FORM 5

QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Golden Cariboo Resources Ltd. (the "Issuer").

Trading Symbol: GCC

This Quarterly Listing Statement must be posted on or before the day on which the Issuer's unaudited interim financial statements are to be filed under the *Securities* Act, or, if no interim statements are required to be filed for the quarter, within 60 days of the end of the Issuer's first, second and third fiscal quarters. This statement is not intended to replace the Issuer's obligation to separately report material information forthwith upon the information becoming known to management or to post the forms required by the Exchange Policies. If material information became known and was reported during the preceding quarter to which this statement relates, management is encouraged to also make reference in this statement to the material information, the news release date and the posting date on the Exchange website.

General Instructions

(a) Prepare this Quarterly Listing Statement using the format set out below. The sequence of questions must not be altered nor should questions be omitted or left unanswered. The answers to the following items must be in narrative form. When the answer to any item is negative or not applicable to the Issuer, state it in a sentence. The title to each item must precede the answer.

(b) The term "Issuer" includes the Listed Issuer and any of its subsidiaries.

(c) Terms used and not defined in this form are defined or interpreted in Policy 1 – Interpretation and General Provisions.

There are three schedules which must be attached to this report as follows:

SCHEDULE A: FINANCIAL STATEMENTS

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

SCHEDULE B: SUPPLEMENTARY INFORMATION

The supplementary information set out below must be provided when not included in Schedule A.

1. Related party transactions

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

(a) A description of the relationship between the transacting parties. Be as precise as possible in this description of the relationship. Terms such as affiliate, associate or related company without further clarifying details are not sufficient.

(b) A description of the transaction(s), including those for which no amount has been recorded.

(c) The recorded amount of the transactions classified by financial statement category.

(d) The amounts due to or from Related Persons and the terms and conditions relating thereto.

(e) Contractual obligations with Related Persons, separate from other contractual obligations.

(f) Contingencies involving Related Persons, separate from other contingencies.

See Schedule A – Note 9

2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
April 10, 2026	Common	Private Placement	10,887,500	0.08	871,000.00	Cash	N/A	$43,120 & 539,000 finder warrants
July 15, 2026	Common	Private Placement	8,885,000	0.08	710,000.00	Cash	$330,000 of Total Proceeds by Insiders	$9,984 & 124,800 finder warrants
July 29, 2026	Common	Private Placement	11,175,000	0.08	894,000.00	Cash	N/A	$40,640 & 508,000 finder warrants

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
May 25, 2026	400,000	Frank Callaghan, CEO & Director		$0.11	May 25, 2031	$0.105
May 25, 2026	150,000	Tom Kennedy, COO & Director		$0.11	May 25, 2031	$0.105
May 25, 2026	200,000	Andrew Rees, Director		$0.11	May 25, 2031	$0.105
May 25, 2026	150,000	Laurence Smoliak, Director		$0.11	May 25, 2031	$0.105
May 25, 2026	150,000	Glen Harder, Director		$0.11	May 25, 2031	$0.105
May 25, 2026	300,000	Dale Dobson, CFO		$0.11	May 25, 2031	$0.105
May 25, 2026	1,300,000		Employees and Consultants	$0.11	May 25, 2031	$0.105

3. **Summary of securities as at the end of the reporting period.**

Provide the following information in tabular format as at the end of the reporting period:

(a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

See Schedule A – Note 7

(b) number and recorded value for shares issued and outstanding,

See Schedule A – Page 5

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

See Schedule A – Note 7

(d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

None

4. **List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

J. Frank Callaghan	Director and CEO - Since January 15, 2024
Andrew H. Rees	Director - Since March 7, 2000
Thomas J. Kennedy	Director, Corp. Secretary - Since August 11, 2015 COO – Since January 15, 2024
Laurence A. Smoliak	Director - Since December 23, 2020
Glen D. Harder	Director - Since October 31, 2022
Dale R. Dobson	CFO - Since January 9, 2018

SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS

Provide Interim MD&A if required by applicable securities legislation.

Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.

2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.

3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).

4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated August 20, 2026

Thomas Kennedy
Name of Director or Senior Officer

"*Tom Kennedy*"
Signature

COO
Official Capacity

Issuer Details Name of Issuer Golden Cariboo Resources Ltd.	For Quarter Ended June 30, 2026	Date of Report YYYY/MM/DD 26/08/20
Issuer Address 1100 – 1111 Melville St.		
City/Province/Postal Code Vancouver, BC V6C 2T7	Issuer Fax No.	Issuer Telephone No. 604-669-6463
Contact Name Tom Kennedy	Contact Position COO	Contact Telephone No. 604-669-6463
Contact Email Address Info@goldencariboo.com	Web Site Address Goldencariboo.com	

SCHEDULE A: FINANCIAL STATEMENTS

GOLDEN CARIBOO RESOURCES LTD.

FINANCIAL STATEMENTS
(Expressed in Canadian Dollars)

For the nine months ended

JUNE 30, 2026

These unaudited condensed interim financial statements of
Golden Cariboo Resources Ltd.
for the nine months ended June 30, 2026
have been prepared by management and approved by the Board of Directors.

These unaudited condensed interim financial statements
have not been reviewed by the Company’s external auditors.

GOLDEN CARIBOO RESOURCES LTD.
STATEMENT OF FINANCIAL POSITION
AS AT
(Expressed in Canadian Dollars)

		June 30, 2026		September 30, 2025
ASSETS				
Current				
Cash	$	**87,836**	$	41,505
Sales tax receivable		**53,694**		13,757
BC METC (Note 6)		**567,061**		982,905
Prepaid expense (Note 9)		**287,125**		391,646
		995,716		1,429,813
Related party receivable (Note 9)		**4,024**		60,401
Equipment (Note 4)		**154,751**		57,819
Reclamation bond (Note 5)		**35,000**		35,000
Exploration and evaluation assets (Note 6)		**1,036,599**		1,034,160
	$	**2,226,090**	$	2,617,193

LIABILITIES AND SHAREHOLDERS' EQUITY				
Current				
Trade payables	$	**390,953**	$	236,330
Related party payables (Note 9)		**807,231**		183,604
Accrued liabilities		**15,000**		58,626
		1,213,184		478,560
Shareholders' equity				
Share capital (Note 7)		**23,403,338**		21,089,366
Share subscription		**16,000**		1,500
Reserve (Note 7)		**3,853,279**		3,444,499
Deficit		**(26,259,711)**		(22,396,732)
		1,012,906		2,138,633
	$	**2,226,090**	$	2,617,193

Nature and continuance of operations (Note 1)
Subsequent events (Note 11)

APPROVED BY THE BOARD OF DIRECTORS:

"J. Frank Callaghan" Director *"Andrew Rees"* Director

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

GOLDEN CARIBOO RESOURCES LTD.
STATEMENT OF LOSS AND COMPREHENSIVE LOSS
(Expressed in Canadian Dollars)

	Three months ended June 30, 2026	Three months ended June 30, 2025	Nine months ended June 30, 2026	Nine months ended June 30, 2025
EXPENSES				
Amortization (Note 4)	**$ 6,879**	$ 1,693	**$ 15,976**	$ 5,080
Consulting fees (Note 9)	**22,500**	45,300	**92,000**	83,361
Foreign exchange loss	**-**	(103)	**-**	1,798
Exploration costs (Note 6 and 9)	**753,889**	480,445	**1,923,610**	1,792,933
Office and miscellaneous (Note 9)	**181,877**	34,123	**350,061**	82,971
Management salaries (Note 9)	**127429**	123,551	**374,706**	361,326
Professional fees (Note 9)	**5,125**	13,662	**9,251**	55,616
Stock-based compensation (Note 7)	**212,000**	116,000	**323,000**	232,250
Transfer agent and regulatory fees	**13,746**	6,401	**40,025**	24,640
Travel and promotion	**198,963**	228,646	**734,350**	1,059,247
Net and comprehensive loss for the period	**(1,522,408)**	(1,049,718)	**(3,862,979)**	(3,699,222)
Basic and diluted loss per common share	**$ (0.01)**	$ (0.01)	**$ (0.03)**	$ (0.06)
Basic and diluted weighted average number of common shares outstanding	**130,738,738**	70,549,270	**118,918,047**	64,951,865

