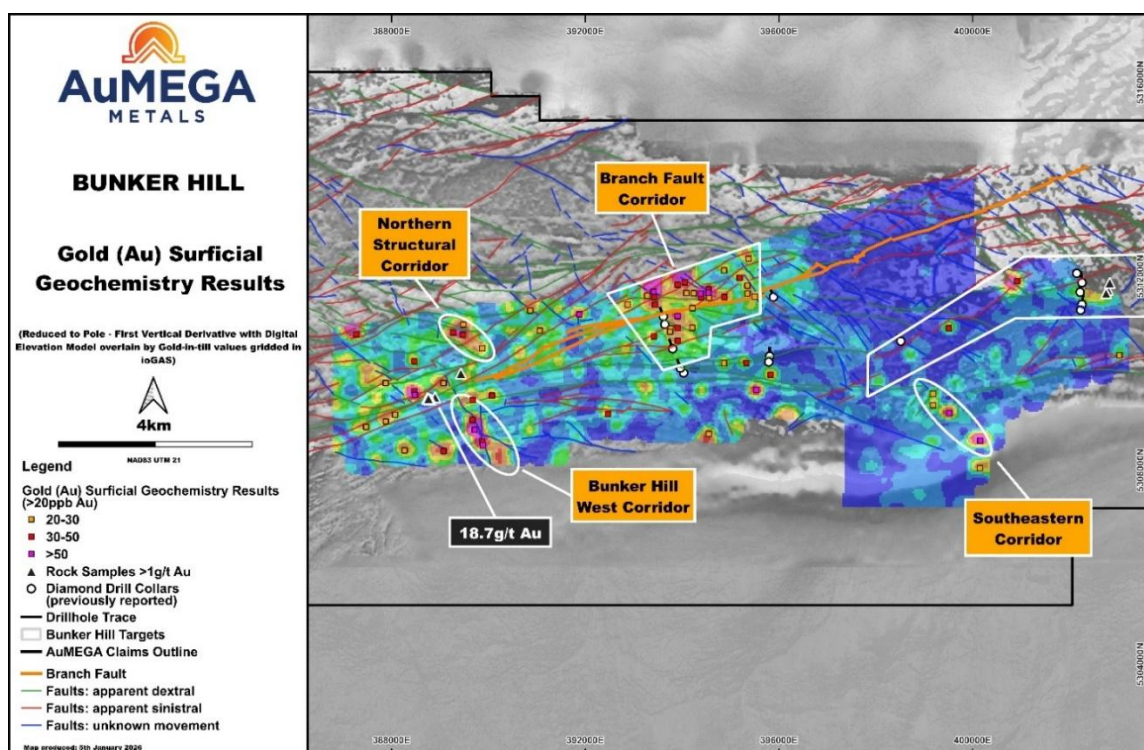


**Figure 2: Surficial geochemical program results for the 2025 Cape Ray West survey extension over the Isle aux Morts Granite. The figure shows all gold-in-till results for 2025 in relation to the historic surficial geochemical footprint (>20 ppb Au) overlying the greyscale reduced to pole – first vertical derivative magnetics with a digital elevation model background.**

## Bunker Hill Project

At Bunker Hill, the Company reported a material upgrade in its target pipeline following completion of the 2025 surficial geochemistry and mapping program<sup>7</sup> (Figure 3).

During the first quarter, the Company continued analysis of the 2025 results and planned for the 2026 exploration program by securing the required permits.



**Figure 3: Gold-in-till results from Bunker Hill. The figure shows gridded gold-in-till results overlying the greyscale reduced to pole – first vertical derivative magnetics. The gold-in-till results are filtered to >20 ppb gold.**

## 2026 Exploration Program

On a go-forward basis, the Company plans to:

- Extend till sampling and mapping north of the Branch Fault Corridor to evaluate continuity;
- Conduct additional regional-scale surveys to the east toward the Intersection Prospect to assess district-scale connectivity;

<sup>7</sup> News release dated 8 January 2026

- Complete detailed 1:5,000-scale geological mapping and channel sampling over the highest-priority anomalies; and
- Advance a focused diamond drilling program in 2026, prioritising a smaller number of high-conviction targets rather than broad early-stage coverage.

## **Hermitage Gold and Antimony Project**

Hermitage Property comprises 27 kilometres of continuous strike along the Hermitage Flexure — a major crustal-scale suture zone that marks the boundary between the Dunnage and Gander geological zones. The Dunnage Zone hosts volcanic and turbidite sequences that are regionally recognized for their potential to host gold deposits, both in Newfoundland and in globally significant gold camps such as the Bendigo Terrane in Victoria, Australia — home to Agnico Eagle's high-grade Fosterville Gold Mine.

The Company completed a small gold-in-till survey in the central area of Hermitage in the fourth quarter of 2025 (Figure 4). The Company received final assay results from this program.

The southeastern grid, also completed at 160 metre by 80 metre spacing, defined a low-coherence, patchy anomaly spanning multiple lines and stations, with a subtle east–west trend that coincides with a faint geophysical lineament of similar orientation (Figure 10). The grid is truncated to the west, and the lateral continuity and potential amplification of the anomaly along strike remain untested.

The peak value from this priority grid, located proximal to outcrop showings grading 7.31 g/t and 2.10 g/t gold respectively returned 53.5 ppb gold. In addition, a single-point anomaly of 57.4 ppb gold, representing the highest result of the survey, was identified along a regional line in the southeastern portion of the grid. This anomaly is spatially associated with a well-defined west-northwest–east-southeast trending geophysical feature, interpreted as a lithological contact between contrasting sedimentary units.

