Trigon Metals Inc.

Consolidated financial statements

For the years ended March 31, 2025 and 2024

(Expressed in U.S. Dollars)

McGovern Hurley

Audit. Tax. Advisory.

Independent Auditor's Report

To the Shareholders of Trigon Metals Inc.

Opinion

We have audited the consolidated financial statements of Trigon Metals Inc. and its subsidiaries (the "Company"), which comprise the consolidated statements of financial position as at March 31, 2025 and 2024, and the consolidated statements of loss and comprehensive loss, consolidated statements of changes in shareholders' equity and consolidated statements of cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at March 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards ("IFRS").

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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Material uncertainty related to going concern

We draw attention to Note 1 in the consolidated financial statements, which indicates that the Company incurred a net loss during the year ended March 31, 2025 and, as of that date, the Company's current liabilities exceeded its current assets and the Company has a need for additional capital. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that material uncertainties exist that cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Except for the matter described in the Material uncertainty related to going concern section, we have determined that there were no additional key audit matters to communicate in our report.

Other information

Management is responsible for the other information. The other information comprises Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

We obtained Management's Discussion and Analysis prior to the date of this auditor's report. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risks of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Company as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner of the audit resulting in this independent auditor's report is Chris Milios.

McGovern Hurley LLP

McGovern Hurley LLP

Chartered Professional Accountants
Licensed Public Accountants

Toronto, Ontario
July 29, 2025

Trigon Metals Inc.
Consolidated Statements of Financial Position
(Expressed in US dollars)

As at	Notes	March 31, 2025	March 31, 2024
ASSETS			
Current assets			
Cash		**$ 1,037,235**	$ 1,416,916
Amounts receivable	4	**51,736**	1,664,528
Prepaid expenses		**122,993**	129,865
Inventory	7	**-**	977,051
Current assets held for sale	19	**34,514,406**	-
Current assets held for distribution	19	**29,133**	22,371
Total current assets		**35,755,503**	4,210,731
Non-current assets			
Property and equipment	5	**-**	33,842,434
Total Assets		**$ 35,755,503**	$ 38,053,165
LIABILITIES			
Current			
Accounts payable and accrued liabilities	8,13	**$ 4,192,759**	$ 4,429,388
Loan payable	15	**1,376,000**	-
Equipment financing	17	**-**	849,426
Lease liability	16	**-**	47,758
Warrant liability	12	**12,400**	716,236
Deferred revenue		**-**	555,725
Deferred revenue on streaming arrangement	19	**-**	5,086,079
Current liabilities held for sale	19	**35,095,668**	-
Current liabilities held for distribution	19	**1,236,160**	1,305,450
Total current liabilities		**41,912,987**	12,990,062
Non-current liabilities			
Lease liability	16	**-**	89,726
Equipment financing	17	**-**	4,138,555
Environmental rehabilitation obligation	18	**-**	586,870
Deferred revenue on streaming arrangement	19	**-**	24,329,385
Total Liabilities		**$ 41,912,987**	$ 42,134,598
(Deficiency) equity attributable to shareholders of Trigon Metals Inc.:			
Share capital	11	**51,950,470**	49,721,297
Warrants	12	**-**	1,951,157
Contributed surplus	12	**2,191,579**	1,360,896
Currency translation reserve		**10,543,512**	10,543,512
Deficit		**(65,414,821)**	(63,514,789)
Total equity (deficiency) attributable to shareholders of Trigon Metals Inc.		**(729,260)**	62,073
Non-controlling interest		**(5,428,224)**	(4,143,506)
Total Deficiency		**(6,157,484)**	(4,081,433)
Total Liabilities and Deficiency		**$ 35,755,503**	$ 38,053,165

Nature of operation and going concern (note 1)

Commitments and contingencies (notes 14)

Approved by the Board of Directors on July 29, 2025.

"Jed Richardson"
Jed Richardson
Director

"Larisa Sprott"
Larisa Sprott
Director

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

Trigon Metals Inc.
Consolidated Statements of Loss and Comprehensive Loss
(Expressed in US dollars)

		Year ended March 31, 2025	2024
Expenses			
Consulting fees	13	**$ 1,696,109**	$ 1,246,222
Professional fees		**372,487**	429,251
Travel and related costs		**116,857**	163,388
Investors relations and filing fees		**183,621**	240,377
General and administrative costs		**154,868**	117,077
Exploration and evaluation expenditures	6	**12,586**	1,901,478
Share-based compensation	12	**1,226,900**	27,108
Foreign exchange loss (gain)		**(128,974)**	(7,029)
Total expenses before the undernoted		**$ 3,634,454**	$ 4,117,872
Other income (expense)			
Interest (expense) income		**$ (1,268)**	$ 342,605
Finance charges		**(192,833)**	(19,438)
Change in fair value of warrant liability	12	**706,555**	367,416
Net loss from continuing operations		**$ (3,122,000)**	$ (3,427,289)
Net (loss) income from discontinued operations	19	**(2,300,370)**	1,158,777
Net loss and comprehensive loss		**$ (5,422,370)**	$ (2,268,512)
Net loss and comprehensive loss from continuing operations attributable to:			
Shareholders of Trigon Metals Inc.		**$ (3,122,000)**	$ (3,427,289)
Net income (loss) and comprehensive income (loss) from discontinued operations attributable to:			
Shareholders of Trigon Metals Inc.		**$ (1,015,652)**	$ 2,653,352
Non-controlling interest		**(1,284,718)**	(1,494,575)
		$ (2,300,370)	$ 1,158,777
(Loss) income per share			
Basic and diluted, from continuing operations		**(0.07)**	(0.09)
Basic and diluted, from discontinued operations		**(0.05)**	0.03
Weighted average number of common shares outstanding			
Basic and diluted		**44,778,888**	38,941,705

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

Trigon Metals Inc.
Consolidated Statements of Shareholders' Equity
(Expressed in US dollars)

		Attributable to equity owners of Trigon Metals Inc.								
	Notes	Number of common shares	Share Capital	Contributed surplus	Warrants	Deficit	Cumulative translation reserve	Total shareholders' (deficiency) equity	Non-controlling interest	Total (deficiency) equity
Balance as at March 31, 2023		**34,985,561**	**$ 44,550,809**	**$ 1,369,258**	**$ 5,020,340**	**$ (65,741,722)**	**$ 10,543,512**	**$ (4,257,803)**	**$ (2,648,931)**	**$ (6,906,734)**
Net loss from continuing operations for the year		-	-	-	-	(3,427,289)		(3,427,289)	-	(3,427,289)
Net loss from discontinued operations for the year	19	-	-	-	-	2,653,352	-	2,653,352	(1,494,575)	1,158,777
Shares issued on licence acquisition	11,12	16,787	12,983	-	-	-	-	12,983	-	12,983
Shares issued on property acquisition	11,12	2,720,000	1,712,593	-	-	-	-	1,712,593	-	1,712,593
Private placement		5,000,000	3,020,153	-	-	-	-	3,020,153	-	3,020,153
Warrant issued	11,12	-	-	-	-	-	-	-	-	-
Share and warrant issue costs	11,12	-	(317,980)	-	9,838	-	-	(308,142)	-	(308,142)
Stock options vested		-	-	27,107	-	-	-	27,107	-	27,107
Options expired, unexercised	11,12	-	-	(35,469)	-	35,469	-	-	-	-
Warrant exercise	11,12	852,333	742,739	-	(113,620)	-	-	629,119	-	629,119
Warrant expiry	11,12	-	-	-	(2,965,401)	2,965,401	-	-	-	-
Balance as at March 31, 2024		**43,574,681**	**$ 49,721,297**	**$ 1,360,896**	**$ 1,951,157**	**$ (63,514,789)**	**$ 10,543,512**	**$ 62,073**	**$ (4,143,506)**	**$ (4,081,433)**
Net loss from continuing operations for the year		-	-	-	-	(3,122,000)		(3,122,000)	-	(3,122,000)
Net loss from discontinued operations for the year	19	-	-	-	-	(1,015,652)	-	(1,015,652)	(1,284,718)	(2,300,370)
Stock options granted	11,12	-	-	1,226,900	-	-	-	1,226,900	-	1,226,900
Stock options expired	11,12	-	-	(286,463)	-	286,463	-	-	-	-
Shares issued for consulting	11,12	640,000	263,926	-	-	-	-	263,926	-	263,926
Stock options exercised	11,12	251,000	262,089	(109,754)	-	-	-	152,335	-	152,335
Private placement	11,12	9,993,400	1,756,499	-	-	-	-	1,756,499	-	1,756,499
Share and warrant issue costs	11,12	-	(53,341)	-	192,223	(192,223)	-	(53,341)	-	(53,341)
Warrant expiry	11,12	-	-	-	(2,143,380)	2,143,380	-	-	-	-
Balance as at March 31, 2025		**54,459,081**	**$ 51,950,470**	**$ 2,191,579**	**$ -**	**$ (65,414,821)**	**$ 10,543,512**	**$ (729,260)**	**$ (5,428,224)**	**$ (6,157,484)**

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

Trigon Metals Inc.
Consolidated Statements of Cash Flows
(Expressed in US dollars)

	Notes	Year ended March 31, 2025	2024
Cash provided by (used in):			
Operating activities			
Net loss from continuing operations for the year		$ (3,122,000)	$ (3,427,289)
Adjustments for items not affecting cash:			
Change in fair value of warrant liability	12	(706,555)	(367,416)
Share-based compensation	12	1,226,900	27,108
Shares issued for property acquisition		-	1,712,593
Shares issued for license acquisition		-	12,983
Loss on asset disposal		-	27,343
Shares for consulting		263,926	-
Foreign exchange gain		2,719	(185,980)
Net cash from operating activities from continuing operations before changes in working capital		(2,335,010)	(2,200,658)
Net changes in non-cash working capital from continuing operations			
Change in amounts receivable		(1,113)	377,100
Change in prepaid expenses		(38,106)	(1,248,501)
Change in accounts payable and accrued liabilities		1,503,362	273,249
Net cash flows from continuing operations used in operating activities		(870,867)	(2,798,810)
Net cash flows from discontinued operations used in operating activities	19	955,639	(1,278,175)
Investing activities			
Net cash flows from discontinued operations used in investing activities		(3,192,784)	(18,263,436)
Financing activities			
Private placement	11	1,756,499	3,783,015
Share and warrant issuance costs	11	(53,341)	(200,673)
Warrant exercise	12	-	629,119
Option exercise	12	152,335	-
Loan payable	15	1,376,000	-
Net cash flows from continuing operations provided by financing activities		3,231,493	4,211,461
Net cash flows from discontinued operations provided by financing activities		(503,162)	(1,186,787)
		.	
Cash flows from continuing operations during the year		2,360,626	1,412,651
Cash flows from discontinued operations during the year	19	(2,740,307)	(20,728,398)
Cash - beginning of year		1,416,916	20,732,663
Cash - end of year		$ 1,037,235	$ 1,416,916
Supplemental information			
Broker warrants		$ 2,684	$ -

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Trigon Metals Inc. (the “Company” or “Trigon”) was incorporated under the Business Corporations Act of Canada on April 1, 2005. On December 28, 2016, the Company changed its name from Kombat Copper Inc. to Trigon Metals Inc. and its stock symbol from “KBT” to “TM”. The Company’s head office is located at 658 Lansdowne Avenue, Toronto, Ontario, M6H 3Y8.

These consolidated financial statements were reviewed, approved and authorized for issue by the Board of Directors on July 29, 2025.

The principal business activities of Trigon and its subsidiaries (collectively, the “Company”) are the acquisition, maintenance, exploration and development of mines and mineral properties on the African continent. The business of exploring for minerals and mining involves a high degree of risk. Few properties that are explored are ultimately developed into producing mines. Significant time and major expenses may be required to establish ore reserves, to develop metallurgical processes, to acquire construction and operating permits and to construct mining and processing facilities. The recoverability of the amounts shown for property and equipment is dependent upon the Company obtaining the necessary financing to complete the exploration, evaluation and development of its properties, the discovery of economically recoverable reserves and future profitable operations, or alternatively upon the Company’s ability to dispose of its interests on an advantageous basis.

Although the Company has taken steps to verify title to the properties on which it is conducting exploration and in which it has an interest, in accordance with industry standards for the current stage of operations of such properties, these procedures do not guarantee the Company's title. Property title may be subject to government licensing requirements or regulations, unregistered prior agreements, unregistered claims, indigenous claims, and non-compliance with regulatory, social and environmental requirements. The Company’s property interests may also be subject to increases in taxes and royalties, renegotiation of contracts, political uncertainty and currency exchange fluctuations and restrictions.

Going concern

These consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern, meaning it will continue in operation for the foreseeable future and will be able to realize assets and discharge liabilities in the ordinary course of operations. A different basis of measurement may be appropriate if the Company is not expected to continue operations for the foreseeable future.