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

GOLDEN CARIBOO RESOURCES LTD.
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
(Expressed in Canadian Dollars)

	Share Capital					
	Common Shares	**Amount**	**Share Subscriptions**	**Reserve**	**Deficit**	**Total Shareholders' Equity**
Balance, September 30, 2024	53,050,789	$ 17,572,578	$ -	$ 3,004,831	$ (18,621,812)	$ 1,955,597
Issue of shares for mineral property (Note 6)	200,000	40,000	-	-	-	40,000
Issue of shares for cash – warrants (Note 7)	647,500	77,700	-	-	-	77,700
Issue of shares for cash – private placement (Note 7)	33,992,775	3,709,140		88,327	-	3,797,467
Share issue costs – cash (Note 7)	-	(190,961)		-	-	(190,961)
Share issue costs – broker warrants (Note 7)	-	(119,091)		119,091	-	-
Stock-based compensation (Note 7)	-	-		232,250	-	232,250
Net loss for the period	-	-		-	(3,699,222)	(3,699,222)
Balance, June 30, 2025	87,891,064	$ 21,089,366	$ -	$ 3,444,499	(22,321,034)	$ 2,212,831
Balance, September 30, 2025	**87,891,064**	**$ 21,089,366**	**$ 1,500**	**$ 3,444,499**	**$ (22,396,732)**	**$ 2,138,633**
Issue of shares for cash – warrants (Note 7)	**16,960**	**1,272**	**-**	**-**	**-**	**1,272**
Issue of shares for cash – private placement (Note 7)	**43,907,500**	**2,522,000**	**(1,500)**	**-**	**-**	**2,520,500**
Share issue costs – cash (Note 7)	**-**	**(123,520)**	**-**	**-**	**-**	**(123,520)**
Share issue costs – broker warrants (Note 7)	**-**	**(85,780)**	**-**	**85,780**	**-**	**-**
Share subscription	**-**	**-**	**16,000**	**-**	**-**	**16,000**
Stock-based compensation (Note 7)	**-**	**-**	**-**	**323,000**	**-**	**323,000**
Net loss for the period	**-**	**-**	**-**	**-**	**(3,862,979)**	**(3,862,979)**
Balance, June 30, 2026	**131,815,524**	**$ 23,403,338**	**$ 16,000**	**$ 3,853,279**	**$ (26,259,711)**	**$ 1,012,906**

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

GOLDEN CARIBOO RESOURCES LTD.
STATEMENT OF CASH FLOWS
(Expressed in Canadian Dollars)

	Nine months ended June 30, 2026	Nine months ended June 30, 2025
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the period	**$ (3,862,979)**	$ (3,699,222)
Non-cash items:		
Amortization	**15,976**	5,080
Stock-based compensation	**323,000**	232,250
Changes in non-cash working capital items:		
Sales tax receivable	**(39,937)**	10,463
Prepaid expenses	**104,521**	(206,703)
BC METC	**415,844**	124,466
Accounts receivable	**-**	(30,000)
Trade payables and accrued liabilities	**110,996**	239,438
Net cash used in operating activities	**(2,932,579)**	(3,324,228)
CASH FLOWS FROM INVESTING ACTIVITIES		
Equipment	**(112,908)**	(28,307)
Exploration and evaluation assets	**(2,439)**	(15,429)
Net cash used in investing activities	**(115,347)**	(43,736)
CASH FLOWS FROM FINANCING ACTIVITIES		
Share issuance, net of costs	**2,399,753**	3,684,205
Share subscriptions	**14,500**	-
Related party loans, net	**680,004**	152,588
Net cash provided by financing activities	**3,094,257**	3,820,337
Change in cash during period	**46,331**	468,829
Cash, beginning of period	**41,505**	268,011
Cash, end of period	**$ 87,836**	$ 736,840

Supplementary cash flow information:

Fair value of finder's warrants	$ **85,780**	$ 119,091

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

1. NATURE AND CONTINUANCE OF OPERATIONS

The Company was incorporated under the *Business Corporations Act* (British Columbia) on September 23, 1987. The Company is an exploration stage junior mining company engaged in the identification, acquisition and exploration of mineral properties. The Company's head office, principal address and registered records office is located at 1100 – 1111 Melville Street, Vancouver, British Columbia, Canada V6E 3V6.

The Company's financial statements have been prepared on a going concern basis, which presumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future. Several conditions cast doubt on the validity of this assumption. The Company has incurred ongoing losses since inception and has an accumulated deficit of $26,259,711 as at June 30, 2026. The financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue in existence. Such adjustments could be material. The ability of the Company to continue as a going concern and meet its commitments as they become due, including the acquisition and exploration of its exploration and evaluation assets, is dependent on the Company's ability to obtain the necessary financing. Management plans to raise additional capital to finance operations and acquire mineral properties as needed. The outcome of these matters cannot be predicted at this time. The Company has incurred losses since inception and the ability of the Company to continue as a going concern depends upon its ability to develop profitable operations and to continue to raise adequate financing. These material uncertainties may cast significant doubt about the Company's ability to continue as a going concern.

2. BASIS OF PRESENTATION

Statement of Compliance

These financial statements have been prepared using accounting policies consistent with IFRS Accounting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). They have been prepared on a historical cost basis, except for certain financial instruments which are stated at their fair value. In addition, these financial statements, except for the Statement of Cash Flows, have been prepared using the accrual basis of accounting. These financial statements are presented in Canadian dollars unless otherwise noted.

Approval of the financial statements

These financial statements were reviewed by the Audit Committee and approved and authorized for issuance by the Board of Directors on August 20, 2026.

New or revised accounting standards not yet adopted

IFRS 18, Presentation and Disclosure in Financial Statements, is effective for annual periods beginning on or after January 1, 2027. The Company has not yet adopted this standard and is assessing its impact on future financial statements.

There are no other IFRS or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company's financial statements.

2. BASIS OF PRESENTATION (continued)

Critical accounting estimates and judgments

The preparation of these financial statements requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported expenses during the year. Actual results could differ from these estimates.

Significant assumptions about the future and other sources of estimation uncertainty that management has made at the end of the reporting period, that could result in a material adjustment to the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

i) The recognition of deferred tax assets. The Company considers whether the realization of deferred tax assets is probable in determining whether or not to recognize these deferred tax assets.

ii) The assessment of the Company's ability to continue as a going concern and whether there are events or conditions that may give rise to a significant uncertainty.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Equipment

Equipment is recorded at cost less accumulated amortization, with amortization calculated at the following annual rates: Field equipment 5 years

Equipment that is withdrawn from use, or has no reasonable prospect of being recovered through use or sale, are identified and written off. The assets' residual values, amortization methods and useful lives are reviewed, and adjusted if appropriate, at each reporting date. Subsequent expenditures relating to items of equipment is capitalized when it is probable that future economic benefits from the use of the assets will be increased. All other subsequent expenditures are recognized as repairs and maintenance.

