



**North Bay Resources Inc.**

A Delaware Corporation

135 W. Rudolph Rd.  
Bishop, CA. 93514

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(760) 582-2535

www.northbay-resources.com  
jared@northbay-resources.com  
SIC Code: 1000

**Annual Report**  
**For the Period Ending: March 31, 2025**  
(the “Reporting Period”)

**Outstanding Shares**

The number of shares outstanding of our Common Stock was:

7,870,071,005 shares as of March 31, 2025 *(Current Reporting Period Date or More Recent Date)*

7,578,291,536 shares as of December 31, 2024 *(Most Recent Completed Fiscal Year End)*

**Shell Status**

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company’s shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

**Change in Control**

Indicate by check mark whether a Change in Control<sup>4</sup> of the company has occurred during this reporting period:

Yes: ☐ No: ☒

**1) Name and address(es) of the issuer and its predecessors (if any)**

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

The Company was incorporated in the State of Delaware on June 18, 2004 under the name Ultimate Jukebox, Inc. On September 4, 2004, Ultimate Jukebox, Inc. merged with NetMusic Corporation, and subsequently changed the Company name to NetMusic Entertainment Corporation. On March 10, 2006, the Company ceased digital media distribution operations, began operations as a natural resources company, and changed the Company name to Enterayon, Inc. On January 15, 2008, the Company merged with and assumed the name of its wholly-owned subsidiary, North Bay Resources Inc. As a result of the merger, Enterayon, Inc. was effectively dissolved, leaving North Bay Resources Inc. as the remaining company.

Current State and Date of Incorporation or Registration:

Standing in this jurisdiction: (e.g. active, default, inactive):

The Company was incorporated in the State of Delaware on June 18, 2004 and is in good standing.

Prior Incorporation Information for the issuer and any predecessors during the past five years:

N/A

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

Address of the issuer's principal executive office:

135 W. Rudolph Rd., Bishop. CA. 93514

Address of the issuer's principal place of business:

☒ *Check if principal executive office and principal place of business are the same address:*

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

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<sup>4</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

No: ☒ Yes: ☐ If Yes, provide additional details below:

## 2) Security Information

### Transfer Agent

Name: Colonial Stock Transfer Company, Inc.  
Phone: 801-355-5740  
Email: [info@colonialstock.com](mailto:info@colonialstock.com)  
Address: 66 Exchange Place, Suite 100, Salt Lake City, UT 84111

### Publicly Quoted or Traded Securities:

*The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.*

Trading Symbol: NBRI  
Exact title and class of securities outstanding: Common  
CUSIP: 657488102  
Par or Stated Value: 0.00001  
Total shares authorized: 20,000,000,000 as of: 3/31/2025  
Total shares outstanding: 7,870,071,005 as of: 3/31/2025  
Number of shares in the Public Float<sup>1</sup>: 5,104,191,092 as of: 3/31/2025  
Total number of shareholders of record: 2,910 as of: 3/31/2025

*Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.*

N/A

### Other classes of authorized or outstanding equity securities that do not have a trading symbol:

*The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.*

Exact title and class of securities outstanding: Series A Preferred  
CUSIP: None  
Par or Stated Value: 0.001  
Total shares authorized: 8,000,000 as of: 3/31/2025  
Total shares outstanding: 4,000,000 as of: 3/31/2025  
Total number of shareholders of record  
(if applicable): 1 as of 3/31/2025

<sup>1</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Exact title and class of securities outstanding: Series I Preferred  
CUSIP: None  
Par or Stated Value: 0.001  
Total shares authorized: 100 as of: 3/31/2025  
Total shares outstanding: 100 as of: 3/31/2025  
Total number of shareholders of record  
(if applicable): 1 as of 3/31/2025

*Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.*

N/A

### **Security Description:**

*The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:*

#### **1. For common equity, describe any dividend, voting and preemption rights.**

Each outstanding share of common stock is entitled to one vote on corporate matters requiring a vote. Certain corporate matters, such as normal business operations are conducted by the officers of the corporation acting under direction of the board of directors. The Company has never paid a dividend on its Common Stock. Dividends, if any, will be declared at the discretion of the Board of Directors. There are no other material rights of common shareholders.

#### **2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

Series A: Each outstanding share of the Series A Preferred Stock has 10 votes per share, and may be converted to shares of common at a ratio of 5 to 1.

Series I: Each outstanding share of the Series I Preferred Stock represents its proportionate share of eighty per cent (80%) of all votes entitled to be voted and which is allocated to the outstanding shares of Series I Preferred Stock. These shares are not convertible into common stock or any commodities.

#### **3. Describe any other material rights of common or preferred stockholders.**

None

#### **4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

None

### **3) Issuance History**

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period.***

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

**A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.**

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☐ Yes: x (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date <u>12/31/2023</u> Common: <u>4,968,125,286</u> Preferred: <u>Unchanged</u>			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to.  ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) -OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>4/18/2024</u>	<u>New Issuance</u>	<u>1,250,000,000</u>	<u>Common</u>	<u>\$250,000</u>	<u>No</u>	<u>Copper Island Mines, Ltd., Jared Lazerson, CEO</u>	<u>Property Acquisition</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>4/30/2024</u>	<u>New Issuance</u>	<u>760,000,000</u>	<u>Common</u>	<u>\$152,000</u>	<u>No</u>	<u>CMC Metals, Inc./Kevin Brewer., CEO</u>	<u>Property Acquisition</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>7/25/2024</u>	<u>New Issuance</u>	<u>360,000,000</u>	<u>Common</u>	<u>\$144,000</u>	<u>No</u>	<u>CMC Metals, Inc./Kevin Brewer</u>	<u>Property Acquisition</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>8/1/2024</u>	<u>New Issuance</u>	<u>73,500,000</u>	<u>Common</u>	<u>\$29,400</u>	<u>No</u>	<u>ProActive Investor, LLC/Ian McLelland</u>	<u>Debt Settlement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>9/8/2024</u>	<u>New Issuance</u>	<u>166,666,250</u>	<u>Common</u>	<u>\$133,333</u>	<u>No</u>	<u>NexGenAI Holding, Inc./Michael Woloshin</u>	<u>Debt Settlement</u>	<u>Restricted</u>	<u>Rule 144</u>
<u>10/23/2024</u>	<u>New Issuance</u>	<u>166,666,250</u>	<u>Common</u>	<u>\$62,663</u>	<u>Yes</u>	<u>Caesar Capital Group, LLC/Michael Woloshin</u>	<u>Convertible Note</u>	<u>Unrestricted</u>	<u>Rule 144</u>
<u>1/24/2025</u>	<u>New Issuance</u>	<u>155,555,556</u>	<u>Common</u>	<u>\$140,000</u>	<u>No</u>	<u>CMC Metals, Inc./Kevin Brewer., CEO</u>	<u>Property Acquisition</u>	<u>Restricted</u>	<u>Rule 144</u>

**B. Promissory and Convertible Notes**

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: ☒ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares) and # of shares on conversion on September 30, 2024	Name of Noteholder.  *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
<u>12/29/2011</u>	<u>\$1,100,000</u>	<u>\$1,275,000</u>	<u>non-interest bearing</u>	<u>9/18/2024</u>	<u>Fixed price of \$0.0005 per Common Share (see note 1)</u>	Tangiers Investors LP/ Michael Sobeck	<u>Loan</u>
<u>2/3/2014</u>	<u>\$72,500</u>	<u>\$138,500</u>	<u>\$21,949</u>	<u>11/3/2014</u>	<u>70% of the average of the 2 lowest VWAPs of the Company's common stock during the 25 consecutive trading days prior to the date of conversion</u>	LG Capital Funding LLC/ Joseph Lerman	<u>Loan</u>
<u>7/14/2014</u>	<u>\$84,059</u>	<u>\$250,000</u>	<u>\$83,669</u>	<u>7/14/2015</u>	<u>58% of the avg of the 3 lowest VWAPs of the Company's common stock during the 20 trading days prior to conversion</u>	JSJ Investments Inc./ Sameer Hirji	<u>Loan</u>
<u>4/3/2023</u>	<u>\$98,233</u>	<u>\$87,233</u>	<u>\$2,078</u>	<u>4/3/2024</u>	<u>Fixed price of \$0.0002 per Common Share</u>	Robert Papiri Defined Benefit Plan./ Robert Papiri	<u>Loan</u>
<u>4/1/2024</u>	<u>\$18,898</u>	<u>\$18,000</u>	<u>\$898</u>	<u>4/1/2025</u>	<u>75% of the lowest price of the Company's common stock in the 25 consecutive trading days prior to the date of conversion (not prior to 4/1/2025)</u>	Colonial Stock Transfer Company, Inc. / Dan Carter	<u>Loan</u>
<u>8/7/2024</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>\$0</u>	<u>8.7.2025</u>	<u>Fixed Price of \$0.0002 per Common Share (not prior to 8/7/2025)</u>	Robert Papiri Defined Contribution Plan / Robert Papiri	<u>Loan</u>
<u>9/25/2024</u>	<u>\$65,800</u>	<u>\$90,800</u>	<u>\$0</u>	<u>9/25/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 9/25/2025)</u>	Robert Papiri Defined Contribution Plan/ Robert Papiri	<u>Loan</u>
<u>9/25/2024</u>	<u>\$50,000</u>	<u>\$50,000</u>	<u>\$0</u>	<u>9/25/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 9/25/2025)</u>	Tangiers Investors LP/ Michael Sobeck	<u>Loan</u>
<u>9/25/2024</u>	<u>\$20,000</u>	<u>\$20,000</u>	<u>\$0</u>	<u>9/25/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 9/25/2025)</u>	Mumena and Hotha Mushingge	<u>Loan</u>
<u>11/1/2024</u>	<u>\$25,000</u>	<u>\$25,000</u>	<u>\$0</u>	<u>11/1/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/1/2025)</u>	James Keller	<u>Loan</u>
<u>11/1/2024</u>	<u>\$20,000</u>	<u>\$20,000</u>	<u>\$0</u>	<u>11/1/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/1/2025)</u>	Alan Snyder	<u>Loan</u>

<u>11/1/2024</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>\$0</u>	<u>11/1/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/1/2025)</u>	Alfred McGowan	<u>Loan</u>
<u>11/1/2024</u>	<u>\$10,000</u>	<u>\$10,000</u>	<u>\$0</u>	<u>11/1/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/1/2025)</u>	Lynn Hutchinson	<u>Loan</u>
<u>11/18/2024</u>	<u>\$15,000</u>	<u>\$15,000</u>	<u>\$0</u>	<u>11/18/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/16/2025)</u>	Thomas Lavinder	<u>Loan</u>
<u>12/15/2024</u>	<u>\$5,000</u>	<u>\$5,000</u>	<u>\$0</u>	<u>12/15/2025</u>	<u>Fixed Price of \$0.0005 per Common Share (not prior to 11/1/2025)</u>	Judith Keller	<u>Loan</u>

\*\*\*Control persons for any entities in the table above must be disclosed in the table or in a footnote here.

Use the space below to provide any additional details, including footnotes to the table above:

Note 1: The Company entered into an Amended Convertible Note Agreement with Tangiers Capital dated September 19, 2024 whereby \$1,322,093.09, comprised of due and unpaid principal of \$640,948.53 and \$681,144.56 of unpaid interest has been reduced to \$1,100,000 and is no longer interest bearing. Any unpaid portion may be converted into free trading shares at the discretion of the Holder in equal tranches of up to \$275,000 3, 6, 9, and 12 months from the effective date. At March 31, 2025, two tranches may be converted totaling 1,100,000,000 shares. In addition, any shares received through conversion are subject to a leak-out provision of 25% per fiscal quarter of shares issued, for a period of a year from the effective date. The previous conversion terms were 70% of the lowest 25 day VWAP.

The convertible note shares available for conversion, on a fully converted basis of principle and interest owing, utilizing the above terms as of a closing share price at March 31, 2025 of \$0.0007 was 1,834,978,629.

It should be noted that if any convertible note holder converts sufficient shares resulting in gross beneficial share ownership of 10% or greater they are deemed an affiliate of the Company and come under significant resale restrictions associated with management and control persons or entities.

A promissory note originally dated April 1, 2024 bearing 10% interest was increased to \$361,951 in the period ending March 31, 2025. The note is payable on demand.

A debt payable to the Company's CEO of \$150,800 was converted into a short term loan bearing 10% interest in the period ending March 31, 2025. The note is payable on demand.

#### 4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on [www.OTCMarkets.com](http://www.OTCMarkets.com).

The Company was incorporated in the State of Delaware on June 18, 2004 under the name Ultimate Jukebox, Inc. On September 4, 2004, Ultimate Jukebox, Inc. merged with NetMusic Corporation, and subsequently changed the Company name to NetMusic Entertainment Corporation. On March 10, 2006, the Company ceased digital media distribution operations, began operations as a natural resources company, and changed the Company name to Enterayon, Inc. On January 15, 2008, the Company merged with and assumed the name of its wholly-owned subsidiary, North Bay Resources Inc. As a result of the merger, Enterayon, Inc. was effectively dissolved, leaving North Bay Resources Inc. as the remaining company.

Our SIC Code is 1000, and our fiscal year end date is December 31.

North Bay aims to return value to shareholders through a staged acquisition, exploration and monetization strategy, targeting mineral assets and the utilization of milling and processing facilities. The Company is engaged in the development of gold, copper, platinum, silver and magnesium projects and, subsequent to the period has acquired processing facilities for gold and other valuable metals. Currently, the Company is engaged in aggressive acquisition of projects in the western US and Canada and targets projects that can be

leveraged utilizing management's experience in mineral exploration, operations, and financing in order to provide a high return on equity to the Company. Mineral exploration combined with small to mid-scale commercial production, offers the potential of sizable returns to the Company by utilizing a staged acquisition, exploration and development model.

The Company's business plan is based on the following components:

1. Targeting and acquiring mining properties, through purchase, option, or joint venture in the western US and Canada with either historical gold, silver, or copper assays and a significant exploration potential of 100,000 ounces of gold equivalent or a history of production.
2. Targeting and acquiring existing milling and processing facilities requiring upgrading or operation by experienced management or requiring feedstock for the milling operations.
3. The initial acquisition agreement usually comprises a small non-refundable cash payment in advance and a significant number of shares and/or work commitment from North Bay. Cash and shares usually increase in staged payments on the anniversary date of the agreement. This gives the Company the opportunity to abandon the project if the results are not consistent with historical work but primarily allows the value of the investment in cash, shares and work to greatly exceed the dollar value of the investment. Eventually, leaving the Company with 100% interest in high asset value projects, leaving a small royalty to the vendor. This staged leveraging of equity is the cornerstone to the Company's business model.
4. In joint venture agreements, the Company commits to specific exploration, development, or operational timelines and expenditures to earn a percentage of the project and makes no or minimal share or cash payments directly to the partner. Generally, joint venture agreements require an earn in to reach a 50/50 basis after which both parties must contribute on a *pro rata* basis.

## 5) Issuer's Facilities

*The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.*

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The Company entered into a share purchase agreement dated April 1, 2024 to acquire 55.5% of the Bishop Gold Mill, located six miles north of Bishop, Inyo County, California. The mill has a flotation circuit designed to process up to 96 tons per day. The Company proposes to operate the Bishop Gold Mill in the near to medium term. The mill is currently permitted for operation subject to various conditions and minor infrastructure completions.

The Company has entered into an agreement with the note holder, CMC Metals Ltd. (TSXV: CMC) ("CMC"), and the current owner 1436132 BC Ltd., a private Canadian company, to acquire 55.5% of 0877887 BC Ltd. ("087"), whose primary asset is the Bishop Gold Mill. Within this transaction, North Bay acquires 55.5% of 087 by assuming the amended cash payment and common share transfers to CMC and as amended from time to time.

Gold Mill Details:

- 96-ton per day flotation mill. Processing capacity for ores.
- Tailings Facility: Class A lined tailings facility. Approval of water license.
  - Regulatory Approvals:
- The plan of operation was approved by the US Bureau of Land Management.
- Completion of the California Environmental Quality Act (CEQA) assessment.



#### On-Site Facilities:

- Power. Mechanical building.
- Fully equipped assay lab. Office trailer.
- Site well and monitoring wells.
- Location

#### Location and Context:

- The Bishop Mill Project is situated in Inyo County, Owens Valley, northeast of Bishop, California

#### Project Area Location:

- The Bishop Mill site (Project area) is approximately 1 mile west of State Route (SR) 6 on Rudolph Road.
- It is situated around 9 miles northeast of the town of Bishop, California.

#### Access Roads:

- Rudolph Road, an existing improved dirt road, extends westerly from SR 6 for about 1 mile.
- The road leads to the power line and mill-site access road.
- The mill-site access road travels approximately half a mile southerly to the Project area entrance.

#### Land Ownership and Administration:

- The site falls within public lands managed by the U.S. Department of the Interior, Bureau of Land Management, Bishop Field Office (BLM).
- It is specifically located within the SW quarter of section 4, Township 6 South, Range 33 East, Mount Diablo Baseline, and Meridian.

#### Mill-Site Claims:

- The Project area is covered by three mill-site claims controlled by the Project Applicant.
- The total area of the mill site claims is 161.33 acres.

#### Active Project Area:

- The current active Project area encompasses 9.1 acres of the total mill site claims area.

## Operating Plan

### Ore Handling:

- Ore off-loaded at the existing concrete ore patio or temporary ore stockpile area northwest of the patio.
- The front-end loader loads raw ore into the feed bin (25-ton capacity).
- Gravity-fed to the mill at approx. 4 tons per hour or 96 tons per 24-hour shift.

### Crushing and Milling:

- Ore crushed and milled to approx. minus 10 mesh.
- Jigging Concentration:
- Coarse concentrates are dried and bagged for off-site refining.
- The jigging process generates tailings mixed with water and reagent

### Chemicals:

- Xanthate 350 (general collector).
- Aero 208 (free gold collector).
- Aero 31 (sulfide collector).
- Soda ash was added to maintain a near-neutral pH.
- The resulting chemically charged ore slurry is 30% solids.
- Flotation Process:
- Ore slurry transferred to flotation cells.
- Aero Froth, a flotation agent, was added for metallic particle recovery.
- Agitated air-infused froth is created, bringing metallic particles to the cell surface.
- Frothed metallic particles were collected by each cell and transported to the conditioner tank.

### Flotation Process:

- The concentrate containing reagents and precious metals was piped to the conditioner tank.
- Dewatered to recycle additive chemicals into the processing system.
- Further dewatered at Leaf/Disk filter.
  - Concentrate Preparation for Shipping:
- Concentrate filter material dried to around 10% moisture content.
- Loaded in drums or flexible intermediate bulk container sacks.
- Shipped off-site to the refinery

## Waste Management Unit

### Tailings Processing:

- Tailings from flotation cells are directed to the Launderer tray.
- Surfactant (Shaklee's Basic H) was added to the tray.
- Basic H breaks down the remaining flotation reagents.
- Heavy metal particles sink, preparing ore slurry for the Diester gravity recovery shaker table.