As announced on January 16, 2025, Trigon has paused operations at its Kombat Mine due to the failure of both its main submersible dewatering pumps. The Company thus has no internal source of cash flow to provide funds required for ongoing care and maintenance. At March 31, 2025, the Company had a working capital deficit of $6,157,484, compared to a working capital deficit of $8,779,331 at March 31, 2024. The Company has received various formal payment demands from its creditors in Namibia including such notices which serve as formal notification of the creditor’s intention to start insolvency proceedings as allowed under section 350 of the Namibian Companies Act.

The Company’s ability to continue as a going concern is dependent on its ability to close the transaction announced with Horizon Corporation Limited (“Horizon”) for the sale of the Kombat Mine to Horizon (“the Proposed Horizon Transaction “) (see Note 19) or raise sufficient capital to service its liabilities and provide funds for care and maintenance operations should the Proposed Horizon Transaction not conclude. The Company signed a waiver and consent agreement with Sprott (as defined below) to July 31, 2025. As of the date of the approval of these financial statements, the Company is in arrears to Sprott for a total of approximately $2.8 million on its stream liability. Management believes it will be able to raise sufficient capital and/or close the Proposed Horizon Transaction before any formal Namibian liquidation takes place and thus the consolidated financial statements have been prepared on the assumption that the Company will continue as a going concern. There can be no assurance the Company will be successful in these endeavors.

Should the Proposed Horizon Transaction not conclude, any additional equity financing may be on terms that are dilutive, or potentially dilutive, to the Company’s shareholders and debt financing, if available, may involve restrictive covenants with respect to the Company’s ability to pay dividends, raise additional capital or execute various other financial and operational plans. These conditions indicate that material uncertainties exist which cast significant doubt on the Company’s ability to continue as a going concern.

2. MATERIAL ACCOUNTING POLICIES

Statement of compliance

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), applicable to the preparation of consolidated financial statements and in accordance with accounting policies based on IFRS standards and International Financial Reporting Interpretations Committee ("IFRIC") interpretations. The Company has consistently applied the accounting policies used in the preparation of these consolidated financial statements throughout all periods presented, as if these policies had always been in effect.

Basis of preparation

These consolidated financial statements have been prepared on a historical cost basis except for certain financial instruments, which are stated at their fair values. In addition, these consolidated financial statements have been prepared using the accrual basis of accounting, except for cash flow information. All amounts have been rounded to the nearest dollar, unless otherwise indicated.

Consolidation

These consolidated financial statements incorporate the accounts of Trigon Metals Inc. and its subsidiaries, PNT Financeco Corp. (Mauritius) 100% (2024 – 100%), Kombat Holdings Namibia (Pty) Ltd. (Namibia) 100% (2024 - 100%), Trigon Mining (Namibia) (Pty) Ltd. ("Trigon Namibia") (Namibia) 80% (2024 – 80%), Safi Silver Corp. (formerly "Trigon (Morocco) Holding Corp"). (Canada) 100% (2024 – 100%) and Technomine Africa Sarl ("Technomine") (Morocco) 100% (2024 – 100%) and Base Metals and Services (amalgamated with PNT Financeco Corp.) (2024 – 100%). The Company voluntarily wound-up Gazania Investments Nine (Pty) Ltd. ("Gazania") (Namibia) on August 4, 2023. All intercompany transactions, balances, income and expenses are eliminated on consolidation. The 20% of Trigon Namibia not owned by the Company is owned by the Namibia State Mining Company and a local Namibian partner. Safi Silver Corp. was incorporated during the year ending March 31, 2023. PNT Financeco Corp. was continued into Mauritius in November 2023. Base Metals and Services was acquired on March 14, 2024 (Note 6) and amalgamated with PNT Financeco Corp on August 23, 2024. The Company also has a 25% interest in Copperbelt Mineral Exploration (Pty) Ltd.

Subsidiaries consist of entities over which the Company is exposed to, or has rights to, variable returns as well as the ability to affect those returns through the power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date control is transferred to the Company and are de-consolidated from the date control ceases. These consolidated financial statements include all the assets, liabilities, revenues, expenses and cash flows of the Company and its subsidiaries after eliminating inter-entity balances and transactions.

For non-wholly owned, controlled subsidiaries, the net assets attributable to outside equity shareholders are presented as "non-controlling interests" in the equity section of the consolidated statement of financial position. Profit for the period that is attributable to non-controlling interests is calculated based on the ownership of the minority shareholders in the subsidiary. Warrants and stock options issued by subsidiaries, exercisable into subsidiary shares, are presented as a component of non-controlling interest in the consolidated statement of financial position.

When the Company ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

The partial disposition of an interest resulting in a loss of control meets the definition of a disposal group. A disposal group qualifies as a discontinued operation if it is a component of an entity that either has been disposed of or is classified as held for sale.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Discontinued operations

A discontinued operation is a component of the Company's business, the operations and cash flows of which can be clearly distinguished, and

- Represents a separate major line of business or geographical area of operations;
- Is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or
- Is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held for sale or held for distribution. Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the consolidated statement of loss. The comparative consolidated statement of loss is re-presented as if the operation had been discontinued from the start of the comparative period.

Streaming arrangements

The Company has entered into arrangements with customers pursuant to which, the Company receives consideration in advance of the delivery of metals.

Under streaming arrangements, the Company receives advanced consideration against the delivery of a portion of future metal production referenced to the mine of the Company specified in the contract. In addition to the advanced consideration, the Company may also receive a cash payment as metals are delivered to the customer.

The Company recognizes the advanced consideration as deferred revenue and recognizes the amounts in revenue as it satisfies its performance obligations to deliver metal to the customer over the life of the contract.

Deferred revenue is amortized as metal is delivered to the customer until the full value of the deferred revenue has been recognized. The Company will determine the amortization of deferred revenue to the consolidated statement of loss on a per unit basis using the estimated total quantity of metal expected to be delivered over the term of the mine life of the Company's potential future production.

Where consideration is received in advance of the Company's performance of its obligation, there is an inherent financing component in the transaction. When the period between receipt of consideration and revenue recognition is greater than one year, the Company determines whether the financing component is significant to the contract.

Where a contract is determined to have a significant financing component, the transaction price is adjusted to reflect the financing. The discount rate used in adjusting the promised amount for consideration is the rate that would be reflected in a separate financing transaction between the Company and the customer at contract inception. The rate is not subsequently adjusted for any changes over the contract term.

The accretion of the interest expense is recognized in the accretion expense line in the consolidated statement of loss, unless capitalized to assets under construction in accordance with the Company's policy on capitalized borrowing costs.

The Company estimates the current portion of the deferred revenue based on quantities expected to be delivered over the next 12 months.

Revenue recognition

The Company derives revenues and pre-production revenues from the sale of copper and silver concentrate. Revenue from the sale of goods to customers is measured at the fair value of the consideration received or receivable.

The Company recognizes revenue when there is evidence a sales arrangement exists, specific performance obligations have been satisfied, the sales price is fixed and determinable, and collectability is reasonably assured. Revenue is recognized upon delivery of the copper concentrate to the customer and acceptance of the copper concentrate by the buyer.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Borrowing costs

Borrowing costs, including interest, associated with projects that are actively being prepared for production are capitalized to Assets Under Construction. These costs are elements of the historical cost of acquiring an asset when a period of time is required to bring it to the condition and location necessary for its intended use. Capitalized borrowing costs are amortized on the same basis as the related qualifying asset.

Mine development assets

Mine development assets are accumulated separately for each area of interest in which economically recoverable reserves have been identified. These assets are comprised of expenditures directly attributable to the construction of a mine and the related infrastructure.

General and administration costs are allocated to a development asset only to the extent that those costs can be related directly to development activities in the relevant areas of interest.

No amortization is recognized in respect of development properties until they are at the end of the commissioning phase, when the mine is capable of operating in the manner intended by management.

Production stage

A mine that is under construction is determined to enter the production stage when the project is in the location and condition necessary for it to be capable of operating in the manner intended by management.

When a mine development asset moves into the production stage, the capitalization of certain mine construction costs ceases and costs are either capitalized to inventory or expensed, except for capitalizable costs related to property, plant and equipment additions or improvements, open pit stripping activities that provide a future benefit or expenditures that meet the criteria for capitalization in accordance with International Accounting Standard 16 (“IAS”) 16 Property, Plant and Equipment.

Pre-production stripping costs are capitalized until an “other than de minimis” level of mineral is extracted, after which time such costs are either expensed, capitalized to inventory or, if it qualifies as an open pit stripping activity that provides a future benefit, capitalized to property, plant and equipment. Various relevant criteria are considered to assess when an “other than de minimis” level of mineral is produced. Some of the criteria considered would include, but not be limited to, the following:

- The amount of minerals mined versus total tons in the life of mine;
- The amount of ore tons mined versus total life of mine expected ore tons;
- The current stripping ratio versus the life of mine ratio; and
- The ore grade versus the life of mine grade.

Stripping costs incurred during the production stage of a pit are accounted for as costs of inventory produced during the period that the stripping costs are incurred, unless these costs are expected to provide future economic benefit to the identifiable component of the ore body. Components of the ore body are based on the distinct development phases identified by the mine planning engineers when determining the optimal development plan for the open pit. Production phase stripping costs generate a future economic benefit when the related stripping activity:

- Improves access to a component of the ore body to be mined in the future;
- Increases the fair value of the mine (or pit) as access to future mineral reserves becomes less costly; and
- Increases the production capacity or extends stripping.

Costs that are expected to generate a future economic benefit are capitalized as open pit mine development costs.

Mine development costs are depreciated on ore tonnes mined basis whereby the denominator is the estimated tons of copper in proven and probable reserves and the portion of resources considered probable of economic extraction based on the current life of mine plan in the current component of the ore body that has been made more accessible through the strip activity and all future components in the current plan that benefit from the particular stripping activity. Mine development assets are depreciated once the operation has entered production and the future economic benefit is being derived.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Property and equipment

Property and equipment are carried at cost, less accumulated depreciation and impairment losses. The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the assets to a working condition for their intended use, the initial estimate of the rehabilitation provisions, and for qualifying assets, borrowing costs. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset. Costs associated with the commissioning of new assets, in the period before they are operating in the way intended by management, are capitalized. All property and equipment, with the exception of land and buildings, are depreciated on a straight-line basis over three to five years. Land is not depreciated, and buildings are depreciated over 40 years.

Significant components of the property and equipment are recorded and depreciated separately. Residual values, method of depreciation and the useful lives of assets are revised annually and adjusted prospectively, if appropriate, if there is an indicator of a significant change since the last reporting date.

Impairment of non-financial assets

At the end of each reporting period, the Company reviews and evaluates the recoverable amount of its property and equipment and when events or changes in circumstances indicate that the carrying amounts of related assets or groups of assets might not be recoverable.

For the purpose of measuring recoverable amounts, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). The recoverable amount is the higher of an asset's fair value less costs to sell and value in use (being the present value of the expected future cash flows of the relevant asset). Any resulting write-down of the excess of carrying value over the recoverable amount is charged to the consolidated statement of loss.

Exploration and evaluation expenditures

Exploration and evaluation expenditures comprise costs of the initial search for mineral deposits and performing a detailed assessment of deposits that have been identified as having economic potential. Exploration and evaluation costs are expensed as incurred and included in the consolidated statement of loss and until technical feasibility and commercial viability of extraction of reserves are demonstrable. Once a mine development decision has been made by the Company, subsequent expenditures incurred to develop the mine are capitalized to mine development assets. Exploration and evaluation costs include an allocation of administration and salary costs as determined by management.

Financial instruments

Financial assets

Initial recognition and measurement
Non-derivative financial assets within the scope of IFRS 9 are classified and measured as "financial assets at fair value", as either fair value through profit or loss ("FVPL") or fair value through other comprehensive income ("FVOCI"), and "financial assets at amortized costs", as appropriate. The Company determines the classification of financial assets at the time of initial recognition based on the Company's business model and the contractual terms of the cash flows.

All financial assets are recognized initially at fair value plus, in the case of financial assets not at FVPL, directly attributable transaction costs on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Subsequent measurement – financial assets at amortized cost
After initial recognition, financial assets measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the Effective Interest Rate ("EIR") method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. The Company's cash and amounts receivable are recorded at amortized cost.

Subsequent measurement – financial assets at FVPL
Financial assets measured at FVPL include financial assets management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial assets measured at FVPL are carried at fair value in the consolidated statements of financial position with changes in fair value recognized in other income or expense in the consolidated statements of loss. The Company measures its buyback option on streaming arrangement at FVPL.

Subsequent measurement – financial assets at FVOCI
Financial assets measured at FVOCI are non-derivative financial assets that are not held for trading and the Company has made an irrevocable election at the time of initial recognition to measure the assets at FVOCI. The Company does not measure any financial assets at FVOCI.

After initial measurement, investments measured at FVOCI are subsequently measured at fair value with unrealized gains or losses recognized in other comprehensive income or loss in the consolidated statements of comprehensive loss. When the investment is sold, the cumulative gain or loss is not reclassified to profit or loss.

Dividends from such investments are recognized in other income in the consolidated statements of loss when the right to receive payments is established.