Exploration and evaluation assets

All costs related to the acquisition of exploration and evaluation assets are capitalized on a property by property basis, net of recoveries. Exploration and evaluation costs incurred prior to the determination of the feasibility of mining operations and a decision to proceed with development are expensed to operations as incurred. If economically recoverable ore reserves are developed, capitalized costs of the related property are classified as mining assets and amortized using the unit-of-production method. When a property is abandoned, all related costs are written off to operations.

The amounts shown for acquisition costs represent costs incurred to date and do not necessarily reflect present or future values. These costs are depleted over the useful lives of the properties upon commencement of commercial production or written off if the properties are abandoned or the claims allowed to lapse.

The Company may acquire or dispose of an exploration and evaluation asset pursuant to the terms of an option agreement. As the options are exercisable entirely at the discretion of the optionee, the amounts payable or receivable are not recorded. Option payments are recorded as property costs or recoveries when the payments are made or received. Proceeds received on the sale of an option of the Company's property are recorded as a reduction of the mineral property cost. The Company recognizes amounts received in excess of the carrying amount in profit or loss.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Exploration and evaluation assets (continued)

Evaluation and exploration assets are assessed for impairment by management when facts and circumstances suggest that the carrying amount exceeds the recoverable amount. When there is little prospect of further work on a property being carried out by the Company or its partners, when a property is abandoned, or when the capitalized costs are no longer considered recoverable, the related property costs are written down to management's estimate of their net recoverable amount.

The recoverability of the carrying amount of exploration and evaluation assets is dependent on successful development and commercial exploitation or alternatively the sale of the respective areas of interest.

Decommissioning liabilities

An obligation to incur decommissioning and site rehabilitation costs occurs when environmental disturbance is caused by exploration, evaluation, development or ongoing production.

Decommissioning and site rehabilitation costs arising from the installation of plant and other site preparation work, discounted to their net present value, are provided when the obligation to incur such costs arises and are capitalized into the cost of the related asset. These costs are charged against operations through depreciation of the asset and unwinding of the discount on the provision.

Depreciation is included in operating costs while the unwinding of the discount is included as a financing cost. Changes in the measurement of a liability relating to the decommissioning or site rehabilitation of plant and other site preparation work are added to, or deducted from, the cost of the related asset.

The costs for the restoration of site damage, which arises during production, are provided at their net present values and charged against operations as extraction progresses.

Changes in the measurement of a liability, which arises during production, are charged against profit or loss. The discount rate used to measure the net present value of the obligations is the pre-tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation.

Impairment of tangible assets

The Company's tangible assets are reviewed for indications of impairment at each statement of financial position date. If indication of impairment exists, the asset's recoverable amount is estimated.

An impairment loss is recognized when the carrying amount of an asset, or its cash-generating unit, exceeds its recoverable amount. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. Impairment losses are recognized in profit or loss.

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Loss per share

Basic loss per share is calculated using the weighted average number of common shares outstanding during the year. The Company computes the dilutive effect of options, warrants and similar instruments. Under this method, the dilutive effect on earnings per share is calculated presuming the exercise of outstanding options, warrants and similar instruments. It assumes that the proceeds of such exercise would be used to purchase common shares at the average market price during the year. However, the calculation of diluted loss per share excludes the effects of various conversions and exercise of options and warrants that would be anti-dilutive.

Share-based payments

The Company grants options to acquire common shares of the Company to directors, officers, employees and consultants. The fair value of share-based payments to employees is measured at grant date, using the Black-Scholes Option Pricing Model, and is recognized over the vesting period for employees using the graded vesting method. Fair value of share-based payments for non-employees is recognized and measured at the date the goods or services are received based on the fair value of the goods or services received. If it is determined that the fair value of goods and services received cannot be reliably measured the share-based payment is measured at the fair value of the equity instruments issued using the Black-Scholes Option Pricing Model.

For both employees and non-employees, the fair value of share-based payments is recognized as an expense with a corresponding increase in the reserve. The amount recognized as expense is adjusted to reflect the number of share options expected to vest. Consideration received on the exercise of stock options is recorded in share capital and the related share-based payment in reserves is transferred to share capital.

Income taxes

Income tax expense consisting of current and deferred tax expense is recognized in profit or loss. Current tax expense is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at year-end, adjusted for amendments to tax payable with regard to previous years.

Deferred tax assets and liabilities and the related deferred tax expense or recovery are recognized for deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using the enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in profit or loss the period that substantive enactment occurs.

A deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the asset can be utilized. To the extent that the Company does not consider it probable that a deferred tax asset will be recovered, the deferred tax asset is reduced. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Flow-through shares

On the issuance of flow-through shares, any premium received in excess of the closing market price of the Company’s common shares is initially recorded as a flow-through premium liability and included as a liability. Upon related expenditures being incurred, the Company proportionately derecognizes the liability and recognizes the offsetting amount in profit or loss.

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments

The following is the Company's accounting policy for financial instruments under IFRS 9:

(i) Classification

The Company classifies its financial instruments in the following categories: at fair value through profit and loss ("FVTPL"), at fair value through other comprehensive income (loss) ("FVTOCI") or at amortized cost. The Company determines the classification of financial assets at initial recognition. The classification of debt instruments is driven by the Company's business model for managing the financial assets and their contractual cash flow characteristics. Equity instruments that are held for trading are classified as FVTPL. For other equity instruments, on the day of acquisition the Company can make an irrevocable election (on an instrument-by-instrument basis) to designate them as at FVTOCI. Financial liabilities are measured at amortized cost, unless they are required to be measured at FVTPL (such as instruments held for trading or derivatives) or if the Company has opted to measure them at FVTPL.

The following table shows the classification of financial assets and liabilities under IFRS 9:

Financial asset / liability	Classification IFRS 9
Cash	FVTPL
Related party receivable	Amortized cost
Trade payables	Amortized cost
Related party payables	Amortized cost

(ii) Measurement

Financial assets and liabilities at amortized cost

Financial assets and liabilities at amortized cost are initially recognized at fair value plus or minus transaction costs, respectively, and subsequently carried at amortized cost less any impairment.

Financial assets and liabilities at FVTPL

Financial assets and liabilities carried at FVTPL are initially recorded at fair value and transaction costs are expensed in the statement of loss and comprehensive loss. Realized and unrealized gains and losses arising from changes in the fair value of the financial assets and liabilities held at FVTPL are included in the statement of loss and comprehensive loss in the period in which they arise.

(iii) Derecognition

Financial assets

The Company derecognizes financial assets only when the contractual rights to cash flows from the financial assets expire, or when it transfers the financial assets and substantially all of the associated risks and rewards of ownership to another entity.

(Expressed in Canadian Dollars)

3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when the terms of the liability are modified such that the terms and / or cash flows of the modified instrument are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

4. EQUIPMENT

		Field Equipment
Cost		
Balance at September 30, 2024	$	21,900
Additions		46,723
Balance at September 30, 2025		68,623
Additions		112,908
Balance at June 30, 2026	**$**	**181,531**
Accumulated amortization		
Balance at September 30, 2024	$	2,190
Amortization		8,614
Balance at September 30, 2025		10,804
Amortization		15,976
Balance at June 30, 2026	**$**	**26,780**
Net book value		
Balance at September 30, 2025	$	57,819
Balance at June 30, 2026	**$**	**154,751**

5. RECLAMATION BONDS

The Company has a reclamation bond held in trust by the Ministry of Mining and Critical Metals, British Columbia. As at June 30, 2026 and 2025, the reclamation bonds consisted of a deposit of $35,000 made by the Company for the estimated reclamation liability of the Company's Quenelle Gold Quartz Mine property (Note 6).

