FORM 9

NOTICE OF ISSUANCE OR PROPOSED ISSUANCE OF LISTED SECURITIES

(or securities convertible or exchangeable into listed securities[1])

Name of Listed Issuer:	Symbol(s):
Golden Spike Resources Corp. (the "**Issuer**").	GLDS

Date: August 19, 2026 Is this an updating or amending Notice: ☐Yes x No

If yes provide date(s) of prior Notices: N/A.

Issued and Outstanding Securities of Issuer Prior to Issuance: 60,566,666 common shares in the capital of the Issuer ("**Common Shares**")

Pricing

Date of news release announcing proposed issuance: August 17, 2026 or

Date of confidential request for price protection: N/A.

Closing Market Price on Day Preceding the news release: $0.035 or

Day preceding request for price protection: N/A.

Closing

Number of securities to be issued: Non-brokered private placement of up to 500 units of the Issuer (the "**Units**") at a price of $1,000 per Unit for aggregate gross proceeds of up to $500,000 (the "**Offering**"). Each Unit consists of one (1) 15% unsecured convertible debenture (each, a "**Debenture**") and 26,315 common share purchase warrants (each, a "**Warrant**"). Following the completion of the Consolidation (as defined herein), each Warrant will entitle the holder to acquire one (1) Common Share at an exercise price of $0.038 per Common Share on a pre-Consolidation basis or $0.19 on a post-Consolidation basis (the "**Exercise Price**") at any time prior to the Maturity Date (as defined herein).

Issued and outstanding securities following issuance: 60,566,666 Common Shares.

Instructions:

1. For private placements (including debt settlement), complete tables 1A and 1B in Part 1 of this form.
2. Complete Table 1A – Summary for all purchasers, excluding those identified in Item 8.
3. Complete Table 1B – Related Persons only for Related Persons

4. If shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition) please proceed to Part 2 of this form.
5. An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10 – Notice of Proposed Transaction
6. Post the completed Form 9 to the CSE website in accordance with *Policy 6 – Distributions.* In addition, the completed form must be delivered to listings@thecse.com with an appendix that includes the information in Table 1B for ALL placees.

Part 1. Private Placement

Table 1A – Summary

Each jurisdiction in which purchasers reside	Number of Purchasers	Price per Security	Total dollar value (CDN$) raised in the jurisdiction
TBC			
Total number of purchasers:			
Total dollar value of distribution in all jurisdictions:			

Table 1B – Related Persons

Full Name &Municipality of Residence of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN$)	Conversion Price (if Applicable) (CDN$)	Prospectus Exemption	TotalSecurities Previously Owned, Controlled or Directed	Payment Date(1)	Describe relations-hip to Issuer (2)
TBC							

[1]An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: Up to $500,000.

2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. Working capital purposes.

3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: N/A.

4. If securities are issued in forgiveness of indebtedness, provide details of the debt agreement(s) or and the agreement to exchange the debt for securities. N/A.

5. Description of securities to be issued:

(a) Class N/A.

(b) Number N/A.

(c) Price per security N/A.

(d) Voting rights N/A.

6. Provide the following information if warrants, (options) or other convertible securities are to be issued:

(a) Number Up to 13,157,500 Warrants.

(b) Number of securities eligible to be purchased on exercise of warrants (or options) Each Warrant entitles the holder thereof to purchase one (1) Common Share.

(c) Exercise price $0.038 per Common Share on a pre-Consolidation basis and $0.19 per Common Share on a post-Consolidation basis.

(d) Expiry date Three years from the date of issuance. The Warrants will be subject to an acceleration right (the "**Warrant Acceleration Right**") if, on any 20 consecutive trading days, beginning on the date that is four (4) months and one (1) day following the closing date of the Offering, the daily volume weighted average trading price of the Common Shares is greater than $0.09 per Share on a pre-Consolidation basis or $0.45 on a post-Consolidation basis, and the Common Shares have traded a minimum daily trading volume of 50,000 Common Shares on each of such 20 consecutive trading days. If the Issuer exercises the Warrant Acceleration Right, the new expiry date of the Warrants will be the 30th day following the notice of such exercise.

7. Provide the following information if debt securities are to be issued:

(a) Aggregate principal amount Up to $500,000 principal amount of Debentures.