Derecognition
A financial asset is derecognized when the contractual rights to the cash flows from the asset expire, or the Company no longer retains substantially all the risks and rewards of ownership.

Impairment of financial assets
The Company's only financial assets subject to impairment are amounts receivable, which are measured at amortized cost. The Company has elected to apply the simplified approach to impairment as permitted by IFRS 9, which requires the expected lifetime loss to be recognized at the time of initial recognition of the receivable. To measure estimated credit losses, accounts receivable have been grouped based on shared credit risk characteristics, including the number of days past due. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases and the decrease can be objectively related to an event occurring after the initial impairment was recognized.

Financial liabilities

Initial recognition and measurement
Financial liabilities are measured at amortized cost, unless they are required to be measured at FVPL as is the case for held for trading or derivative instruments, or the Company has opted to measure the financial liability at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities, loan payable, and acquisition fees payable, which are each measured at amortized cost and its warrant liability and liability component of the convertible security is measured at FVPL. All financial liabilities are recognized initially at fair value.

Subsequent measurement – financial liabilities at amortized cost
After initial recognition, financial liabilities measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. The EIR amortization is included in the consolidated statement of loss.

Subsequent measurement – financial liabilities at FVPL
Financial liabilities measured at FVPL include financial liabilities management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial liabilities measured at FVPL are carried at fair value in the consolidated statement of financial position with changes in fair value recognized in other income (expense) in the consolidated statement of loss.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Derecognition
A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires with any associated gain or loss recognized in other income or expense in the consolidated statements of loss.

Lease liabilities and right-of-use assets

At inception of the contract, the Company assesses whether a contract is, or contains, a lease by evaluating if the contract conveys the right to control the use of an identified asset. For contracts that contain a lease, the Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted by any initial direct costs, and costs to dismantle and remove the underlying asset less any lease incentives. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the underlying asset or the end of the lease term. Under IFRS 16, right-of-use assets are tested for impairment in accordance with IAS 36 Impairment of Assets.

The lease liability is initially measured at the present value of lease payments to be paid subsequent to the commencement date of the lease, discounted either at the interest rate implicit in the lease or the Company's incremental borrowing rate. The lease payments measured in the initial lease liability include payments for an optional renewal period, if any, if the Company is reasonably certain that it will exercise a renewal extension option. The liability is measured at amortized cost using the effective interest method and will be remeasured when there is a change in either the future lease payments or assessment of whether an extension or other option will be exercised. The lease liability is subsequently adjusted for lease payments and interest on the obligation. Interest expense on the lease obligation is included in the consolidated statement of loss.

The Company has elected not to recognize right-of-use assets and lease liabilities for leases with a lease term of less than 12 months and low value assets and recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term, as permitted by IFRS 16.

The Company reports its right-of-use asset as part of property, plant and equipment on the consolidated statement of financial position. See Note 19 for continuity schedule of the right-of-use asset lease liability.

Provisions

Provisions are recognized when: (i) the Company has a present obligation (legal or constructive) as a result of a past event, and (ii) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and (iii) a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A provision for onerous contracts is recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The Company had no material provisions as at March 31, 2025 and 2024.

Cash

Cash is comprised of cash on hand and deposits that generally mature within 90 days from the date of acquisition.

Prepaid expenses

Prepaid expenses represent payments made or obligations incurred in advance of the receipt of goods or rendering of services.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Rehabilitation provision

The Company records the present value of estimated costs of legal and constructive obligations required to restore operating locations in the period in which the obligation is incurred. The nature of these restoration activities includes dismantling and removing structures, rehabilitating mines and tailings dams, dismantling operating facilities, closure of plant and waste sites, and restoration, reclamation and re-vegetation of affected areas.

The obligation generally arises when the asset is installed or the ground / environment is disturbed at the production location. When the liability is initially recognized, the present value of the estimated cost is capitalized by increasing the carrying amount of the related mining assets to the extent that it was incurred prior to the production of related ore. Over time, the discounted liability is increased for the change in present value based on the discount rates that reflect current market assessments and the risks specific to the liability. The periodic unwinding of the discount is recognized in the consolidated statement of loss as a finance cost. Additional disturbances or changes in rehabilitation costs will be recognized as additions or charges to the corresponding assets and rehabilitation liability when they occur. For closed sites, changes to estimated costs are recognized immediately in the consolidated statement of loss.

Income taxes

Income tax on the profit or loss for the periods presented comprises current and deferred tax. Income tax is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at period end, adjusted for amendments to tax payable with regards to previous years.

Deferred tax is provided using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the financial position reporting date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Loss per share

Basic loss per share is calculated by dividing loss attributable to common shareholders by the weighted average number of common shares outstanding for the year. In the event of the Company reporting net profit, the diluted profit per share will be similar to basic loss per share, except that the denominator will be increased to include the number of additional shares that would have been outstanding if the dilutive potential common shares in connection with the issued share options and warrants had been issued using the treasury stock method. The Company’s options and warrants were anti-dilutive for the years ended March 31, 2025 and 2024

Share-based payments

Share-based payments to employees are measured at the fair value of the instruments issued and amortized over the vesting periods. Share-based payments to non-employees are measured at the fair value of goods or services received or the fair value of the equity instruments issued, if it is determined the fair value of the goods or services cannot be reliably measured, and are recorded at the date the goods or services are received.

The fair value of share-based payments is determined using the Black-Scholes option pricing model. The compensation expense is recognized over the period during which the options vest based on the estimate of equity instruments expected to vest. Upon exercise of the stock options, consideration paid by the option holder together with the amount previously recognized in contributed surplus is recorded as an increase to share capital. Unexercised expired stock options are transferred to deficit.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Warrants and warrant liability

Warrants are recognized at fair value on the date of grant and are measured using the Black-Scholes option pricing model. Warrants issued prior to the functional currency change date of October 24, 2022 were recognized as a component of equity. Upon exercise of warrants, consideration paid by the warrant holder together with the amount previously recognized in warrants is recorded as an increase to share capital. Unexercised expired warrants are transferred to accumulated deficit.

Subsequent to the functional currency change on October 24, 2022, certain warrants were issued outside the scope of IFRS 2 with an exercise price denominated in Canadian dollars ("CAD $"), and therefore, did not qualify for classification as equity since their exercise price was not in the Company's functional currency of the US dollar. These warrants are recorded as warrant liability and are recorded at their estimated fair value at each reporting date, computed using the Black-Scholes valuation method. Changes in fair value of each period are included in income or loss for the period.

Contingencies

In assessing loss contingencies related to legal proceedings that are pending or unasserted claims that may result in such proceedings, the Company and its legal counsel evaluate the perceived merits of any legal proceedings or unasserted claims and the amount of relief sought or expected to be sought.

If the assessment of a contingency suggests that a loss is probable, the amount can be reliably estimated, and there is a present obligation as a result of a past event, then a loss is recorded. The details of a contingent loss are disclosed unless the possibility of any outflow in settlement is remote. Legal fees incurred with pending legal proceedings are expensed as incurred.

Operating segments

The Company has concluded that it has only one material operating segment (the development of its Namibian mining permits) for financial reporting purposes.

Foreign currency transactions

The functional currency of an entity is the currency of the primary economic environment in which the entity operates. The US dollar has been determined as the reporting currency of the Company, as well as the functional currency of all subsidiaries. The US dollar is the currency in which funds from financing activities (i.e. issuing debt and equity instruments) are generated and because the activities of the foreign operation are carried out as an extension of the reporting entity, rather than being carried out with a significant degree of autonomy.

Assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2. MATERIAL ACCOUNTING POLICIES (Continued)

Amended accounting standards

IAS 1 – Presentation of Financial Statements ("IAS 1") was amended in January 2020 to provide a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. The amendments clarify that the classification of liabilities as current or noncurrent is based solely on a company's right to defer settlement at the reporting date. The right needs to be unconditional and must have substance. The amendments also clarify that the transfer of a company's own equity instruments is regarded as settlement of a liability, unless it results from the exercise of a conversion option meeting the definition of an equity instrument. This amendment was adopted on April 1, 2024. There were no significant changes to the consolidated financial statements as a result of this adoption.

In August 2023, the IASB amended IAS 21 to clarify when a currency is exchangeable into another currency; and how a company estimates a spot rate when a currency lacks exchangeability. Under the amendments, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on financial statements. This amendment was adopted on April 1, 2024. There were no significant changes to the consolidated financial statements as a result of this adoption.

Future accounting standards issued but not yet effective

Certain new standards, interpretations, amendments and improvements to existing standards were issued by the IASB or IFRIC that are mandatory for annual accounting periods beginning on January 1, 2025, or later. Updates that are not applicable or are not consequential to the Company have been excluded. The following have not yet been adopted and are being evaluated to determine their impact on the Company.

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

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

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS

The preparation of the consolidated financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amount of revenues and expenses during the reported period. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

The significant areas of judgment and estimation uncertainty considered by management in preparing the consolidated financial statements include:

Critical judgment in applying accounting policies:

- Assets' carrying values and impairment charges

  Events or changes in circumstances can give rise to significant impairment charges or reversals of impairment in a particular year. Management exercises its judgment in determining when such events or changes in circumstances have arisen and where such circumstances evidence a significant or prolonged decline of fair value on assets indicating impairment.

  In the determination of carrying values and impairment charges, management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets and at objective evidence, significant or prolonged decline of fair value on financial assets indicating impairment. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

  In the event that the fair value less costs to sell exceeds the carrying values, management looks at prior year impairments and reverses impairments up to the cost of the asset.

- Commercial production

  The determination of when the mine is in a condition necessary for it to be capable of operating in the manner intended by management (referred to as "commercial production") is a matter of judgment that will impact when the Company recognizes revenue and operating costs in the consolidated statement of loss and depreciation and depletion commence. In making this determination, management considers whether (a) the major capital expenditures to bring the mine to the condition necessary for it to be capable of operating in the manner intended by management have been completed; (b) a reasonable period of commissioning has been completed; (c) consistent operating results have been achieved at the previously budgeted level of design capacity; and (d) the transfer of operations from the construction personnel to operations personnel has been completed. The Company declared commercial production from the open pit operations on October 16, 2023 and from the underground operations on April 30, 2024.

- Determination of functional currency

  Based on the primary indicators in IAS 21 – The Effects of Change in Foreign Exchange Rates – the US dollar has been determined as the presentation currency of the Company, with the US dollar as the functional currency for all subsidiaries, as the US dollar is the currency in which funds from financing activities (i.e. issuing debt and equity instruments) are generated and because the activities of the foreign operation are carried out as an extension of the reporting entity, rather than being carried out with a significant degree of autonomy. Effects of changes in foreign exchange rates are recorded as foreign exchange gain (loss) on the statement of loss. If the functional currency of the Namibian entities had been the Namibian dollar ("N$"), the effect of changes in foreign exchange rates would have been reflected as other comprehensive income and carried as a cumulative translation adjustment within accumulated other comprehensive income in the equity section of the consolidated statement of financial position.

- Expected credit losses

  Determining allowance for expected credit losses ("ECLs") requires management to make assumptions about historical patterns for probability of default, the timing of collection and the amount of incurred credit losses, which are adjusted based on management's judgment about whether economic conditions and credit terms are such that actual losses may be higher or lower than what historical patterns suggest.

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS (continued)

Key sources of estimation uncertainty:

- Depreciation rates

  Mine asset development costs and the environmental rehabilitation obligation are depreciated on a straight-line basis over the life of mine production. All other buildings and equipment are depreciated on a straight-line basis over three to ten years. The Company believes these represent the best approximation of the asset utility to the Company. If the estimated life had been longer than management's estimate, the carrying amount of the asset would have been higher.

  The Company's right of use (ROU) asset is depreciated on a straight-line basis over 10 years, which represents the life of the lease associated with the ROU asset. The Company believes this approach represents the best approximation of the asset utility to the Company.

- Assets' carrying values and impairment charges

  The determination of carrying values and impairment charges and their individual assumptions require that management make an estimate based on the best available information at each reporting period including the future expectation of mine development to extend life of mine. Under situations where management has determined indicators of impairment are present, an impairment assessment will be performed by management whereupon management looks at the higher of recoverable amount or fair value less costs to sell in the case of assets.

- Mineral Reserve and Mineral Resource estimates

  The figures for Mineral Reserves and Mineral Resources are determined in accordance with National Instrument 43-101, "Standards of Disclosure for Mineral Projects", issued by the Canadian Securities Administrators. There are numerous uncertainties inherent in estimating Mineral Reserves and Mineral Resources, including many factors beyond the Company's control.

  Such estimation is a subjective process, and the accuracy of any Mineral Reserve or Mineral Resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgments used in engineering and geological interpretation. Differences between management's assumptions, including economic assumptions such as metal prices and market conditions, and future circumstances could have a material effect in the future on the Company's financial position and results of operation.