6. EXPLORATION AND EVALUATION ASSETS

Quenelle Gold Quartz Mine property acquisition costs:	
Balance at September 30, 2024	$ 978,731
Acquisition costs	55,429
Balance at September 30, 2025	$ 1,034,160
Acquisition costs	2,439
Balance at June 30, 2026	$ 1,036,599

(Expressed in Canadian Dollars)

6. EXPLORATION AND EVALUATION ASSETS (continued)

Quenelle Gold Quartz Mine property, B.C. is made up of the Hixon property, the Gold Ridge property, Rainbow claim group, Washburn Lateral District Lot, and staked claims located in the Cariboo Mining Division of British Columbia, approximately 95,122 hectares in size, located 4 km northeast of Hixon, British Columbia, Canada, which comprises 189 claims.

The Quenelle Gold Quartz Mine property was acquired as follows: The Company acquired the Hixon property from Standard Drilling and Engineering Ltd., a company controlled by a director in May 2019. The property was acquired by making payments totaling: 6,000,000 shares of the Company (with a value of $300,000), $27,000 cash and $240,000 cash to the titleholders of the underlying claims. The Company added the Gold Ridge property from Standard Drilling and Engineering Ltd. in May 2021. The property was acquired by making cash payments totaling $175,000. The Company added claims directly by staking in September 2024: approximately 90,989 hectares comprising of 160 claims at a cost of $159,231.

The Company acquired the Rainbow claim group in March 2023. The property was acquired by issuing 83,334 shares of the Company with a fair value of $22,500 and $36,000 cash. The Company acquired the Rimrock property in March 2023. The property was acquired by issuing 33,333 shares of the Company with a fair value of $9,000 and $10,000 cash.

The Company acquired the Washburn Lateral District Lot in November 2024. The property was acquired by issuing 200,000 shares of the Company with a fair value of $40,000 (Note 7) and $15,261 cash.

The Company acquired the placer rights at the Halo zone for $60,000. A payment of $6,000 has been made with $54,000 due in June 2026.

The following is a breakdown of exploration costs expensed to the statement of loss and comprehensive loss during the years:

Expense	Period ended June 30, 2026	Year ended September 30, 2025
Field work	$ 1,800,573	$ 1,709,989
Assaying	120,272	166,424
Consulting	2,765	13,289
Administration	-	500
BC METC recovery	-	(525,941)
Total:	$ 1,923,610	$ 1,364,261

7. SHARE CAPITAL

Authorized: Unlimited common shares without par value

During the period ended June 30, 2026, the following shares were issued:

On October 15, 2025 the Company closed a private placement tranche for 6,230,000 units at a price of $0.05 for total proceeds of $311,500. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder’s fees of $23,600 were paid and 472,000 finder’s warrants were issued. Finder’s warrants have the same exercise terms as the participant warrants. The fair value of finder’s warrants was estimated at $18,880 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.075; ii) expected share price volatility of 93%; iii) risk free interest rate of 2.69%; iv) no dividend yield, v) expected life of 5 years and vi) fully vested on grant.

7. SHARE CAPITAL (continued)

On October 31, 2025 the Company closed a private placement tranche for 12,740,000 units at a price of $0.05 for total proceeds of $637,000. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder's fees of $11,200 were paid and 224,000 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants. The fair value of finder's warrants was estimated at $6,720 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.075; ii) expected share price volatility of 93%; iii) risk free interest rate of 2.70%; iv) no dividend yield, v) expected life of 5 years and vi) fully vested on grant

On December 9, 2025 the Company closed a private placement tranche for 14,050,000 units at a price of $0.05 for total proceeds of $702,500. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder's fees of $46,400 were paid and 928,000 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants. The fair value of finder's warrants was estimated at $27,840 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.075; ii) expected share price volatility of 93%; iii) risk free interest rate of 3.07%; iv) no dividend yield, v) expected life of 5 years and vi) fully vested on grant

In March 2026, the Company issued a total of 16,960 shares for exercise of warrants at a price of $0.075 per warrant for total proceeds of $1,272.

On April 10, 2026 the Company closed a non-brokered private placement for gross proceeds of $871,000 from the issue of 10,887,500 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.17 in year two, $0.22 in year three, $0.27 in year four or $0.30 in year five. Finders were paid commissions of $43,120 and 539,000 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.17 in year two, $0.22 in year three, $0.27 in year four or $0.30 in year five. The fair value of finder's warrants was estimated at $32,340 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.12; ii) expected share price volatility of 91%; iii) risk free interest rate of 3.08%; iv) no dividend yield, v) expected life of 5 years and vi) fully vested on grant

During the year ended September 30, 2025, the following shares were issued:

On October 28, 2024 the Company closed a private placement for 6,999,999 units at a price of $0.18 for total proceeds of $1,260,000. Each unit consisted of one common share and one half share purchase warrant. Each whole warrant is exercisable for a period of three years at prices of: $0.25 in year one, $0.28 in year two and $0.30 in year three. Finder's fees of $90,526 were paid and 502,924 finder's warrants were issued. Finder's warrants have the same exerise terms as the participant warrants. The fair value of finder's warrants was estimated at $65,380 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.25; ii) expected share price volatility of 107%; iii) risk free interest rate of 3.06%; iv) no dividend yield, v) expected life of 3 years and vi) fully vested on grant.

In October 2024, the Company issued 210,000 shares for exercise of warrants at a price of $0.12 per warrant for total proceeds of $25,200.

In November, 2024 the Company issued 200,000 shares with a fair value of $40,000 to acquire the Washburn Lateral district lot on the Company's Quenelle Gold Quartz mineral claims (Note 6).

In November 2024, the Company issued 187,500 shares for exercise of warrants at a price of $0.12 per warrant for total proceeds of $22,500.

(Expressed in Canadian Dollars)

7. **SHARE CAPITAL** (continued)

On January 28, 2025 the Company closed a private placement for 5,953,191 units at a price of $0.13 for total proceeds of $773,915. Each unit consisted of one common share and one half share purchase warrant. Each whole warrant is exercisable for a period of three years at prices of: $0.18 in year one, $0.22 in year two and $0.25 in year three. Finder's fees of $23,057 were paid and 177,360 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants. The fair value of finder's warrants was estimated at $12,415 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.18; ii) expected share price volatility of 105%; iii) risk free interest rate of 2.82%; iv) no dividend yield, v) expected life of 3 years and vi) fully vested on grant.

On March 11, 2025 the Company closed a private placement for 3,374,250 units at a price of $0.13 for total proceeds of $438,653. Each unit consisted of one common share and one half share purchase warrant. Each whole warrant is exercisable for a period of three years at prices of: $0.18 in year one, $0.22 in year two and $0.25 in year three. Finder's fees of $5,356 were paid and 41,200 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants. The fair value of finder's warrants was estimated at $2,884 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.18; ii) expected share price volatility of 102%; iii) risk free interest rate of 2.53%; iv) no dividend yield, v) expected life of 3 years and vi) fully vested on grant.

In March 2025, the Company issued 250,000 shares for exercise of warrants at a price of $0.12 per warrant for total proceeds of $30,000.

On June 26, 2025 the Company closed a private placement for 17,665,335 units at a price of $0.075 for total proceeds of $1,324,900. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.12 in year one, $0.14 in year two, $0.16 in year three, $0.18 in year four and $0.20 in year five. $88,327 of this private placement was allocated to the warrants and recorded to reserves using the residual value method. Finder's fees of $72,022 were paid and 960,293 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants. The fair value of finder's warrants was estimated at $38,412 using the Black-Scholes Option Pricing Model with the following assumptions: i) exercise price per warrant $0.12; ii) expected share price volatility of 92%; iii) risk free interest rate of 2.87%; iv) no dividend yield, v) expected life of 5 years and vi) fully vested on grant.