(b) Maturity date Three years from the date of issuance (the "**Maturity Date**").

(c) Interest rate The Debentures will bear interest at a rate of 15% per annum, commencing from the date of issuance, compounding annually and payable on the Maturity Date. The interest obligation may be satisfied, at the option of the Issuer, in either cash or by payment-in-kind, which obligation shall be fulfilled by delivering Common Shares (the "**Interest Shares**"). If the interest obligation is satisfied in Interest Shares, the full amount of accrued and compounded interest then payable will be converted into Interest Shares. The Interest Shares shall be issued at a deemed price per Share equal to the greater of: (i) the last closing price of the Common Shares on the Canadian Securities Exchange (the "**CSE**") prior to the dissemination by the Issuer of a press release announcing its intention to satisfy the applicable interest obligation in Interest Shares; and (ii) $0.038 per Interest Share on a pre-Consolidation basis or $0.19 per Share on a post-Consolidation basis. Any payment of the interest obligation in Interest Shares is subject to the prior approval of the CSE.

(d) Conversion terms Each Debenture will be convertible into Common Shares at the option of the holder at any time following the completion of the Consolidation and prior to the Maturity Date at a conversion price equal to $0.038 per Common Share on a pre-Consolidation basis or $0.19 per Common Share on a post-Consolidation basis (the "**Conversion Price**"). If the volume weighted average trading price of the Common Shares on the CSE equals or exceeds $0.105 per Common Share on a pre-Consolidation basis or $0.525 per Share on a post-Consolidation basis for 20 consecutive trading days, beginning on the date that is four (4) months and one (1) day following the issuance of the Debentures, and the Common Shares have traded a minimum daily trading volume of 50,000 Common Shares on each of such 20 consecutive trading days, the Issuer may require the conversion of all outstanding principal and accrued interest under the Debentures at the Conversion Price (the "**Mandatory Conversion Right**"). The Issuer must provide at least 30 days' prior written notice of its exercise of the Mandatory Conversion Right

(e) Default provisions The Debentures provide that default events include the Issuer ceasing to be a reporting issuer, becoming subject to bankruptcy, insolvency, receivership, liquidation, winding-up, reorganization or similar proceedings, or ceasing or threatening to cease to carry on all or substantially all of its business. Events of default also include a material breach of the Debentures, any materially false or misleading representation, warranty, statement or certificate that has or will have a material adverse effect on an investor's rights, and any material default by the Issuer under another outstanding debenture or debt instrument.

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, and if a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): TBC.

(b) Cash: Certain finders will be entitled to receive, in respect of investors introduced or sourced by such finder a cash payment equal to 7% of the gross proceeds received by the Issuer from such investors under the Offering.

(c) Securities: Certain finders will be entitled to receive, in respect of investors introduced or sourced by such finder common share purchase warrants (each, a "**Finder's Warrant**") equal to 7% of the aggregate number of Common Shares issuable upon conversion of the Debentures issued to such investors pursuant to the Offering. Each Finder's Warrant shall entitle the holder to acquire one (1) Common Share at the Exercise Price at any time following the completion of the Consolidation and until the date that is 24 months from the closing of the Offering.

(d) Other N/A .

(e) Expiry date of any options, warrants etc. Following the completion of the Consolidation and until the date that is 24 months from the closing of the Offering.

(f) Exercise price of any options, warrants etc. $0.038 per Common Share on a pre-Consolidation basis or $0.19 on a post-Consolidation basis.

9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship N/A.

10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).

Following the completion of the Offering, the Issuer intends to complete a consolidation of its issued and outstanding Common Shares on the basis of one (1) post-consolidation Common Share for every five (5) pre-consolidation Common Shares (the "**Consolidation**"). The Debentures, Warrants, Finder's Warrants and Interest Share provisions will be adjusted accordingly to reflect the Consolidation. In connection with the Consolidation: (i) the number of Common Shares issuable upon conversion of the Debentures will be reduced in the same ratio as the Consolidation and the Conversion Price will be increased in the inverse ratio; (ii) the number of Common Shares issuable upon exercise of the Warrants and Finder's Warrants will be reduced in the same ratio as the Consolidation and the Exercise Price thereof will be increased in the inverse ratio; (iii) the deemed price per Common Share applicable to any Interest Shares, including the $0.038 minimum deemed price, will be adjusted in the inverse ratio to reflect the Consolidation; (iv) the trading price thresholds, share-volume thresholds and any other Common Share-based metrics applicable to the Warrant Acceleration Right and the Mandatory Conversion Right will be adjusted in the same manner, as applicable, to reflect the Consolidation; and (v) all such adjustments will be made such that the aggregate economic entitlement of the holders of the

Debentures, Warrants, Finder's Warrants and Interest Shares is preserved, subject to standard rounding adjustments and applicable CSE requirements.