- Share-based payment transactions and warrants and warrant liability

  The Company records share-based compensation at fair value over the vesting period. The Company also issues warrants. The fair value of the options and warrants is determined using the Black-Scholes options pricing model and management assumptions including the expected dividend yield, expected volatility, forfeiture rate, risk free rate and expected life. Should the underlying assumptions change, it will impact the fair value. Such judgments and assumptions are inherently uncertain. Changes in these assumptions affect the fair value estimates.

- Streaming arrangements and deferred revenue

  Management has determined that based on the agreements, the counterparty assumes significant business risk and rewards associated with the timing and amount of metals being delivered. There is also judgement involved in determining the implied financing cost associated with the streaming arrangement. Management's intention is to settle the obligations through a sale of the streaming arrangement as opposed to a delivery of non-financial items. As such, the deposits received from the counterparty have been recorded liabilities held for sale in the consolidated statement of financial position based on the fair market value of expected future deliveries to be performed by the purchaser.

- Determination of discount rates

  Determination of the discount rate for acquisition fees payable is based on comparison to similar interest-bearing debt instruments of a group of comparative companies.

3. CRITICAL ACCOUNTING ESTIMATES AND MANAGEMENT JUDGMENTS (continued)

- Estimation of decommissioning and restoration costs and the timing of expenditure

  The cost estimates are updated annually to reflect known developments, (e.g. revisions to cost estimates and to the estimated lives of operations) and are subject to review at regular intervals. Decommissioning, restoration and similar liabilities are estimated based on the Company's interpretation of current regulatory requirements, constructive obligations and are measured at fair value. Fair value is determined based on the net present value of estimated future cash expenditures for the settlement of decommissioning, restoration or similar liabilities that may occur upon decommissioning of the mine. Such estimates are subject to change based on changes in laws and regulations and negotiations with regulatory authorities.

- Income, value added, withholding and other taxes

  In assessing the probability of realizing income tax assets recognized, management makes estimates related to expectations of future taxable income, applicable tax planning opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified. Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. The Company considers whether relevant tax planning opportunities are within the Company's control, are feasible, and are within management's ability to implement. Examination by applicable tax authorities is supported based on individual facts and circumstances of the relevant tax position examined in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates can occur that materially affect the amounts of income tax assets recognized. Also, future changes in tax laws could limit the Company from realizing the tax benefits from the deferred tax assets. The Company reassesses unrecognized income tax assets at each reporting period.

  The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

- Date of completion of technical report

  Determination of the date of completion of the Company's technical report impacts the carrying amount of acquisition fees payable and is estimated based on available cash flows and anticipated availability of experts to engage in completing the technical report.

(Expressed in US dollars)

4. AMOUNTS RECEIVABLE

	March 31, 2025	March 31, 2024
Sales taxes receivable	**$ 51,736**	$ 55,995
VAT receivable	**-**	1,442,351
Trade receivables	**-**	30,697
Other receivables	**-**	135,485
	$ 51,736	$ 1,664,528

$1,608,533 of amounts receivable were moved to assets held for sale during the year ended March 31, 2025.

5. PROPERTY AND EQUIPMENT

Property and equipment are carried at cost less accumulated depreciation and impairment and consist of the following:

Cost	Office furniture, equipment and software	Vehicles	Buildings	Land	Machinery and equipment	Right of use assets	Environmental rehabilitation obligtation asset	Mine development and plant under construction	Total
Balance, March 31, 2023	$ 501,878	$ 216,852	$ 45,016	$ 134,861	$ 1,974,360	$ 1,824,954	$ -	$ 9,253,970	$ 13,951,891
Additions	59,617	250,188	64,471	-	6,305,470	-	586,870	18,930,353	26,196,969
Impairment	-	-	-	-	-	-	-	(3,483,275)	(3,483,275)
Disposals	-	(31,847)	-	-	(16,821)	-		-	(48,668)
Balance, March 31, 2024	$ 561,495	$ 435,193	$ 109,487	$ 134,861	$ 8,263,009	$ 1,824,954	$ 586,870	$ 24,701,048	$ 36,616,917
Additions	23,586	148,090	17,476	-	2,055,274	-	23,787	4,214,231	6,482,444
Impairment	-	-	-	-	(243,994)	-	-	-	(243,994)
Reclassification as assets held for sale (Note 19)	(585,081)	(583,283)	(126,963)	(134,861)	(10,074,289)	(1,824,954)	(610,657)	(28,915,279)	(42,855,367)
Balance, March 31, 2025	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Accumulated depreciation, depletion and impairment									
Balance, March 31, 2023	$ (294,819)	$ (68,331)	$ (7,876)	$ -	$ (136,709)	$ (246,588)	$ -	$ -	$ (754,323)
Depreciation for the year	(136,404)	(79,530)	(2,251)	-	(295,717)	(269,255)	-	(1,258,328)	(2,041,485)
Disposals	-	9,866	-	-	11,459	-	-	-	21,325
Balance, March 31, 2024	$ (431,223)	$ (137,995)	$ (10,127)	$ -	$ (420,967)	$ (515,843)	$ -	$ (1,258,328)	$ (2,774,483)
Depreciation for the year	(119,040)	(114,307)	(1,125)	-	(843,782)	(257,812)	(99,247)	(4,970,686)	(6,405,999)
Impairment	-	2,848	-	-	24,782	-	-	-	27,630
Reclassification as assets held for sale (Note 19)	550,263	249,454	11,252	-	1,239,967	773,655	99,247	6,229,014	9,152,852
Balance, March 31, 2025	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Net book value									
As at March 31, 2024	**$ 130,272**	**$ 297,198**	**$ 99,360**	**$ 134,861**	**$ 7,842,042**	**$ 1,309,111**	**$ 586,870**	**$ 23,442,720**	**$ 33,842,434**
As at March 31, 2025	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**

In the year end March 31, 2024, the Company recorded impairment charges of $3,483,275 on the Kavango, Kavango North and E400 open pits, as these pits were fully depleted. The Company continues to mine at its Ore Capping pit. In the year ended March 31, 2025, the Company recorded impairment charges of $13,730,896, which were subsequently reversed based on the lower of cost and net proceeds as a result of the assets being reclassified to assets held for sale due to the upcoming sale of the Kombat Mine.

As at March 31, 2024, the carrying value of property and equipment is comprised of $nil in Canada and $33,842,434 in Namibia.

Right of use assets consist of a land lease and leased machinery and equipment.

During the year ended March 31, 2025, the Company moved its property and equipment to assets held for sale (Note 19).

(Expressed in US dollars)

6. EXPLORATION AND EVALUATION EXPENDITURES

	Year ended March 31, 2025	Year ended March 31, 2024
Assay and survey	**$ 8,035**	$ 28,885
Acquisition of exploration and evaluation property	**-**	1,772,593
Field office and support	**1,653**	100,000
Consulting and labour	**2,898**	-
	$ 12,586	$ 1,901,478

Acquisition of Kalahari Copperbelt project option

On March 14, 2024, the Company announced that it had completed the acquisition of Base Metal Investments and Services (“Base Metal”), a private Mauritius domiciled company, that holds an option (the “Copperbelt Option”) to acquire up to a 70% stake in the Kalahari Copperbelt Project (the “Transaction”). The Copperbelt Option provides Trigon, through Base Metal, the right to attain up to 70% interest in Copperbelt Exploration (Pty) Ltd. (“Copperbelt”) which wholly owns the Kalahari Copperbelt Project (the “Project”).

As consideration for the Transaction, Trigon has issued to Commodity Makers International (“Commodity Makers”), the sole shareholder of Base Metal, 2,720,000 Trigon common shares issued at CAD$0.85 based on the quote market price of the Company’s shares on the date of issuance, for a total value of $1,712,593. In addition, the Company will issue 320,000 Trigon common shares to Commodity Makers on each of the 6, 12, 18 and 24-month anniversaries from March 14, 2024 for an aggregate total number of 4 million Trigon common shares as compensation for the consulting services to be provided by Mr. Rennie Morkel, Mr. Andreas Rompel and Mr. Grant Sboros after closing of the transaction. 640,000 common shares were issued during the year ended March 31, 2025 as compensation for consulting services provided. The common shares due on the 18 and 24-month anniversary have not been accrued for as at March 31, 2025.

Concurrently with the closing of the Transaction, Base Metal has acquired a 25% equity interest in Copperbelt (the “Initial Acquisition”). As consideration for the Initial Acquisition, Trigon, on behalf of Base Metal, has paid USD$60,000 to Ongwe Minerals (Pty) Ltd., the vendor of Copperbelt, and has committed to funding USD$1M in exploration expenditures on the Project over the next 24 months.

The Base Metal acquisition is considered an asset acquisition as it does meet the definition of a business. There were no assets acquired or liabilities assumed as a result of this acquisition other than the Copperbelt project.

Each of the Transaction and Initial Acquisition is an arm's length transaction under the policies of the TSX Venture Exchange (the “Exchange”). Mr. Rennie Morkel is a director and officer of Commodity Makers and Mr. Andreas Rompel and Mr. Grant Sboros have provided consulting services to Commodity Makers. Messrs Morkel and Rompel are now officers of Trigon and Mr. Sboros has joined Trigon’s board of directors.

As at March 31, 2025, the four licenses associated with the Kalahari Copperbelt project were in good standing.

The Kalahari Copperbelt Project is not being sold with the Kombat Mine and is expected to become Trigon’s primary asset post completion of the spin out of Safi Silver and the disposal of the Kombat Mine.

7. INVENTORY

	March 31, 2025	March 31, 2024
Raw materials	**$ -**	$ 875,499
Finished goods	**-**	101,552
	$ -	$ 977,051

The inventory is held at the lower of cost and net realizable value. During the year ended March 31, 2025, $977,051 (2024 - $6,694,470) was recognized as an expense and included in loss from discontinued operations.

(Expressed in US dollars)

8. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

		March 31, 2025		March 31, 2024
Trade payables	$	921,279	$	3,784,584
Accruals		3,271,480		644,804
	$	4,192,759	$	4,429,388

$3,942,636 of accounts payable and accrued liabilities were moved to liabilities held for sale during the year ended March 31, 2025.

9. FINANCIAL INSTRUMENTS

Financial instruments measured at fair value on the consolidated statements of financial position are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The three levels of the fair value hierarchy are:

- Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities;
- Level 2 – Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and
- Level 3 – Inputs that are not based on observable market data.

The Company's financial instruments consist of cash, amounts receivable, buyback option on the streaming agreement, accounts payable and accrued liabilities, lease liabilities, loan payable, warrant liability, stream liability, and acquisition fees payable. The fair value of the Company's cash, amounts receivable, accounts payable and accrued liabilities, lease liabilities, equipment financing and acquisition fees payable all approximate their carrying values due to the short-term nature of these instruments.

The non-current portion of the acquisition fees payable is recorded at a 15% discount rate. The liability component of the warrant liability and buyback option on streaming arrangement are recorded at fair value. The equipment financing is recorded at a 15% discount rate.

(Expressed in US dollars)

9. FINANCIAL INSTRUMENTS (continued)

Financial assets and financial liabilities as at March 31, 2025 and 2024 were as follows:

	Assets & liabilities at amortized cost	Assets & liabilities at fair value through profit & loss	TOTAL
At March 31, 2025			
Financial assets:			
Cash	$ 1,037,235	$ -	$ 1,037,235
Financial liabilities:			
Accounts payable and accrued liabilities	(4,192,759)	-	(4,192,759)
Loan payable	(1,376,000)	-	(1,376,000)
Warrant liability	-	(12,400)	(12,400)
At March 31, 2024			
Financial assets:			
Cash	$ 1,416,916	$ -	$ 1,416,916
Trade receivables	30,697	-	30,697
Other receivables	135,485	-	
Financial liabilities:			-
Accounts payable and accrued liabilities	(4,429,388)	-	(4,429,388)
Lease liability	(137,484)	-	(137,484)
Warrant liability	-	(716,236)	(716,236)
Equipment financing	(4,987,981)	-	(4,987,981)

Level 2 hierarchy

The warrant liability is classified as a Level 2 financial instrument within the hierarchy of the Company's financial instruments, measured at FVPL in the consolidated statements of financial position as at March 31, 2025 and 2024.

Within Level 2, the Company includes inputs other than quoted prices that are observable for the liability such as volatility of the underlying shares, interest rates and time to expiry.

Level 3 hierarchy

The buyback option on the streaming arrangement is classified as a Level 3 financial instrument within the hierarchy of the Company's financial instruments, measured at FVPL in the consolidated statements of financial position as at March 31, 2025 and March 31, 2024. At March 31, 2025 and 2024, the buyback option had a fair value of $nil.

Fair value as at March 31, 2023	$ 1,233,797
Change in fair value	(1,233,797)
Fair value as at March 31, 2025 and 2024	$ -

The stream liability is a classified a Level 3 financial instrument with the hierarchy of the Company's financial instruments, measured at FVPL in the consolidated statements of financial position at March 31, 2025. The streaming liability is included in the liabilities held for sale on the consolidated financial statements.