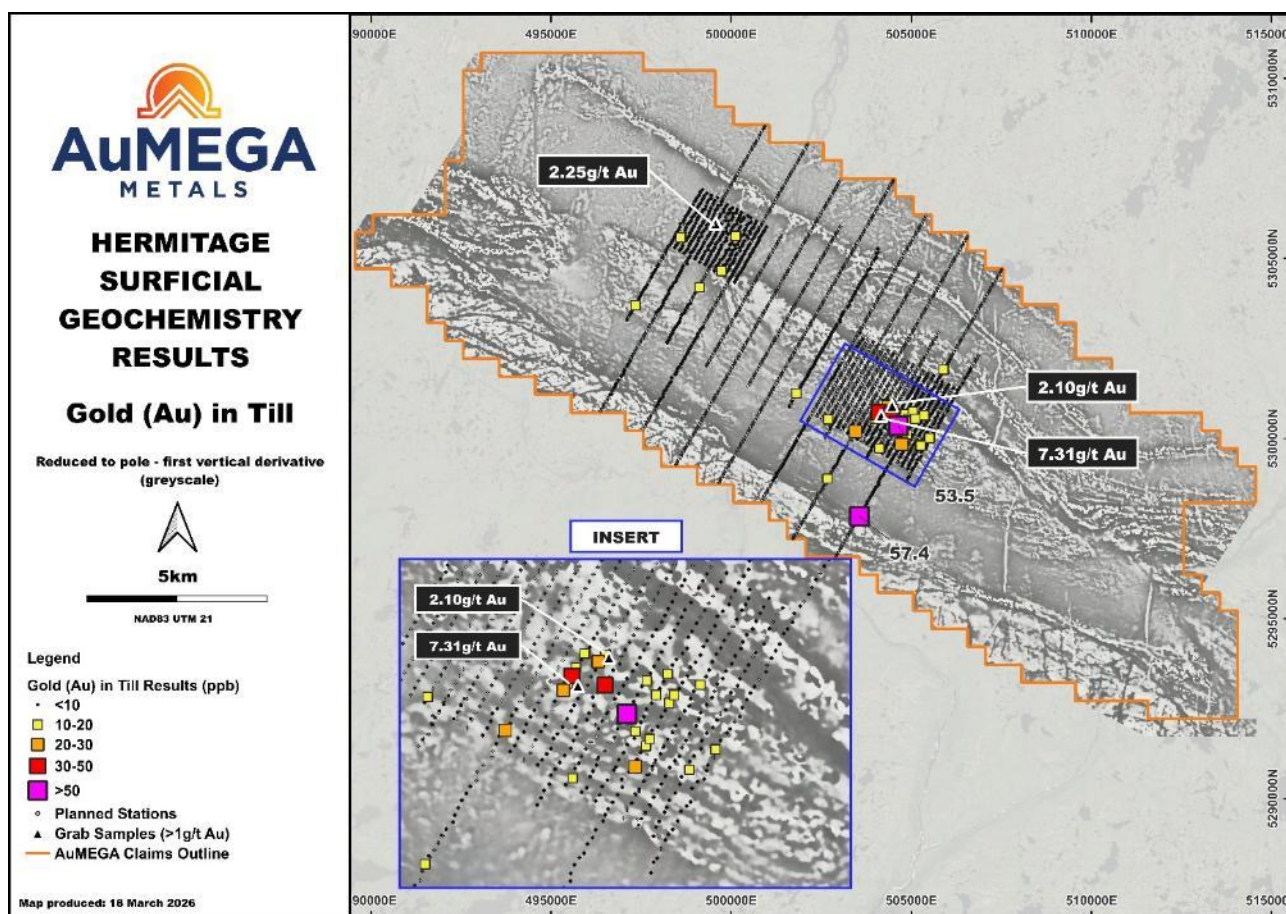


Figure 4: Results from the inaugural till geochemistry program at Hermitage. The image is of the reduced to pole - first vertical derivative (greyscale) over a digital elevation model.

## Blue Cove

During the quarter, the Company made the strategic decision to exit its option agreement on Blue Cove and relinquish all of its mineral licenses related to it.

## Corporate

### Financial Overview

As at 31 March 2026, the Company held a cash balance of approximately \$6.2 million.

On 18 February 2026 and 25 February 2026, the Company announced a \$30.1 million financing that included strong demand from new global institutional investors, existing shareholders and strategic shareholder B2Gold. The

Company's financing was anchored by new major shareholder Condire Investors who now own 19.9% of the total and issued shares.

The first tranche of the financing closed on 5 March 2026 for gross proceeds of \$5.4 million while the second tranche received shareholder approval on 10 April 2026 and closed on 15 April 2026 for gross proceeds of \$24.7 million.

## Liquidity, Capital Resources, and Outlook

During the three-month period ended 31 March 2026, the Company incurred a loss after income tax of \$1.3 million, net operating cash outflows of \$2.8 million and cash and cash equivalents balance of \$6.2 million.

The Company's cashflow forecasts for the 12 months ending 30 April 2027 indicate it will be in a position to meet its committed operational and administrative expenditure obligations and remains a going concern. The Company also has the ability to curtail discretionary spending should it be necessary and implement cost saving measures to further reduce corporate and administrative costs. In the Directors' opinion, there are therefore reasonable grounds to believe that the Company will be able to meet its financial commitments.

| <b>Contractual Obligations</b>                    |              |                         |                  |                  |                      |
|---------------------------------------------------|--------------|-------------------------|------------------|------------------|----------------------|
| <b>Payments Due by Period</b><br>( <i>'000s</i> ) | <b>Total</b> | <b>Less than 1 year</b> | <b>1-2 years</b> | <b>2-5 years</b> | <b>After 5 years</b> |
| Non-interest bearing                              |              |                         |                  |                  |                      |
| Trade Payables                                    | \$563        | \$563                   | -                | -                | -                    |
| Interest bearing                                  |              |                         |                  |                  |                      |
| Lease liabilities                                 | \$15         | \$15                    | -                | -                | -                    |
| <b>Total Contractual Obligations</b>              | <b>\$578</b> | <b>\$578</b>            | <b>-</b>         | <b>-</b>         | <b>-</b>             |

The Company's approach to managing liquidity is to ensure that it will have sufficient cash to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has no source of revenue, income or cash flow. It is wholly dependent upon raising monies through the sale of its shares or other securities to finance its business operations. There can be no assurances that this capital will be available in amounts or on terms acceptable to the Company, or at all.