Following the completion of the Offering, the Issuer intends to change its name to "Gordon Mining Group Inc.", or such other name as the Issuer may determine, subject to applicable corporate and regulatory approvals.

11. State whether the private placement will result in a change of control or if the issuance will materially affect control of the Issuer. N/A.

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. N/A .

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102 Resale of Securities.

Part 2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: N/A.

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: N/A.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

   (a) Total aggregate consideration in Canadian dollars: N/A.

   (b) Cash: N/A.

   (c) Securities (including options, warrants etc.) and dollar value: N/A.

   (d) Other: N/A.

   (e) Expiry date of options, warrants, etc. if any: N/A.

   (f) Exercise price of options, warrants, etc. if any: N/A.

(g) Work commitments: N/A.

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc). N/A.

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A.

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:N/A.

Name of Party (If not an individual, name all insiders of the Party)	**Number and Type of Securities to be Issued**	**Dollar value per Security (CDN$)**	**Conversion price (if applicable)**	**Prospectus Exemption**	**Total Securities, Previously Owned, Controlled or Directed by Party**	**Describe relationship to Issuer[(1)]**

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: N/A.

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, andif a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): N/A.

(b) Cash N/A.

(c) Securities N/A.

(d) Other N/A.

(e) Expiry date of any options, warrants etc. N/A.

(f) Exercise price of any options, warrants etc. N/A.

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A.

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A.

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 Certificate of Compliance on behalf of the Issuer.

2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.

3. the Issuer has obtained the express written consent of each applicable individual to:

   (a) the disclosure of their information to the Exchange pursuant to this Form or otherwise pursuant to this filing; and

   (b) the collection, use and disclosure of their information by the Exchange in the manner and for the purposes described in Appendix A or as otherwise identified by the Exchange, from time to time

4. 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 CSE Policy 1).

5. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated August 19, 2026.

Ryan Connacher
Name of Director or Senior Officer

Signed// "Ryan Connacher"
Signature

Chief Executive Officer
Official Capacity

Appendix A

PERSONAL INFORMATION COLLECTION POLICY REGARDING FORM 9

The Canadian Securities Exchange and its subsidiaries, affiliates, regulators and agents (collectively, "CSE or the "Exchange") collect and use the information (which may include personal or other information) which has been provided in Form 9 for the following purposes:

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- To determine whether an individual is suitable to be associated with a Listed Issuer;
- To determine whether an issuer is suitable for listing;
- To determine whether allowing an issuer to be listed or allowing an individual to be associated with a Listed Issuer could give rise to investor protection concerns or could bring the Exchange into disrepute;
- To conduct enforcement proceedings;
- To ensure compliance with Exchange Requirements and applicable securities legislation; and
- To fulfil the Exchange's obligation to regulate its marketplace.

The CSE also collects information, including personal information, from other sources, including but not limited to securities regulatory authorities, law enforcement and self-regulatory authorities, regulation service providers and their subsidiaries, affiliates, regulators and agents. The Exchange may disclose personal information to these entities or otherwise as provided by law and they may use it for their own investigations.

The Exchange may use third parties to process information or provide other administrative services. Any third party will be obliged to adhere to the security and confidentiality provisions set out in this policy.

All personal information provided to or collected by or on behalf of The Exchange and that is retained by The Exchange is kept in a secure environment. Only those employees who need to know the information for the purposes listed above are permitted access to the information or any summary thereof. Employees are instructed to keep the information confidential at all times.

Information about you that is retained by the Exchange and that you have identified as inaccurate or obsolete will be corrected or removed.

If you wish to consult your file or have any questions about this policy or our practices, please write the Chief Privacy Officer, Canadian Securities Exchange, 220 Bay Street – 9th Floor, Toronto, ON, M5J 2W4.

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