Within Level 3, the Company includes an asset for which observable inputs are not available for use in the fair valuation of this asset. The key assumptions used in the valuation of these instruments included (but were not limited to): the exercise date of the option, the buyback percentage, the date at which the percentage of copper sold under the streaming arrangement would be reduced, the monthly production of copper and silver concentrate, and future pricing and volatility of copper and silver during the option period.

9. FINANCIAL INSTRUMENTS (continued)

Valuations of assets for which market quotations are not readily available, are inherently uncertain, may fluctuate within short periods of time and are based on estimates, and determination of fair value may differ materially from the values that would have resulted if a ready market existed for the investments. Given the size of this asset, such changes may have a significant impact on the Company's financial condition or operating results.

10. CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS

The Company considers its capital structure to include the components of shareholders' equity. Management's objective is to ensure that there is sufficient capital to minimize liquidity risk and to continue as a going concern. The Company has entered into an agreement to sell its Kombat Mine operation and the assets from the Kombat Mine have been classified as held for sale at March 31, 2025. If this transaction does not close, the Company will need additional capital for its Asis West underground operations and Asis Far West future expansion. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future, or that the terms of such financings will be favourable.

Risk management is carried out by the management team under policies approved by the Board of Directors. The Company's capital management objectives, policies and processes have remained unchanged during the years ended March 31, 2025 and 2024. The Company is not subject to any capital requirements imposed by a lending institution or regulatory body, other than of the TSX Venture Exchange ("TSXV") which requires adequate working capital or financial resources of the greater of (i) $50,000 and (ii) an amount required in order to maintain operations and cover general and administrative expenses for a period of six months. As of March 31, 2025, the Company does not believe it is compliant with the policies of the TSXV.

Financial risks

The Company's financial instruments comprise cash, amounts receivable, buyback option on the stream agreement, accounts payable and accrued liabilities, lease liability, loan payable, warrant liability, stream liability, and acquisition fees payable. The main use of these financial instruments is to fund operations and the pursuit of capital transactions. The main risks that could adversely affect the Company's financial assets, liabilities or future cash flows are credit risk, liquidity risk and market risk.

Management mandates and agrees policies for managing each of these risks. The Company is exposed to a variety of financial risks by virtue of its activities including, but not limited to, those summarized below.

The following discussion also includes a sensitivity analysis that is intended to illustrate the sensitivity to changes in market variables on the Company's financial instruments and show the impact on income or loss and shareholders' equity, where applicable. The sensitivity analysis has been prepared for the year ended March 31, 2025, using the amounts of other financial assets and liabilities held as at the consolidated statement of financial position date.

Credit risk

Credit risk arises when a failure by counterparties to discharge their obligations could reduce the amount of future cash inflows from financial assets. The Company minimizes its credit risk by dealing with reputable customers with strong credit ratings. Further, the Company has been prepaid for a substantial portion of its silver sales in advance as part of its silver streaming arrangement, further reducing the Company's credit risk exposure. With respect to credit risk arising from financial assets of the Company, which comprise cash and minimal receivables, the Company's exposure to credit risk arises from default of counterparties, with a maximum exposure equal to the carrying amount of these instruments. As cash balances are held with high credit quality financial institutions, the credit risk to the Company is considered minimal. The Company monitors and is subject to normal industry credit risks.

(Expressed in US dollars)

10. CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS (Continued)

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities 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 or debt issuances.

The Company manages its liquidity risk by forecasting cash flows required for 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.

The Company's contractual liabilities and obligations are as follows:

	< 1 year	1 to 3 years	4 to 5 years	>5 years	Total
Accounts payable and accrued liabilities	$ 4,192,759	$ -	$ -	$ -	$ 4,192,759
Loan payable	1,376,000	-	-	-	1,376,000
Liabilities from discontinued operations	36,331,828	-	-	-	36,331,828
Balance March 31, 2025	$ 41,900,587	$ -	$ -	$ -	$ 41,900,587
Accounts payable and accrued liabilities	$ 4,429,388	$ -	$ -	$ -	$ 4,429,388
Equipment financing	1,352,043	5,073,937	-	-	6,425,980
Lease liabilities	48,848	134,333	-	-	183,181
Liabilities from discontinued operations	1,926,838	-	-	-	1,926,838
Balance March 31, 2024	$ 7,757,117	$ 5,208,270	$ -	$ -	$ 12,965,387

The Company's approach to managing liquidity risk is to endeavour to have sufficient liquidity to meet liabilities when due. As at March 31, 2025, the Company had a cash balance from continuing operations of $1,037,235 (March 31, 2024: $1,416,916). As at March 31, 2025, the Company's financial liabilities from continuing operations consisted of accounts payable and accrued liabilities of $4,192,759 (March 31, 2024: $4,429,388) all due in less than one year, other current liabilities from continuing operations of $1,376,000 (March 31, 2024 - $7,255,224).

During the year ended March 31, 2025, the Company raised $1,756,499 through two private placements. During the year ended March 31, 2024, the Company raised $3,783,015 through a private placement.

10. CAPITAL MANAGEMENT AND FINANCIAL RISK FACTORS (Continued)

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, commodities and equity prices will affect the Company's income or the value of its holdings of financial instruments. The ability of the Company to explore, evaluate and develop its exploration and mining properties and the future profitability of the Company are directly related to the price of base and precious metals. The Company monitors metal prices to determine the appropriate course of action to be taken.

Foreign currency risk

Foreign currency risk is created by fluctuations in the fair value or cash flows of financial instruments due to changes in foreign exchange rates and exposure as a result of investment in its subsidiaries. The Company is exposed to currency risk by incurring certain expenditures in Canadian dollars, US dollars, Namibian dollars and South African Rand for its operations in Namibia and Moroccan Dirham and US dollars in Morocco. The Company has sought to minimize this risk by keeping its cash reserves in US dollars and only purchasing Canadian dollars, Namibian dollars, South African Rand and Moroccan Dirham as needed.

Sensitivity analysis

The carrying amount of cash, amounts receivable, and accounts payable and accrued liabilities equals fair market value. The effect of changes in foreign exchange rates on net loss is deemed insignificant as the number and amount of foreign-currency transactions are relatively small. Had the foreign exchange rates been higher (lower) by 10%, the foreign exchange in the consolidated statement of loss would have been lower (higher) by approximately $240,000 (year ended March 31, 2024: $167,000).

11. SHARE CAPITAL

(a) Authorized:
Unlimited number of voting common shares
Unlimited number of non-voting preferred shares, issuable in series

(b) Issued:

Reconciliation of the number and value of common shares as at March 31, 2025 and 2024 were as follows. All issued shares are fully paid.

	Note	Number of shares		Issued capital
Balance, March 31, 2023		34,985,561	$	44,550,809
Shares issued on licence acquisition	19	16,787		12,983
Shares issued on property acquisition	19	2,720,000		1,712,593
Private placement		5,000,000		3,783,015
Warrant valuation from warrants issued in private placement		-		(762,862)
Warrant exercise		852,333		742,739
Cost of issue		-		(317,980)
Balance, March 31, 2024		**43,574,681**	**$**	**49,721,297**
Option exercise	12	**251,000**		**262,089**
Shares issued for consulting	19	**640,000**		**263,926**
Private placement		**9,993,400**		**1,756,499**
Cost of issue		**-**		**(53,341)**
Balance, March 31, 2025		**54,459,081**	**$**	**51,950,470**

(Expressed in US dollars)

11. SHARE CAPITAL (continued)

Private placement

On July 12, 2023, the Company closed a private placement offering of units, consisting of 5,000,000 units at a price of CAD$1.00 per unit for aggregate gross proceeds of $3,694,672 (CAD$5,000,000). Each unit is comprised of one common share of the Company and one-half of one common share purchase warrant. Each full warrant entitles the holder to acquire one common share of the Company at a price of CAD$1.50 for a period of 36 months. The Company paid cash finder's fees of $151,075 (CAD$204,450) and issued 1,022,250 non-transferrable compensation options. Each compensation option entitles the holder to purchase one common share at an exercise price equal to the offering price for a period of 36 months. In addition, the Company also paid a corporate finance fee of $61,332 (CAD$83,000) and 417,000 compensation options to the agents of the offering. The agent's compensation options entitle the holder to purchase an equal number of common shares, subject to certain circumstances, at an exercise price equal to the offering price, for a period of 36 months.

On February 21, 2025, the Company closed the first tranche of a non-brokered private placement. The Company issued 4,390,000 common shares at a price of $0.17 (CAD$0.25) per share for gross proceeds of $771,612 (CAD$1,097,500). The Company paid finders fees $35,583 (CAD$51,200) and issued 15,000 finder's warrants in association with the private placement. Each finder's warrant entitles the holder to acquire one common share of the Company at a price of $0.17 (CAD$0.25) for a period of two years.

On March 6, 2025, the Company closed the second tranche of a non-brokered private placement. The Company issued 5,603,400 common shares at a price of $0.17 (CAD$0.25) per share for gross proceeds of $984,887 (CAD$1,400,850). The Company paid finders fees $3,970 (CAD$5,640) and issued 22,560 finder's warrants in association with the private placement. Each finder's warrant entitles the holder to acquire one common share of the Company at a price of $0.17 (CAD$0.25) for a period of two years.

Share Consolidation

On April 9, 2024, the shareholders of the Company approved the consolidation of the Company's common shares on a basis of one new common share for every existing five common shares outstanding, effective June 4, 2024. On June 4, 2024, the Company had 217,873,600 common shares outstanding, and these common shares were consolidated to 43,574,681 common shares. The change in the number of issued and outstanding common shares did not materially affect any shareholder's percentage of ownership in the Company. The share and per share amounts in the consolidated financial statements for the year ended March 31, 2025 and 2024 have been updated to reflect this share consolidation.

12. EQUITY RESERVES

	No. of Options	Weighted Average Exercise Price (CAD)	Grant Date Fair Value of Options	No. of Warrants, Broker Warrants	Weighted Average Exercise Price (CAD)	Grant Date Fair Value of Warrants, Broker Warrants	TOTAL
March 31, 2023	1,822,000	$0.75	$ 1,369,258	10,249,815	$1.75	$ 5,020,340	$ 6,389,598
Vested	-	-	27,107	-	-	-	27,107
Expired	(60,000)	$1.00	(35,469)	(6,212,407)	$2.40	(2,965,401)	(3,000,870)
Exercised	-	-	-	(852,333)	$1.00	(113,620)	(113,620)
Warrant issue costs (net)	-	-	-	-	-	9,838	9,838
March 31, 2024	**1,762,000**	**$1.31**	**$ 1,360,896**	**3,185,075**	**$1.75**	**$ 1,951,157**	**$ 3,312,053**
Granted	**2,334,000**	**$0.93**	**1,226,900**	**-**	**-**	**-**	**1,226,900**
Expired	**(479,000)**	**$1.02**	**(286,463)**	**(3,185,075)**	**$1.75**	**(2,143,380)**	**(2,429,843)**
Exercised	**(251,000)**	**$0.83**	**(109,754)**	**-**	**-**	**-**	**(109,754)**
Warrant issue costs (net)	**-**	**-**	**-**	**-**	**-**	**192,223**	**192,223**
March 31, 2025	**3,366,000**	**$1.12**	**$ 2,191,579**	**-**	**-**	**$ -**	**$ 2,191,579**

(Expressed in US dollars)

12. EQUITY RESERVES (Continued)

Options

Under the Company's stock option plan, the Company may grant options to its directors, officers, employees and consultants for up 10% of the outstanding common stock. Under the plan, the exercise price of each option must not be less than the market price of the Company's stock on the date of grant, less any allowable discount. The maximum term of a stock option is five years.

In May 2024, the Company granted a total of 2,169,000 stock options to various directors, officers and consultants pursuant to its stock option plan. The options vested immediately and may be exercised at a price of CAD$0.95 per option for a period of five years from the date of grant.

In November 2024, the Company granted a total of 125,000 stock options to a consultant pursuant to its stock option plan. The options vested immediately and may be exercised at a price of CAD$0.82 per option for a period of five years from the date of grant.

In February 2025, the Company granted a total of 40,000 stock options to a consultant pursuant to its stock option plan. The options vested immediately and may be exercised at a price of CAD$0.26 per option for a period of five years from the date of grant.

There were 2,334,000 options granted during the year ended March 31, 2025 (no options granted during the year ended March 31, 2024). The weighted average life of total outstanding options is 3.28 years at March 31, 2025 (March 31, 2024 – 1.91 years).

As at March 31, 2025, the Company had stock options outstanding and exercisable as follows:

Grant date	Expiry date	Number outstanding	Number exercisable	Exercise price (CAD)	Grant date fair value	Dividend yield (%)	Expected volatility (%)	Expected life (years)	Risk free rate (%)
21-Feb-22	21-Feb-27	882,000	882,000	$1.70	889,086	0	117	5	1.74
26-Aug-22	26-Aug-27	150,000	150,000	$0.75	75,593	0	115	5	3.25
23-May-24	23-May-29	2,169,000	2,169,000	$0.95	1,164,400	0	103	5	3.68
14-Nov-24	14-Nov-29	125,000	125,000	$0.82	56,200	0	103	5	3.18
20-Feb-25	20-Feb-30	40,000	40,000	$0.26	6,300	0	142	5	2.91
		3,366,000	**3,366,000**		**$ 2,191,579**				

The expected volatility is based on historical share prices of the Company.