#### Gravity Recovery:

- Diester shaker table recovers larger or heavier metallic particles not captured in the flotation process.

#### Concentrate Handling:

- Shaker table concentrates are sent to the concentrate thickener tank.
- Concentrates are dewatered, filtered, and processed through a concentrate dryer.
- Dried concentrate shipped off-site for refining.

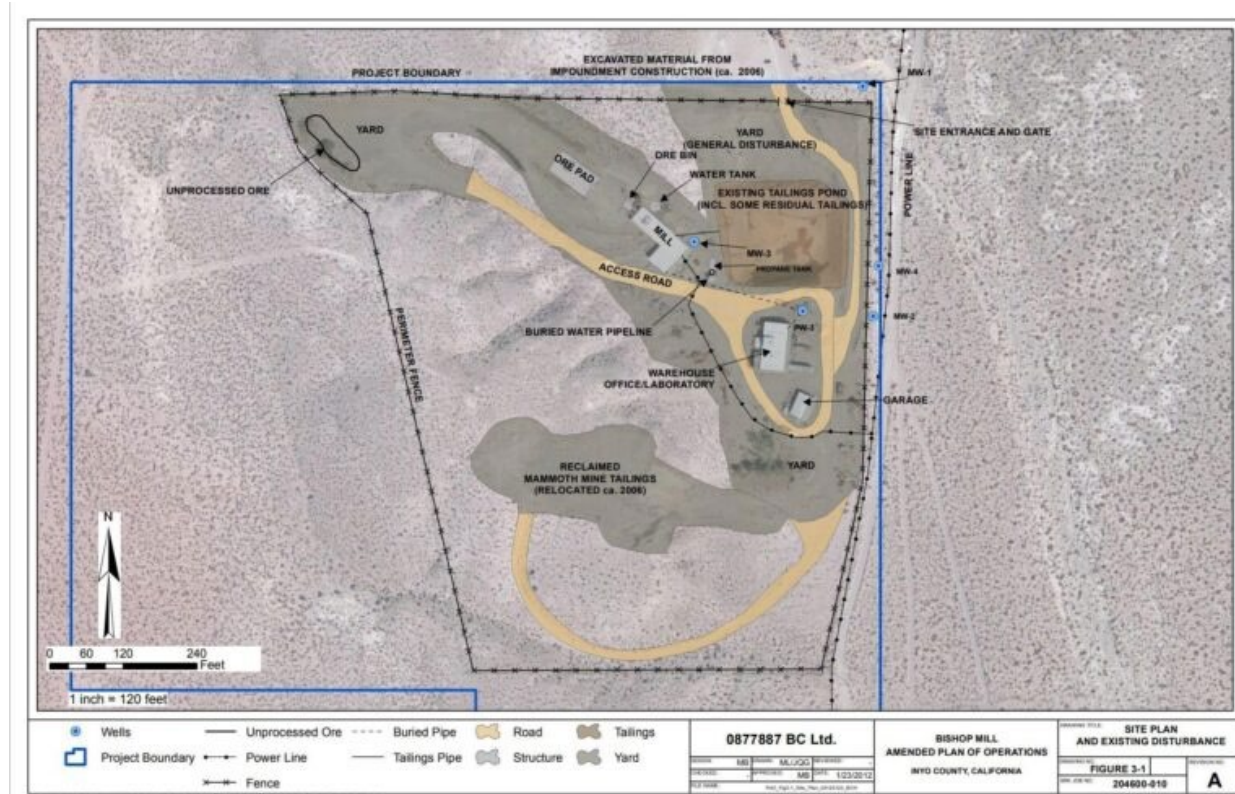
#### Tailings Disposal:

- Rejects from the Deister table are tailings.
- Tailings piped to the Waste Management Unit (WMU) for disposal.
- Water Management:
- Tailings piped to tailings impoundment for settling.
- Water was re-circulated to the mill for reuse.

OTC Markets Group Inc.  
Disclosure Guidelines for the Pink Market (v5 December 18, 2023)



## Site Plan



## Equipment

### Primary Ore Processing:

- Primary Ore Bin: 8'x12' x 15' steel hopper with steel grizzly and I-beam support (24 tons).
- Fine Ore Feeder: 24-inch x 5-foot with 5 HP electric volume control.
- Primary Jaw Crusher: 14" x 24" with 20 HP electric motor.
- Ore Transportation and Handling:
- Bucket Elevator: 6"x10" x 18' with 2 HP electric motor.
- Crushed Ore Bin: 8' diameter, 15" tall, cone bottom, 1/4" steel with I-beam legs
- Crushed Ore Feeder: Volume control, 2 HP, 15' long, 18-inch rubber belt.

### Milling and Grinding:

- 5' x 6' Denver Ball Mill: 50 HP electric motor, start panel, drum, mixed-size ball charge.
- Rake Classifier: 4' x 15' with 5 HP electric motor.

#### Flotation Process:

- Steel Tank: 5' x 6', ¼" steel, 2 HP agitator, steel prop, 3 HP.
- 4 Clarkson Reagent Feeders with Storage Side Tanks.
- 4 Denver #18 Sub A Flotation Cells with launders.
- 6 Denver #18 Sub A Flotation Cells.

#### Gravity Separation:

- Knudson Bowl Centrifuge 2 HP
- Wilfrey #12 Gravity Table: 2 HP gear head eccentric drive, 2 HR.
- Pumps and Filtration:
  - Denver 1" Vertical Disc Pump: 1 HP electric.
  - 3-Foot Disc Concentrate Filter De-water.

#### Heating and Furnace:

- Propane Furnace: #300 carbide crucibles.

#### Facility Structures:

Mill Building: Warehouse/shop, steel beam frame, 40'x60', sheet metal siding (no insulation).

#### Assay Office Structure:

- Assay Office: 30'x40', steel beam with sheet metal siding (no insulation).
- Assay Equipment:
  - 2"x4" Inch Jaw Crusher: 1 HP electric with sample tray.
  - Disc Grinder: 1 HP electric with sample tray.
  - Sample Scale with Test Weights.
  - Electric 12 Crucible Assay Furnace.
  - Steel Anvil (Lead Button) with Hammer.
  - Button Digest Crucibles Box (24).
  - Gold Balance with Test Weights and Pans.
  - Electric Vacuum Fan with Vent Hood/Discharge.
  - 4ft x 6ft Double Deck Screen with 2 decks, feed apron, discharge apron.
  - 4 Replacement Screens (80-150-200-250 mesh).
  - 3' diameter x 12-inch Discharge Fan: 2 HP electric.

#### Additional Facilities:

- Chemical Shed: 15'x15', sheet metal and wood construction.
- Electrical CDWP Transformer.
- Outside Safety Fence: Chain link, steel posts (3000 feet).

#### Metals and Minerals Projects

In addition to a number of smaller projects, the Company owns or has the right to acquire an interest in the mineral tenures covering the following significant mining projects in California and British Columbia:

### Fran Gold

North Bay Resources entered into a 50/50 joint venture (the “Joint Venture”) earn in agreement with MGX Minerals, Inc. (the “JV Partner”), regarding the Fran Gold Project (the “Property” or “Fran”), British Columbia. The Property is 34,360 acres and is located 20 miles from Centerra Gold’s 60,000 tonne per day Mt. Milligan Copper, Gold Mine (299Mt @ 0.22% Cu, .45 g/t Au). To date there has been in excess of 50,000 feet of diamond drilling in 104 holes at Fran, primarily at the Bullion Alley Zone. A gold deposit, 3700 feet in length, with width of up to 120 feet, and depth of over 700 feet has been delineated. The deposit contains 3 to 4 well defined parallel gold veins grading up to 2.6 troy ounces of gold per ton as well as wide sections of low and mid-grade gold in veins and disseminated in veinlets throughout the deposit. Surface trenching has identified a near surface sub-zone where the gold bearing veins swell and are accessible from surface. In addition, samples have assayed up to 1.68% copper and 5.1 troy ounces per ton silver. There is property wide potential for additional discoveries of gold and copper with numerous showings outside of the Bullion Alley Zone.

### Exploration & Development

Historical exploration and development planning at Fran focused on delineation of mid-high grade veins with an eye to underground mining of these veins. Very limited focus was placed on bulk tonnage and disseminated gold, although discussed in reports from 2006, no follow-up appears to have occurred. North Bay’s recent ongoing focus has been the development of mid-high grade surface material as feedstock for its Bishop Gold Mill. This in turn has led to a re-evaluation of the project potential resulting in what is currently a dual focus with high grade surface material going to the Company’s mill and further evaluation of the larger potential of the mass tonnage gold deposit. Data indicates substantial expansion potential at depth beyond 300m (984 feet) and extensions of the disseminated gold zones to the East and North-East where copper grades begin to rise. Drilling was stopped in these directions due to the loss of the mid-high grade veins that were the focus of historical exploration and these areas remain largely unexplored.

The preliminary resource estimate was completed by the Company using Leapfrog Geo + Edge 3D modelling software and diamond drilling data from 2001, 2005, 2006, 2012, and 2018 totaling 18,000 meters (55,000 feet) in 104 holes utilizing block model, with no cut-off:

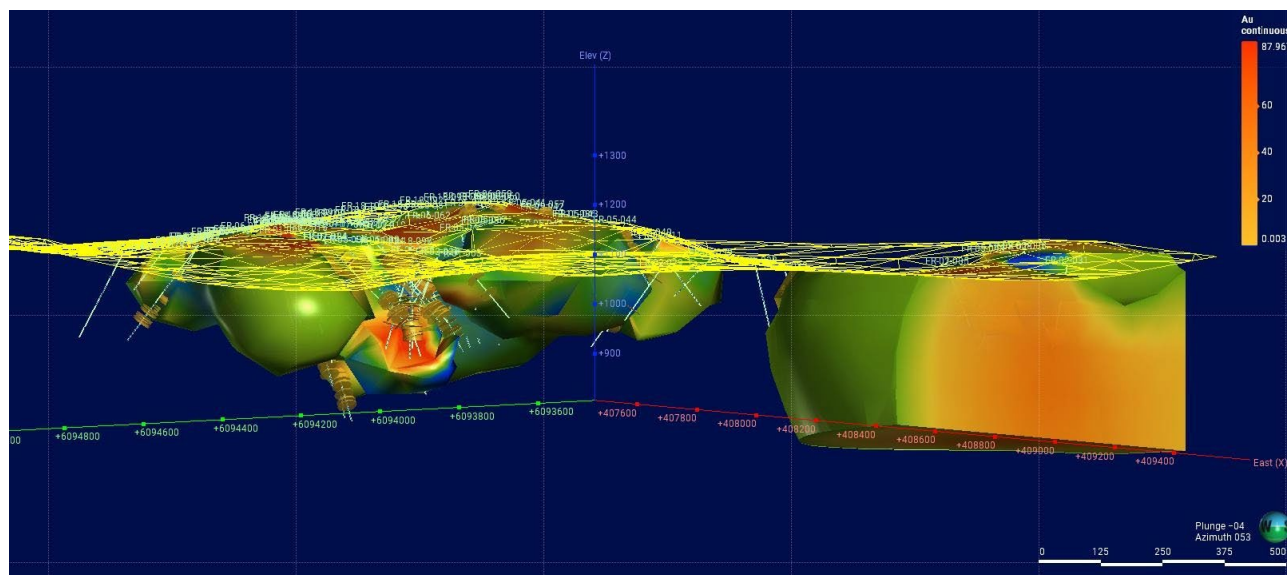


Diagram 1. Fran Gold Block Model (Smooth)

Bullion Alley - Main Zone

Mass (tonnes)	Average (g/t)	Total (grams)	Total (tr. ounces)
20,035,146	0.50	10,051,730	323,170

Bullion Alley - Main Zone + East Extension

Mass (tonnes)	Average (g/t)	Total (grams)	Total (tr. ounces)
43,797,234	0.34	14,743,070	474,001

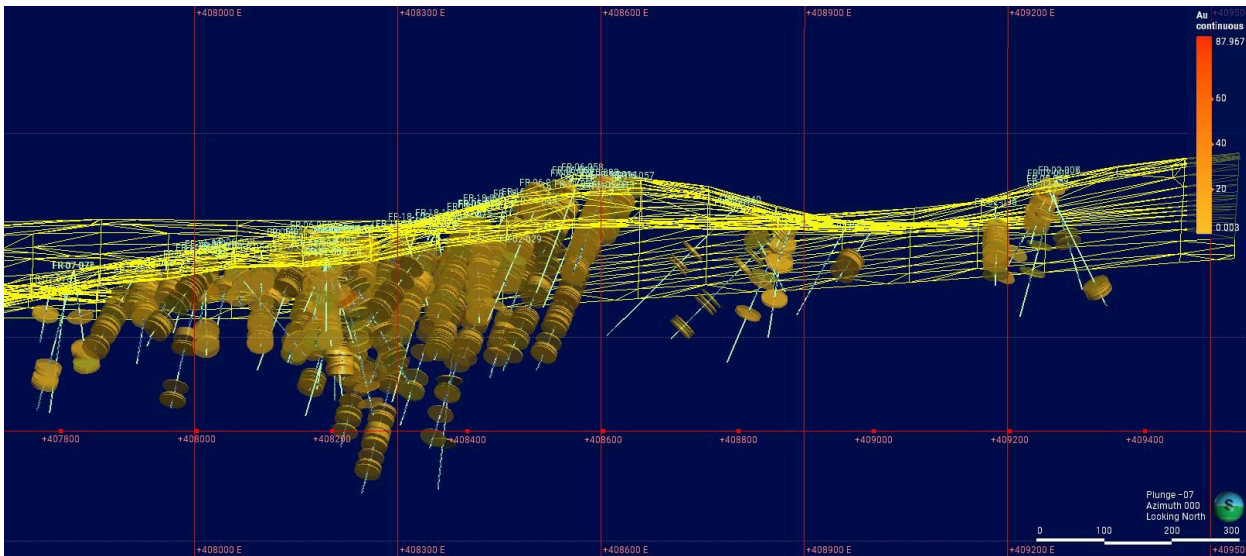


Diagram 2. Fran Gold Au >0.1 g/t cutoff

Recent data compilation has resulted in identification of the following significant drill intercepts.

Hole ID	From (m)	To (m)	Width (m)	Grade g/t
2001-01	46.0	234.0	188.0	0.1
incl.	102.8	127.1	24.3	0.5
incl.	220.0	234.0	14.0	0.6
2001-02	39.0	214.5	175.5	0.3
incl.	44.0	91.0	47.0	0.7
incl.	179.0	214.5	35.5	0.6
2001-04	66.0	180.0	114.0	0.1
incl.	75.0	95.5	20.5	0.3



2001-05	76.6	129.2	52.6	0.4
2001-06	19.8	74.0	54.2	0.3
2001-12	52.8	154.0	101.3	0.3
2002-26	40.7	82.0	41.3	1.2
2002-27	44.7	172.0	127.4	0.5
2002-31	167.1	185.3	18.3	0.5
2002-33	39.2	186.0	146.8	0.1
incl.	53.7	80.6	26.9	0.3
2002-34	16.7	195.5	178.9	0.2
incl.	154.5	195.5	41.0	0.7
2002-36	88.0	235.1	147.1	0.4
2002-37	118.0	229.6	111.6	0.1
incl.	118.0	133.8	15.9	0.5
2006-43	153.0	193.2	40.2	0.7
2006-47	35.1	81.6	46.5	1.3
2006-49	104.1	119.3	15.1	2.7
2006-50A	44.3	118.1	73.8	0.7
2006-51	66.1	85.4	19.3	0.7
2006-53	79.8	92.9	13.1	1.6
2006-55	27.9	100.5	72.5	1.8
2006-56	90.5	116.5	26.1	1.2
2006-58	61.4	157.4	96.0	0.3
2006-59	21.8	74.1	52.3	0.6
2006-60	90.5	131.5	41.0	0.7
2006-61	9.1	58.8	49.6	0.6
2006-62	79.9	150.3	70.5	0.5
2007-66	72.5	102.0	29.5	0.3
2007-68	127.1	147.1	20.0	0.8
2007-69	171.3	197.8	26.6	0.5
2007-70	131.1	246.0	114.9	0.7

2007-71	32.9	116.9	84.0	0.9
2007-72	78.9	106.9	28.0	0.3
2007-73	180.6	194.2	13.6	0.4
2007-74	111.9	269.8	157.9	0.6
incl.	111.9	188.0	76.1	1.1
2007-75	49.0	124.5	75.5	0.8
2007-76	133.2	169.8	36.6	0.9
2018-91	249.4	296.0	46.6	0.4
2018-94	222.0	339.2	117.2	0.6
2018-95	202.7	309.0	106.3	1.0
2018-96	134.7	284.0	149.3	0.9
2018-103	105.7	178.6	72.9	1.4

*\*Non-weighted interval length has been used to determine avg. grade*

The exploration potential is 1M-2M ounce range as the deposit remains open at depth, representing a significant source of additional ounces. As well, strong potential exists to the East both as infill between the Main and East Zone and beyond the known deposit, in these areas copper grades rise and the gold is highly disseminated. The deposit extends to the South (width) parallel to the Main Zone.

December 2024 the Company completed metallurgical studies showing recovery, totaling 97%, from combined 67% by gravity and 30% by flotation. Head grade, reported at 0.9 ounces per ton gold, was upgraded by gravity to 8.54 ounces per ton gold with follow-on flotation of 2.69 ounces per ton gold producing a total concentrate of 11.23 ounces per ton, representing a 12x concentration.

Multi-element analyses were conducted at Woods Process Services using a CEM Mars 6 microwave digestion system and an Agilent ICP-OES 5800. The samples were digested using a three-acid method in the microwave digestion system, which applies precise microwave energy to rapidly and evenly heat the acid mixture, ensuring complete dissolution of the sample matrix. The resulting solution was analyzed using the Agilent ICP-OES 5800, which works by introducing the solution into a high-temperature plasma. The plasma excites the atoms and ions of the elements, causing them to emit light at characteristic wavelengths. These emissions are measured by an optical emission spectrometer, enabling accurate quantification of barium, calcium, cadmium, cobalt, chromium, copper, iron, potassium, lithium, magnesium, manganese, sodium, nickel, lead, strontium, and zinc.

The grind study was conducted on 1,000 gram portions to determine the time required to mill the material to a target grind size of 90% passing 106 um. Two portions of the material were then milled for the designated time and utilized for gravity and flotation testing.