**AuMEGA Metals Ltd**  
**Management's Discussion and Analysis**  
**For the quarter ended March 31, 2026**

The Company's financial report has been prepared on a going concern basis which assumes that the Company will be able to continue its operation as a going concern for the foreseeable future and will be able to realize its assets and discharge its liabilities in the normal course of business.

The Company ended the quarter ended 31 March 2026 with a cash balance of \$6.2 million which compared to \$4.1 million at 31 December 2025. The increase in cash predominantly relates to the completion of the first tranche of its financing.

Current assets were \$6.7 million at 31 March 2026 compared to \$4.6 million at 31 December 2025. The increase relates to the increase in cash and cash equivalents during the year.

Total liabilities were \$0.8 million at 31 March 2026 compared to \$2.3 million at 31 December 2025. The decrease in total liabilities relates to decrease in trade and other payables during the period as a result of decreased exploration activities. The Company has no debt.

### Exploration and evaluation expenditure

The table below shows the breakdown of exploration expenses in the period ended 31 March 2026, and 31 March 2025 with respect to the Company's exploration and evaluation expenditure at the Cape Ray Project.

|                        | Q1 2026        | Q1 2025          |
|------------------------|----------------|------------------|
|                        | \$             | \$               |
| Drilling costs         | 11,868         | 1,050,287        |
| Assaying               | 29,806         | 7,693            |
| Exploration General    | 76,870         | 529,155          |
| Salary and benefits    | 354,563        | 277,020          |
| Field costs            | 33,704         | 1,139,533        |
| HSEC                   | -              | 54,670           |
| Administrative         | 95,162         | 43,376           |
| Travel & Accommodation | 47,258         | 120,274          |
| Equipment              | 10,402         | 40,560           |
| Geochemistry           | 32,960         | 48,350           |
|                        | <b>692,593</b> | <b>3,310,918</b> |

### Capital Resources

To facilitate the management of its capital requirements, the Company prepares annual operating budgets which are approved by the Board of Directors (the "Board"). The Company regularly monitors its cash flow and prepares regular forecasts based on changes in operations and/or economic conditions to facilitate management of its capital requirements.

The Company has the following license expenditure commitments to maintain its mining licenses in good standing.

| <b>Commitments</b>                              |              |                         |                  |                          |
|-------------------------------------------------|--------------|-------------------------|------------------|--------------------------|
| <b>Payments Due by Period</b><br><i>('000s)</i> | <b>Total</b> | <b>Less than 1 year</b> | <b>1-5 years</b> | <b>More than 5 years</b> |
| Minimum licence expenditure                     | \$1,237      | \$451                   | \$468            | \$318                    |

## **Flow-through Financings**

Historically, the Company has entered into flow-through ("FT") financings to fund exploration activities, the most recent being the 2026 financing. Canadian tax rules require the Company to spend flow-through funds on "Canadian exploration expenses" (as defined in the Income Tax Act (Canada)) by the end of the calendar year following the year in which they were raised.

The Company indemnifies the subscribers of flow-through shares from any tax consequences should the Company, notwithstanding its plans, fail to meet its commitments under the flow-through subscription agreements.

During the first quarter of 2026 the Company completed a Flow-Through Offering for \$5,350,000, thus committing to spend this amount by 31 December 2027 on "Canadian exploration expenses" which qualify as "flow-through mining expenditures", as these terms are defined in the Income Tax Act (Canada) ("Resource Expenditures").

At 31 March 2026, the Company has expended \$nil of the 2026 FT Private Placement amount of \$5,350,000 on Resource Expenditures. The Company has until 31 December 2027 to spend the remaining outstanding balance of approximately \$5,350,000 on Resource Expenditures.

After the quarter end, the Company completed a Flow-Through Offering for \$6,440,000, thus committing to spend this amount by 31 December 2027 on "Canadian exploration expenses" which qualify as "flow-through mining expenditures", as these terms are defined in the Income Tax Act (Canada) ("Resource Expenditures").

The Company may be subject to interest on flow-through proceeds ("Part XII.6 tax") renounced under the look-back rules in respect of prior years, and penalties, in accordance with regulations in the Income Tax Act (Canada), if it is determined that flow-through proceeds were not properly or timely spent on Canadian exploration expenses. Any Part XII.6 tax is expensed as incurred, as an operating expense.

## **Off-Balance Sheet Arrangements**

The Company does not have any off-balance sheet arrangements that have, or are reasonably likely to have, a current or future effect on the Company's financial performance.

## **Related Party Transactions**

There was \$133,000 paid during the quarter ended 31 March 2026 to related parties relating to Director fees and the salary of the Managing Director.

## **Critical Accounting Estimates**

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, which management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

## **Share-based Payment Transactions**

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. The fair value is determined by using either the Black-Scholes option pricing model or Monte-Carlo simulation model taking into account the terms and conditions upon which the instruments were granted. The accounting estimates and assumptions (grant date, volatility, risk free interest rates and expected life of the option) relating to equity-settled share-based payments would have no impact on the carrying amounts of assets and liabilities within the next annual reporting period but may impact profit or loss and equity.