Warrant liability and compensation options

As at March 31, 2025, the Company had the following common share purchase warrants and compensation options outstanding that are classified as liabilities:

	Grant date	Expiry date	Number outstanding	Exercise price (CAD)	Fair value at year end	Dividend yield (%)	Expected volatility (%)	Expected life (years)	Risk free rate (%)
Warrants on stream agreement	24-Oct-22	24-Oct-25	500,000	$0.93	$ -	0	94	3	4.21
Warrants on units	12-Jul-23	12-Jul-26	2,500,000	$1.50	$ 7,522	0	99	3	4.33
Broker compensation options	12-Jul-23	12-Jul-26	204,450	$1.00	$ 1,558	0	99	3	4.33
Broker compensation options	12-Jul-23	12-Jul-26	83,400	$1.00	$ 636	0	99	3	4.33
Finder warrants	21-Feb-25	21-Feb-27	36,600	$0.25	$ 2,615	0	73	2	2.73
Finder warrants	6-Mar-25	6-Mar-27	960	$0.25	$ 69	0	73	2	2.63
			3,325,410		**$ 12,400**				

(Expressed in US dollars)

12. EQUITY RESERVES (Continued)

The expected volatility is based on historical share prices of the Company. The weighted average life of the outstanding warrants is 1.18 years at March 31, 2025.

On February 21, 2025, the issued 15,000 finder's warrants in association with the private placement. Each finder's warrant entitles the holder to acquire one common share of the Company at a price of $0.17 (CAD$0.25) for a period of two years.

On March 6, 2025, the Company issued 22,560 finder's warrants in association with the private placement. Each finder's warrant entitles the holder to acquire one common share of the Company at a price of $0.17 (CAD$0.25) for a period of two years.

13. RELATED PARTY TRANSACTIONS

Compensation of key management

Key management includes the Company's directors, officers and senior executives. Compensation awarded to key management included:

	Year ended March 31,	
	2025	2024
Consulting fees	**$ 1,501,546**	$ 1,907,166
Share-based payments	**823,851**	-
	$ 2,325,397	$ 1,907,166

The Company granted 1,555,000 stock options to key management personnel during the year ended March 31, 2025 with a grant date fair value of $823,851. These stock options vested immediately. Key management personnel exercised 221,000 stock options during the year ended March 31, 2025.

The Company paid $43,175 in rent to 14122917 Canada Inc., a company controlled by Mr. Jed Richardson for office rent for the year ended March 31, 2025 (year ended March 31, 2024 - $11,070).

Included in accounts payable and accrued liabilities as at March 31, 2025 was approximately $317,786 for consulting fees and expenses charged by current and former officers, directors and senior executives of the Company (March 31, 2024: $7,399). Such amounts are unsecured, non-interest bearing and with no fixed terms of payment. The Company has an additional $288,863 in accounts payable and accrued liabilities owing to various companies controlled by members of Namibian senior management as at March 31, 2025.

The Company incurred costs of $229,840 (year ended March 31, 2024 - $2,142,586) for drilling services from Optimine Project Solutions CC, a company controlled by members of Namibian senior management. These amounts were included in loss from discontinued operations.

The Company incurred costs of $90,281 (year ended March 31, 2024 - $13,196) for crane rental services from OMEG Crane Hire CC, a company controlled by members of Namibian senior management. These amounts were included in loss from discontinued operations.

The Company incurred costs of $69,968 (year ended March 31, 2024 - $257,914) for maintenance services from Jeriah Trading Enterprises CC, a company controlled by members of Namibian senior management. These amounts were included in loss from discontinued operations.

$329,135 of consulting fees related to key management personnel were included in loss from discontinued operations for the year ended March 31, 2025 ($337,252 for the year ended March 31, 2024).

14. COMMITMENTS AND CONTINGENCIES

Management contracts

The Company is party to certain management contracts and severance obligations. These contracts contain clauses requiring additional payments of up to $1,787,000 to be made to the officers of the Company upon the occurrence of certain events such as a change of control. As the triggering effect has not taken place, the contingent payments have not been reflected in these consolidated financial statements. Additional minimum management contractual commitments remaining under the agreements are approximately $693,000, all due within one year.

Legal claims

From time to time, the Company is named as a party to claims or involved in proceedings, including legal, regulatory and tax related, in the ordinary course of its business. While the outcome of these matters may not be estimable at period end, the Company makes provisions, where possible, for the estimated outcome of such claims or proceedings. Should a loss result from the resolution of any claims or proceedings that differs from these estimates, the difference will be accounted for as a charge to net loss in that period.

Environmental

The Company's mining and exploration activities are subject to various laws and regulations governing the protection of the environment. These laws and regulations are continually changing and are generally becoming more restrictive. The Company believes its operations are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Silver Hill Project

The Company completed its acquisition of 100% equity interest in Technomine, a Moroccan company from Technomine's shareholders on September 24, 2020. The Company is required to meet the terms of the transaction outlined in the definitive agreement as consideration of the acquisition.

Copperbelt Option

See Note 6 for details.

Sprott Private Resource Streaming and Royalty (B) Corporation and Sprott Mining Inc. Streaming Agreement

On September 19, 2024, Trigon announced that production from the Asis West underground mine had reached a thirty consecutive day average daily production of 980 tonnes of ore per day, exceeding the milestone required in terms of the streaming agreement to achieve thirty consecutive day average daily production of 900 tonnes of ore per day by October 31, 2025. See Note 19.

Finder's Fees

The Corporation entered into a Finder Agreement with Brightmind Ventures Limited ("Brightmind"), dated September 1, 2024 (the "Finder Agreement"), pursuant to which Brightmind was engaged to identify and source parties interested in participating in equity financings of the Corporation from time to time. Pursuant to the terms of the Finde Agreement, completion of the Share Sale will trigger a cash fee to be paid by the Corporation to Brightmind in the approximate aggregate amount of USD$720,000 (the "M&A Transaction Fee"), assuming all Instalment Payments are received by the Corporation. Due to the deferred nature of the Instalment Payments, pursuant to the Finder Agreement, Trigon shall pay the *pro rata* portion of the M&A Transaction Fee to Brightmind upon Trigon's receipt of each Instalment Payment. Payment of the M&A Transaction Fee by Trigon remains subject to the TSXV's review and approval. Brightmind is not a Non-Arm's Length party to Trigon, Horizon, the Purchaser, or their associates and affiliates.

(Expressed in US dollars)

15. LOAN PAYABLE

On December 12, 2024, Horizon entered into a loan agreement with the Company for $5 million which was subsequent reduced to $4 million as described in note 19 as part of the Proposed Horizon Transaction. As of March 31, 2025, the Company has drawn down $1,376,000 of the loan facility (Note 19). The loan bears interest at a rate of 15% and matures in 2 years. The loan includes a six-month grace period on the payment of any interest and has accrued interest of $32,403 as of March 31, 2025 and included these amounts in accrued liabilities on the financial statements. Interest payments will commence at the end of the six-month grace period and will be paid in 18 equal amortized repayments. The loan will be secured by a general security agreement over all the assets of the Company but subordinated to Sprott.

16. LEASE LIABILITIES

In October 2022, the Company entered into various equipment leases which have been included in lease liability. The leases commenced in October 2022 with lease terms of 60 months. The Company used a discount rate of 10.75% in determining the present value of the lease payments.

Lease liability as at March 31, 2023	$	194,183
Interest expense		17,703
Lease payments		(65,301)
Effect of exchange differences		(9,101)
Lease liability as at March 31, 2024	**$**	**137,484**
Liabilities moved to liabilities held for sale (Note 19)		**(137,484)**
Lease liability as at March 31, 2025	**$**	**-**

		March 31, 2025		March 31, 2024
Current lease liability	**$**	**-**	$	47,758
Non-current lease liability		**-**		89,726
	$	**-**	$	137,484

During the year ended March 31, 2025, the Company moved its lease liabilities to liabilities held for sale (Note 19).

17. EQUIPMENT FINANCING

In November 2023, the Company entered into a finance agreement for various pieces of equipment which have been included in the lease liability. The first leases commenced in November 2023 with lease terms of 120 months. The Company used a discount rate of 10.68% in determining the present value of the leases.

Equipment financing as at March 31, 2023	$	-
Additions		6,127,170
Interest expense		114,185
Principal payments		(1,253,374)
Equipment financing as at March 31, 2024	**$**	**4,987,981**
Liabilities moved to liabilities held for sale (Note 19)		**(4,987,981)**
Equipment financing as at March 31, 2025	**$**	**-**

		March 31, 2025		March 31, 2024
Current equipment financing	**$**	**-**	$	849,426
Non-current equipment financing		**-**		4,138,555
	$	**-**	$	4,987,981

During the year ended March 31, 2025, the Company moved its equipment financing to liabilities held for sale (Note 19).

(Expressed in US dollars)

18. ENVIRONMENTAL REHABILITATION OBLIGATION

Environmental rehabilitation obligation as at March 31, 2023	$	-
Provision		586,870
Environmental rehabilitation obligation as at March 31, 2024	**$**	**586,870**
Liabilities moved to liabilities held for sale (Note 19)		**(586,870)**
Environmental rehabilitation obligation as at March 31, 2025	**$**	**-**

A provision has been recognized for expected current value of future decommissioning costs of the Kombat Mine, using a discount rate of 10% and an inflation rate of 4.5%. The Company expects to incur the rehabilitation costs between 2030 through 2035. During the year ended March 31, 2025, the Company moved its environmental rehabilitation obligation to liabilities held for sale (Note 19).

19. DISCONTINUED OPERATIONS

Safi Silver Corporation

On September 24, 2020, the Company acquired a 100% equity interest in Technomine, a Moroccan company, from Technomine's previous shareholders (the "Vendors"). Technomine owns a 100% interest in the Silver Hill Project ("Silver Hill") in Morocco. Below are the terms of the transaction:

1. Pay to the Vendors $369,467 (CAD$500,000) in cash (paid) and issue 6,000,000 common shares (issued) on closing of the Transaction (the "First Payment"). The common shares were valued at $554,200 (CAD$750,000) based on their trading price subsequent to the signing of the share purchase agreement.
2. On the one-year anniversary of the closing of the transaction, Trigon was to pay to the Vendors $295,574 (CAD$400,000) (outstanding) and issue such number of Trigon common shares equal to $184,734 (CAD$250,000) (based on their trading price at the time) (outstanding) (the "Second Payment").
3. Upon the completion of an independent National Instrument 43-101 compliant Mineral Resource estimate at Silver Hill showing at least 100,000 tonnes of contained copper and/or equivalent, Trigon shall issue such number of shares equal to $923,668 (CAD$1,250,000) (based on their trading price at the time) to the Vendors (outstanding).

The second acquisition fee payable is presented in the financial statements as the net present value of the future payments, discounted by 15%. As of March 31, 2025, the second acquisition fee payable has been accreted to $657,471.

The net present value of the second acquisition fee payable was originally calculated using an estimated completion date of March 31, 2025 for the completion of the technical report. In the year ended March 31, 2025, the Company reassessed the estimated completion date of the technical report, changing the estimated completion date to March 31, 2027. This change impacted the net present value calculation for the second acquisition fee payable. The effects of these changes on the net present value of the second acquisition fee payable is as follows below.

Second acquisition fee payable as at March 31, 2023	**$**	**698,159**
Accretion		**104,023**
Second acquisition fee payable as at March 31, 2024	**$**	**802,182**
Accretion adjustment		**(153,446)**
Effect of exchange differences		**8,735**
Second acquisition fee payable as at March 31, 2025	**$**	**657,471**

In addition, the Company paid $33,252 (CAD$45,000) cash and issued 300,000 common shares to Majilias Inc. for its role as an arm's length finder. The common shares were valued at $27,710 (CAD$37,500) based on their trading price subsequent to the signing of the share purchase agreement. The finder shall also be entitled to share consideration comprising the Second Payment, when paid by Trigon.

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

On February 14, 2024, the Trigon announced plans to spin out its wholly-owned subsidiary, Safi Silver Corp. (“Safi Silver”), which holds the Company’s Moroccan assets, namely the Silver Hill Project, pursuant to a plan of arrangement under section 192 of the *Canada Business Corporations Act* (the “Proposed Arrangement”). The Company has received an interim order from the Ontario Superior Court of Justice (Commercial List) in respect of the Proposed Arrangement and on April 9, 2024, Trigon shareholders approved the Proposed Arrangement.

Completion of the Proposed Arrangement is subject to a number of conditions, including: (a) closing of a Safi Silver financing; (b) conditional approval for listing of the Safi Silver shares on a recognized Canadian stock exchange; (c) the affirmative vote of two-thirds of Trigon shareholders in attendance of the Meeting (completed); and (d) approval of the TSX Venture Exchange.