Gravity separation was performed on the two milled samples using the Knelson concentrator. The heavy material, known as concentrates or cons, is collected in the cone using centrifugal force and the gangue material, (tails), is washed away with water sprays. The cons and the tails are dried and prepped for fire assay. The cons are fired to extinction and a split of the tails are sent for single fire assay. The tails sample was also analyzed on the ICP-OES for multi-element scan and on the LECO for sulfur speciation.

Two flotation tests were conducted on the gravity tails. The milled and gravity scalped material was conditioned for 5 minutes with PAX and Aero 3477 for 5 minutes. MIBC was then added as a frother and the concentrate was collected for 5 minutes. Another dose of PAX and Aero 3477 was added and condition for 5 minutes. MIBC frother was added and the concentrates was collected for another 5 minutes. This sequence was performed 4 separate times. The individual concentrates were kept separate, dried, and sent to be fire assayed to extinction for gold and silver.

The tails portions were dried and a sample split to be sent to fire assay, ICP multi-element scan, and sulfur speciation.

*Table 1.1 Fire Assay Head Analyses – Gold and Silver*

Sample ID	Sample Weight (g)	Au mg	Ag mg	Au oz/t	Ag oz/t	Au g/mt	Ag g/mt
3624-27 A	15.00	0.470	0.600	0.914	1.167	31.3337	40.000
3624-27 A	15.00	0.466	0.594	0.906	1.155	31.0670	39.600
3624-27 A	15.00	0.463	0.627	0.900	1.219	30.8670	41.800
		Average		0.907	1.180	31.089	40.467

*Table 1.4 Fire Assay Gravity Cons and Tail Analyses – Gold and Silver*

Sample ID	Sample Weight (g)	Au (mg)	Ag (mg)	Au g/mt	Ag g/mt	Au oz/t	Ag oz/t
Gravity Cons 1	89.59	26.25	21.13	292.979	235.830	8.545	6.878
Gravity Tails 1	15.00	0.23	0.89	15.467	59.133	0.451	1.725
Gravity Cons 2	97.17	21.42	23.69	220.397	243.779	6.428	7.110
Gravity Tails 2	15.00	0.22	0.91	14.667	60.400	0.428	1.762

*Table 1.5 Fire Assay Flotation Cons and Tails Analyses – Gold and Silver*

Sample ID	Sample Weight (g)	Au (mg)	Ag (mg)	Au g/mt	Ag g/mt	Au oz/t	Ag oz/t
Flotation Cons Pull 1 (F-1)	106.37	8.42	79.13	79.129	743.908	2.308	21.697
Flotation Cons Pull 2 (F-1)	73.76	1.87	25.31	25.313	343.193	0.738	10.010
Flotation Cons Pull 3 (F-1)	39.87	0.55	13.74	13.745	344.737	0.401	10.055
Flotation Cons Pull 4 (F-1)	40.87	0.36	8.76	8.759	214.325	0.255	6.251
Flotation Tails (F-1)	15.00	0.06	0.37	4.133	24.800	0.121	0.723
Flotation Cons Pull 1 (F-2)	99.53	7.75	77.82	77.816	781.832	2.270	22.803
Flotation Cons Pull 2 (F-2)	48.43	1.36	28.06	28.061	579.416	0.818	16.900
Flotation Cons Pull 3 (F-2)	36.72	0.37	10.02	10.022	272.924	0.292	7.960
Flotation Cons Pull 4 (F-2)	32.69	0.22	6.67	6.669	203.998	0.195	5.950
Flotation Tails (F-2)	15.00	0.03	0.05	2.000	3.333	0.058	0.097

Loading and transport of a 120 ton shipment to the Company's Bishop Gold Mill, California was completed. Eighty-two super-sacks with an average weight of 2,900 lbs. have been transported to the railroad and the first load is expected to arrive today. The 240,000 lbs. shipment utilized fewer super-sacks than expected indicating potential for high metal content as the gold is generally associated with up to 20% iron.

September 2024, the Company commenced an initial gold ore shipment from the Fran Gold Project to the Company's Bishop Gold Mill. A four-man crew has mobilized to site and the first tractor trailer shipment was completed. The initial shipment consisted of 22 tons of surface material, manually loaded into one metric tonne (2200 lbs.) super-sacks and placed on flat-bed tractor trailers.

August 2024, multiple high grade gold assays from its Fran Gold Joint Venture (the "Property" or "Fran"). Samples were taken from the primary area of gold mineralization at the Bullion Alley Zone proximate to trenches B and C. Multiple high-grade assays, in excess of 1 ounce per ton, up to 2.2 ounces per ton, have been received, indicating a larger high-grade area of near surface mineralization. This central area is recognized as the richest area in the Bullion Alley Zone and is supported by extensive recent and historical sampling and drilling, with over 50,000 feet of diamond drilling in 104 holes. A gold deposit from surface, 3700 feet in length, width of up to 120 feet, and depth of over 700 feet has been delineated. The B and C Sub-Zones were recently re-established during Spring 2024 exploration program with composite samples in both trenches assaying 0.53 and 0.44 troy ounces per ton respectively, prompting further investigation over a wider area during the Summer 2024 exploration program.

Results as follows:

Sample ID	Zone Name	Gold Oz. per Ton	Silver Oz. per Ton
3621	B Zone	0.31	0.07
3623	B Zone	2.27	0.31
3624	B Zone	0.31	0.03
3625	B Zone	1.23	0.1
3626	C Zone	1.84	2.45
3628	C Zone	1.62	0.24
3629	C Zone	0.55	0.08

June 2024, assays taken over a wide area of known gold mineralization across pre-existing trenches A through E. Assays from separate composite samples from trenches B and C resulted in near identical results of 0.5 troy ounces per ton of gold. This central area of the Property is recognized as the richest area in the Bullion Alley Zone, and is supported by extensive drilling, reflecting a potential feeder zone. This area remains the focus of upcoming bulk sampling. In addition, trenches A and B, assayed 0.9% copper with high iron/.

Results as follows:

Sample ID	Trench ID	Au Troy Oz per Ton	Ag Troy Oz per Ton	Cu %	Zn %	Fe %	S %
3601	E	0.08	0.22	0.13	0.01	11.1	1.63
3602	E	0.09	0.12	0.14	0.01	9.24	1.75
3603	D	0.03	0.12	0.11	0.02	8.79	3.7
3604	C	0.53	1.2	0.09	1.34	4.85	2.07
3605	B	0.44	1.75	0.9	0.32	34.9	10
3606	A	0.14	0.07	0.9	0.02	28.6	10

#### Historical Drilling 2001-2019

High grade drill intercepts of greater than 0.3 troy oz. per ton are reported as follows, all assays were completed by prior operators in compliance with *NI 43-101*:

Hole #	From (ft.)	To (ft.)	Length (ft.)	Au Troy Oz. per Ton
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FR-01-001	337.1	338.9	1.8	0.4
FR-01-002	291.0	295.3	4.3	0.4
FR-02-006	132.2	135.2	3.0	0.5
FR-02-008	71.4	76.4	5.1	0.5
FR-02-012	173.1	177.2	4.1	0.3
FR-02-013	255.9	262.5	6.6	0.9
FR-02-025	247.7	250.2	2.5	1.2
FR-02-027	527.9	534.8	6.9	0.5
FR-02-027	541.3	544.6	3.3	0.5
FR-05-036	619.8	621.8	2.0	0.9
FR-05-042	27.0	32.1	5.1	0.3
FR-05-043	620.6	625.2	4.6	0.5
FR-05-047	254.6	256.2	1.6	1.6
FR-05-048	313.3	314.9	1.6	2.1
FR-06-049	363.3	367.8	4.5	0.7
FR-06-050A	193.6	195.0	1.5	0.4
FR-06-053	261.8	263.5	1.6	0.5
FR-06-055	195.9	199.8	3.9	0.3
FR-06-055	268.1	269.8	1.7	2.6
FR-06-055	287.2	290.2	3.0	0.4
FR-06-056	318.6	321.0	2.5	0.4
FR-06-058	372.7	376.8	4.1	0.4
FR-06-059	94.3	98.6	4.2	0.4
FR-06-059	98.6	105.2	6.7	0.4
FR-06-061	127.2	128.8	1.6	0.3
FR-07-064	235.6	240.5	4.9	0.5
FR-07-068	407.0	408.6	1.6	0.4
FR-07-070	525.4	527.1	1.6	0.7
FR-07-070	738.8	740.6	1.8	0.6
FR-07-071	180.4	181.8	1.3	0.4
FR-07-071	222.1	226.4	4.3	0.8
FR-07-074	386.2	391.1	4.9	1.2
FR-07-074	391.1	393.0	2.0	0.3
FR-07-075	160.8	162.7	2.0	0.8
FR-07-076	456.2	458.2	2.0	0.5
FR-07-076	458.2	460.8	2.6	0.4
FR-10-082	490.5	492.8	2.3	0.3
FR-10-082	490.5	492.8	2.3	0.3
FR-11-086	153.1	156.5	3.4	0.3
FR-18-094	771.0	775.3	4.3	0.4
FR-18-095	772.6	780.0	7.3	0.7

FR-18-096	458.7	460.5	1.8	0.3
FR-18-096	460.5	462.3	1.8	1.1
FR-18-096	516.7	518.4	1.6	0.4
FR-18-096	518.4	521.0	2.6	0.4
FR-18-100	738.5	741.7	3.3	0.6

### Joint Venture Agreement

Terms of the Joint Venture are as follows:

Phase I - 30% initial interest will be earned by the Company by completing a *NI 43-101 Compliant Mineral Resource Estimate* and mining and milling of 2500 ounces of gold within 12 months;

Phase II - 50% total interest earned by the Company for the mining and milling of an additional 2,500 ounces of gold within 24 months.

The 50% interest will be considered earned when the above terms are met or 5,000 tons mined and milled and 10,000 tons mined and milled in Phase I and Phase II respectively. If at any time, within the time period, the Company expends greater than \$2,500,000 in direct expenditures on the project, the 50% interest will be considered earned. The timelines will commence upon completion of any required engineering, assessments, and issuance of required permits related to each phase. Profit and/or physical sharing of gold and other valuable minerals will be on a 50/50 basis, during the earn-in period. Upon completion of the earn-in the project will operate as a joint venture with each party contributing equally to the Joint Venture. Should either party fail to contribute, dilution will be based on total existing contribution to the Joint Venture to date against additional contribution. Should either party fall below 15% interest, their ownership in the Joint Venture will convert to a 10% net profit interest. North Bay will be the operator. This is a non-arms length transaction, the Company CEO, Jared Lazerson, is a director and shareholder of the JV Partner.

### **Murex Copper**

Summer 2024 Exploration consisted of geochemical sampling and geological mapping in the main copper bearing area of the Property. The rock samples are some of the highest-grade copper samples taken at the Property to date. Sampling was completed in an area of structural complex fracture patterns suggesting localized bulging domical uplift in the area of Mill Creek proximate to D + E zones and drill hole 74-2 (150 ft @ 0.5% Cu) . This strike can be traced continuously over a half mile. The D Zone is the most prolific of the five copper zones (A-E) as defined by previous exploration by Noranda (now Glencore).

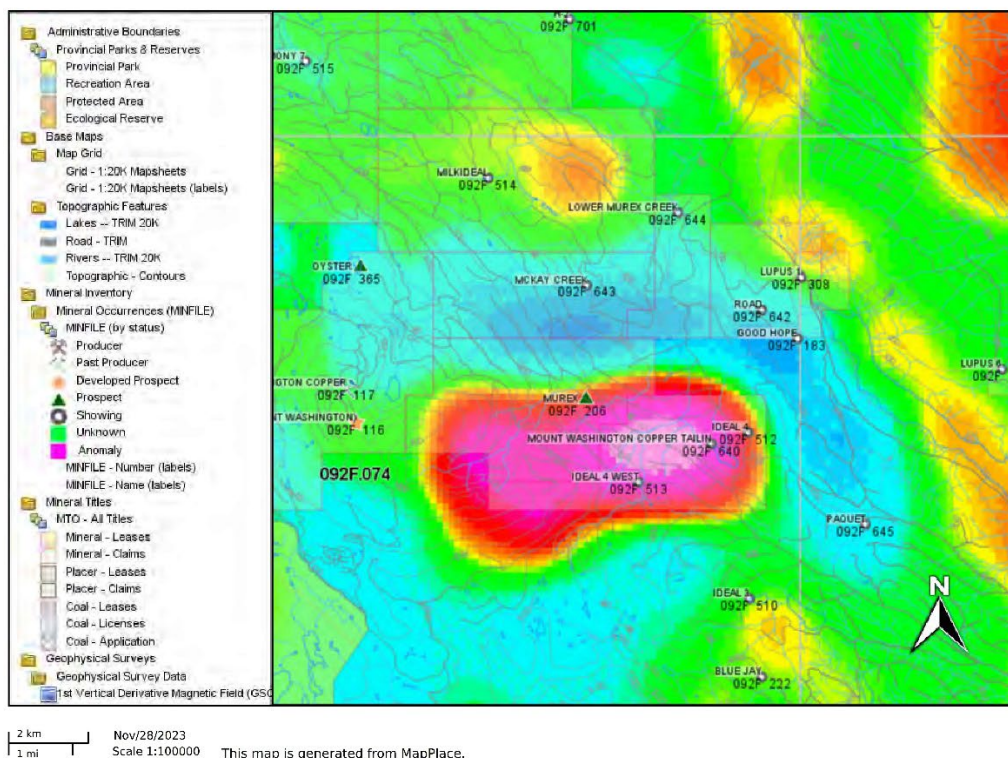
SAMPLE	Au oz/ton	Ag oz/ton	Cu %
2402	0.04	2.92	9.46
2403	0.04	2.23	8.59
2404	0.04	3.91	6.73

Rock chip sampling consisted of geochemical analysis at ALS Global Laboratory, North Vancouver, B.C. utilizing aqua regia acid digestion with ICP and fire assay with ICP for gold, ALS methods ME-ICP41, Cu-OG46, and Au-ICP41. An Assessment Report (AR 41264), dated October 28, 2024, has been filed with the Province of British Columbia.

The Murex breccia zones are located in the central part of the property and are interpreted as a collapsed volcanic dome structure with shallow-dipping thrust faults cut by steeply dipping faults associated with polymetallic Cu-Ag-Au-As-Sb-Mo-Te bearing sulphide mineralization along Murex and Mill Creeks. Chalcopyrite and bornite are associated with multi-stage diorite and granodiorite of the Mount Washington intrusive and related breccia types with quartz, carbonate and biotite alteration hosted in basalt and sandstone.

Historic work identified a 2,300 ft. X 2,300 ft. area, the D Zone, along with the A Zone and E Zone, two breccia zones within a 3,900 ft. X 9,800 ft. area, coincident with a broad geophysical anomaly (*see Map 1*).

## Mount Washington Property 1st Vertical Derivative Aeromagnetics

Map 1. Geophysics 1<sup>st</sup> Vertical Derivative Magnetics, Murex Copper Project

## Historic Exploration

Extensive historical exploration by Standard Oil in the 1970's and Noranda (Glencore), in the 1980's, has provided a wealth of detailed data and information. The project is viewed as a transitional deposit containing significant copper-gold deposits across multiple zones and geological types, both large scale breccia and copper and gold bearing veins. Multiple drill sections of both high-grade vein type copper and low grade, mass tonnage copper are known, up to 9% copper and continuous mineralized drill sections up to 390 ft. @ 60 degrees, respectively. Large intersections of gold in drill core up to 52 ft. @ 0.2 oz/t gold have also been identified. In addition, historical surface samples from these zones are provided below showing significant gold and copper assays over large areas. This is separate and in addition to gold assays in the Northwest of the property where samples up to 2.1 oz/t gold were discovered in the Fall of 2023 (*see Press Release dated March 6, 2024*) confirming high grade gold in multiple zones as reported by previous operators. Extensive previous exploration has occurred with the following significant drill intercepts showing large mineralized zones:

- Hole 69-10 270 ft. @ 0.20% copper, 0.015% molybdenum and 0.1 oz/t silver from surface to 270 ft.
- Hole 69-1 89 ft. @ 0.22% copper, 0.005% molybdenum and 0.1 oz/t from surface to 88 ft.
- Hole 73-3 394 ft. @ 0.24% copper from 10 ft. to 403 ft.
- Hole 73-6 198 ft. @ 0.20% copper from 8.5 ft. to 207 ft.