Options:

The Company has a rolling stock option plan (the "Plan") that authorizes the board of directors to grant incentive stock options to directors, officers, consultants and employees, whereby a maximum of 10% of the issued common shares are reserved for issuance under the plan. Under the Plan, the exercise price of each option may not be less than the market price of the Company's shares at the date of grant. Options granted under the Plan will have a term not to exceed five years and be subject to vesting provisions as determined by the board of directors of the Company.

Option transactions are summarized as follows:

	Number of Options	Weighted Average Exercise Price
Outstanding and exercisable, September 30, 2024	5,247,501	$ 0.23
Granted	3,675,000	0.12
Cancelled	(562,500)	0.22
Outstanding and exercisable, September 30, 2025	8,360,001	$ 0.19
Granted	6,350,000	0.11
Expired	(425,001)	0.30
Cancelled	(1,157,500)	0.18
Outstanding and exercisable, June 30, 2026	13,127,500	$ 0.14

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (continued)

As at June 30, 2026, the following options were outstanding:

Number of options	Exercise price	Expiry Dates
3,025,000	$ 0.22	March 20, 2029
75,000	$ 0.23	April 3, 2029
675,500	$ 0.23	September 12, 2029
600,000	$ 0.23	October 31, 2029
2,720,000	$ 0.10	June 26, 2030
3,400,000	$ 0.10	December 31, 2030
2,650,000	$ 0.11	May 25, 2031
13,127,500		

The weighted average price of outstanding options is $0.14 (June 30, 2025 – $0.19) and the weighted average life of outstanding options is 4.04 years (June 30, 2025 – 4.11 years).

On November 1, 2024, 775,000 stock options were granted to directors, officers, employees and consultants of the Company which vested on date of grant. The stock-based compensation expense recognized during the period was $116,250. The fair value of each stock option granted was $0.15, calculated using the Black-Scholes Option Pricing Model on the grant date using the following assumptions: risk-free interest rate 3.06%, expected life of 5 years, expected dividend yield 0% and expected stock price volatility 103%.

On June 27, 2025, 2,900,000 stock options were granted to directors, officers, employees and consultants of the Company which vested on date of grant. The stock-based compensation expense recognized during the period was $116,000. The fair value of each stock option granted was $0.04, calculated using the Black-Scholes Option Pricing Model on the grant date using the following assumptions: risk-free interest rate 2.86%, expected life of 5 years, expected dividend yield 0% and expected stock price volatility 92%.

On December 31, 2025, 3,700,000 stock options were granted to directors, officers, employees and consultants of the Company which vested on date of grant. The stock-based compensation expense recognized during the period was $111,000. The fair value of each stock option granted was $0.03, calculated using the Black-Scholes Option Pricing Model on the grant date using the following assumptions: risk-free interest rate 2.96%, expected life of 5 years, expected dividend yield 0% and expected stock price volatility 92%.

On May 25, 2026, 2,650,000 stock options were granted to directors, officers, employees and consultants of the Company which vested on date of grant. The stock-based compensation expense recognized during the period was $212,000. The fair value of each stock option granted was $0.08, calculated using the Black-Scholes Option Pricing Model on the grant date using the following assumptions: risk-free interest rate 3.11%, expected life of 5 years, expected dividend yield 0% and expected stock price volatility 96%.

(Expressed in Canadian Dollars)

7. SHARE CAPITAL (continued)

Warrants:

Warrants transactions are summarized as follows:

	Number of Warrants		Weighted Average Exercise Price
Outstanding and exercisable September 30, 2024	26,256,109	$	0.18
Issued	27,510,833		0.14
Exercised	(647,500)		0.14
Outstanding and exercisable September 30, 2025	53,119,442	$	0.17
Issued	46,070,500		0.09
Exercised	(16,960)		0.08
Expired	(70,000)		0.30
Outstanding and exercisable June 30, 2026	99,102,982	$	0.14

As at June 30, 2026, the following share purchase warrants were outstanding:

Number of warrants		Exercise Price(s)	Expiry Dates
1,666,668	$	0.11	March 29, 2027 *
2,660,000	$	0.32	June 24, 2027
146,400	$	0.32	June 24, 2027
7,910,000	$	0.22/0.25	August 12, 2027
342,133	$	0.22/0.25	August 12, 2027
2,073,333	$	0.22/0.25	September 12, 2027
40,533	$	0.22/0.25	September 12, 2027
3,500,000	$	0.28/0.30	October 28, 2027
502,924	$	0.28/0.30	October 28, 2027
1,976,596	$	0.18/0.22	January 28, 2028
177,360	$	0.22/0.25	January 28, 2028
1,000,000	$	0.18/0.22	February 11, 2028
1,687,125	$	0.18/0.22	March 11, 2028
41,200	$	0.22/0.25	March 11, 2028
2,116,252	$	0.16/0.18/0.20	February 14, 2029
5,550,000	$	0.16/0.18/0.20	March 8, 2029
617,080	$	0.16/0.18/0.20	March 8, 2029
2,291,900	$	0.16/0.18/0.20	March 21, 2029
124,310	$	0.16/0.18/0.20	March 21, 2029
17,665,335	$	0.14/0.16/0.18/0.20	June 26, 2030
960,293	$	0.14/0.16/0.18/0.20	June 26, 2030
6,230,000	$	0.075/0.10/0.15/0.20/0.25	October 15, 2030
455,040	$	0.075/0.10/0.15/0.20/0.25	October 15, 2030
12,740,000	$	0.075/0.10/0.15/0.20/0.25	October 31, 2030
224,000	$	0.075/0.10/0.15/0.20/0.25	October 31, 2030
14,050,000	$	0.075/0.10/0.15/0.20/0.25	December 9, 2030
928,000	$	0.075/0.10/0.15/0.20/0.25	December 9, 2030
10,887,500	$	0.12/0.17/0.22/0.27/0.30	April 10, 2031
539,000	$	0.12/0.17/0.22/0.27/0.30	April 10, 2031
99,102,982			

7. SHARE CAPITAL (continued)

* These warrants were repriced to $0.11 (from $0.30) and extended to March 29, 2027 (from March 29, 2026) and are now subject to an acceleration clause. If, for any 10 consecutive trading days the closing price of the listed shares exceeds C$0.1467, the expiry term becomes 30 days commencing 7 days from the end of the 10-day period.

The weighted average price of outstanding warrants is $0.14 (June 30, 2025 – $0.18) and the weighted average life of outstanding warrants is 3.41 years (June 30, 2025 – 3.46 years).

Reserve:
The reserve records items recognized as stock-based compensation expense and other share-based payments until such time that the stock options or warrants are exercised, at which time the corresponding amount will be transferred to share capital.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The Company's financial instruments consist of cash, related party receivable, trade payables, and related party loans. Cash has been designated as FVTPL, and related party receivable, trade payables, and related party loans are designated at amortized cost. The fair value of these financial instruments approximates their carrying value due to the short-term nature of these instruments. The fair value hierarchy has the following levels:

Level 1 – quoted prices (unadjusted) in active market for identical assets or liabilities;

Level 2 – inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Cash is valued at level 1 of the fair value hierarchy.

The Company is exposed to a variety of financial risks by virtue of its activities including credit, interest rate, liquidity and other price risk. There has been no change in the way management managed these risks for the year.

a) Credit risk
   Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations. Cash is held in a large Canadian financial institution, which has a strong credit rating from a primary credit rating institution. Credit risk on cash is assessed as low.

b) Interest rate risk
   Interest rate risk consists of two components:
   (a) To the extent that payments made or received on the Company’s monetary assets and liabilities are affected by changes in the prevailing market interest rates, the Company is exposed to interest rate cash flow risk.
   (b) To the extent that changes in prevailing market rates differ from the interest rate in the Company’s monetary assets and liabilities, the Company is exposed to interest rate price risk.