## **Changes in Accounting Policies including Initial Adoption**

There have not been any material changes to the Company's accounting policies in the first quarter. For the financial year ended 31 December 2025 financial year, the Company changed its accounting policy for exploration and evaluation expenditure. Previously, exploration and evaluation costs, including costs incurred in acquiring rights to explore, were capitalised in accordance with AASB 6/IFRS 6 Exploration for and Evaluation of Mineral Resources where the rights to tenure of the area of interest were current and either:

- the costs were expected to be recouped through successful development and exploitation of the area of interest; or
- activities in the area had not yet reached a stage that permitted a reasonable assessment of the existence of economically recoverable reserves.

Under the new accounting policy, the Group expenses all exploration and evaluation expenditure as incurred. This includes:

- costs incurred in acquiring exploration licenses, permits, and mineral rights; and
- all costs directly associated with exploration and evaluation activities.

This change represents a voluntary change in accounting policy under AASB 108/IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The Directors determined that the revised policy provides more relevant and reliable information as it:

- Aligns the Company's accounting treatment with that commonly adopted by North American peer companies, which are a key comparator group for investors;
- Reflects the inherently uncertain nature of exploration activities;
- Reduces the level of judgement required in assessing recoverability of capitalised costs; and
- Improves transparency by recognising exploration expenditure in profit or loss as incurred.

The change in accounting policy has been applied retrospectively in accordance with AASB 108/IAS 8. Comparative information has been restated and the impact of the change on prior periods is disclosed accordingly.

For further information on the comparative impact, refer to note 3 in the unaudited condensed consolidated interim financial statements.

### **New Accounting Standards and Interpretations not yet mandatory or early adopted**

The consolidated entity has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

#### **AASB 7 (IFRS 7) 'Financial Instruments: Disclosures' Gain or loss on derecognition**

This standard is applicable to annual reporting periods beginning on or after 1 January 2026 and amends paragraph B38 of AASB 7 (IFRS 7) to replace an obsolete reference to paragraph 27A of AASB 7 (IFRS 7) with a reference to paragraphs 72–73 of AASB 13 (IFRS 13) 'Fair Value Measurement', and to replace the phrase 'inputs that were not based on observable market data' with 'unobservable inputs' to make the wording consistent with the wording in paragraph 72 of AASB 13 (IFRS 13). There was no material impact on adoption.

#### **AASB 9 (IFRS 9) 'Financial Instruments' Derecognition of lease liabilities and transaction price**

This standard is applicable to annual reporting periods beginning on or after 1 January 2026 and amends paragraph 2.1(b)(ii) of AASB 9 (IFRS 9) to add a cross-reference to paragraph 3.3.3 of AASB 9 (IFRS 9) to clarify that when a lease liability has been extinguished in accordance with AASB 9 (IFRS 9), the lessee is required to apply paragraph 3.3.3 and recognise any resulting gain or loss in profit or loss. Transaction price Amends paragraph 5.1.3 of AASB 9 (IFRS 9) to replace 'their transaction price (as defined in IFRS 15)' with 'the amount determined by applying AASB 15 (IFRS 15) due to an inconsistency between 5.1.3 and the requirements in AASB 15 (IFRS 15). As a result, AASB 9 (IFRS 9) Appendix A was also amended to remove the term. There was no material impact on adoption.

Australian Accounting Standards and Interpretations and IFRS Accounting Standards that have recently been issued or amended but are not yet mandatory, have not been early adopted by the consolidated entity for the period ended 31 March 2026. The consolidated entity's assessment of the impact of these new or amended Accounting Standards and Interpretations, most relevant to the consolidated entity, are set out below.

#### **AASB 18 (IAS 18) Presentation and Disclosure in Financial Statements**

This standard is applicable to annual reporting periods beginning on or after 1 January 2027 and early adoption is permitted. The standard replaces AASB 1 (IAS 1) 'Presentation of Financial Statements', with many of the original disclosure requirements retained and there will be no impact on the recognition and measurement of items in the financial statements. But the standard will affect presentation and disclosure in the financial statements, including introducing five categories in the statement of profit or loss and other comprehensive income: operating, investing, financing, income taxes and discontinued operations. The standard introduces two mandatory sub-totals in the statement: 'Operating profit' and 'Profit before financing and income taxes'. There are also new disclosure requirements for 'management-defined performance measures', such as earnings before interest, taxes, depreciation and amortisation ('EBITDA') or 'adjusted profit'. The standard provides enhanced guidance on grouping of information (aggregation and disaggregation), including whether to present this information in the primary financial statements or in the notes. The Company will adopt this standard from 1 January 2027, and it is expected that there will be a significant change to the layout of the statement of profit or loss and other comprehensive income.

## **Financial Instruments and Other Instruments**

### **Financial risk management objectives**

The Company's principal financial assets comprise cash and other receivables. The consolidated entity's principal financial liabilities comprise trade creditors. The main purpose of these financial instruments is to manage cash flow and assist the consolidated entity in its daily operational requirements.

The consolidated entity is exposed to interest rate risk, liquidity risk and credit risk in respect to the financial instruments that it held at the end of the financial year. this note presents information about the consolidated entity's exposure to each of the above risks.

The Board has overall responsibility for the establishment and oversight of the risk management framework.

Risk management policies are established by the Board to identify and analyse the risks faced by the consolidated entity, to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

### **Market risk**

#### *Foreign currency risk*

The consolidated entity operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the Australian Dollar.

Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency. The risk is measured using sensitivity analysis and cash flow forecasting.