- Hole 74-2 152 ft. @ 0.53% copper, 0.2 oz/t silver from 30 ft. to 182 ft. and 89 ft. @ 0.245% copper, 0.1 oz/t silver from 206 ft. to 295 ft.
- Hole 86-1 52 ft. @ 0.2 oz/t gold, 0.1oz/t silver and 0.17% copper from 5 ft. to 57 ft.
- Hole 86-7 65 ft. @ 1.5% copper and 0.3 oz/t silver from 96 ft. to 161 and 22 ft. @ 3.3% copper and 0.7 oz/t silver from 182 ft. to 204 ft.
- Hole 88-19 36 ft. @ 0.2 oz/t gold, 0.1 oz/t silver and 0.16% copper

#### Noranda Surface Sampling 1987

- Sample 17333 yielded 3.5 oz/t gold, 2.8 oz/t silver and from a pyritic, pyrrhotitic alteration zone in a mixed lithology breccia from Zone D
- Sample 19012 yielded >1% copper and 0.6 oz/t silver from a quartz fracture filling in basalt from Zone B
- Sample 19017 yielded >1% copper and 1.5 oz/t silver from a breccia containing pyrite, chalcopyrite and pyrrhotite from Zone B
- Sample 19022 yielded >1% copper and 0.4 oz/t silver from a basalt fragment breccia containing pyrite, chalcopyrite & pyrrhotite from Zone B
- Sample 19024 yielded >1% copper and 1.3 oz/t silver from gangue filled fractures in basalt from Zone B
- Sample 27583 yielded >1% copper and 1.9 oz/t silver from an alteration zone in a pyritic diorite breccia from Zone C
- Sample 27584 yielded >1% copper and 0.4 oz/t silver from pyrite and chalcopyrite bearing quartz veinlets in fractured basalt from Zone D

#### Noranda Surface Sampling 1988

- Sample R-28001 yielded 5.1% copper, 0.05 oz/t gold, 2.22 oz/t silver, from a select outcrop grab of massive sulphide in a basaltic breccia in Zone A
- Sample R-28002 yielded 2.2% copper, 0.9 silver from a select outcrop grab of chalcopyrite vein in a basaltic breccia in Zone A
- Sample R-28042 yielded 0.4 oz/t gold, 1.0 oz/t silver from a select float grab of sulphidic basalt in Zone A
- Sample R-28052 yielded 2.5% copper, 0.6 oz/t silver, from a select matrix only outcrop grab sample from a mixed lithology breccia in Zone A
- Sample R-44004 yielded 2.2% copper, 1.0 oz/t silver, from a select outcrop grab sample of a fractured basalt with quartz and sulphides in Zone A
- Sample R-43017 yielded 1.9% copper, 0.6 oz/t silver, 0.05 oz/t gold from a 10 square foot panel sample of sulphidic basaltic breccia in Zone A
- Sample R-44028 yielded 3.8% copper, 1.1 oz/t silver from a select matrix only outcrop grab sample from a sulphidic basaltic breccia in Zone A
- Sample R-27605 yielded 7.0% copper, 4.4 oz/t silver, 0.3 oz/t gold from a select outcrop grab of a sulphidic mixed lithology breccia in Zone D



- Sample R-28625 yielded 4.5% copper, 2.9 oz/t silver, from a select outcrop grab of a sulphidic alteration zone in diorite breccia in Zone D
- Sample R-28628 yielded 2.5% copper, 1.9 oz/t silver, 0.1 oz/t gold from a select outcrop grab of a sulphidic alteration zone with quartz veinlets in Zone D
- Sample R-28010 yielded 5.7% copper, 4.5 oz/t silver, 0.2 oz/t gold from a select outcrop grab of a sheared, sulphidic basaltic breccia in Zone D
- Sample R-28026 yielded 0.3 oz/t gold, from a chip sample from a sheared, quartz and iron oxide rich basalt in Zone D
- Sample R-28089 yielded 0.3 oz/t gold, 0.2 oz/t silver from a select outcrop grab of a sulphidic basaltic breccia in Zone D
- Sample R-28092 yielded 1.0% copper, 1.0 oz/t silver, 0.1 oz/t gold from a channel sample of an altered, sulphidic shear in basalt breccia in Zone D
- Sample R-28098 yielded 1.0% copper, 0.6 oz/t silver, 0.1 oz/t gold from a channel sample of an altered shear zone in basalt breccia in Zone D
- Sample R-28014 yielded 2.8% copper, 0.8 oz/t silver, 0.1 oz/t gold from a channel sample of a sulphidic quartz vein in Zone D
- Sample R-28122 yielded 0.4 oz/t gold from a channel sample of a basaltic breccia in Zone D
- Sample R-28123 yielded 1.4% copper, 1.0 oz/t silver, 0.2 oz/t gold from a channel sample of a basaltic breccia in Zone D
- Sample R-28124 yielded 5.9% copper, 3.7 oz/t silver, 0.2 oz/t gold from a channel sample of a massive sulphide pod in a basaltic breccia in Zone D
- Sample R-79784 yielded 0.3 oz/t gold, 0.2 oz/t silver from a chip sample of a sulphidic mixed lithology breccia in Zone D
- Sample R-79797 yielded 2.8% copper from a sample of a sheared sulphidic quartz vein in basalt in Zone D

*Although completed by qualified Geologists and Engineers of their day, historic results were completed prior to NI 43-101.*

## 2023 Exploration

Results by the Company from exploration in the Northwest area of the property in the Fall of 2023 yielded the following results:

#H619230 0.7 oz/t gold, 1.5 oz/t silver, 0.63% copper, 8.11% zinc

#H619231 0.2 oz/t gold, 0.8 oz/t silver, 0.93% copper, 0.42% zinc

#H619232 0.05 oz/t gold, 2.3 oz/t silver, 3.12% copper, 0.27% zinc

#H619241 2.1 oz/t gold, 4.5 oz/t silver, 0.62% copper, 6.76% zinc

## Copper Island

Results of February 2025 exploration at the Company's Copper Island Project from rock sampling of 8 outcrops at the Pomeroy 1-3, Beaver and Copper Bell zones produced results up to 5.69% copper, 1 ounce silver, and 0.22% vanadium with average assay values of 4.6% copper, 0.5 ounces per ton silver, and 0.9% vanadium. In addition, metallurgy studies of the samples showed copper to be in oxide

form up to 74.4% and averaged 40.3%, 42.1%, and 58.4% copper oxide utilizing 3 different leach tests. Copper in the oxide form generally has low processing cost with high recovery.

Zone name	Samp ID	*Cu-OG62	**Cu-AA05	** % Cu oxide	***Cu-AA07n	*** % Cu oxide	****Cu-AA08q	**** % Cu oxide	Ag g/t	V g/t
Pomeroy 1	25CIR-1	4.32	1.9	43.9	1.94	44.9	2.56	59.3	15.3	558
Pomeroy 1	25CIR-2	5.27	2.79	52.9	2.81	53.3	3.37	63.9	28.2	769
Pomeroy 2	25CIR-3	4.94	1.41	28.5	1.505	30.5	2.55	51.6	19.2	1635
Pomeroy 3	25CIR-4	2.89	1.265	43.8	1.315	45.5	1.745	60.4	11.7	392
Pomeroy 3	25CIR-5	4.84	2.73	56.4	2.92	60.3	3.6	74.4	11.3	1050
Pomeroy 3	25CIR-6	5.69	2.89	50.8	2.99	52.5	4.09	71.9	23.1	2190
Beaver	25CIR-7	4.92	1.1	22.4	1.205	24.5	2.06	41.9	15.8	296
Copper Bell	25CIR-8	3.73	0.873	23.4	0.954	25.6	1.625	43.6	11.3	274
% Cu		<b>4.6</b>	<b>1.9</b>		<b>2</b>		<b>2.7</b>			
Average oxide Cu				<b>40.3</b>		<b>42.1</b>		<b>58.4</b>		
grams/ton									<b>17</b>	<b>896</b>

Assays were completed at ALS Global Laboratory, North Vancouver, BC as follows:

\*Cu-OG62: Standard assay, aqua regia solvent for copper oxides and sulphides, Four acid digestion and ICP finish 0.4g sample

\*\*Cu-AA05: Leach test for total oxide copper, 5% H<sub>2</sub>SO<sub>4</sub> Leach (AAS) prepared sample (0.5g) is leached with 5% sulphuric acid.

\*\*\*Cu-AA07n: Leach test for total oxide copper, H<sub>2</sub>SO<sub>4</sub>/Na<sub>2</sub>SO<sub>3</sub> Leach (AAS) When exposed to dilute H<sub>2</sub>SO<sub>4</sub>/Na<sub>2</sub>SO<sub>3</sub> solutions Cu oxide dissolved. The sample (1 g) is leached in 50 mL of dilute H<sub>2</sub>SO<sub>4</sub>/Na<sub>2</sub>SO<sub>3</sub> for 1 hour.

\*\*\*\*Cu-AA08q: Leach test for total oxide copper, H<sub>2</sub>SO<sub>4</sub> / Fe<sub>2</sub>SO<sub>4</sub> (AAS) The sample (~ 1.0 g) is shaken in H<sub>2</sub>SO<sub>4</sub> / Fe<sub>2</sub>SO<sub>4</sub> for half an hour.

In February 2024, the Company entered into an agreement to acquire a 100% interest in the 1056 hectare Copper Island Red-Bed Copper Project, located in British Columbia, Canada. The acquisition agreement is to acquire the Copper Island Project from Copper Island Mines Ltd. for share and cash payments totalling \$550,000 and a minimum work program of \$50,000. Recent geochemical exploration (Summer 2023) on the Property has yielded up to 14.7% Cu (B.C. Assessment Report 41377).

The Copper Island mineral claims are located approximately 15 kilometers north of Campbell River, BC. The Copper Island property features a cluster of small to medium size copper and silver bearing mineral occurrences that collectively, constitute a large resource of high-grade copper. Cu-Ag bearing mineralization within the property is hosted in basaltic/andesitic volcanic rocks of the Lower-Upper Triassic Karmutsen Formation (volcanic hosted Cu-redbed deposit type). Copper-silver bearing minerals include chalcocite, with minor occurrences of chalcopyrite, bornite, native copper, cuprite, malachite and azurite.

Considerable previous work has been performed on the Pomeroy Group copper-silver bearing mineralization. The first recorded mining in the project area was in 1906- 1907. Modern exploration began in 1952-53, when Dodge Copper Limited carried out a detailed exploration program of trenching and diamond drilling. Dodge Copper Mines drilled 145 holes totaling 8800 feet on various deposits. The Quadra Mining Company acquired the property in 1968 and the property saw relatively continuous exploration and development under various ownership, largely following the rise and fall of copper prices. In 2011, the Pomeroy Group of mineral claims were acquired by Copper Island Mines Ltd. A program of geochemical sampling was carried out and identified several zones of high grade copper located in the Pomeroy 1-4 mineralized zones, as well as new showings adjacent to the known occurrences.

The known ore deposits occur mainly on the surface and have been drilled, trenched and sampled by Prince Stewart Mines Ltd.

In 2011, the claims were acquired by Copper Island Mines Ltd, and a program of geochemical sampling was carried out on the Pomeroy, Beaver and Colleen Zones. A significant portion of geochemical sampling returned >2% Cu from numerous new & historic copper-silver bearing mineral occurrences (Betmanis, 2012). In 2020, Copper Island carried out geochemical sampling over the Pomeroy 2, 3 & 4 Zones. Results of rock sampling in 2020. Each of the 4 rock chip samples were taken across a sample interval width of 30 cm (from outcrop). The results indicate that high-grade copper values (ranging from 5.64-7.64% Cu) with significant silver (19.8-29.4 g/t Ag) values were obtained from rock chip samples from the Pomeroy 2, 3, & 4 mineral zones. Vanadium content of up to 757 ppm V suggests that vanadium bearing minerals are present, and likely linked with increased Fe.

*Note that historic estimates were completed prior to the implementation of National Instrument 43-101 and are not compliant with NI 43-101 and, while completed by qualified geologists and/or engineers of their day they are historical in nature.*

The following list describes geology & mineralization of nine British Columbia Ministry of Mines, Energy, and Carbon Reduction MINFILE occurrences located within Copper Island mineral claims totaling approximately 50,000,000 lbs. of Copper:

POMEROY 1:

16,500 tons @ 3.67% Cu

POMEROY 2:

PROVEN: 5,000 short tons @ 2.70% Cu

INDICATED: 17,000 tons @ 2.70% Cu

POMEROY 3+4

PROVEN: 972,400 short tons @ 1.22% Cu

INDICATED: 472,000 tons @ 1.62%Cu

POMEROY 5:

53,200 tonnes @ 1.00% Cu

BEAVER 1:

19,375 tons @ 1.74% Cu

HALL:

PROVEN: 5,000 tons @ 3.45% Cu

INDICATED: 50,000 tons @ 2.40% Cu

COPPER BELL 1 + 2: 112,000 tons @ 2.55% Cu

\*Reserve Estimates - Sheppard, 1974

Under the terms of the Agreement, the Company will be granted the exclusive right to acquire the Project in consideration for completion of a series of cash payments, securities issuances and exploration expenditures, as follows:

- On signing, issuance of 1,250,000,000 shares at a deemed price of \$0.0002 valued at \$250,000.
- On the one year anniversary (February 16<sup>th</sup>, 2025) 1,250,000,00 shares at a deemed price of \$0.0002 valued at \$250,000 and cash payment of \$50,000.
- Complete a work program on the Project of \$50,000 within 2 years of signing inclusive of any and all costs associated with the completion of exploration on the Project.

After the completion of the final payment and required exploration work the Project will be assigned to the Company subject to a net smelter royalty of 2% with a buyback of 1% (or 50% of the royalty) exercisable for a period of sixty months in consideration of a one-time cash payment of \$1,000,000.

Additional results from Summer 2023 exploration consisted of 8 rock chip samples covering the Pomeroy 1 and Copper Bell zones. The confidential data (B.C. Assessment Report 41377) was recently acquired as part of the property acquisition. Rock chip sampling consisted of sequential leach for oxide, sulphide and residual geochemical analysis. Copper sequential leach (ALS method Cu-PKG06LI involving sulfuric & cyanide leach) identifies oxide, sulphide and residual copper geochemistry. A total of 8 rock samples, ranging from 0.68-1.84 kilograms in weight, of acorn sized rock chips were taken with rock hammer and moil, and placed in marked poly bags and

shipped to ALS Chemex Labs Ltd, North Vancouver, BC for Prep-31 & Cu-PKG06LI sequential leach for oxide, sulphide and residual geochemical analysis (Analysis certificate VA23177512):

#### Pomeroy 1

23CIR-3 7.46% Cu

23CIR-4 8.48% Cu

23CIR-5 4.51% Cu

23CIR-6 3.28% Cu

#### Average

33 % oxide Cu,

65.4% sulphide Cu

1.6 % residual Cu (native copper)

#### Copper Bell

23CIR-7 14.7% Cu

23CIR-8 3.42% Cu

#### Average

22 % oxide Cu,

76.5 % sulphide Cu,

1.5 % residual Cu (native copper)

23CIR-1 and 23CIR-2, taken outside the mineralized zones, generated nominal results.

### Tulameen Platinum, Magnesium, and Carbon Sequestration

Nine rock samples, analyzed using Aqua Regia - ICP whole rock analyses (ME-ICP41) at ALS Global Laboratory, North Vancouver, BC from exploration conducted in April of 2024, confirmed a magnesium hosted nickel-cobalt deposit with copper and platinum group metals. The property is known to host a large magnesium deposit consisting of olivine within a dunite core, a common host rock and indicator for nickel and other metals and gems. A historic resource by Diamet in the 1980's estimated 15,000,000 tons of dunite in a single zone, primarily in the form of olivine (magnesium). There have been 4 additional zones identified.

#### April 2024 Exploration Assays:

	Mg	Ni	Cu	Co	Ag	Pt
	%	ppm	ppm	ppm	ppm	ppm
24TL-1	16.8	922	643	83	0.9	0.045
24TL-2	19.6	1110	1055	89	1.7	<0.005
24TL-3	19.4	1130	896	86	1.4	<0.005
24TL-4	23.4	1230	94	102	<0.2	0.009
24TL-5	1.91	93	584	41	0.7	0.017
24TL-6	22.5	922	25	110	<0.2	0.265
24TL-7	1.57	27	223	19	<0.2	0.005
24TL-8	2.49	38	321	39	0.2	0.008
24TL-9	>25.0	1335	116	111	<0.2	0.038

#### Tulameen Geology

The dunite rock is principally made of forsteritic (magnesium rich) olivine, accessory chromite, and rare diopside. The rock is medium to dark grey, buff weathering and well jointed. The serpentinized (altered) dunite rocks contain serpentine, carbonates, magnetite, and talc. Concentrations of chrome spinel and massive chromitite appear to be distributed randomly throughout the dunite as discrete layers,

nodular masses and schlieren. Chromitite schlieren are commonly distinguished in outcrop by a pale alteration halo. Associated with chromite are microscopic grains of platinum minerals (platinum-iron alloys, sperrylite), nickel iron sulphides (pentlandite, violarite, bravoite), chalcopyrite and pyrite (St. Louis et al. 1986).

Three main zones have been identified as follows:

#### Creek Zone

The Creek Zone (Minfile 092HNE128) platinum-chromite showing occurs at the confluence of Britton (Eagle) Creek with the Tulameen River. This occurrence is hosted in the dunite-rich core of the Early Jurassic Tulameen Ultramafic Complex, a zoned Alaskan-type intrusive complex. Mineralization occurs in a serpentine breccia zone containing fragments of dunite / peridotite cemented by a matrix of serpentine. The zone is 560 ft. long, up to 480 ft. wide and lies mostly north of the river, on either side of the creek. Further work, considers it as being 1,860 ft. in length (AR 17170). Chromite occurs in the breccia and the surrounding dunite in areas of stronger magnesium alteration, mostly along Britton Creek.

Platinum occurs in elevated values in the breccia and in the surrounding dunite / peridotite. Two samples from the breccia assayed 0.08 ounces per ton and 0.14 ounces per ton platinum (AR 17170). Values of up to 0.02 ounces per ton platinum occur west and south of the breccia zone, in peridotite with little visible chromite (AR17170). The breccia zone is noted to be practically free of sulphides, yet earlier reports suggest the presence of chalcopyrite and millerite. Magnetite, sperrylite and asbestos have also been reported in the past. A 2013 survey of the zone returned assays of up to 0.195% copper, while the 2018 assays returned 0.024% copper, 0.124% nickel, 0.25% chromium (sulphides including pentlandite present).

The showing was mapped and sampled by Imperial Metals Corporation, Newmont Exploration of Canada, and Tiffany Resources between 1984 and 1987.

#### South Zone

The South Zone occurs immediately south of the Creek Zone on the other/southern side of the Tulameen River. It lies at an elevation of 2,835 ft. to 3,310 ft. on the northern slopes of the Olivine Mountain. The highest platinum value is 0.04 ounces per ton and the average of the 30 rock samples which make up the zone is 0.01 ounces per ton. The zone appears to be 3,100 ft in length.

#### Ridge Zone

The Ridge Zone (BC MINFILE 092HNE207) platinum-chromite showing outcrops along a northwest-trending ridge on the southern slopes of Grasshopper Mountain. The ridge is underlain by dunite and peridotite of the Early Jurassic Tulameen Ultramafic Complex, a zoned Alaskan-type intrusive complex. The dunite contains relatively abundant chromite in a zone trending northwest for 930 feet and varying up to 310 feet in width. Chromite comprises up to 20% of the dunite in this zone (AR 17170).

### **6) All Officers, Directors, and Control Persons of the Company**

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.