   Due to the short-term nature of the Company’s financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values as of June 30, 2026. Interest rate risk is assessed as low.

8. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

c) Liquidity risk
Liquidity risk is the risk that the Company will be unable to meet its financial obligations as they come due. The Company's ability to continue as a going concern is dependent on management's ability to raise the required capital through future equity issuances. The Company manages its liquidity risk by forecasting cash flows required by operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning, and approval of significant expenditures and commitments. All the Company's financial liabilities have contractual maturities less than 30 days and are subject to normal trade terms. The Company is exposed to liquidity risk and accordingly liquidity risk is assessed as high.

d) Price risk
The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity prices of gold and other precious and base metals, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. Fluctuations in pricing may be significant.

e) Currency risk
Foreign currency risk is the risk that the fair values of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the respective functional currency. The Company is exposed to currency risk as it may incur expenditures that are denominated in United States dollar while its functional currency is the Canadian dollar. The Company does not hedge its exposure to fluctuations in foreign exchange rates. The Company's cash is held in Canadian dollars. Currency risk is assessed as low.

9. RELATED PARTY BALANCES AND TRANSACTIONS

a) Due from related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Due from companies with common Directors	$ 4,024	$ 60,401

* Unsecured, non-interest bearing, with no fixed terms of repayment.

b) Prepaid to related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Prepaid to a company controlled by CEO	$ 150,000	$150,000

* Unsecured, non-interest bearing, to be settled with final invoice for drilling services.

c) Due to related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Due to Directors and Officers	$ 37,290	$ 17,302
Due to company controlled by CEO	769,941	166,302
Total	$ 807,231	$ 183,604

* Unsecured, non-interest bearing, with no fixed terms of repayment.

(Expressed in Canadian Dollars)

9. RELATED PARTY BALANCES AND TRANSACTIONS (continued)

d) The Company charged $29,682 (September 30, 2025 - $36,456) for accounting services provided to two public companies related by common Directors. This was recorded as a reduction of management salaries in the statement of loss and comprehensive loss.

e) The Company incurred the following expenses charged by related parties and companies controlled by related parties. Related parties include the Company's Directors, Officers, major shareholder, companies controlled by these individuals and companies related by common Directors:

		Period ended June 30, 2026		Period ended June 30, 2025
Consulting	$	19,500	$	22,500
Exploration costs (Note 6)		1,857,239		1,341,906
Management salaries		270,000		263,750
Professional fees - Legal		-		6,781
Total	$	2,146,739	$	1,634,937

Key management personnel were not paid any post-employment benefits, termination benefits, or other long-term benefits during the respective periods.

f) During the period ended June 30, 2026, two grants of stock options to directors and officers of the Company was made as follows: 2,350,000 stock options with stock-based compensation of $70,500 and 1,350,000 stock options with stock-based compensation of $108,000.

g) During the period ended June 30, 2025, two grants of stock options to directors and officers of the Company was made as follows: 285,000 stock options with stock-based compensation of $42,750 and 1,635,000 stock options with stock-based compensation of $65,400.

10. CAPITAL MANAGEMENT

The Company defines its capital as shareholders' equity. Capital requirements are driven by the Company's exploration activities on its exploration and evaluation assets. To effectively manage the Company's capital requirements, the Company has a planning and budgeting process in place to help ensure that adequate funds are available to meet its strategic goals. The Company monitors actual expenses to budget all exploration projects and overhead to manage costs, commitments and exploration activities.

The Company has in the past invested its capital in liquid investments to obtain adequate returns. The investment decision is based on cash management to ensure working capital is available to meet the Company's short-term obligations while maximizing liquidity and returns of unused capital.

Although the Company has been successful at raising funds in the past through the issuance of share capital, it is uncertain whether it will be able to continue this financing due to uncertain economic conditions. The Company is not subject to any externally imposed capital requirements. There have been no changes to the Company's approach to capital management during the year.

11. SUBSEQUENT EVENTS

On July 15, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $710,800 from the issue of 8,885,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. Finders were paid commissions of $9,984 and 124,800 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

On July 29, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $894,000 from the issue of 11,175,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. Finders were paid commissions of $40,640 and 508,000 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

On August 20, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $515,200 from the issue of 6,440,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. Finders were paid commissions of $22,544 and 281,800 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

SCHEDULE C: M D & A

GOLDEN CARIBOO RESOURCES LTD.

MANAGEMENT DISCUSSION AND ANALYSIS

For the nine months ended

June 30, 2026

This management discussion and analysis ("MD&A") focuses on significant factors that affected Golden Cariboo Resources Ltd. ("Golden Cariboo" or the "Company") during the period ended June 30, 2026 and to the date of this report. The MD&A should be read in conjunction with the financial statements for the period ended June 30, 2026, which have been prepared in accordance with International Financial Reporting Standards ("IFRS"). All amounts presented in this MD&A are in Canadian dollars, unless otherwise indicated.

Additional information related to the Company is available on SEDAR+ at www.sedarplus.ca

This MD&A contains information up to and including August 20, 2026.

FORWARD-LOOKING INFORMATION

This discussion includes certain statements that may be deemed "forward-looking statements." All statements in this discussion, other than statements of historical facts that address future production, reserve potential, exploration drilling, exploration activities and events or developments that the Company expects, are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements.

BUSINESS OVERVIEW

Golden Cariboo Resources Ltd. was incorporated under the laws of the Province of British Columbia on September 23, 1987. The company shares are publicly traded on the CSE Exchange, under the symbol GCC.

Historically the Company's principal business activity has been the exploration and development of mineral properties. The Company has been in the process of exploring and developing its resource properties and has not yet determined whether its resource properties contain reserves that are economically recoverable. The recoverability of amounts shown for resource properties is dependent upon the discovery of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete development, confirmation of the Company's interest in the underlying properties and upon future profitable production or sufficient proceeds from the disposition of its resource properties.

The Company continues to investigate new exploration opportunities and mineral exploration would be carried out on properties identified by management of the Company as having favorable exploration potential. Interests in such properties are acquired in various ways. The Company, through its own efforts, can stake mineral claims or acquire exploration permits. In other cases the Company can acquire interests in mineral properties from third parties. An acquisition from a third party would typically be made either as an outright purchase (with payment of cash and/or shares) or by way of an option agreement, which requires the Company to make specific option payments and to incur a specific amount of exploration and development expenditures. Once having incurred the specified exploration expenditures, the parties would enter into a joint venture requiring each party to contribute towards future exploration and development costs, based on its percentage interest in the property, or suffer dilution of its interest.

The Company advances its projects to varying degrees by prospecting, mapping, geophysics and drilling. Once a property is determined to have limited exploration potential, the property is abandoned or sold. In cases where exploration work on the property reaches a stage where the expense and risk of further exploration and development are too high, the Company may seek a third party to earn an interest by furthering development. Optioning a property to a third party allows the Company to retain an interest in further exploration and development while limiting its obligation to commit large amounts of capital to any one project. The resource exploration business is high risk and most exploration projects will not become mines.

OVERALL PERFORMANCE

On August 20, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $515,200 from the issue of 6,440,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. **Finders** were paid commissions of $22,544 and 281,800 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

On July 15, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $710,800 from the issue of 8,885,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. Finders were paid commissions of $9,984 and 124,800 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

On July 29, 2026 the Company closed a non-brokered private placement tranche for gross proceeds of $894,000 from the issue of 11,175,000 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five. Finders were paid commissions of $40,640 and 508,000 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.15 in year two, $0.18 in year three, $0.21 in year four or $0.25 in year five.