The carrying amount of the consolidated entity's foreign currency denominated financial assets and financial liabilities at the reporting date were as follows:

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|                                             | Assets                 |                        | Liabilities            |                        |
|---------------------------------------------|------------------------|------------------------|------------------------|------------------------|
|                                             | 31                     |                        | 31                     |                        |
|                                             | 31 March<br>2026<br>\$ | December<br>2025<br>\$ | 31 March<br>2026<br>\$ | December<br>2025<br>\$ |
| <b>Consolidated</b>                         |                        |                        |                        |                        |
| Australian dollars - Trade & other payables | -                      | -                      | 52,181                 | 52,181                 |
| Australian dollars - Cash at bank           | 3,440,290              | 3,440,290              | -                      | -                      |
|                                             | <b>3,440,290</b>       | <b>3,440,290</b>       | <b>52,181</b>          | <b>52,181</b>          |

| Consolidated – 31 March<br>2026 | % change | AUD strengthened<br>effect on<br>profit before<br>tax |               | % change | AUD weakened<br>effect on<br>profit before<br>tax |                 |
|---------------------------------|----------|-------------------------------------------------------|---------------|----------|---------------------------------------------------|-----------------|
|                                 |          | Effect on<br>equity                                   |               |          | Effect on<br>equity                               |                 |
| Australian dollars              | 10%      | <u>68,931</u>                                         | <u>68,931</u> | (10%)    | <u>(68,931)</u>                                   | <u>(68,931)</u> |

*Price risk*

The consolidated entity is not exposed to any significant price risk.

*Interest rate risk*

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate as a result of changes in market interest rates.

| Consolidated – 31 March<br>2026 | Basis points<br>change | Basis points increase<br>effect on<br>profit before<br>tax |               | Basis points<br>change | Basis points decrease<br>effect on<br>profit before<br>tax |                 |
|---------------------------------|------------------------|------------------------------------------------------------|---------------|------------------------|------------------------------------------------------------|-----------------|
|                                 |                        | Effect on<br>equity                                        |               |                        | Effect on<br>equity                                        |                 |
| Cash and cash equivalents       | 100                    | <u>62,049</u>                                              | <u>62,049</u> | 100                    | <u>(62,049)</u>                                            | <u>(62,049)</u> |

**Credit risk**

Credit risk refers to the risk that counterparties will default on its contractual obligations resulting in financial loss to the consolidated entity. The consolidated entity has adopted the policy of only dealing with credit worthy counterparties and obtaining sufficient collateral or other security where appropriate, as a means of mitigating the risk of financial loss from defaults. Banks and financial institutions are chosen only if they are independently rated parties with a minimum rating of 'A'.

At 31 March 2026, the consolidated entity has significant funds on deposit with Royal Bank of Canada ("RBC"). RBC is one of Canada's largest banks, and among the largest in the world based on market capitalisation with a Moody's rating of AA.

### **Liquidity risk**

Liquidity risk is the risk that the consolidated entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The consolidated entity's approach to managing liquidity is to ensure that it will have sufficient cash to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the consolidated entity's reputation.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of credit facilities or other fund-raising initiatives.

The Board frequently reviews budget variance analyses that include working capital projections to monitor working capital requirements and optimise cash utilisation.

The consolidated entity continuously monitors forecast and actual cash flows and the maturity profiles of financial assets and financial liabilities to manage its liquidity risk.

### ***Remaining contractual maturities***

The following tables detail the consolidated entity's remaining contractual maturity for its financial instrument liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the financial liabilities are required to be paid. The tables include both interest and principal cash flows disclosed as remaining contractual maturities and therefore these totals may differ from their carrying amount in the statement of financial position.

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|                                         | Weighted<br>average<br>interest rate | 1 year or less | Between 1<br>and 2 years | Between 2<br>and 5 years | Over 5 years | Remaining<br>contractual<br>maturities |
|-----------------------------------------|--------------------------------------|----------------|--------------------------|--------------------------|--------------|----------------------------------------|
| <b>Consolidated – 31 March<br/>2026</b> | %                                    | \$             | \$                       | \$                       | \$           | \$                                     |
| <b>Non-derivatives</b>                  |                                      |                |                          |                          |              |                                        |
| <i>Non-interest bearing</i>             |                                      |                |                          |                          |              |                                        |
| Trade payables                          | -                                    | 562,683        | -                        | -                        | -            | 562,683                                |
| Total non-derivatives                   |                                      | 562,683        | -                        | -                        | -            | 562,683                                |

|                                            | Weighted<br>average<br>interest rate | 1 year or less | Between 1<br>and 2 years | Between 2<br>and 5 years | Over 5 years | Remaining<br>contractual<br>maturities |
|--------------------------------------------|--------------------------------------|----------------|--------------------------|--------------------------|--------------|----------------------------------------|
| <b>Consolidated – 31 December<br/>2025</b> | %                                    | \$             | \$                       | \$                       | \$           | \$                                     |
| <b>Non-derivatives</b>                     |                                      |                |                          |                          |              |                                        |
| <i>Non-interest bearing</i>                |                                      |                |                          |                          |              |                                        |
| Trade payables                             | -                                    | 1,967,919      | -                        | -                        | -            | 1,967,919                              |
| Total non-derivatives                      |                                      | 1,967,919      | -                        | -                        | -            | 1,967,919                              |

The cash flows in the maturity analysis above are not expected to occur significantly earlier than contractually disclosed above.

#### Fair value of financial instruments

Unless otherwise stated, the carrying amounts of financial instruments reflect their fair value.

#### Disclosure of Outstanding Share Data

The following is a description of the outstanding equity securities and convertible securities previously issued by the Company above:

| <b>Shares Outstanding<br/>Date</b> | <b>28 April 2026</b> | <b>31 March 2026</b> | <b>31 December 2025</b> |
|------------------------------------|----------------------|----------------------|-------------------------|
| Common shares                      | 1,454,040,112        | 887,939,040          | 789,150,363             |
| Stock Options                      | 48,029,092           | 48,029,092           | 48,029,092              |
| Zero Priced Options (RSUs)         | 11,843,401           | 11,843,401           | 13,502,026              |
| Performance rights (PSUs)          | 17,113,286           | 17,113,286           | 17,113,286              |
| Warrants                           | 642,350,001          | -                    | -                       |

## **Risk Factors**

The Company is in the business of exploring and developing mineral properties. It is exposed to a number of risks and uncertainties that are common to other mineral exploration companies in the same business. The industry is capital intensive at all stages and is subject to variations in commodity prices, market sentiment, exchange rates for currency, inflation and other risks. The Company currently has no source of revenue other than interest income. The Company will rely mainly on equity financing to fund exploration, development and other activities. The risks and uncertainties described in this section are considered by management to be the most important in the context of the Company's business. The risks and uncertainties below are not inclusive of all the risks and uncertainties the Company may be subject to and other risks may exist.