If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

*The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.*

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Susan Leopold</u>	<u>Owner</u>	<u>Skippack, PA</u>	<u>1,067,899</u>	<u>Common</u>	<u>&lt; 0.1%</u>	
<u>Susan Leopold</u>	<u>Owner</u>	<u>Skippack, PA</u>	<u>4,000,000</u>	<u>Series A Preferred</u>	<u>100%</u>	
<u>Susan Leopold</u>	<u>Owner</u>	<u>Skippack, PA</u>	<u>100</u>	<u>Series I Preferred</u>	<u>100%</u>	
<u>Jared Lazerson</u>	<u>Director/CEO</u>	<u>Campbell River, BC, Canada</u>	<u>500,000,000</u>	<u>Options - Common</u>	<u>4.0%</u>	
<u>Copper Island Mines, Ltd.</u>	<u>Director/CEO</u>	<u>Campbell River, BC, Canada</u>	<u>2,250,000,000</u> <u>Restricted</u>	<u>Common</u>	<u>18.1%</u>	<u>Jared Lazerson</u>
<u>CMC Metals, Inc.</u>	<u>5%+ Owner</u>	<u>Vancouver, BC, Canada</u>	<u>1,275,555,556</u> <u>Restricted</u>	<u>Common</u>	<u>10.3%</u>	<u>Kevin Brewer</u>
<u>Jared Lazerson</u>	<u>Director/CEO by Family Relations</u>	<u>Campbell River, BC, Canada</u>	<u>500,000,000</u>	<u>Warrants - Common</u>	<u>4.0%</u>	
<u>Tangiers Investors, LP</u>	<u>5%+ Owner</u>	<u>San Diego, CA</u>	<u>1,100,000,000</u>	<u>Common Convertible</u>	<u>8.9%</u>	<u>Michael Sobeck</u>

- (1) Beneficial Ownership is determined in accordance with the rules of the Securities and Exchange Commission and generally includes voting or investment power with respect to securities. Shares of common stock subject to issuance, options, warrants, or convertible debt currently exercisable or convertible, or issuances and convertible instruments exercisable or convertible within 60 days of March 31, 2024 are deemed outstanding for computing the percentage of the person holding such option or warrant. Percentages are based on a total of 7,870,071,005 shares of common stock outstanding on March 31, 2024 and shares issuable upon the exercise of options, warrants exercisable, and debt convertible on or within 60 days of March 31, 2024, as described above. This includes 500,000,000 options issued to the Company CEO, 150,000,000 vested options (of 250,000,000) to the Company Marketing Director Tomek Jablowski, and 100,000,000 options to the Sabeen Media Group issued November 2024, totaling 750,000,000 options. Potential dilution for the purpose of total outstanding shares within 60 days of the end of the period is 7,870,071,005 issued, 750,000,000 options, 1,834,978,629 notes convertible, 1,250,000,000 property payment, 166,666,667 shares for debt, 500,000,000 warrants representing fully diluted shares issued or issuable within the 60 day period totaling 12,371,716,301. The inclusion in the aforementioned however, does not constitute an admission that the named shareholder is a direct or indirect beneficial owner of those shares. Unless otherwise indicated, to our knowledge based upon information produced by the persons and entities named in the table, each person or entity named in the table has sole voting power and investment power, or shares voting and/or investment power with his or her spouse, with respect to all shares of capital stock listed as owned by that person or entity.
- (2) Susan Leopold, the wife of the Company's former CEO and Chairman owns 4,000,000 shares of the Company's Series A Preferred Stock. Each outstanding share of the Series A Preferred Stock has 10 votes per share, and may be converted to shares of common at a ratio of 5 to 1, which would thus convert to 20,000,000 shares of common stock. The Series A Preferred Stock was issued in August 2009. Company CEO, Jared Lazerson, has entered into an agreement to acquire 100% of the Series A and Series I shares by making cash payments. Upon completion of the payments Mr. Lazerson will control 100% of issued Series A and Series I Preferred Shares.

- (3) Susan Leopold owns 100 shares of the Company's Series I Preferred Stock. Each outstanding share of the Series I Preferred Stock represents its proportionate share of eighty per cent (80%) of all votes entitled to be voted and which is allocated to the outstanding shares of Series I Preferred Stock. These shares are not convertible into common stock or any commodities. The Series I Preferred Stock was issued in February 2007. These shares were issued to the former Chief Executive Officer, Mr. Perry Leopold, in February 2007 as an anti-takeover measure to ensure that Mr. Leopold maintained control of the Company during periods when the Company's stock may be severely undervalued and subject to hostile takeover in the open market. As specified in the Certificate of Designation filed by the Company with the Delaware Secretary of State in February 2007, "the outstanding shares of Series I Preferred Stock shall vote together with the shares of Common Stock of the Corporation as a single class and, regardless of the number of shares of Series I Preferred Stock outstanding and as long as at least one of such shares of Series I Preferred Stock is outstanding, shall represent eighty percent (80%) of all votes entitled to be voted at any annual or special meeting of shareholders of the Corporation or action by written consent of shareholders. Each outstanding share of the Series I Preferred Stock shall represent its proportionate share of the 80% that is allocated to the outstanding shares of Series I Preferred Stock. The Series I preferred shares supersede any other shares that Susan Leopold may own so that any additional securities that Mr. Leopold may own do not increase his 80% voting rights, and are therefore included within the 80%.
- (4) In February, 2024 the Company CEO, Jared Lazerson was issued 500,000,000 Common Share Purchase Options exercisable at a strike price of \$0.0002 for a period of up to 3 yrs.
- (5) In February, 2024 the Company entered into a mineral property acquisition agreement with Copper Island Mines, Ltd. Under the agreement Copper Island received 1,250,000,000 common shares on signing. The shares were issued in April 2024. An additional payment of 1,250,000,000 due February 2025. The Company CEO, Jared Lazerson, is the CEO and a beneficial owner of Copper Island Mines, Ltd.
- (6) In April, 2024 the Company entered into a Purchase Agreement for the Bishop Gold Mill resulting in the issuance of two tranches of shares 760,000,000 and 360,000,000 respectively. Any unsold shares from the 760,000,000 share tranche is subject to a 3 year buyback at a price of \$0.0004. The issuance price of the shares was \$0.0002 and \$0.0004 respectively in April and July of 2024. Subsequently, 155,555,556 shares were issued in January 2025 at a price of \$0.0009, increasing the ownership of the Mill to 70%. All shares issued have an one year statutory hold.

## 7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

No

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

No

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

In 2020, Jared Lazerson, Company CEO, entered into a settlement agreement with the British Columbia Securities Commission, for failing to oversee a third party company who failed to conspicuously disclosure in large font or otherwise, that several articles written about that company were paid for by that company. Mr. Lazerson was CEO of the company and agreed to pay a \$10,000 fine and received no further sanctions.

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a “yes” answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person’s involvement in any type of business or securities activities.

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

## **8) Third Party Service Providers**

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on [www.OTCMarkets.com](http://www.OTCMarkets.com). If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Daniel Nauth

Firm: Nauth LPC

Address 1: 217 Queen Street West, Suite 401

Address 2: Toronto, ON M5V 0R2

Phone: 416.477.6031

Email: [dnauth@nauth.com](mailto:dnauth@nauth.com)



#### Accountant or Auditor

Name: Mustapha Mohammed  
Firm: Aventure, LLC.  
Address 1: 30 N. Gould St.  
Address 2: Sheridan, WY. 82801  
Phone: 315 355 3971  
Email: mustafa@aventurellc.com

#### Investor Relations

Name: None  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

#### *All other means of Investor Communication:*

X (Twitter): <https://twitter.com/NorthBayRes>  
LinkedIn <https://www.linkedin.com/company/north-bay-resources-inc/>  
Youtube: <https://www.youtube.com/@NorthBayResources/videos>

#### Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement.** This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: None  
Firm: \_\_\_\_\_  
Nature of Services: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

## 9) **Disclosure & Financial Information**

A. This Disclosure Statement was prepared by (name of individual):

Name: **Jared Lazerson**  
Title: **CEO**  
Relationship to Issuer: **Officer**

B. The following financial statements were prepared in accordance with:

- ☐ IFRS  
☒ U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **Jared Lazerson / Mustapha Mohammed**

Title: Chief Financial Officer / Accountant

Relationship to Issuer: **Officer / Accountant**

Describe the qualifications of the person or persons who prepared the financial statements:<sup>5</sup> **10 years experience as officer of public companies / Certified Accountant with experience in public company financial reporting.**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

**Financial Statement Requirements:**

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be “machine readable”. Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

**10) Issuer Certification**

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Jared Lazerson certify that:

1. I have reviewed this Disclosure Statement for North Bay Resources Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

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<sup>5</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

May 15, 2025 [Date]

/s/ Jared Lazerson [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

*Principal Financial Officer:*

I, Jared Lazerson certify that:

1. I have reviewed this Disclosure Statement for North Bay Resources Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

May 15, 2025 [Date]

/s/ Jared Lazerson [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

**NORTH BAY RESOURCES INC.**  
**UNAUDITED BALANCE SHEETS**  
**AS OF MARCH 31, 2025 AND DECEMBER 31, 2024**

	<u>Mar 31, 2025</u>	<u>Dec 31, 2024</u>
<b>ASSETS</b>		
Current Assets		
Cash	\$ 15,984	\$ 15,834
Total Bank Accounts	15,984	15,834
Accounts Receivable	3,982	-
Other Current Assets		
Asset Under Acquisition	554,500	402,000
Prepaid Expenses	5,043	49,487
Total Current Assets	559,542	467,321
Fixed Assets		
Bishop Mill Acquisition (145## B/ CMC Metals)		
Property, Plant and Equipment	252,500	252,500
<b>TOTAL ASSETS</b>	<b>\$ 832,009</b>	<b>\$ 719,821</b>
<b>LIABILITIES &amp; STOCKHOLDERS' EQUITY (DEFICIT)</b>		
<b>Liabilities</b>		
Current Liabilities		
Accounts Payable	\$ 205,674	\$ 267,416
Accrued Expenses - Related Party	2,551,920	2,551,920
Accrued Interest	125,054	139,053
Loans & Convertible Notes Payable	2,124,490	1,899,382
Total Current Liabilities	5,007,139	4,857,772
Total Liabilities	\$ 5,007,139	\$ 4,857,772
<b>Stockholders' Equity (Deficit)</b>		
Preferred stock, Series I, \$0.001 par value, 100 shares authorized, 100 shares issued and outstanding at March 31, 2025 and December 31, 2024, respectively	-	-
Convertible Preferred stock, Series A, \$0.001 par value, 8,000,000 shares authorized, 4,000,000 and 4,000,000 shares issued and outstanding at March 31, 2025 and December 31, 2024, respectively	4,000	4,000
Common stock, \$0.00001 par value, 20,000,000,000 shares authorized, 7,870,071,005 and 7,578,291,536 shares issued and outstanding at March 31, 2025 and December 31, 2024 respectively	78,701	75,783
Additional Paid-In Capital	18,689,141	18,489,396
Stock Payable	79,648	79,648
Net Income	(239,842)	(754,718)
Accumulated Deficit	(22,786,778)	(22,032,060)
Total Stockholders' Equity (Deficit)	(4,175,130)	(4,137,951)
<b>TOTAL LIABILITIES &amp; STOCKHOLDERS' EQUITY (DEFICIT)</b>	<b>\$ 832,009</b>	<b>\$ 719,821</b>

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

**NORTH BAY RESOURCES INC.**  
**UNAUDITED STATEMENTS OF OPERATIONS**  
**FOR THE YEAR ENDING**  
**MARCH 31, 2025 AND DECEMBER 31, 2024**

	<u>Period Ending Mar 31, 2025</u>	<u>Period Ending Dec 31, 2024</u>
<b>Revenues</b>		
Revenue	\$ 3,982	\$ -
<b>Gross Profit</b>	3,982	-
<b>Operating Expenses</b>		
Commissions & Consulting Fees	35,200	8,634
General & Administrative Costs	121,273	149,189
Mining Property Costs and Expenses	66,923	189,285
Professional Services	7,601	9,235
<b>Total Operating Expenses</b>	(230,998)	(356,343)
<b>Net Operating Loss</b>	(227,016)	(356,343)
<b>Other Income (Expenses)</b>		
Gain on Mineral Claim Sales		
Interest Income		
Interest Expense	(12,826)	-
Gain/Loss on Debt Forgiveness		
Loss on Forfeiture		
Other Income		
Other Expense		
Realized Gain (Loss) on Investment		
<b>Net Other Income (Expenses)</b>	(12,826)	-
<b>Net Loss</b>	(239,842)	(356,343)
<b>WEIGHTED AVG NUMBER OF SHARES OUTSTANDING (Basic)</b>	7,870,071,005	7,578,291,536
<b>Basic Net Loss per Share</b>	\$ (0.000030)	\$ (0.000047)
<b>WEIGHTED AVG NUMBER OF SHARES OUTSTANDING (Diluted)</b>	11,871,716,301	10,926,334,338
<b>Diluted Net Loss per Share</b>	\$ (0.000020)	\$ (0.000033)

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

**NORTH BAY RESOURCES INC.**  
**UNAUDITED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT)**  
**FOR THE PERIOD**  
**JANUARY 1, 2017 THROUGH MARCH 31, 2025**

	Preferred Stock				Common Stock		Additional Paid-In Capital	Stock Payable	Accumulated Deficit	Total Stockholders' Deficit
	Series A Shares	Series I Shares	Series A Amount	Series I Amount	Common Shares	Amount				
Balance at 12/31/2016	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>1,527,299,598</u>	<u>\$ 15,273</u>	<u>\$ 17,126,748</u>	<u>\$ 79,648</u>	<u>\$ (20,151,182)</u>	<u>\$ (2,925,513)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	516,701,806	5,167	30,618	-	-	35,785
Net income (loss) for period	-	-	-	-	-	-	-	-	(211,888)	(211,888)
Balance at 12/31/2017	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>2,044,001,404</u>	<u>\$ 20,440</u>	<u>\$ 17,157,366</u>	<u>\$ 79,648</u>	<u>\$ (20,363,070)</u>	<u>\$ (3,101,617)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	1,315,810,095	13,158	109,263	-	-	122,421
Net income (loss) for period	-	-	-	-	-	-	-	-	(241,950)	(241,950)
Balance at 12/31/2018	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>3,359,811,499</u>	<u>\$ 33,598</u>	<u>\$ 17,266,629</u>	<u>\$ 79,648</u>	<u>\$ (20,605,020)</u>	<u>\$ (3,221,145)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	486,200,000	4,862	32,359	-	-	37,221
Net income (loss) for period	-	-	-	-	-	-	-	-	(306,305)	(306,305)
Balance at 12/31/2019	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>3,846,011,499</u>	<u>\$ 38,460</u>	<u>\$ 17,298,988</u>	<u>\$ 79,648</u>	<u>\$ (20,911,325)</u>	<u>\$ (3,490,229)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	-	-	-	-	-	-
Net income (loss) for period	-	-	-	-	-	-	-	-	(296,313)	(296,313)
Balance at 12/31/2020	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>3,846,011,499</u>	<u>\$ 38,460</u>	<u>\$ 17,298,988</u>	<u>\$ 79,648</u>	<u>\$ (21,207,638)</u>	<u>\$ (3,786,542)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	1,122,113,787	11,221	756,967	-	-	768,188
Net income (loss) for period	-	-	-	-	-	-	-	-	(286,512)	(286,512)
Balance at 12/31/2021	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>4,968,125,286</u>	<u>\$ 49,681</u>	<u>\$ 18,055,955</u>	<u>\$ 79,648</u>	<u>\$ (21,494,150)</u>	<u>\$ (3,304,866)</u>
Convertible debt cancellation	-	-	-	-	-	-	147,270	-	-	147,270
Net income (loss) for period	-	-	-	-	-	-	-	-	(236,110)	(236,110)
Balance at 12/31/2022	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>4,968,125,286</u>	<u>\$ 49,681</u>	<u>\$ 18,203,225</u>	<u>\$ 79,648</u>	<u>\$ (21,730,260)</u>	<u>\$ (3,393,706)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	-	-	-	-	-	-
Net income (loss) for period	-	-	-	-	-	-	-	-	(301,800)	(301,800)
Balance at 12/31/2023	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>4,968,125,286</u>	<u>\$ 49,681</u>	<u>\$ 18,203,225</u>	<u>\$ 79,648</u>	<u>\$ (22,032,060)</u>	<u>\$ (3,695,506)</u>
Common Stock issued for convertible debt conversion	-	-	-	-	-	-	-	-	-	-
Net income (loss) for period	-	-	-	-	-	-	-	-	(98,195)	(98,195)
Balance at 03/31/2024	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>4,968,125,286</u>	<u>\$ 49,681</u>	<u>\$ 18,203,225</u>	<u>\$ 79,648</u>	<u>\$ (22,130,255)</u>	<u>\$ (3,793,701)</u>
Common Stock issued	-	-	-	-	2,010,000,000	20,100	381,900	-	-	402,000
Net income (loss) for period	-	-	-	-	-	-	-	-	(143,851)	(143,851)
Balance at 06/30/2024	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>6,978,125,286</u>	<u>\$ 69,781</u>	<u>\$ 18,585,125</u>	<u>\$ 79,648</u>	<u>\$ (22,274,106)</u>	<u>\$ (3,535,552)</u>
Common Stock issued convertible debt conversion	-	-	-	-	600,166,250	6,002	300,731	-	-	306,733
Net income (loss) for period	-	-	-	-	-	-	(396,460)	-	(156,329)	(552,789)
Balance at 09/30/2024	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>7,578,291,536</u>	<u>\$ 75,783</u>	<u>\$ 18,489,396</u>	<u>\$ 79,648</u>	<u>\$ (22,430,435)</u>	<u>\$ (3,781,608)</u>
Common Stock issued convertible debt conversion	-	-	-	-	-	-	-	-	-	-
Net income (loss) for period	-	-	-	-	-	-	-	-	(356,343)	(356,343)
Balance at 12/31/2024	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>7,578,291,536</u>	<u>\$ 75,783</u>	<u>\$ 18,489,396</u>	<u>\$ 79,648</u>	<u>\$ (22,786,778)</u>	<u>\$ (4,137,951)</u>
Common Stock issued convertible debt conversion	-	-	-	-	-	-	-	-	-	-
Net income (loss) for period	-	-	-	-	291,779,469	2,918	199,745	-	(239,842)	(37,179)
Balance at 03/31/2025	<u>4,000,000</u>	<u>100</u>	<u>\$ 4,000</u>	<u>\$ -</u>	<u>7,870,071,005</u>	<u>\$ 78,701</u>	<u>\$ 18,689,141</u>	<u>\$ 79,648</u>	<u>\$ (23,026,620)</u>	<u>\$ (4,175,130)</u>

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

**NORTH BAY RESOURCES INC.**  
**UNAUDITED STATEMENTS OF CASH FLOWS**  
**FOR THE YEARS ENDING MARCH 31, 2025 AND DECEMBER 31, 2024**

	Quarter Ended Mar 31, 2025	Quarter Ended Dec 31, 2024
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net Income	\$ (239,842)	\$ (356,343)
Adjustments to reconcile Net Loss to net cash used in operations:		
Gain on sale of claims	-	-
Common Stock issued for services	-	-
Amortization of discount on debt	-	-
Amortization of deferred financing cost	-	-
Depreciation Expense	-	-
Prepaid Expenses	44,444	66,667
Gain on Settlement of Debt	-	-
Loss on Forfeiture of Investment	-	-
Changes in operating assets and liabilities:		
Other assets under acquisition	(152,500)	-
Accrued expenses – related party	-	-
Accrued interest	(13,999)	-
Accounts Receivable	(3,982)	-
Accounts Payable	(61,742)	83,827
Net Cash Used in Operating Activities	(427,621)	(205,849)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Property, Plant and Equipment	-	-
Loss on Foreign Exchange	-	-
Proceeds from Canadian Tax Credit	-	-
Cash Received in Claim Refund	-	-
Investment received for claim sales	-	-
Net Cash Provided by/Used in Investing Activities	-	-
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from sale of common stock	2,918	-
Debt repayments	-	-
Debt cancellation	-	-
Interest cancellation	-	-
Cash advance and loans from investors	225,107	191,622
Addition of Paid-In Capital	199,745	-
Borrowings on convertible debt	-	-
Net Cash Provided by Financing Activities	427,771	191,622
Net cash increase (decrease) for period	150	13,228
Cash at beginning of period	15,834	1,267
Cash at end of period	15,984	15,834

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

**NORTH BAY RESOURCES INC.**  
**NOTES TO UNAUDITED FINANCIAL STATEMENTS**

**NOTE 1      GENERAL ORGANIZATION AND BUSINESS**

The Company was incorporated in the State of Delaware on June 18, 2004 under the name Ultimate Jukebox, Inc. On September 4, 2004, Ultimate Jukebox, Inc. merged with NetMusic Corporation, and subsequently changed the Company name to NetMusic Entertainment Corporation. On March 10, 2006, the Company ceased digital media distribution operations, began operations as a natural resources company, and changed the Company name to Enterayon, Inc. On January 15, 2008, the Company merged with and assumed the name of its wholly-owned subsidiary, North Bay Resources Inc. As a result of the merger, Enterayon, Inc. was effectively dissolved, leaving North Bay Resources Inc. as the remaining company.