At March 31, 2025, Safi Silver was classified as an asset held for distribution and discontinued operation. While the spin out has received shareholder approval, its completion was deferred while management focused on the sale of the Kombat mine. Management intends to complete the spin out as soon as practicable.

At March 31, 2025, all claims held by Safi Silver were in good standing.

The results for Safi Silver for the year ended March 31, 2025 and 2024 were as follows:

	Year ended March 31, 2025	2024
Expenses		
Exploration and evaluation expenditures	**341,129**	624,242
Professional fees	**41,191**	61,926
Depreciation	**3,514**	3,798
Accretion expense (reversal)	**(101,905)**	104,023
Other expense (income)	**291**	-
Net loss	**$ (284,220)**	$ (793,989)

Safi Silver’s exploration and evaluation expenses for the year ended March 31, 2025 and 2024 were as follows:

	Year ended March 31, 2025	2024
Assay and survey	**788**	$ 15,252
Field office and support	**14,414**	24,412
Consulting and labour	**322,624**	525,830
Professional fees	**-**	6,282
Travel	**898**	3,782
Other	**2,405**	48,684
	341,129	$ 624,242

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

The major classes of assets and liabilities of Safi Silver at March 31, 2025 and 2024 are as follows:

As at	March 31, 2025	March 31, 2024
ASSETS		
Cash	$ 1,034	$ 6,249
Amounts receivable	5,372	1,139
Prepaid expenses	2,924	2,799
Property and equipment	19,803	12,184
Total assets	$ 29,133	$ 22,371
LIABILITIES		
Accounts payable and accrued liabilities	$ 117,852	$ 29,098
Acquisition fees payable	1,118,308	1,291,112
Total liabilities	1,236,160	1,320,210

Sale of Kombat Mine

Trigon signed a definitive agreement for the sale of Trigon's interest in the Kombat Mine to Kamino Mineral Ltd., an affiliate of Horizon on May 27, 2025. The transaction was approved on July 4, 2025 by the shareholders at the annual general and special meeting. The Transaction is subject to the satisfaction of a number of other closing conditions, including the approval of the Namibian Competition Commission, the consent of Sprott, approval of the TSX Venture Exchange, as well as other customary conditions. There is no guarantee that this transaction will be completed as described, or at all.

Pre-Closing Reorganization

Prior to closing of the Transaction, Trigon will undertake an internal reorganisation in terms of which:

- Trigon will incorporate a new wholly owned Ontario subsidiary ("Trigon Ontario");
- Trigon will transfer to Trigon Ontario all of Trigon's rights and obligations under Trigon's stream agreement (the "Sprott stream") with Sprott Private Resource Streaming and Royalty (B) Corp. and Sprott Mining Inc. (collectively, "Sprott") including the release of Trigon from all security and guarantees under the Sprott stream;
- Trigon will transfer to Trigon Ontario a portion of the PNT Financeco Corp. ("PNT") Loan such that the net asset value of Trigon Ontario will be $1;
- PNT will transfer to Trigon, or a subsidiary of Trigon, 100% of its interest in Copperbelt Mineral Exploration (Pty) Ltd.

Purchase Consideration

Kamino will pay to Trigon a total purchase consideration of $24,000,000 in cash (the "Purchase Consideration") for the Transaction comprising:

- $1 for the shares in Trigon Ontario; and
- $23,999,999 for the shares in PNT and the PNT Loan, subject to a purchase price adjustment for outstanding liabilities owing to IXM S.A. and Sprott on closing (the "Purchase Price Adjustment").

The Purchase Consideration will be settled in eight equal instalments, with the first instalment payable on the later of closing of the Transaction, being the deal ratification and competition approvals in Namibia, and the date that is nine months after the date of approval of the Transaction by Trigon's shareholders. The seven remaining instalments will be payable every three months from the date of the first instalment.

19. DISCONTINUED OPERATIONS (continued)

In addition, the Purchaser will make an additional cash payment (the "Production Payment") to Trigon thirty days following the first date upon which the underground operations of the Project achieve ore production and processing of a daily minimum of 2,250 tpd on each day for a 90 consecutive day period. The Production Payment ranges between $3,500,000 and $13,000,000, dependent on copper price.

As further consideration, Trigon will be granted a royalty on the Project from Trigon Mining (Namibia) (Pty) Ltd, the registered owner of the Project, of 1.0% of copper net smelter returns on a per invoice basis, payable if the invoiced copper price on final invoicing is greater than $4.00 per pound (the "Royalty") for up to 20 quarters with 8 allowable deferrals. Such royalty is to paid exclusively from Horizon's equity ownership. Payments under the Royalty will commence once the Project achieves copper metal production of 1,000 tonnes for each of two consecutive calendar months.

Loans from Horizon to Trigon

On February 11, 2025, Trigon announced the revised terms of the loan agreement entered into with Horizon ("Loan Agreement"), in terms of which the loan amount was reduced to $4,000,000, with structured advances over five tranches ("Horizon Loan"). The Horizon Loan bears interest at 15% per annum, with interest only commencing after a six month grace period ("Grace Period") and is repayable in 18 equal amortised repayments commencing at the end of the Grace Period. The Horizon Loan is secured by a General Security Agreement over all the property, assets and undertakings of Trigon. A portion of the fourth tranche, and the full fifth tranche are still to be advanced by Horizon.

In terms of the Sale Agreement, the Horizon Loan will be classified between Project Loan Amounts (being amounts applied to costs and expenses in Namibia relating to the Project) and Non-Project Loan Amounts. All obligations to repay Project Loan Amounts, including interest thereon will be transferred to PNT prior to closing. An agreed sale of the project would see this portion of the debts of Trigon cleared. Any remaining Non-Project Loan Amounts will continue to bear interest at 15% per annum, remain secured by the General Security Agreement and be repayable by Trigon on the terms set out above. At this time Trigon anticipates the non-project loan amount at handover will be zero dollars.

As at March 31, 2025, $1,376,000 of the loan had been received, and $2,624,000 of the initial $4,000,000 facility was available to be drawn down.

In terms of the Loan Agreement, an additional loan amount of $2,000,000 (the "Additional Loan") was also made available to Trigon on the same terms as the Horizon Loan to provide flexibility for further financing. The Additional Loan is repayable as follows:

- If Trigon shareholder approval is achieved on or before June 30, 2025, the Additional Loan plus accrued interest is deducted from the eight instalment payment for the Transaction; or
- If Trigon shareholder approval is not achieved on or after June 30, 2025, the Additional Loan plus accrued interest is added to the outstanding Horizon Loan balance and the Horizon Loan repayment terms as set out above will apply.

On July 16, 2025, a further amendment between Trigon and Horizon was entered into for an additional $7,200,000 loan. The purpose of the new loan is to fund Namibian carrying costs including capital projects until transaction closing. The $7,200,000 loan has the same terms as the initial $4,000,000 loan. Since the amendment, the Company has drawn down an additional $500,000 from the facility.

As of July 29, 2025, the total loans available from Horizon total $13,200,000. The Company has drawn a total of $4,500,000 from the Horizon loans, leaving an additional $8,700,000 of the total loans available to draw down as of July 29, 2025.

In terms of the Sale Agreement, the Additional Loan will now be advanced to Trigon no later than thirty calendar days after the date of approval of the Transaction by Trigon shareholders. The Additional Loan will be subject to the terms and conditions of the Horizon Loan, and will be repaid by offsetting the loan amount, including accrued interest, against the eighth instalment payment for the Transaction.

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

Deal Protections

The Sale Agreement provides for customary deal protection provisions, including non-solicitation covenants on the part of Trigon and a right in favour of the Purchaser to match any unsolicited superior proposal. In the event that the Agreement is terminated in certain circumstances, Trigon has agreed to pay the Purchaser a termination fee equal to one times the principal outstanding under the Loan Agreement. In the event that Trigon shareholder approval has not been obtained by the date (the "Right to Match Expiry Date") that is the earlier of (i) the date that is two months from the date of the Meeting, and (ii) the date that is six months from the date of the Sale Agreement, the Purchaser will retain a right to match with respect to any acquisition proposal or superior proposal received by Trigon which shall expire within 30 days from the date the Purchaser receives the written notice from Trigon of such proposal. This right shall terminate on the date that is six (6) months from the Right to Match Expiry Date.

The results for Kombat Mine operation for the year ended March 31, 2025 and 2024 were as follows:

	Year ended March 31,	
	2025	2024
Revenue	**26,606,273**	9,587,207
Cost of sales	**22,730,432**	8,987,139
Cost of sales - depreciation	**4,175,718**	1,749,294
Cost of sales - impairment	**-**	3,483,275
Gross income (loss)	**(299,877)**	(4,632,501)
Expenses		
Exploration and evaluation expenditures	**2,217,743**	2,565,658
Professional fees	**118,878**	49,152
Accretion expense	**5,531,033**	9,605,504
Loss on asset disposal	**210,870**	27,343
Finance charges	**1,051,078**	157,430
Change in fair value of buyback option	**-**	1,233,797
Stream modification	**(8,668,107)**	(20,353,417)
Foreign exchange loss (gain)	**1,117,769**	(27,968)
Other expense	**137,009**	157,234
Net (loss) income	**$ (2,016,150)**	$ 1,952,766

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

Kombat Mine's exploration and evaluation expenses for the year ended March 31, 2025 and 2024 were as follows:

Drilling and assay	**$ 4,015**	$ 30,525
Field office and support	**935,674**	1,110,453
Consulting and labour	**1,192,074**	1,231,101
Licence and permit	**14,910**	135,416
Travel	**71,070**	58,163
	$ 2,217,743	$ 2,565,658

The major classes of assets and liabilities of Kombat Mine at March 31, 2025 were as follows:

As at	March 31, 2025
ASSETS	
Cash	**$ 64,963**
Amounts receivable	**720,211**
Prepaid expenses	**26,717**
Property and equipment	**33,702,515**
Total assets	**$ 34,514,406**
LIABILITIES	
Accounts payable and accrued liabilities	**$ 3,210,526**
Lease liability	**137,189**
Equipment financing	**7,946,628**
Deferred revenue	**1,590,967**
Environmental rehabilitation obligation	**666,358**
Deferred revenue on streaming arrangement	**21,544,000**
Total liabilities	**35,095,668**

Sprott Streaming Agreement

On October 24, 2022, the Company entered into a streaming agreement with Sprott Streaming and Sprott Mining (together "Sprott") for a silver and copper stream transaction. Under the terms of this agreement, the Company will sell 100% of its silver concentrate and 6.5% of its copper concentrate from its underground operations to Sprott. Once the Company hits the underground production target of 2,250 tonnes per day mined, the percentage of copper concentrate sold to Sprott will be reduced to 1.625%.

Pursuant to this agreement, the Company received advanced consideration of $37,500,000 from Sprott Streaming and Sprott Mining against future deliveries of copper and silver production from the Company's Kombat mine. The advanced consideration is accounted for as deferred revenue, with revenue recognized when the metals are delivered to the counterparty. The Company estimates the current portion of deferred revenue based on deliveries anticipated over the next twelve months based on the mine plan.

Deferred revenue consists of: 1) initial cash deposit received by the Company for future delivery of payable copper and silver, and 2) a significant financing component of the agreement resulting from the difference in the timing of the upfront consideration received and the promised goods delivered. As such, the Company recognizes interest expense at each reporting period and will accrete the deferred revenue balance to recognize the significant financing element that is part of the agreement. The interest rate of 23.68% is determined based on the rate implicit in the agreement at the date of inception.

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

As the Company delivers concentrate to Sprott, 90% of the sale value will be applied to reduce the advanced consideration outstanding and 10% will be payable in cash, until the entire advanced consideration has been repaid.

The Company has the option to reduce the payable copper and silver by up to 50% by making a single cash payment to Sprott equivalent to 1.5 times the percentage of the advanced consideration to be repurchased. The payment must be made prior to June 27, 2027, after which the buyback option expires. The Company determined that the buyback option constituted a separate financial asset to the Company. The buyback option was recorded at a fair value of $nil (2024 - $nil) on the consolidated statement of financial position as at March 31, 2025. The fair value of the buyback option was estimated using a Geometric Brownian motion model using the following assumptions: expected copper volatility of 8.17% (2024 - 12.44%) based on historical volatility of commodity copper, expected silver volatility of 16.24% (2024 - 16.95%) based on historical volatility of commodity silver, risk-free rate of 2.47% (2024 - 3.91%), copper price of $9,750 (2024 - $8,767) per tonne, silver price of $34.06 (2024 - $24.54) per ounce, and it was estimated that the step down date would not be met.

On the issuance date, the fair value of the derivative asset of the buyback option had an estimated fair value of $1,926,653, which was accounted for as a derivative asset at FVPL, with a corresponding increase in a contra derivative asset account. The fair value of the buyback option was estimated using a Geometric Brownian motion model using the following assumptions: expected copper volatility of 11.23% based on historical volatility of commodity copper, expected silver volatility of 17.98% based on historical volatility of commodity silver, risk-free rate of 3.82%, copper price of $7,689 per tonne, silver price of $19.22 per ounce, estimated step down date of April 30, 2024.