### **Additional Capital**

The Company plans to continue its focus on exploration and development of mineral interests. The Company will use its operating cash flows to carry out such endeavours. However, the Company will require substantial additional financing to move forward with development and production of a future mine. Further exploration and development capacities may be dependent upon its ability to obtain financing through equity or debt, and there can be no assurance that it will be able to obtain adequate financing in the future or that the terms of such financing will be favourable. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of the Company's projects.

### **Financing Risks**

The Company may require financing in the future to continue to develop its business and there can be no assurance that such financing will be available or, if available, that it will be on reasonable terms. If financing is obtained by issuing common shares or securities convertible into or exercisable for common shares, control of the Company may change, and investors may suffer additional dilution. To the extent financing is not available, lease payments, work commitments, rental payments, and option payments, if any, may not be satisfied and could result in a loss of property ownership or earning opportunities for the Company.

### **Community and Stakeholder Relations**

The Company's relationships with the community in which it operates are critical to ensure the future success of its existing operations. The future success of the Company is reliant on a healthy relationship with local communities in which the Company operates. While the Company is committed to operating in a socially responsible manner, there is no guarantee that its efforts will be successful, in which case interventions by third parties could have a material adverse effect on the Company's business, financial position and operations.

## **Company Evolution**

The exploration for, and development of, mineral deposits involve a high degree of risk. Few properties which are explored are ultimately developed into producing mines. To mitigate this risk, the Company undertakes systematic and staged exploration and testing programs on its mineral properties and, subject to the results of these exploration programs, the Company will then progressively undertake a number of technical and economic studies with respect to its projects prior to making a decision to mine. However, there can be no guarantee that the studies will confirm the technical and economic viability of the Company's mineral properties or that the properties will be successfully brought into production.

## **Conflicts of Interest**

Certain directors and officers of the Company are also directors, officers and/or shareholders of other companies that are similarly engaged in the business of natural resource exploration, development and production. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required by law to act honestly and in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project or opportunity of the Company.

## **Future Profits/Losses and Production Revenues/Expenses**

The Company has no history of operations and expects that its losses will continue for the foreseeable future. The Company does not expect to receive revenues from operations or be profitable in the foreseeable future, if at all. The Company expects to incur losses until such time as a property enters into commercial production and generates sufficient revenues to fund its continuing operations. Development will require the commitment of substantial resources. There can be no assurance that the Company will generate any revenues or achieve profitability. The Company's operating expenses and capital expenditures may increase in subsequent years due to the cost of employees, consultants, service providers and equipment associated with advancing exploration and development. The amounts and timing of expenditures will depend on the progress of ongoing exploration and development, the Company's strategic analyses, the rate at which operating losses are incurred, the execution of any joint venture or other agreements with strategic partners, and the Company's acquisition of additional properties and other factors, many of which factors are beyond the Company's control.

## **Commodity Prices**

In the event that the Company has a producing mine in the future, the profitability of the Company's business will be largely contingent on the market price for the minerals sold by the Company. A significant reduction in the market price of the minerals sold by the Company for any extended period could have a materially adverse effect on the Company's

profitability and cash flow. Global minerals prices fluctuate widely and are affected by numerous factors beyond the Company's control, including global demand and production levels, political and economic conditions, producer hedging activities, speculative activities, inflation, interest rates and currency exchange rates.

### **Dependence on Key Personnel**

The Company is heavily dependent on its key personnel and on its ability to motivate, retain and attract highly skilled people. If, for any reason, any one or more of such key personnel do not continue to be active in the Company's management, the Company could be adversely affected. There can be no assurance that the Company will successfully attract and retain additional qualified personnel to manage growth effectively and could have a material adverse effect on the Company's business, financial condition or results of operations.

### **Historical Information**

Some data disclosed in this document is related to historical sampling. The Company has not independently analyzed the results in order to verify them; however, the Company considers these historical results relevant as the Company is using this data as a guide to plan exploration programs. The full results of all historical work referenced in this release is published online.

### **Market Price of the Shares and Share Price Volatility**

The market price for the Company's common shares cannot be assured. Securities of micro-cap and small-cap companies have experienced substantial volatility in the past, often based on factors unrelated to the financial performance or prospects of the companies involved. In recent years, the securities markets in Canada have experienced a high level of price and volume volatility, and the market prices of securities of many companies have experienced wide fluctuations in price that have not necessarily been related to the operating performance, underlying asset values or prospects of such companies. The trading price of the Company's common shares may be subject to large fluctuations. For the same reason, the value of any of the Company's securities convertible into, or exchangeable for, common shares may also fluctuate significantly, which may result in losses to investors. The price of the Company's common shares will be subject to market trends and conditions generally, notwithstanding any potential success of the Company in creating revenues, cash flows or earnings. Factors that may contribute to volatility in the securities of the Company include macroeconomic developments globally, and market perceptions of the attractiveness of particular industries. The price of the Company's common shares is also likely to be significantly affected by short-term changes in mineral prices or in its financial condition or results of operations.