North Bay aims to return value to shareholders through a staged acquisition, exploration and monetization strategy, targeting mineral assets and the utilization of milling and processing facilities. The Company is engaged in the development of gold, copper, platinum, silver and magnesium projects and, subsequent to the period has acquired processing facilities for gold and other valuable metals. Currently, the Company is engaged in aggressive acquisition of projects in the western US and Canada and targets projects that can be leveraged utilizing management's experience in mineral exploration, operations, and financing in order to provide a high return on equity to the Company. Mineral exploration combined with small to mid-scale commercial production, offers the potential of sizable returns to the Company by utilizing a staged acquisition, exploration and development model.

The Company's business plan is based on the following components:

1. Targeting and acquiring mining properties, through purchase, option, or joint venture in the western US and Canada with either historical gold, silver, or copper assays and a significant exploration potential of 100,000 ounces of gold equivalent or a history of production.
2. Targeting and acquiring existing milling and processing facilities requiring upgrading or operation by experienced management or requiring feedstock for the milling operations.
3. The initial acquisition agreement usually comprises a small non-refundable cash payment in advance and a significant number of shares and/or work commitment from North Bay. Cash and shares usually increase in staged payments on the anniversary date of the agreement. This gives the Company the opportunity to abandon the project if the results are not consistent with historical work but primarily allows the value of the investment in cash, shares and work to greatly exceed the dollar value of the investment. Eventually, leaving the Company with 100% interest in high asset value projects, leaving a small royalty to the vendor. This staged leveraging of equity is the cornerstone to the Company's business model.
4. In joint venture agreements, the Company commits to specific exploration, development, or operational timelines and expenditures to earn a percentage of the project and makes no or minimal share or cash payments directly to the partner. Generally, joint venture agreements require an earn in to reach a 50/50 basis after which both parties must contribute on a *pro rata* basis.

**NOTE 2      GOING CONCERN**

These financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has generated modest revenues since inception and has never paid any dividends and is unlikely to pay dividends. The Company has accumulated losses since inception equal to \$22,786,713 as of December 31, 2024. These factors raise substantial doubt regarding the ability of the Company to continue as a going concern. The continuation of the Company as a going concern is dependent upon the continued financial support from its shareholders, the ability of the Company to obtain necessary equity financing to continue operations and to determine the existence, discovery and successful exploration of economically recoverable reserves in its resource properties, confirmation of the Company's interests in the underlying properties, and the attainment of profitable operations. The Company has had very little operating history to date. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

**NOTE 3      SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Reclassifications**

Certain prior period amounts have been reclassified to conform to the current period presentation. There was no material effect to



the financial statements as result of these reclassifications.

### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

### **Cash and Cash Equivalents**

The Company considers all highly liquid debt instruments and other short-term investments with a maturity of three months or less, when purchased, to be cash equivalents. There were no cash equivalents March 31, 2025 and December 31, 2024. The Company maintains cash and cash equivalent balances at one financial institution that is insured by the Federal Deposit Insurance Corporation up to \$250,000.

### **Marketable Securities**

The Company accounts for its marketable securities, which are available for sale, in accordance with Financial Accounting Standards Board ("FASB") guidance regarding accounting for certain investments in debt and equity securities, which requires that available-for-sale and trading securities be carried at fair value. Unrealized gains and losses deemed to be temporary on available-for-sale securities are reported as other comprehensive income ("OCI") within shareholders' deficit. Realized gains and losses and declines in value deemed to be other than temporary on available-for-sale securities are included in "(Gain) loss on short- and long-term investments" and "Other income" on our statements of operations. Trading gains and losses also are included in "(Gain) loss on short-term and long-term investments." Fair value of the securities is based upon quoted market prices in active markets or estimated fair value when quoted market prices are not available. The cost basis for realized gains and losses on available-for-sale securities is determined on a specific identification basis. We classify our available-for-sale securities as short- or long-term based upon management's intent and ability to hold these investments. In addition, throughout 2009, the FASB issued various authoritative guidance and enhanced disclosures regarding fair value measurements and impairments of securities which helps in determining fair value when the volume and level of activity for the asset or liability have significantly decreased and in identifying transactions that are not orderly.

### **Revenue Recognition**

The company has recognized no mining revenue to date. In the future mining revenue will be recognized according to the policy described below.

Revenue is recognized when the following conditions are met:

- (a) persuasive evidence of an arrangement to purchase exists;
- (b) the price is fixed or determinable;
- (c) the product has been delivered; and
- (d) collection of the sales price is reasonably assured.

Under the terms of concentrate sales contracts with third-party smelters, final prices for the gold, silver, zinc, copper and lead in the concentrate are set based on the prevailing spot market metal prices on a specified future date based on the date that the concentrate is delivered to the smelter. The Company records revenues under these contracts based on forward prices at the time of delivery, which is when transfer of legal title to concentrate passes to the third-party smelters. The terms of the contracts result in differences between the recorded estimated price at delivery and the final settlement price. These differences are adjusted through revenue at each subsequent financial statement date.

### **Mineral Property Costs**

Mineral property acquisition costs are capitalized upon acquisition. Mineral property exploration and improvement costs are expensed as incurred. When it has been determined that a mineral property can be economically developed as a result of establishing proven or probable reserves, the costs incurred to develop and improve such property are capitalized. To date the Company has not established any proven or probable reserves on its mineral properties.

The Company reviews long-lived assets for indicators of impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. If the review indicates that the carrying amount of the asset may not be recoverable, the potential impairment is measured based on a projected discounted cash flow method using a discount rate that is considered to be

commensurate with the risk inherent in the Company's current business model. For purposes of recognition and measurement of an impairment loss, a long-lived asset is grouped with other assets at the lowest level for which identifiable cash flows are largely independent of the cash flows of other assets.

### **Purchase Options for Mining Property**

Costs associated with acquisitions related to purchase options for mining properties are capitalized when the costs are incurred in accordance with ASC 340.10. The costs are carried at the amount paid and transferred to the appropriate asset account if the option is exercised. If it is determined that the Company will not exercise the option, the option is expensed.

### **Deferred Gains**

Deposits on pending sales of mineral claims are classified as deferred gains until the transaction has been completed.

### **Asset Retirement Obligation**

The FASB standard on accounting for asset retirement obligation requires that the fair value of the liability for asset retirement costs be recognized in an entity's balance sheet, as both a liability and an increase in the carrying values of such assets, in the periods in which such liabilities can be reasonably estimated. The present value of the estimated future asset retirement obligation ("ARO"), as of the date of acquisition or the date at which mining commences is capitalized as part of the costs of mineral assets and recorded with an offsetting liability. The asset retirement costs are depleted over the production life of the mineral assets on a unit-of-production basis.

The ARO is recorded at fair value and accretion expense is recognized as the discounted liability is accreted to its expected settlement value. The fair value of the ARO liability is measured by using expected future cash outflows discounted at the Company's credit adjusted risk free interest rate.

Amounts incurred to settle plugging and abandonment obligations that are either less than or greater than amounts accrued are recorded as a gain or loss in current operations. Revisions to previous estimates, such as the estimated cost to remediate and abandon a mine may require adjustments to the ARO and are capitalized as part of the costs of mineral assets.

### **Income Taxes**

The Company utilizes the liability method of accounting for income taxes. Under the liability method, deferred tax assets and liabilities are determined based on the differences between the financial reporting basis and the tax basis of the assets and liabilities, and are measured using enacted tax rates that will be in effect when the differences are expected to reverse.

The Company adopted the provisions of the FASB interpretation related to accounting for uncertainty in income taxes, which seeks to reduce the diversity in practice associated with the accounting and reporting for uncertainty in income tax positions. The Company believes it does not have any uncertain tax positions taken or expected to be taken in its income tax returns.

### **Fair Value of Financial Instruments**

The Company adopted the FASB standard related to fair value measurement at inception. The standard defines fair value, establishes a framework for measuring fair value and expands disclosure of fair value measurements. The standard applies under other accounting pronouncements that require or permit fair value measurements and, accordingly, does not require any new fair value measurements. The standard clarifies that fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, the standard established a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows.

Level 1. Observable inputs such as quoted prices in active markets;

Level 2. Inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and

Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

## **Stock Based Compensation**

Beginning January 1, 2006, the Company adopted the FASB standard related to stock based compensation. The standard requires all share-based payments to employees (which includes non-employee Directors), including employee stock options, warrants and restricted stock, be measured at the fair value of the award and expensed over the requisite service period (generally the vesting period). The fair value of common stock options or warrants granted to employees is estimated at the date of grant using the Black-Scholes option pricing model by using the historical volatility of the Company. The calculation also takes into account the common stock fair market value at the grant date, the exercise price, the expected life of the common stock option or warrant, the dividend yield and the risk-free interest rate.

The Company from time to time may issue stock options, warrants and restricted stock to acquire goods or services from third parties. Restricted stock, options or warrants issued to other than employees or directors are recorded on the basis of their fair value, which is measured as of the date required by the Emerging Issues Task Force guidance related to accounting for equity instruments issued to non-employees. In accordance with this guidance, the options or warrants are valued using the Black-Scholes option pricing model on the basis of the market price of the underlying equity instrument on the "valuation date," which for options and warrants related to contracts that have substantial disincentives to non-performance, is the date of the contract, and for all other contracts is the vesting date. Expense related to the options and warrants is recognized on a straight-line basis over the shorter of the period over which services are to be received or the vesting period.

In February, 2024 500,000,000 common share purchase options were issued to the Company CEO, Jared Lazerson, with a strike price of \$0.0002 for a term of 3 years with no vesting period and no cancellation provision. Utilizing the Black-Scholes model of valuation: risk free interest rate (3 month Treasury Bill) of 5.17%, percent volatility of 67%, term of 3 years, and current share price of \$0.0002 the options are valued at \$0.00002 per option. The stock option based compensation is valued at \$10,000 and has been recorded in Q1 2024.

## **Beneficial Conversion Feature**

From time to time, the Company may issue convertible notes that may have conversion prices that create an embedded beneficial conversion feature pursuant to the Emerging Issues Task Force guidance on beneficial conversion features. A beneficial conversion feature exists on the date a convertible note is issued when the fair value of the underlying common stock to which the note is convertible into is in excess of the remaining unallocated proceeds of the note after first considering the allocation of a portion of the note proceeds to the fair value of any attached equity instruments, if any related equity instruments were granted with the debt. In accordance with this guidance, the intrinsic value of the beneficial conversion feature is recorded as a debt discount with a corresponding amount to additional paid in capital. The debt discount is amortized to interest expense over the life of the note using the effective interest method.

## **Deferred Financing Costs**

Deferred financing costs include debt issuance costs primarily incurred by the Company as part of Convertible Note transactions. These amounts are capitalized to Deferred Financing Costs and amortized over the term of the note. Amortization is provided on a straight-line basis over the terms of the respective debt instruments to which the costs relate and is included in interest expense. The difference between the straight line and effective interest methods is immaterial due to the short term nature of the convertible notes.

## **Accounting for Derivative Instruments**

All derivatives have been recorded on the balance sheet at fair value based on the lattice model calculation. These derivatives, including embedded derivatives in the Company's convertible notes which have floating conversion prices based on changes to the quoted price of the Company's common stock and common stock equivalents tainted as a result of the derivative, are separately valued and accounted for on the Company's balance sheet. Fair values for exchange traded securities and derivatives are based on quoted market prices. Where market prices are not readily available, fair values are determined using market based pricing models incorporating readily observable market data and requiring judgment and estimates.

## **Lattice Valuation Model**

The Company valued the conversion features in their convertible notes and tainted warrants using a lattice valuation model, with the assistance of a valuation consultant. The lattice model values these instruments based on a probability weighted discounted cash flow model. The Company uses the model to develop a set of potential scenarios. Probabilities of each scenario occurring during the remaining term of the instruments are determined based on conversion prices relative to current stock prices, historic volatility, and estimates on investor behavior. These probabilities are used to create a cash flow projection over the term of the instruments and determine the probability that the projected cash flow will be achieved. A discounted weighted average cash flow for each

scenario is then calculated and compared to the discounted cash flow of the instruments without the compound embedded derivative in order to determine a value for the compound embedded derivative.

### Income/Loss Per Share of Common Stock

Basic net loss per common share is computed using the weighted average number of common shares outstanding. Diluted earnings per share includes additional dilution from common stock equivalents, such as stock issuable pursuant to the exercise of stock options and warrants. Common stock equivalents are not included in the computation of diluted earnings per share when the Company reports a loss because to do so would be anti-dilutive for the periods presented. As of March 31, 2025 and December 31, 2024, there were 20,000,000 and 20,000,000 common stock equivalents outstanding, respectively.

The following is a reconciliation of the computation for basic and diluted EPS for the period ending December 31, 2024 and December 31, 2023, respectively:

	Mar 31, 2025	Dec 31, 2024
Net Loss	\$ (239,842)	\$ (356,343)
Weighted-average common shares Outstanding (Basic)	7,870,071,005	7,578,291,536
Weighted-average common stock Equivalents	20,000,000	20,000,000
Deduction of stock Equivalents not included due to net loss	(20,000,000)	(20,000,000)
Weighted-average common shares Outstanding (Diluted)	11,871,716,301	10,926,334,338
Basic Net Gain (Loss) per Share	\$ (0.000030)	\$ (0.000047)
Diluted Net Gain (Loss) per Share	(0.000020)	(0.000033)

### Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation. The cost of property, plant and equipment is depreciated using the straight-line method over the estimated useful life of the asset - periods of approximately 18-28 years for buildings, 3-10 years for machinery and equipment and 3- 5 years for vehicles. Long-lived assets are reviewed for impairment whenever in management's judgment conditions indicate a possible loss. Such impairment tests compare estimated undiscounted cash flows to the recorded value of the asset. If an impairment is indicated, the asset is written down to its fair value or, if fair value is not readily determinable, an estimated fair value is used based on discounted cash flows. Fully depreciated assets are retained in property, plant and equipment and accumulated depreciation accounts until they are removed from service. In case of disposals of assets, the assets and related accumulated depreciation are removed from the accounts, and the net amounts after proceeds from disposal are credited or charged to income.

### Recently Issued Accounting Standards

On November 2014, The Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2014-16—Derivatives and Hedging (Topic 815): Determining Whether the Host Contract in a Hybrid Financial Instrument Issued in the Form of a Share Is More Akin to Debt or to Equity (a consensus of the FASB Emerging Issues Task Force). The amendments in this Update do not change the current criteria in GAAP for determining when separation of certain embedded derivative features in a hybrid financial instrument is required. That is, an entity will continue to evaluate whether the economic characteristics and risks of the embedded derivative feature are clearly and closely related to those of the host contract, among other relevant criteria. The amendments clarify how current GAAP should be interpreted in evaluating the economic characteristics and risks of a host contract in a hybrid financial instrument that is issued in the form of a share. The effects of initially adopting the amendments in this Update should be applied on a modified retrospective basis to existing hybrid financial instruments issued in the form of a share as of the beginning of the fiscal year for which the amendments are effective. Retrospective application is permitted to all relevant prior periods.

On November 2014, The Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2014-17—Business Combinations (Topic 805): Pushdown Accounting (a consensus of the FASB Emerging Issues Task Force). The amendments in this Update provide an acquired entity with an option to apply pushdown accounting in its separate financial statements upon occurrence of an event in which an acquirer obtains control of the acquired entity. The amendments in this Update are effective on November 18, 2014. After the effective date, an acquired entity can make an election to apply the guidance to future change-in-control events or to its most recent change-in-control event. However, if the financial statements for the period in which the most recent change-in-control event occurred already have been issued or made available to be issued, the application of this guidance would be a change in accounting principle.

On August 2014, The Financial Accounting Standards Board (FASB) issued Accounting Standard Update No. 2014-15, Presentation of Financial Statements – Going Concerns (Subtopic 205-40): Disclosures of Uncertainties about an Entity's Ability to Continue as

a Going Concern. The amendments require management to assess an entity's ability to continue as a going concern by incorporating and expanding upon certain principles that are currently in U.S. auditing standards. Specifically, the amendments (1) provide a definition of the term substantial doubt, (2) require an evaluation every reporting period including interim periods, (3) provide principles for considering the mitigating effect of management's plans, (4) require certain disclosures when substantial doubt is alleviated as a result of consideration of management's plans, (5) require an express statement and other disclosures when substantial doubt is not alleviated, and (6) require an assessment for a period of one year after the date that the financial statements are issued (or available to be issued). The amendments in this Update are effective for the annual period ending after December 15, 2016, and for annual periods and interim periods thereafter. Early application is permitted.

In June 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-12, Compensation – Stock Compensation (Topic 718): Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period. The new guidance requires that share-based compensation that require a specific performance target to be achieved in order for employees to become eligible to vest in the awards and that could be achieved after an employee completes the requisite service period be treated as a performance condition. As such, the performance target should not be reflected in estimating the grant-date fair value of the award. Compensation costs should be recognized in the period in which it becomes probable that the performance target will be achieved and should represent the compensation cost attributable to the period(s) for which the requisite service has already been rendered. If the performance target becomes probable of being achieved before the end of the requisite service period, the remaining unrecognized compensation cost should be recognized prospectively over the remaining requisite service period. The total amount of compensation cost recognized during and after the requisite service period should reflect the number of awards that are expected to vest and should be adjusted to reflect those awards that ultimately vest. The requisite service period ends when the employee can cease rendering service and still be eligible to vest in the award if the performance target is achieved. This new guidance is effective for fiscal years and interim periods within those years beginning after December 15, 2015. Early adoption is permitted. Entities may apply the amendments in this Update either (a) prospectively to all awards granted or modified after the effective date or (b) retrospectively to all awards with performance targets that are outstanding as of the beginning of the earliest annual period presented in the financial statements and to all new or modified awards thereafter. The adoption of ASU 2014-12 is not expected to have a material impact on our financial position or results of operations.