On May 25, 2026 the Company granted 2,650,000 incentive stock options pursuant to its stock option plan to directors and officers, employees and consultants of the Company. Each option is exercisable to purchase one common share of the Company at a price of $0.11 per share for a term of 5 years.

On April 10, 2026 the Company closed a non-brokered private placement for gross proceeds of $871,000 from the issue of 10,887,500 units at $0.08 per unit. Each unit consists of one common share and one share purchase warrant. Each warrant entitles the holder thereof to acquire one additional common share at a price of $0.12 in year one, $0.17 in year two, $0.22 in year three, $0.27 in year four or $0.30 in year five. Finders were paid commissions of $43,120 and 539,000 warrants entitling the finders to acquire one additional common share at a price of $0.12 in year one, $0.17 in year two, $0.22 in year three, $0.27 in year four or $0.30 in year five.

In March 2026, the Company issued a total of 16,960 shares for exercise of warrants at a price of $0.075 per warrant for total proceeds of $1,272.

On December 31, 2025, 3,700,000 stock options were granted to directors, officers, employees and consultants of the Company which vested on date of grant. Each option is exercisable to purchase one common share of the Company at a price of $0.10 per share for a term of 5 years.

On December 9, 2025 the Company closed a private placement tranche for 14,050,000 units at a price of $0.05 for total proceeds of $702,500. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder’s fees of $46,400 were paid and 928,000 finder’s warrants were issued. Finder’s warrants have the same exercise terms as the participant warrants.

On October 31, 2025 the Company closed a private placement tranche for 12,740,000 units at a price of $0.05 for total proceeds of $637,000. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder’s fees of $11,200 were paid and

224,000 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants.

On October 15, 2025 the Company closed a private placement tranche for 6,230,000 units at a price of $0.05 for total proceeds of $311,500. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at prices of: $0.075 in year one, $0.10 in year two, $0.15 in year three, $0.20 in year four and $0.25 in year five. Finder's fees of $23,600 were paid and 472,000 finder's warrants were issued. Finder's warrants have the same exercise terms as the participant warrants.
On July 27, 2025 the Company granted 2,900,000 incentive stock options pursuant to its stock option plan to directors and officers, employees and consultants of the Company. Each option is exercisable to purchase one common share of the Company at a price of $0.10 per share for a term of 5 years.

On June 26, 2025 the Company closed a private placement for 17,665,335, units at a price of $0.075 for total proceeds of $1,324,900. Each unit consisted of one common share and one share purchase warrant. Each warrant is exercisable for a period of five years at exercise prices of: $0.12 in year one, $0.14 in year two, $0.16 in year three, $0.18 in year four and $0.20 in year five. Finder's fees of $72,022 was paid and 960,293 finder's warrants were issued.

On May 15 2025, the Company filed a statement of work with the Province of British Columbia; Ministry of Mining and Critical Minerals for work done between September 22, 2022 and July 16, 2024. The technical work reported $256,130 for drilling, preparatory surveys, geological, geochemical and road work.

In March 2025 the Company issued a total of 250,000 shares for exercise of warrants, at a price of $0.12 per share, for gross proceeds of $30,000.

On March 11, 2025 the Company closed a private placement for 3,374,250 units at a price of $0.13 for total proceeds of $438,653. Each unit consisted of one common share and one half share purchase warrant. Each whole warrant is exercisable for a period of three years at prices of: $0.18 in year one, $0.22 in year two and $0.25 in year three. Finder's fees of $5,356 was paid and 41,200 finder's warrants were issued.

On January 28, 2025 the Company closed a private placement for 5,953,191 units at a price of $0.13 for total proceeds of $773,915. Each unit consisted of one common share and one half share purchase warrant. Each whole warrant is exercisable for a period of three years at prices of: $0.18 in year one, $0.22 in year two and $0.25 in year three. Finder's fees of $23,057 was paid and 177,360 finder's warrants were issued.

MINERAL PROPERTIES

The Quesnelle Gold Quartz Mine property is made up of 189 mineral claims covering 95,122 ha. located in the Cariboo Mining Division of British Columbia, 4 km northeast of Hixon approximately 721 km north of Vancouver by paved highway.

The Rainbow property is made up of seven legacy and celled mineral claims (Rainbow, RM1 and Yes claims) covering a total physical area of 142.9 ha. located in the Cariboo Mining Division of British Columbia, within 2 km of Wells.

The Rimrock property is a mineral claim covering 116.3 ha. located in the Cariboo Mining Division of British Columbia, about 36 driving km from Wells.

The Washburn Lateral District Lot is a 20.0 ha claim immediately northeast from the historic Quesnelle Quartz Mine and contains the undersurface mineral rights to the claim area.

Summary of Quarterly Results

Quarter Ended	30-JUN-26	31-MAR-26	31-DEC-25	30-SEP-25	30-JUN-25	31-MAR-25	31-DEC-24	30-SEP-24
Net income (loss) for the period	$(1,522,409)	$(1,173,860)	$(1,166,711)	$(75,698)	$(1,049,718)	$(892,661)	$(1,756,843)	$(1,067,680)
Total Comprehensive income (loss) for the period	$(1,522,409)	$(1,173,860)	$(1,166,711)	$(75,698)	$(1,049,718)	$(892,661)	$(1,756,843)	$(1,067,682)
Basic and diluted comprehensive ne income (loss) per share	$ (0.01)	$ (0.01)	$ (0.01)	$ (0.00)	$ (0.01)	$ (0.01)	$ (0.03)	$ (0.02)
Weighted Average number of shares outstanding	130,738,738	120,913,580	105,271,173	87,891,064	70,549,270	62,981,586	58,369,402	43,393,769

Quarterly results can vary significantly depending on whether the Company has acquired any properties, commenced exploration or granted any stock options and these are the factors that account for material variations in the Company’s quarterly net losses, none of which are predictable.

Three months ended June 30, 2026

The Company incurred a comprehensive loss of $1,522,409 for the three months ended June 30, 2026 (June 30, 2025 comprehensive loss: $1,049,718). The major differences are:

- Exploration costs of $753,889 (June 30, 2025: $480,445) due to a more active field project in the current quarter.
- Office and miscellaneous of $181,877 (June 30, 2025: $34,123) mainly due to general field costs (non-exploration) in the current quarter.
- Travel and promotion of $198,963 (June 30, 2025: $228,646) due to higher level of spending on Company awareness in the prior quarter.

Nine months ended June 30, 2026

The Company incurred a comprehensive loss of $3,862,980 for the nine months ended June 30, 2026 (June 30, 2025 comprehensive loss: $3,699,222). The major differences are:

- Travel and promotion of $734,350 (June 30, 2025: $1,059,247) due to higher level of spending on Company awareness in the prior period.
- Office and miscellaneous of $350,061 (June 30, 2025: $82,971) mainly due to general field costs (non-exploration) in the current period.
- Exploration costs of $1,923,610 (June 30, 2025: $1,792,933) due to a more active field project in the current period.

RISK FACTORS RELATING TO MINERAL EXPLORATION INDUSTRY

There are many risk factors facing companies involved in the mineral exploration industry. Risk Management is an ongoing exercise upon which the Company spends a substantial amount of time. While it is not possible to eliminate all the risks inherent to the industry, the Company strives to manage these risks, to the greatest extent possible. The following risks are most applicable to the Company.

Industry and Mineral Exploration Risk

Mineral exploration is highly speculative in nature, involves many risks and frequently is non-productive. There is no assurance that the Company's exploration efforts will be successful. At present, the Company's projects do not contain any proven or probable reserves. Success in establishing reserves is a result of a number of factors, including the quality of the project itself. Substantial expenditures are required to establish reserves or resources through drilling, to develop metallurgical processes, to develop the mining and processing facilities and infrastructure at any site chosen for mining. Because of these uncertainties, no assurance can be given that planned exploration programs will result in the establishment of mineral resources or reserves.