Other factors unrelated to the Company's performance that may have an effect on the price of the Shares include the following: lessening in trading volume and general market interest in the Company's securities may affect an investor's

ability to trade significant numbers of the common shares; the size of the Company's public float may limit the ability of some institutions to invest in the shares; and a substantial decline in the price of the common shares that persists for a significant period of time could cause the common shares to be delisted from the exchange on which they trade, further reducing market liquidity. The market price for the shares may also be affected by the Company's ability to meet or exceed expectations of analysts or investors. Any failure to meet these expectations, even if minor, may have a material adverse effect on the market price of the common shares.

In the past, following periods of volatility in the market price of a Company's securities, shareholders have often instituted class action securities litigation against those companies. Such litigation, if instituted, could result in substantial cost and diversion of management attention and resources, which could materially and adversely harm the Company and its financial position.

### **Dividend Policy**

Investors in the Company's securities cannot expect to receive a dividend on their investment in the foreseeable future, if at all. Accordingly, it is unlikely that investors will receive any return on their investment in the Company's securities other than through possible share price appreciation.

## **Internal Controls Over Disclosure and Financial Reporting**

The Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") are responsible for designing disclosure controls and procedures to ensure that material information is being recorded, processed, summarized, and reported to senior management, including the certifying officers and members of the Company's Audit Committee on a timely basis, so that appropriate decisions can be made regarding public disclosure. In addition, the CEO, and CFO are responsible to design, or cause to be designed under their supervision, internal controls over financial reporting ("ICFR"), to a standard that provide reasonable assurance of the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards.

### **Disclosure Controls and Procedures**

Disclosure controls and procedures, as defined in National Instrument 52-109, Certification of Disclosure in Issuers' Annual and Audited Filings, means controls and other procedures of an issuer that are designed to provide reasonable assurance that information required to be disclosed by the issuer in its annual filings, audited filings or other reports filed or submitted by it under securities legislation is recorded, processed, summarized and reported within the time periods specified in the securities legislation and include controls and procedures designed to ensure that information required to be disclosed by an issuer in its annual filings, audited filings or other reports filed or submitted under

securities legislation is accumulated and communicated to the issuer's management, including its certifying officers, as appropriate to allow timely decisions regarding required disclosure. An evaluation of the design effectiveness of the Company's disclosure controls and procedures was conducted as of March 31, 2026, by and under the supervision of the Company's management, including the CEO and CFO. Based on this evaluation, the CEO and CFO have concluded that the disclosure controls and procedures were effective.

### **Internal Controls Over Financial Reporting**

The Company's management, including the CEO, and CFO, has evaluated the design of the Company's ICFR using the control framework and criteria established by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this evaluation, management has concluded that the Company's ICFR as at March 31, 2026, were designed and provides reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards. There were no changes to ICFR during the quarter.

### **Limitations on the effectiveness of disclosure controls and internal controls over financial reporting**

It should be noted that while the Company's CEO and CFO believe that the Company's internal controls system and disclosure controls and procedures provide a reasonable level of assurance that the objectives of the control systems are met, they do not expect that the Company's control system will prevent all errors and fraud. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. The design of any system of controls is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential conditions. The Company will continue to periodically review our disclosure controls and procedures and internal control over financial reporting and may make modifications from time to time as considered necessary or desirable.

## **Additional ASX Disclosure Information**

**ASX Listing Rule 5.3.1:** A description of exploration activities is contained in this Management's Discussion and analysis.

**ASX Listing Rule 5.3.2:** There was no substantive mining production and development activities during the quarter.

**ASX Listing Rule 5.3.3:** Schedule of Mineral Tenements as of 31 March 2026.

The schedule of Mineral Tenements and changes in interests is appended at the end of this report.

**ASX Listing Rule 5.3.4:** Reporting under a use of funds statement in a Prospectus does not apply to the Company currently.

**ASX Listing Rule 5.3.5:** Payments to related parties of the Company and their associates during the quarter per Section 6.1 of the Appendix 5B totalled \$133,000. This is relating to Director fees and the salary of the Managing Director.