In June 2014, the FASB issued ASU No. 2014-10: Development Stage Entities (Topic 915): Elimination of Certain Financial Reporting Requirements, Including an Amendment to Variable Interest Entities Guidance in Topic 810, Consolidation, to improve financial reporting by reducing the cost and complexity associated with the incremental reporting requirements of development stage entities. The amendments in this update remove all incremental financial reporting requirements from U.S. GAAP for development stage entities, thereby improving financial reporting by eliminating the cost and complexity associated with providing that information. The amendments in this Update also eliminate an exception provided to development stage entities in Topic 810, Consolidation, for determining whether an entity is a variable interest entity on the basis of the amount of investment equity that is at risk. The amendments to eliminate that exception simplify U.S. GAAP by reducing avoidable complexity in existing accounting literature and improve the relevance of information provided to financial statement users by requiring the application of the same consolidation guidance by all reporting entities. The elimination of the exception may change the consolidation analysis, consolidation decision, and disclosure requirements for a reporting entity that has an interest in an entity in the development stage. The amendments related to the elimination of inception-to-date information and the other remaining disclosure requirements of Topic 915 should be applied retrospectively except for the clarification to Topic 275, which shall be applied prospectively. For public companies, those amendments are effective for annual reporting periods beginning after December 15, 2014, and interim periods therein. Early adoption is permitted. The adoption of ASU 2014-10 is not expected to have a material impact on our financial position or results of operations.

In July 2013, FASB issued ASU No. 2013-11, *"Presentation of an Unrecognized Tax Benefit When a Net Operating Loss Carryforward, a Similar Tax Loss, or a Tax Credit Carryforward Exists."* The provisions of ASU No. 2013-11 require an entity to present an unrecognized tax benefit, or portion thereof, in the statement of financial position as a reduction to a deferred tax asset for a net operating loss carryforward or a tax credit carryforward, with certain exceptions related to availability. ASU No. 2013-11 is effective for interim and annual reporting periods beginning after December 15, 2013. The adoption of ASU No. 2013-11 is not expected to have a material impact on the Company's Consolidated Financial Statements.

In February 2013, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2013-02, *Comprehensive Income (Topic 220): Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income*, to improve the transparency of reporting these reclassifications. Other comprehensive income includes gains and losses that are initially excluded from net income for an accounting period. Those gains and losses are later reclassified out of accumulated other comprehensive income into net income. The amendments in the ASU do not change the current requirements for reporting net income or other comprehensive income in financial statements. All of the information that this ASU requires already is required to be disclosed elsewhere in the financial statements under U.S. GAAP. The new amendments will require an organization to:

- Present (either on the face of the statement where net income is presented or in the notes) the effects on the line items of net income of significant amounts reclassified out of accumulated other comprehensive income - but only if the item

- reclassified is required under U.S. GAAP to be reclassified to net income in its entirety in the same reporting period; and Cross-reference to other disclosures currently required under U.S. GAAP for other reclassification items (that are not required under U.S. GAAP) to be reclassified directly to net income in their entirety in the same reporting period. This would be the case when a portion of the amount reclassified out of accumulated other comprehensive income is initially transferred to a balance sheet account (e.g., inventory for pension-related amounts) instead of directly to income or expense.

The amendments apply to all public and private companies that report items of other comprehensive income. Public companies are required to comply with these amendments for all reporting periods (interim and annual). The amendments are effective for reporting periods beginning after December 15, 2012, for public companies. Early adoption is permitted. The adoption of ASU No. 2013-02 is not expected to have a material impact on our financial position or results of operations.

In January 2013, the FASB issued ASU No. 2013-01, *Balance Sheet (Topic 210): Clarifying the Scope of Disclosures about Offsetting Assets and Liabilities*, which clarifies which instruments and transactions are subject to the offsetting disclosure requirements originally established by ASU 2011-11. The new ASU addresses preparer concerns that the scope of the disclosure requirements under ASU 2011-11 was overly broad and imposed unintended costs that were not commensurate with estimated benefits to financial statement users. In choosing to narrow the scope of the offsetting disclosures, the Board determined that it could make them more operable and cost effective for preparers while still giving financial statement users sufficient information to analyze the most significant presentation differences between financial statements prepared in accordance with U.S. GAAP and those prepared under IFRSs. Like ASU 2011-11, the amendments in this update will be effective for fiscal periods beginning on, or after January 1, 2013. The adoption of ASU 2013-01 is not expected to have a material impact on our financial position or results of operations.

#### NOTE 4 DEBT

The following table summarizes all of the Convertible and Non-convertible Notes outstanding as of March 31, 2025 and December 31, 2024:

	March 31, 2025	December 31, 2024
Convertible Notes:		
Secured Convertible Notes payable with annual interest rate of 10%		252,226
Secured convertible notes payable with annual interest of 0%	1,100,000	1,100,000
Unsecured Convertible Notes payable with annual interest rate of 10%	18,000	18,000
Unsecured Convertible Notes payable with annual interest rate of 7%	339,033	466,957
Unsecured Convertible Notes payable with annual interest rate of 6%	-	10,421
Unsecured Convertible Notes payable with annual interest rate of 0%	156,559	
Unsecured Convertible Notes payable with annual interest rate of 5%	-	54,950
Total Convertible Notes	1,597,392	1,650,328
Promissory Note:		
Unsecured Notes payable with annual interest rate of 10%	512,750	251,805
Cash Advances	18,000	
Total Notes	520,750	251,805
Total Debt	\$ 2,118,142	\$ 1,902,133

In Q1 2025, an unsecured demand loan bearing 10% interest was increased to \$361,951 from \$251,805.

In Q1 2025, a debt of \$138,300 to the Company's CEO was converted into a demand loan bearing 10% interest.

In Q4 2024, the Company entered into an Amended Convertible Note Agreement with Tangiers, LLP, dated September 19, 2024 whereby \$1,322,093.09, comprised of due and unpaid principal of \$640,948.53 and \$681,144.56 of unpaid interest has been reduced to \$1,100,000. A portion of the interest of this debt did not accrue due to default on the note since 2016, a part of the settlement a portion of this interest (since 2016) has been recognized and settled as part of the Amended Convertible Note Agreement. The Note is now in good standing. Any unpaid portion of the debt may be converted into free trading shares at the discretion of the Holder in equal tranches of up to \$275,000 3, 6, 9, and 12 months from the effective date. In addition, any shares received through conversion will be subject to a leak-out provision of 25% per fiscal quarter for period of a year from the effective date. The previous conversion terms were 70% of the lowest 25 day VWAP, during the majority of Q3 this price was below \$0.0002. Under the Amended Agreement the total number of shares convertible at March 31, 2025 was 1,100,000,000 ,and there have been no conversions of this note.

## **NOTE 5      COMMITMENTS AND CONTINGENCIES**

As of March 31, 2025 and December 31, 2024, respectively, the Company does not have any outside commitments, and is not currently leasing any office space. Office space is provided as part of its Bishop Mill facility and in Canada on a month to month, as needed basis.

We are not party to any significant pending legal proceedings that management believes will result in material adverse effect on our financial condition or results of operations.

## **NOTE 6      STOCK SPLITS**

On February 18, 2005, the Company effected a 4 for 1 forward stock split of our common shares. On March 12, 2006, and on February 7, 2008, the Company effected 1 for 10 reverse stock splits. On February 17, 2015, the Company effected a 1 for 200 reverse stock split. All information presented herein has been retrospectively adjusted to reflect these stock splits as they took place as of the earliest period presented.

## **NOTE 7      MANAGEMENT AGREEMENTS AND DEFERRED COMPENSATION/NQDC**

In Q1 2024, the Company executed a management agreement with Jared Lazerson the Company's newly appointed Chief Executive Officer. The agreement is in consideration of \$15,000 per month and includes a three month termination clause with notice by either party. The agreement authorizes the issuance of 500,000,000 employee share purchase options at a strike price of \$0.0002 for a term of 3 years with no vesting period and no cancellation provision. Utilizing the Black-Scholes model of valuation: risk free interest rate (3 month Treasury Bill) of 5.17%, percent volatility of 67%, term of 3 years, and current share price of \$0.0002 the options were valued at \$0.00002 per option. The total option based compensation is valued at \$10,000 and has been recorded in Q1 2024.

The Company adopted an unfunded Non-Qualified Deferred Compensation (NQDC) plan to compensate, the former Chief Executive Officer. Under this plan, the Company is not required to reserve funds for compensation, and was only obligated to pay compensation when and if funds are available. Any amounts due but unpaid automatically accrue to deferred compensation. While unfunded and non-recourse, for compliance with GAAP this is disclosed as an accrued expense on the balance sheet. As of June 30, 2024, the outstanding balance of the NQDC plan was \$2,541,920, reflecting approximately 10 years of compensation. No further expense has been incurred as the agreement has been terminated. It is anticipated that this obligation will be transferred to long-term debt or otherwise be settled with the estate of the former CEO,

## **NOTE 8      RELATED PARTY TRANSACTIONS**

In Q2 2024, the Company entered into a share purchase agreement to acquire 55.5% of the Bishop Gold Mill, located six miles north of Bishop, Inyo County, California. The mill has a flotation circuit designed to process up to 96 tons per day. The Company proposes to operate the Bishop Gold Mill in the near to medium term. The mill is currently permitted for operation subject to various conditions and minor infrastructure completions. The Company entered into an agreement with the note holder, CMC Metals Ltd. (TSXV: CMC) ("CMC"), and the current owner 1436132 BC Ltd., a private Canadian company, to acquire 55.5% of 0877887 BC Ltd. ("087"), whose primary asset is the Bishop Gold Mill. Within this transaction, North Bay acquires 55.5% of 087 by assuming the amended cash payment and common share transfers to CMC as or as otherwise agreed and amended:

### **Cash Payments**

- US \$12,500 payable on signing (paid)
- US \$12,500 payable on May 1, 2024 (paid)
- US \$12,500 payable on June 1, 2024 (paid)
- US \$12,500 payable on July 1, 2024 (paid)
- US \$50,000 payable on or before July 11, 2024 (\$25,000 paid, final payments were amended to \$12,500 due December 1, 2024 and January 1, 2025 – paid)

### **Share Payments**

- \$200,000 CAD in common shares of North Bay to be delivered on signing (760,000,000 shares issued)
- \$200,000 CAD in common shares of North Bay to be delivered on or before July 11, 2024 (360,000,000 shares issued)

- The Company may buy back the April shares at \$0.0002 for 90 days from issuance and at \$0.0004 for up to 3 years.

1436132 BC Ltd. still remains responsible for the remaining payments and share transactions to acquire a 100% interest of 087 from CMC as announced on September 19, 2023 and November 1, 2023. North Bay now becomes the operator of the project. The Company CEO, Jared Lazerson is the CEO and a shareholder of 1436132 B.C. Ltd, but has no affiliation with CMC Metals, Inc.

In Q1 2024, the Board of Directors approved and the Company entered into an agreement to acquire a 100% interest in the 1056 hectare Copper Island *Red-Bed Copper* Project, located in British Columbia, Canada. The acquisition agreement is to acquire the Copper Island Project from Copper Island Mines Ltd. for share and cash payments totalling \$550,000 and a minimum work program of \$50,000. Recent geochemical exploration (Summer 2023) on the Property has yielded up to 14.7% Cu (B.C. Assessment Report 41377).

The Copper Island mineral claims are located approximately 15 kilometers north of Campbell River, BC. The Copper Island property features a cluster of small to medium size copper and silver bearing mineral occurrences that collectively, constitute a large resource of high-grade copper. Cu-Ag bearing mineralization within the property is hosted in basaltic/andesitic volcanic rocks of the Lower-Upper Triassic Karmutsen Formation (volcanic hosted Cu-redbed deposit type). Copper-silver bearing minerals include chalcocite, with minor occurrences of chalcopyrite, bornite, native copper, cuprite, malachite and azurite.

Considerable previous work has been performed on the Pomeroy Group copper-silver bearing mineralization. The first recorded mining in the project area was in 1906- 1907. Modern exploration began in 1952-53, when Dodge Copper Limited carried out a detailed exploration program of trenching and diamond drilling. Dodge Copper Mines drilled 145 holes totaling 8800 feet on various deposits. The Quadra Mining Company acquired the property in 1968 and the property saw relatively continuous exploration and development under various ownership, largely following the rise and fall of copper prices. In 2011, the Pomeroy Group of mineral claims were acquired by Copper Island Mines Ltd. A program of geochemical sampling was carried out and identified several zones of high grade copper located in the Pomeroy 1-4 mineralized zones, as well as new showings adjacent to the known occurrences.

The known ore deposits occur mainly on the surface and have been drilled, trenched and sampled by Prince Stewart Mines Ltd.

In 2011, the claims were acquired by Copper Island Mines Ltd, and a program of geochemical sampling was carried out on the Pomeroy, Beaver and Colleen Zones. A significant portion of geochemical sampling returned >2% Cu from numerous new & historic copper-silver bearing mineral occurrences (Betmanis, 2012). In 2020, Copper Island carried out geochemical sampling over the Pomeroy 2, 3 & 4 Zones. Results of rock sampling in 2020. Each of the 4 rock chip samples were taken across a sample interval width of 30 cm (from outcrop). The results indicate that high-grade copper values (ranging from 5.64-7.64% Cu) with significant silver (19.8-29.4 g/t Ag) values were obtained from rock chip samples from the Pomeroy 2, 3, & 4 mineral zones. Vanadium content of up to 757ppm V suggests that vanadium bearing minerals are present, and likely linked with increased Fe.

*Note that historic estimates were completed prior to the implementation of National Instrument 43-101 and are not compliant with NI 43-101 and, while completed by qualified geologists and/or engineers of their day they are historical in nature.*

The following list describes geology & mineralization of nine British Columbia Ministry of Mines, Energy, and Carbon Reduction MINFILE occurrences located within Copper Island mineral claims:

POMEROY 1:

16,500 tons @ 3.67% Cu

POMEROY 2:

PROVEN: 5,000 short tons @ 2.70% Cu

INDICATED: 17,000 tons @ 2.70% Cu

POMEROY 3+4

PROVEN: 972,400 short tons @ 1.22% Cu

INDICATED: 472,000 tons @ 1.62%Cu

POMEROY 5:

53,200 tonnes @ 1.00% Cu



BEAVER 1:  
19,375 tons @ 1.74% Cu

HALL:  
PROVEN: 5,000 tons @ 3.45% Cu  
INDICATED: 50,000 tons @ 2.40% Cu

COPPER BELL 1 + 2: 112,000 tons @ 2.55% Cu

\*Reserve Estimates - Sheppard, 1974

Under the terms of the Agreement, the Company will be granted the exclusive right to acquire the Project in consideration for completion of a series of cash payments, securities issuances and exploration expenditures, as follows:

- On signing, issuance of 1,250,000,000 shares at a deemed price of \$0.0002 valued at \$250,000 (shares issued).
- On the one year anniversary (February 16<sup>th</sup>, 2025) 1,250,000,00 shares at a deemed price of \$0.0002 valued at \$250,000 and cash payment of \$50,000.
- Complete a work program on the Project of \$50,000 within 2 years of signing inclusive of any and all costs associated with the completion of exploration on the Project.

After the completion of the final payment and required exploration work the Project will be assigned to the Company subject to a net smelter royalty of 2% with a buyback of 1% (or 50% of the royalty) exercisable for a period of sixty months in consideration of a one-time cash payment of \$1,000,000.

Copper Island Mines, Ltd. is a non-arms length private company controlled by Jared Lazerson, CEO of the Company. Mr. Lazerson is the CEO and a shareholder of the Vendor. All securities issued to Copper Island Mines, Ltd. or its shareholders in connection with the transaction will be subject to a restriction on resale in accordance with applicable securities laws and policies.

## **NOTE 8 INCREASE IN AUTHORIZED CAPITAL**

In Q2 2024, the Company increased its authorized share capital from 7,500,000,000 shares to 20,000,000,000 shares.

## **NOTE 9 OTHER EVENTS**

### **Bishop Gold Mill**

The Company entered into an agreement with the note holder, CMC Metals Ltd. (TSXV: CMC) ("CMC"), and the current owner 1436132 BC Ltd., a private Canadian company, to acquire an additional 14.5%, bringing total ownership to 70%, of 0877887 BC Ltd. ("087"), whose primary asset is the Bishop Gold Mill. Within this transaction, North Bay acquires 70% of 087 by assuming the amended cash payment and common share transfers to CMC and as amended from time to time.

The Company acquired, installed and began processing ore from its Fran Gold Project using new gravity separation and gold recovery equipment at its Bishop Gold Mill including Knudsen Centrifuge.

The Company completed test shipment and gold delivery and recorded its first revenue from the Bishop Gold Mill production.

### **Fran Gold Project**

Recent data re-compilation occurring in Q1, 2025 has resulted in a major new bulk tonnage discovery. The Fran Gold Project, located in central British Columbia, is 13,900 hectares. The deposit area has been identified to be in excess of 1000m x 100m x 300m from surface, within a known strike length of 1700m.

Fran Gold is next to Centerra Gold's Mt. Milligan Project, with Reserves of 264Mt grading 0.3 gram per tonne gold and 0.2% copper and proximate to Artemis Gold's Blackwater Mine, with Proven and Probable Reserves of 334Mt grading 0.8 grams per tonne gold. Both Mt. Milligan and the Blackwater Mine are two of the largest new mines in North America.

Historical exploration and development planning at Fran focused on delineation of mid-high grade veins with an eye to underground mining of these veins. Very limited focus was placed on bulk tonnage and disseminated gold, although discussed in reports from 2006, no follow-up appears to have occurred. North Bay's recent ongoing focus has been the development of mid-high grade surface material as feedstock for its Bishop Gold Mill. This in turn has led to a re-evaluation of the project potential resulting in what is currently a dual focus with high grade surface material going to the Company's mill and further evaluation of the larger potential of the mass tonnage gold deposit. Data indicates substantial expansion potential at depth beyond 300m (984 feet) and extensions of the disseminated gold zones to the East and North-East where copper grades begin to rise. Drilling was stopped in these directions due to the loss of the mid-high grade veins that were the focus of historical exploration and these areas remain largely unexplored.