The Company may be subject to risks which could not reasonably be predicted in advance. Events such as labour disputes, environmental issues, natural disasters or estimation errors are prime examples of industry related risks. The Company attempts to balance this risk through insurance programs where required and ongoing risk assessments conducted by its technical team.

Commodity Prices

The Company is in the business of metals exploration and as such, its prospects are largely dependent on movements in the price of various metals. Prices fluctuate on a daily basis and are affected by a number of factors well beyond the control of the Company. The mineral exploration industry in general is a competitive market and there is no assurance that, even if commercial quantities of proven and probable reserves are discovered, a profitable market may exist. Due to the current grassroots nature of its operations, the Company does not enter into price hedging programs.

Environmental

Exploration projects or operations are subject to the environmental laws and applicable regulations of the jurisdiction in which the Company operates. Environmental standards continue to evolve and the trend is to a longer, more complete and rigid process. The Company reviews environmental matters on an ongoing basis. If and when appropriate, the Company will make appropriate provisions in its financial statements for any potential environmental liability.

Title of Assets

Although the Company conducts title reviews in accordance with industry practice prior to any purchase of resource assets, such reviews do not guarantee that an unforeseen defect in the chain on title will not arise and defeat our title to the purchased assets. If such a defect were to occur, our entitlement to the production from such purchased assets could be jeopardized.

Competition

The Company engages in the highly competitive resource exploration industry. The Company competes directly and indirectly with major and independent resource companies in its exploration for and development of desirable resource properties. Many companies and individuals are engaged in this business, and the industry is not dominated by any single competitor or a small number of competitors. Many of such competitors have substantially greater financial, technical, sales, marketing and other resources, as well as greater historical market acceptance than does the Company. The Company will compete with numerous industry participants for the acquisition of land and rights to prospects, and for the equipment and labor required to operate and develop such prospects. Competition could materially and adversely affect the Company's business, operating results and financial condition. Such competitive disadvantages could adversely affect the Company's ability to participate in projects with favorable rates of return.

Financing

Historically, the Company has raised funds through equity financing and the exercise of options and warrants to fund its operations. The market price of natural resources is highly speculative and volatile. Instability in prices may affect the interest in resource properties and the development of and production from such properties. This may adversely affect the Company's ability to raise capital to acquire and explore resource properties.

LIQUIDITY AND CAPITAL RESOURCES

Historically, the Company has raised funds through equity financing and the exercise of options and warrants to fund its operations. As at June 30, 2026, the Company had $87,836 in cash, working capital (deficit) of $(217,468) and accumulated (deficit) of $(26,259,712).

DISCLOSURE OF OUTSTANDING SHARE DATA

Designation of Security	Amount Authorized	Number of Securities Outstanding as at June 30, 2026	Number of Securities Outstanding as at Date of this report
Common Shares	unlimited	131,815,524	158,315,524
Warrants	n/a	99,102,982	126,517,582
Stock Options	10%	13,127,500	13,127,500

RELATED PARTY TRANSACTIONS

a) Due from related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Due from companies with common Directors	4,024	60,401

* Unsecured, non-interest bearing, with no fixed terms of repayment.

b) Prepaid to related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Prepaid to a company controlled by CEO	150,000	150,000

* Unsecured, non-interest bearing, to be settled with final invoice for drilling services.

c) Due to related party amounts consist of the following*:

	June 30, 2026	September 30, 2025
Due to Directors and Officers	$ 37,290	$ 17,302
Due to company controlled by CEO	769,941	166,302
Total	$ 807,231	$ 183,604

* Unsecured, non-interest bearing, with no fixed terms of repayment.

d) The Company charged $29,682 (September 30, 2025 - $36,456) for accounting services provided to two public companies related by common Directors. This was recorded as a reduction of management salaries in the statement of loss and comprehensive loss.

e) The Company incurred the following expenses charged by related parties and companies controlled by related parties. Related parties include the Company's Directors, Officers, major shareholder, companies controlled by these individuals and companies related by common Directors:

	Period ended June 30, 2026	Period ended June 30, 2025
Consulting	$ 19,500	$ 22,500
Exploration costs	1,857,239	1,341,906
Management salaries	270,000	263,750
Professional fees - Legal	-	6,781
Total	$ 2,146,739	$ 1,360,614

Key management personnel were not paid any post-employment benefits, termination benefits, or other long-term benefits during the respective periods.

f) During the period ended June 30, 2026, two grants of stock options to directors and officers of the Company was made as follows: 2,350,000 stock options with stock-based compensation of $70,500 and 1,350,000 stock options with stock-based compensation of $108,000.

g) During the period ended June 30, 2025, two grants of stock options to directors and officers of the Company was made as follows: 285,000 stock options with stock-based compensation of $42,750 and 1,635,000 stock options with stock-based compensation of $65,400.

OFF-BALANCE SHEET ARRANGEMENTS

The Company has no off-balance sheet arrangements.

CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Judgments

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements within the next financial year are discussed below:

- Exploration and Evaluation Expenditure

The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after expenditure is capitalized, information becomes available suggesting that the recovery of expenditure is unlikely, the amount capitalized is written off in the profit or loss in the period the new information becomes available.

Estimates

The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Typically, the Company ensures that it has sufficient cash on demand to meet short term expected operational expenses. To achieve this objective expenditures are monitored as necessary. Further, the Company utilizes authorizations for expenditures on exploration projects to further manage expenditure. The Company is reliant on the continued support of related parties to meet short-term financing requirements and to meet obligations as they become due.
Determination of Fair Value**:**

Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The Statement of Financial Position carrying amounts for cash and cash equivalents, amounts receivable, trade and other payables, and due to related parties approximate fair value due to their short-term nature. Due to the use of subjective judgments and uncertainties in the determination of fair values these values should not be interpreted as being realizable in an immediate settlement of the financial instruments.

Fair Value Hierarchy**:**

Financial instruments that are measured subsequent to initial recognition at fair value are grouped in Levels 1 to 3 based on the degree to which the fair value is observable:

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities; and Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable marker data (unobservable inputs).

CHANGES IN ACCOUNTING POLICIES AND NEW ACCOUNTING DEVELOPMENTS

Future Accounting Pronouncements
The following new standards, amendments and interpretations, that have not been early adopted in the Company's financial statements, will or may have an effect on the Company's future results and financial position: IFRS 16 Leases

ADDITIONAL DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

The details of capitalized acquisition costs, expensed exploration and development costs and general and administrative costs are disclosed in the financial statements.

DISCLOSURE CONTROLS AND PROCEDURES

Disclosure controls and procedures are designed to provide reasonable assurance that material information is gathered and reported to senior management, including the Chief Executive Officer ("CEO") and Chief Financial Officer ("CFO"), as appropriate to permit timely decisions regarding public disclosure.

The Company's CEO and CFO and other key management personnel have conducted an evaluation of the effectiveness of the Company's disclosure controls and procedures. The Company evaluated the design of its internal controls over financial reporting as defined in National Instrument 52-109 for this period and based on this evaluation have determined these controls to be effective except as noted in the following paragraph.

This evaluation of the design of internal controls over financial reporting for the Company resulted in the identification of internal controls deficiencies which are not atypical for a company this size including lack of segregation of duties due to limited number of employees dealing with accounting and financial matters and insufficient in-house expertise to deal with complex accounting, reporting and taxation issues.

There have been no significant changes to the Company's internal controls over financial reporting during the period.

Additional information relating to the Company is available on SEDAR+ at www.sedarplus.ca