## Tenement Interests (as at 31 March 2026)

| Holder                  | Licence No. | Project        | No. of Claims | Area (km <sup>2</sup> ) | Comments              |
|-------------------------|-------------|----------------|---------------|-------------------------|-----------------------|
| Cape Ray Mining Limited | 025560M     | Cape Ray       | 20            | 5.00                    |                       |
| Cape Ray Mining Limited | 025855M     | Long Range     | 32            | 8.00                    | Royalty (d)           |
| Cape Ray Mining Limited | 026125M     | Bunker Hill    | 190           | 47.50                   |                       |
| Cape Ray Mining Limited | 030881M     | Intersection   | 255           | 63.75                   |                       |
| Cape Ray Mining Limited | 030884M     | Intersection   | 255           | 63.75                   |                       |
| Cape Ray Mining Limited | 030996M     | Malachite      | 205           | 51.25                   |                       |
| Cape Ray Mining Limited | 030997M     | Long Range     | 60            | 15.00                   | Royalty (d)           |
| Cape Ray Mining Limited | 031557M     | Cape Ray       | 154           | 38.50                   |                       |
| Cape Ray Mining Limited | 031558M     | Cape Ray       | 96            | 24.00                   |                       |
| Cape Ray Mining Limited | 031559M     | Grandy's       | 32            | 8.00                    |                       |
| Cape Ray Mining Limited | 031562M     | Grandy's       | 37            | 9.25                    |                       |
| Cape Ray Mining Limited | 032060M     | Cape Ray       | 81            | 20.25                   | Royalties (a) (b) (c) |
| Cape Ray Mining Limited | 032061M     | Cape Ray       | 76            | 19                      | Royalties (a) (b) (c) |
| Cape Ray Mining Limited | 032062M     | Isle Aux Morts | 72            | 18                      | Royalties (a) (b) (c) |
| Cape Ray Mining Limited | 032256M     | Hermitage      | 12            | 3.00                    | Royalty (e)           |
| Cape Ray Mining Limited | 032764M     | Hermitage      | 256           | 64.00                   |                       |
| Cape Ray Mining Limited | 032770M     | Hermitage      | 252           | 63.00                   |                       |
| Cape Ray Mining Limited | 032774M     | Hermitage      | 8             | 2.00                    | Royalty (e)           |
| Cape Ray Mining Limited | 032818M     | Hermitage      | 95            | 23.75                   |                       |
| Cape Ray Mining Limited | 032941M     | Malachite      | 256           | 64.00                   |                       |
| Cape Ray Mining Limited | 033080M     | Bunker Hill    | 190           | 47.5                    |                       |
| Cape Ray Mining Limited | 033110M     | Hermitage      | 183           | 45.75                   |                       |
| Cape Ray Mining Limited | 035822M     | Bunker Hill    | 38            | 9.50                    |                       |
| Cape Ray Mining Limited | 036567M     | Hermitage      | 44            | 11.00                   |                       |
| Cape Ray Mining Limited | 036749M     | Hermitage      | 10            | 2.50                    |                       |
| Cape Ray Mining Limited | 037478M     | Intersection   | 104           | 26.00                   |                       |
| Cape Ray Mining Limited | 037525M     | Hermitage      | 10            | 2.50                    |                       |
| Cape Ray Mining Limited | 037526M     | Hermitage      | 4             | 1.00                    |                       |
| Cape Ray Mining Limited | 037529M     | Hermitage      | 4             | 1.00                    |                       |
| Cape Ray Mining Limited | 037774M     | Blue Cove      | 30            | 7.50                    |                       |
| Cape Ray Mining Limited | 037775M     | Blue Cove      | 13            | 3.25                    |                       |
| Cape Ray Mining Limited | 037776M     | Blue Cove      | 11            | 2.75                    |                       |
| Cape Ray Mining Limited | 037777M     | Blue Cove      | 7             | 1.75                    |                       |
| Cape Ray Mining Limited | 037778M     | Blue Cove      | 13            | 3.25                    |                       |
| Cape Ray Mining Limited | 037790M     | Blue Cove      | 39            | 9.75                    |                       |

**AuMEGA Metals Ltd**  
**Management's Discussion and Analysis**  
**For the quarter ended March 31, 2026**

| Holder                  | Licence No. | Project        | No. of Claims | Area (km <sup>2</sup> ) | Comments |
|-------------------------|-------------|----------------|---------------|-------------------------|----------|
| Cape Ray Mining Limited | 038337M     | Isle Aux Morts | 49            | 12.25                   |          |
| Cape Ray Mining Limited | 038374M     | Intersection   | 62            | 15.50                   |          |
| Cape Ray Mining Limited | 038878M     | Intersection   | 7             | 1.75                    |          |
| Cape Ray Mining Limited | 038879M     | Bunker Hill    | 101           | 25.25                   |          |
| Cape Ray Mining Limited | 039094M     | Malachite      | 78            | 19.50                   |          |
| Cape Ray Mining Limited | 039253M     | Intersection   | 54            | 13.50                   |          |
| Cape Ray Mining Limited | 039254M     | Bunker Hill    | 119           | 29.75                   |          |
| Cape Ray Mining Limited | 039473M     | Bunker Hill    | 206           | 51.50                   |          |
| Cape Ray Mining Limited | 040290M     | Intersection   | 4             | 1.00                    |          |
| <b>TOTAL</b>            | <b>44</b>   |                | <b>3824</b>   | <b>956</b>              |          |

**Notes:**

The Crown holds all surface rights in the Project area. None of the property or adjacent areas are encumbered in any way. The area is not in an environmentally or archeologically sensitive zone and there are no Aboriginal land claims or entitlements in this region of the province.

There has been no commercial production at the property as of the time of this report.

**Royalty Schedule legend:**

- (a) 1.75% Net Smelter Return ("NSR") royalty held by Alexander J. Turpin pursuant to the terms of an agreement dated 25 June 2002, as amended 27 February 2003 and 11 April 2008. The agreement between Alexander J. Turpin, Cornerstone Resources Inc., and Cornerstone Capital Resources Inc., of which 1.0% NSR can be repurchased or \$1,000,000 reducing such royalty to a 0.75% NSR. The agreement which royalty applies to Licences 14479M, 17072M, 9338M, 9339M and 9340M covering 229 claims, all as described in the foregoing agreements.
- (b) 0.25% NSR royalty held by Cornerstone Capital Resources Inc. and Cornerstone Resources Inc. (collectively the "Royalty Holder") pursuant to the terms of an agreement dated 19 December 2012, as amended 26 June 2013, between the Royalty Holders and Benton, which royalty applies to Licence 017072M, as described in the foregoing agreement.
- (c) Sliding scale NSR royalty held by Tenacity Gold Mining Company Ltd. pursuant to the terms of an agreement dated 7 October 2013 with Benton Resources Inc.:
  - i. 3% NSR when the quarterly average gold price is less than US\$2,000 per ounce (no buy-down right).
  - ii. 4% NSR when the quarterly average gold price is equal to or greater than US\$3,000 per ounce with the right to buy-down the royalty from 5% to 4% for CAD \$500,000; On Licences 7833M, 8273M, 9839M and 9939M as described in Schedule C of the foregoing agreement.
- (d) 1.0% NSR royalty held by Benton Resources Inc pursuant to the terms of the sale agreement between Benton and AuMEGA of which 0.5% NSR can be repurchased for \$1,000,000 reducing such royalty to a 0.5% NSR. The agreement which the royalty applies to covers licences 025854M, 025855M, 025858M, 025856M and 025857M covering 131 claims.
- (e) 1.0% NSR royalty pursuant to an option agreement with Roland and Eddie Quinlan (50% each) with an option to repurchase 0.5% of the royalty at a later date for a sum of C\$500,000. The Company retained a First Right of Refusal on the sale of the royalty.