As the deferred revenue on streaming arrangements is considered variable consideration, an adjustment is made to the transaction price per unit each time there is a change in the underlying production profile of the mine. The change in the transaction price per unit results in a cumulative catch-up adjustment to deferred revenue in the period in which the change is made, reflecting the new production profile expected to be delivered under the streaming arrangement. A corresponding cumulative catch-up adjustment is made to accretion expense, reflecting the impact of the change in the deferred revenue balance. In March 2024, the Company completed its technical report for the Kombat Mine, which resulted in an update in the life of the Kombat Mine and reduction of the silver and copper reserves to be delivered. These changes resulted in a reduction of the stream liability as at March 31, 2024 and a decrease in finance expense (recovery of accretion expense) of $20,353,417 for the year ended March 31, 2024. Given the extended pause in operations from January 2025 due to flooding and the pending closing of the sale of the Kombat mine, the Company assessed that it will no longer settle the stream liability through delivery of non-financial items but will be done through a sale of the liability. As such, the liability has been re-measured at FVPL. These changes resulted in a reduction of the stream liability as at March 31, 2025 and a decrease in finance expense (recovery of accretion expense) of $8,686,107 for the year ended March 31, 2025.

Deferred revenue on streaming arrangement as at March 31, 2023	$	40,622,799
Deferred revenue recognized		(459,422)
Accretion		9,605,504
Recovery of finance costs on deferred revenue		(20,353,417)
Deferred revenue on streaming arrangement as at March 31, 2024		**29,415,464**
Deferred revenue recognized		**(4,671,237)**
Accretion		**5,467,880**
Change in fair value		**(8,668,107)**
Deferred revenue on streaming arrangement as at March 31, 2025	**$**	**21,544,000**

As of March 31, 2025, the Company had overdue cash amounts owed to Sprott in the amount of $2,335,257 in relation to the Sprott Streaming Agreement, this amount includes $144,905 in accrued interest on the overdue amounts. These amounts are included in the accrued liabilities in the financial statements. The Company is also in arrears to Sprott on obligations for periods subsequent to March 31, 2025 bringing the total arrears to approximately $2.8 million as of the date of these financial statements. The Company signed a waiver and consent agreement with Sprott that is effective until July 31, 2025.

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

Property and Equipment

Property and equipment are carried at cost less accumulated depreciation and impairment and consist of the following:

Cost	Office furniture, equipment and software	Vehicles	Buildings	Land	Machinery and equipment	Right of use assets	Environmental rehabilitation obligtation asset	Mine development and plant under construction	Total
Balance, March 31, 2023	$ 501,878	$ 216,852	$ 45,016	$ 134,861	$ 1,974,360	$ 1,824,954	$ -	$ 9,253,970	$ 13,951,891
Additions	59,617	250,188	64,471	-	6,305,470	-	586,870	18,930,353	26,196,969
Impairment	-	-	-	-	-	-	-	(3,483,275)	(3,483,275)
Disposals	-	(31,847)	-	-	(16,821)	-		-	(48,668)
Balance, March 31, 2024	$ 561,495	$ 435,193	$ 109,487	$ 134,861	$ 8,263,009	$ 1,824,954	$ 586,870	$ 24,701,048	$ 36,616,917
Additions	23,586	148,090	17,476	-	2,055,274	-	23,787	4,214,231	6,482,444
Impairment	-	-	-	-	(243,994)	-	-	-	(243,994)
Balance, March 31, 2025	$ 585,081	$ 583,283	$ 126,963	$ 134,861	$ 10,074,289	$ 1,824,954	$ 610,657	$ 28,915,279	$ 42,855,367
Accumulated depreciation, depletion and impairment									
Balance, March 31, 2023	$ (294,819)	$ (68,331)	$ (7,876)	$ -	$ (136,709)	$ (246,588)	$ -	$ -	$ (754,323)
Depreciation for the year	(136,404)	(79,530)	(2,251)	-	(295,717)	(269,255)	-	(1,258,328)	(2,041,485)
Disposals	-	9,866	-	-	11,459	-	-	-	21,325
Balance, March 31, 2024	$ (431,223)	$ (137,995)	$ (10,127)	$ -	$ (420,967)	$ (515,843)	$ -	$ (1,258,328)	$ (2,774,483)
Depreciation for the year	(119,040)	(114,307)	(1,125)	-	(843,782)	(257,812)	(99,247)	(4,970,686)	(6,405,999)
Impairment	-	2,848	-	-	24,782	-	-	-	27,630
Balance, March 31, 2025	$ (550,263)	$ (249,454)	$ (11,252)	$ -	$ (1,239,967)	$ (773,655)	$ (99,247)	$ (6,229,014)	$ (9,152,852)
Net book value									
As at March 31, 2024	**$ 130,272**	**$ 297,198**	**$ 99,360**	**$ 134,861**	**$ 7,842,042**	**$ 1,309,111**	**$ 586,870**	**$ 23,442,720**	**$ 33,842,434**
As at March 31, 2025	**$ 34,818**	**$ 333,829**	**$ 115,711**	**$ 134,861**	**$ 8,834,322**	**$ 1,051,299**	**$ 511,410**	**$ 22,686,265**	**$ 33,702,515**

In the year ended March 31, 2024, the Company recorded impairment charges of $3,483,275 on the Kavango, Kavango North and E400 open pits, as these pits were fully depleted. The Company continued to mine at its Ore Capping open pit thereafter.

Reconciliation of the carrying amounts as at March 31, 2025 and 2024 are as follows:

	March 31, 2025			March 31, 2024		
	Cost	**Accumulated Depreciation and Impairment**	**Net book value**	Cost	Accumulated Depreciation	Net book value
Office furnitures, equipment and software	**$ 585,081**	**$ 550,263**	**$ 34,818**	$ 561,495	$ 431,223	$ 130,272
Vehicles	**583,283**	**249,454**	**333,829**	435,193	137,995	297,198
Buildings	**126,963**	**11,252**	**115,711**	109,487	10,127	99,360
Land	**134,861**	**-**	**134,861**	134,861	-	134,861
Machinery and equipment	**10,318,283**	**1,483,961**	**8,834,322**	8,263,009	420,967	7,842,042
Right of use assets	**1,824,954**	**773,655**	**1,051,299**	1,824,954	515,843	1,309,111
Environmental rehabilitation obligation asset	**610,657**	**99,247**	**511,410**	586,870	-	586,870
Assets under construction	**28,915,279**	**6,229,014**	**22,686,265**	28,184,323	4,741,603	23,442,720
	$ 43,099,361	**$ 9,396,846**	**$ 33,702,515**	$ 40,100,192	$ 6,257,758	$ 33,842,434

Right of use assets consist of a land lease and leased machinery and equipment.

(Expressed in US dollars)

19. DISCONTINUED OPERATIONS (continued)

Epiroc Equipment Finance

On August 21, 2023, the Company announced that it agreed to purchase underground mining equipment from Epiroc South Africa (Pty) Ltd for $8,933,261. The purchase was completed pursuant to an equipment finance facility (the "Facility") for 85% of the purchase consideration ($7,593,272), with a 15% down payment ($1,339,989) paid upfront by Trigon. The Facility is secured solely by the equipment (the "Security") and an unsecured corporate guarantee. The Facility had a 0.75% arrangement fee, bears interest at a rate of 10.95% per annum and has a term of 60 months from the shipment date of each piece of equipment. Repayments are being made in 55 monthly installments, commencing 6 months after the delivery of each item. The amounts owed to Epiroc relating to this financing are recorded as an equipment financing liability. As at March 31, 2025, $8,933,261 of the equipment has been delivered under this financing agreement. This equipment is included in the right of use assets.

Equipment Financing

In November 2023, the Company entered into a finance agreement for various pieces of equipment which have been included in the lease liability. The first leases commenced in November 2023 with lease terms of 120 months. The Company used a discount rate of 10.68% in determining the present value of the leases.

Equipment financing as at March 31, 2023	$	-
Additions		6,127,170
Interest expense		114,185
Principal payments		(1,253,374)
Equipment financing as at March 31, 2024	**$**	**4,987,981**
Additions		**3,461,809**
Interest expense		**45,834**
Principal payments		**(548,996)**
Equipment financing as at March 31, 2025	**$**	**7,946,628**

Future undiscounted minimum lease payments for the lease agreements are as follows:

		March 31, 2025		March 31, 2024
Within one year	**$**	**3,306,910**	$	1,352,043
After one year but not more than five years		**5,626,008**		5,073,937
More than five years		**-**		-
	$	**8,932,918**	$	6,425,980

IXM Advance

Effective July 1, 2024, the Company entered into an agreement with IXM whereby IXM advanced $2.5 million in two tranches of $1.25 million with tranche one immediately drawn down and the second tranche being drawn down in August 2024. The advance is being repaid in principal installments of $208,334 per month commencing in October 2024 through September 2025 repayable in copper concentrate. Interest is being charged at the 30-day secured overnight financing rate average plus 2.5% and paid in cash.

(Expressed in US dollars)

20. INCOME TAXES

a) Provision for income taxes

Major items causing the Company's effective income tax rate to differ from the combined Canadian federal and provincial statutory rate of 26.5% (2024 - 26.5%) were as follows:

	2025 $	2024 $
Combined Canadian statutory income tax rate	26.50%	26.50%
(Loss) before income taxes	(5,422,370)	(2,268,512)
Expected income tax recovery based on statutory rate	(1,437,000)	(601,000)
Adjustment to expected income tax benefit:		
Stock based compensation	325,000	7,000
Financing costs incurred	(5,000)	(110,000)
Expenses not deductible for tax purposes	(5,373,000)	3,887,000
Other	10,777,000	473,000
Change in foreign exchange rates	(2,967,000)	(986,000)
Change in unrecorded deferred tax asset	(1,320,000)	(2,670,000)
Deferred income tax provision (recovery)	-	-

b) Deferred income tax

Deferred taxes are a result of temporary differences that arise due to the differences between the income tax values and the carrying amount of assets and liabilities.

	2025 $	2024 $
Recognized deferred tax assets and liabilities		
Property and equipment - Namibia	**(4,362,000)**	(1,694,000)
Non-capital loss carry-forwards - Namibia	**4,362,000**	1,694,000
	-	-

(Expressed in US dollars)

20. INCOME TAXES (continued)

b) Deferred income tax (continued)

Deferred income tax assets have not been recognized in respect of the following deductible temporary differences:

	2025	2024
	$	$
Share issuance costs - Canada	**385,000**	663,000
Exploration and evaluation expenditures - Canada	**223,000**	223,000
Non-capital loss carry-forwards - Canada	**10,465,000**	14,901,000
Non-capital loss carry-forwards - Barbados	**2,113,000**	-
Non-capital loss carry-forwards - Namibia	**27,159,000**	15,478,000
Property and equipment - Namibia	**-**	-
Non-capital loss carry-forwards - Morocco	**807,000**	1,008,000
	41,152,000	32,273,000

Deferred tax assets have not been recognized in respect of these temporary differences as it is not probable that future taxable profit will be available against which the Company can utilize the benefits.

c) Losses carried forward

As at March 31, 2025, the Company had estimated non-capital losses for Canadian income tax purposes of approximately $10,465,000 (2024 - $14,901,000) available to use against future taxable income. The non-capital losses expire between 2032 and 2045.

The Company's Barbados subsidiaries have non-capital losses of approximately $2,113,000 (2024 - $nil) available to use against future taxable income.

The Company's Moroccan subsidiaries have non-capital losses of approximately $807,000 (2024 - $1,008,000) available to use against future taxable income, expiring between 2026 and 2029.

In addition, the Company's Namibian subsidiaries have non-capital losses of approximately N$711,635,000 (2024 - N$514,670,000) available to use against future taxable income. These non-capital losses may be carried forward indefinitely.

(Expressed in US dollars)

20. INCOME TAXES (Continued)

c) Losses carried forward

Expiry	Canada	Namibia	Morocco	Total
2025	-	-	327,000	327,000
2026	-	-	147,000	147,000
2027	-	-	84,000	84,000
2028	-	-	495,000	495,000
2029	-	-	-	-
2030	-	-	-	-
2031	-	-	-	-
2032	1,442,000	-	-	1,442,000
2033	1,224,000	-	-	1,224,000
2034	721,000	-	-	721,000
2035	953,000	-	-	953,000
2036	805,000	-	-	805,000
2037	973,000	-	-	973,000
2038	1,324,000	-	-	1,324,000
2039	1,123,000	-	-	1,123,000
2040	1,118,000	-	-	1,118,000
2041	964,000	-	-	964,000
2042	1,281,000	-	-	1,281,000
2043	3,041,000	-	-	3,041,000
2044	(2,138,000)	-	-	(2,138,000)
2045	(2,239,000)	-	-	(2,239,000)
Indefinitely	-	38,792,000	-	38,792,000
	$ 10,592,000	$ 38,792,000	$ 1,053,000	$ 50,437,000