## Copper Island

Results of February 2025 exploration at the Company's Copper Island Project. Recent rock sampling of 8 outcrops at the Pomeroy 1-3, Beaver and Copper Bell zones produced results up to 5.69% copper, 1 ounce silver, and 0.22% vanadium with average assay values of 4.6% copper, 0.5 ounces per ton silver, and 0.9% vanadium. In addition, metallurgy studies of the samples showed copper to be in oxide form up to 74.4% and averaged 40.3%, 42.1%, and 58.4% copper oxide utilizing 3 different leach tests. Copper in the oxide form generally has low processing cost with high recovery.

Zone name	Samp ID	*Cu-OG62	**Cu-AA05	** % Cu oxide	***Cu-AA07n	*** % Cu oxide	****Cu-AA08q	**** % Cu oxide	Ag g/t	V g/t
Pomeroy 1	25CIR-1	4.32	1.9	43.9	1.94	44.9	2.56	59.3	15.3	558
Pomeroy 1	25CIR-2	5.27	2.79	52.9	2.81	53.3	3.37	63.9	28.2	769
Pomeroy 2	25CIR-3	4.94	1.41	28.5	1.505	30.5	2.55	51.6	19.2	1635
Pomeroy 3	25CIR-4	2.89	1.265	43.8	1.315	45.5	1.745	60.4	11.7	392
Pomeroy 3	25CIR-5	4.84	2.73	56.4	2.92	60.3	3.6	74.4	11.3	1050
Pomeroy 3	25CIR-6	5.69	2.89	50.8	2.99	52.5	4.09	71.9	23.1	2190
Beaver	25CIR-7	4.92	1.1	22.4	1.205	24.5	2.06	41.9	15.8	296
Copper Bell	25CIR-8	3.73	0.873	23.4	0.954	25.6	1.625	43.6	11.3	274
% Cu		<b>4.6</b>	<b>1.9</b>		<b>2</b>		<b>2.7</b>			
Average oxide Cu				<b>40.3</b>		<b>42.1</b>		<b>58.4</b>		
grams/ton									<b>17</b>	<b>896</b>

Assays were completed at ALS Global Laboratory, North Vancouver, BC as follows:

\*Cu-OG62: Standard assay, aqua regia solvent for copper oxides and sulphides, Four acid digestion and ICP finish 0.4g sample  
 \*\*Cu-AA05: Leach test for total oxide copper, 5% H2SO4 Leach (AAS) prepared sample (0.5g) is leached with 5% sulphuric acid.  
 \*\*\*Cu-AA07n: Leach test for total oxide copper, H2SO4/Na2SO3 Leach (AAS) When exposed to dilute H2SO4/Na2SO3 solutions Cu oxide dissolved. The sample (1 g) is leached in 50 mL of dilute H2SO4/Na2SO3 for 1 hour.  
 \*\*\*\*Cu-AA08q: Leach test for total oxide copper, H2SO4 / Fe2SO4 (AAS) The sample (~ 1.0 g) is shaken in H2SO4 / Fe2SO4 for half an hour.

The Copper Island property is a *Red-Bed Copper* deposit located proximate to Campbell River, British Columbia and the Company's nearby Murex Copper Project. The Property is underlain by Karmutsen volcanics, which consist of highly fractured and sheared Karmutsen Formation amygdaloidal andesitic flow rocks filled with calcite, quartz, chlorite, actinolite or prehnite. Minerals of interest are chalcocite (CuS), a secondary mineral of copper, with subordinate and local occurrences of bornite (Cu5 FeS4) cuprite (Cu2O), malachite (Cu CO3 (OH )), and native copper (Cu), in highly oxidized material. Chalcocite occurs in the higher-grade showings as partial to complete replacement of amygdules in the upper portion of individual flow structures (similar to Keweenaw, Point Michigan, copper-bearing basaltic flows). Historic sampling identified acid leachable vanadium which contains highest vanadium values in a black siliceous sediment, overlying a copper mineralized flow.

The Pomeroy 3, 4 Zone mineralization occurs over a strike length of approximately 750 feet, largest of the numerous Cu-Ag zones identified. Mineralization follows a northwest to north trending formation of amygdaloidal basaltic flows, with important E-W to ENE-SSW trending cross fault/fracture zones. Several parallel zones have been identified (e.g. Copper Valley, Butte, Copper Bell, Colleen, Vanadium & Ingersoll). The Pomeroy zones have large areas of copper mineralization in a calcite filled amygdules and veinlet stockwork that is evident throughout the property. The other mineralized zones consist of increased quartz, calcite veining, and copper sulphides in up to 30 feet wide altered and fractured zones traced intermittently for up to 600 feet on surface.

## Mt. Vernon Gold Mine

The Company has reached an impasse with River Resources the Owner/Operator of the Mt. Vernon Mine whereby River Resources, has refused to operate or otherwise allow North Bay to operate the mine as per the Purchase Agreement regardless of payments, planning, permitting, metallurgy, and mine engineering. The origin of the dispute revolves around River Resources attempted cancellation of the Purchase Agreement, whereby River Resources foisted a number of unreasonable last minute demands on North Bay days before commencement of operations at Mt. Vernon, including demanding 50% of gold produced and \$20M in General Liability insurance be obtained by North Bay at a cost of over \$1M. The timing of these demands was highly disruptive due to the time, energy, investment and cooperative work that had gone into preparation for operations in addition to the valid standing agreement. As a result, North Bay engaged counsel and sought to find a mutually beneficial solution to allow operations to proceed. In March 2025, River Resources sent correspondence to counsel indicating this was not likely. North Bay has retained Hall, Estill Law Firm who, as a result of the impasse, responded to River Resources March letter that net direct damages of \$390,000 per day for 10 weeks amounting to \$19.5M was now due and damages if not remedied would be ongoing, as well as reservation of rights to the gold, mine, equipment, and other valuable minerals. .

The Company has reached a mutual agreement with the lease-holders of the Taber Mine to terminate the Joint Venture Agreement effective April 1, 2025. The lease-holders have agreed to refund all payments to date.

The Company entered into a marketing agreement with Mining.com.au for \$3,890 CAD per months for 12 months with the first month at no charge.

The Company entered into a marketing agreement with Investing News Network aka Dig Media, Inc. for \$2,500 CAD per month for 12 months.

The Company renewed its digital marketing agreement with NexGenAI Holdings, Inc. and will issue 166,666,667 shares at a price of \$0.0009 in settlement of the debt, the shares are restricted and subject to a one year hold.

#### **NOTE 10 SHARE ISSUANCES**

In Q1, the Company issued 155,555,556 restricted shares to CMC Metals, Inc. (now Walker Lane Resources) as part of the Bishop Gold Mill acquisition.

Issuances of 1,250,000,000 to Copper Island Mines, Ltd. and 166,666,667 to NexGenAI Holdings, Inc. are pending.

In Q1, issuance of 136,223, 913 to Caesar Capital Group, LLC dated October 23, 2024 as a result of a conversion, was recorded and commensurate principal and accrued interest was reduced,

#### **NOTE 11 SUBSEQUENT EVENTS**

The Company has commenced testing and optimization of the flotation circuit with use of gold promoter, activator, and frother at the Bishop Gold Mill. The Company continued to make test shipments to its refinery partner and independent assay lab as part of Mill optimization. Replacement and upgrade of the raker/classifier occurred in April as there were multiple breakdowns requiring removal and repair of the actuator and fabrication and replacement of a new control arm. This has improved operations substantially and the Mill is now producing a consistent grind size material with stable operation of the gravity circuit. Assays, on average, take 2 weeks, and this has been a primary delay in optimization and ramp-up of the Mill. Stable operation of the crushing, grinding, and gravity circuit processing will result in more consistent processing and significant increase in throughput. As the flotation circuit comes on-line a significant increase in recovery and related profitability is expected with increased shipments from the Company's existing stockpiles at the Fran Gold project.

The Company received payment of its first gold test shipment to its refinery partner as follows:

##### *Refinery Settlement*

LBS. (WET)	281
MOISTURE	18.22%
LBS (DRY)	230
DST	0.115
Au oz/dst	12.181
Ag oz/dst	5.719

Au:	1.401 oz
Ag:	0.658 oz
Metal Price April 2, 2025	
Au	\$3,119.75
Ag	\$33.87
Total Value	\$4,172.29
Net Payment	\$3,981.83

Recent data re-compilation occurring in Q1 and Q2, 2025 has resulted in a major new bulk tonnage discovery at the Fran Gold Project, located in central British Columbia, is 13,900 hectares. The deposit area has been identified to be in excess of 1000m x 100m x 300m from surface, within a known strike length of 1700m.

Fran Gold is next to Centerra Gold's Mt. Milligan Project, with Reserves of 264Mt grading 0.3 gram per tonne gold and 0.2% copper and proximate to Artemis Gold's Blackwater Mine, with Proven and Probable Reserves of 334Mt grading 0.8 grams per tonne gold. Both Mt. Milligan and the Blackwater Mine are two of the largest new mines in North America.

Historical exploration and development planning at Fran focused on delineation of mid-high grade veins with an eye to underground mining of these veins. Very limited focus was placed on bulk tonnage and disseminated gold, although discussed in reports from 2006, no follow-up appears to have occurred. North Bay's recent ongoing focus has been the development of mid-high grade surface material as feedstock for its Bishop Gold Mill. This in turn has led to a re-evaluation of the project potential resulting in what is currently a dual focus with high grade surface material going to the Company's mill and further evaluation of the larger potential of the mass tonnage gold deposit. Data indicates substantial expansion potential at depth beyond 300m (984 feet) and extensions of the disseminated gold zones to the East and North-East where copper grades begin to rise. Drilling was stopped in these directions due to the loss of the mid-high grade veins that were the focus of historical exploration and these areas remain largely unexplored.

The preliminary resource estimate was completed by the Company using Leapfrog Geo + Edge 3D modelling software and diamond drilling data from 2001, 2005, 2006, 2012, and 2018 totaling 18,000 meters (55,000 feet) in 104 holes utilizing block model, with no cut-off:

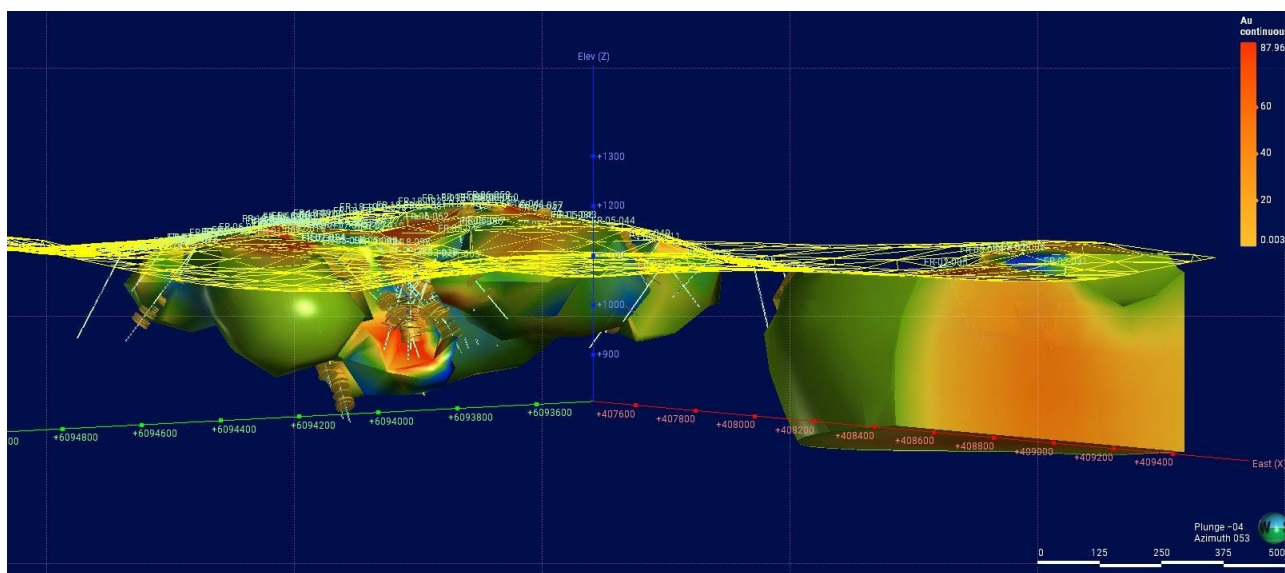


Diagram 1. Fran Gold Block Model (Smooth)

### Bullion Alley - Main Zone

Mass (tonnes)	Average (g/t)	Total (grams)	Total (tr. ounces)
20,035,146	0.50	10,051,730	323,170

### Bullion Alley - Main Zone + East Extension

Mass (tonnes)	Average (g/t)	Total (grams)	Total (tr. ounces)
43,797,234	0.34	14,743,070	474,001

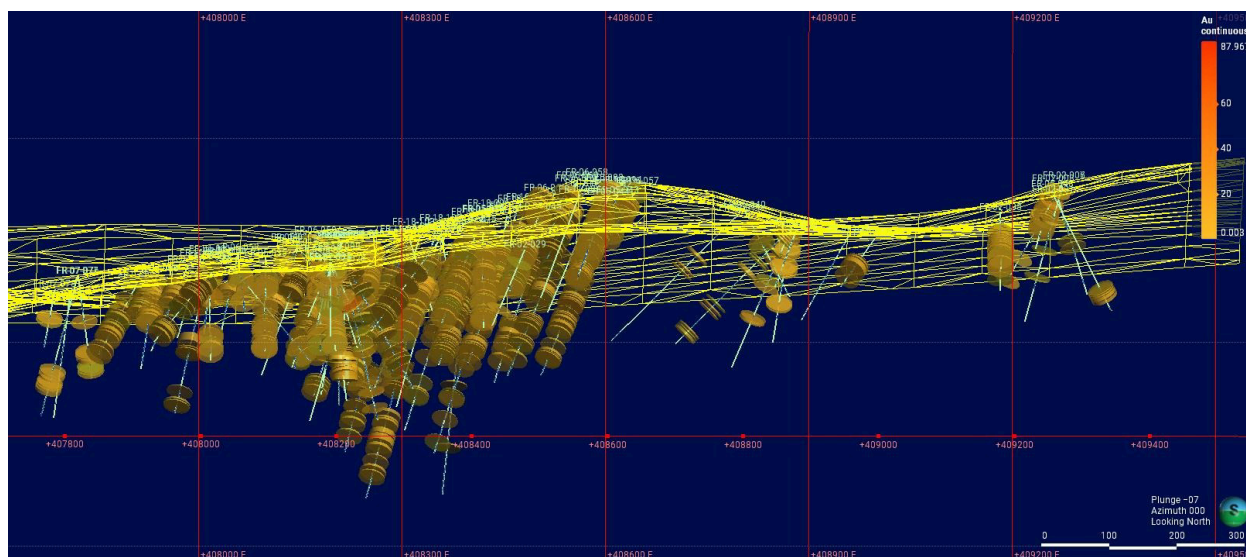


Diagram 2. Fran Gold Au >0.1 g/t cutoff

Recent data compilation has resulted in identification of the following significant drill intercepts.

Hole ID	From (m)	To (m)	Width (m)	Grade g/t
2001-01	46.0	234.0	188.0	0.1
incl.	102.8	127.1	24.3	0.5
incl.	220.0	234.0	14.0	0.6
2001-02	39.0	214.5	175.5	0.3
incl.	44.0	91.0	47.0	0.7
incl.	179.0	214.5	35.5	0.6
2001-04	66.0	180.0	114.0	0.1
incl.	75.0	95.5	20.5	0.3
2001-05	76.6	129.2	52.6	0.4
2001-06	19.8	74.0	54.2	0.3
2001-12	52.8	154.0	101.3	0.3
2002-26	40.7	82.0	41.3	1.2
2002-27	44.7	172.0	127.4	0.5

2002-31	167.1	185.3	18.3	0.5
2002-33	39.2	186.0	146.8	0.1
incl.	53.7	80.6	26.9	0.3
2002-34	16.7	195.5	178.9	0.2
incl.	154.5	195.5	41.0	0.7
2002-36	88.0	235.1	147.1	0.4
2002-37	118.0	229.6	111.6	0.1
incl.	118.0	133.8	15.9	0.5
2006-43	153.0	193.2	40.2	0.7
2006-47	35.1	81.6	46.5	1.3
2006-49	104.1	119.3	15.1	2.7
2006-50A	44.3	118.1	73.8	0.7
2006-51	66.1	85.4	19.3	0.7
2006-53	79.8	92.9	13.1	1.6
2006-55	27.9	100.5	72.5	1.8
2006-56	90.5	116.5	26.1	1.2
2006-58	61.4	157.4	96.0	0.3
2006-59	21.8	74.1	52.3	0.6
2006-60	90.5	131.5	41.0	0.7
2006-61	9.1	58.8	49.6	0.6
2006-62	79.9	150.3	70.5	0.5
2007-66	72.5	102.0	29.5	0.3
2007-68	127.1	147.1	20.0	0.8
2007-69	171.3	197.8	26.6	0.5
2007-70	131.1	246.0	114.9	0.7
2007-71	32.9	116.9	84.0	0.9
2007-72	78.9	106.9	28.0	0.3
2007-73	180.6	194.2	13.6	0.4
2007-74	111.9	269.8	157.9	0.6
incl.	111.9	188.0	76.1	1.1
2007-75	49.0	124.5	75.5	0.8
2007-76	133.2	169.8	36.6	0.9
2018-91	249.4	296.0	46.6	0.4
2018-94	222.0	339.2	117.2	0.6

2018-95	202.7	309.0	106.3	1.0
2018-96	134.7	284.0	149.3	0.9
2018-103	105.7	178.6	72.9	1.4

*\*Non-weighted interval length has been used to determine avg. grade*

The exploration potential is 1M-2M ounce range as the deposit remains open at depth, representing a significant source of additional ounces. As well, strong potential exists to the East both as infill between the Main and East Zone and beyond the known deposit, in these areas copper grades rise and the gold is highly disseminated. The deposit extends to the South (width) parallel to the Main Zone.

The Company has settled a demand loan totalling \$361,951, and has now converted \$350,000 of that debt into a 2 year secured debenture at 10% and issued warrant coverage on a dollar for dollar basis at an exercise price of \$0.0007 totalling 500,000,000 warrants with a term of 3 years. Any shares issued (as a result of warrant exercise) are subject to a statutory one-year hold from the date of issuance of the debenture. A balance of \$11,951 remains as a demand loan at the end of Q1 2025.

The Company has begun work with the Company's prior auditors for the purpose of returning to SEC reporting status and upon completion may commence the uplisting process.