

Management Certification

The undersigned, on behalf of [Company Name] ("the Company"), certifies that the information provided herein is accurate and complete to the best of the Company's knowledge.

1. The Company is current in its disclosure obligations pursuant to the following reporting standard:

SEC Reporting Obligations

- The Company has a reporting obligation under Section 13 or 15(d) of the Exchange Act
- The Company has a reporting obligation under Regulation A (Tier 2)
- The Company has a reporting obligation under Regulation Crowdfunding (CF)
- Other (please describe)

Other Reporting Obligations

- The Company is a U.S. bank, bank holding company, or similar financial institution exempt from SEC registration, has a reporting obligation to a U.S. Bank Regulator and follows OTC Markets' Bank Reporting requirements.
- The Company is exempt from SEC registration and is reporting under the Alternative Reporting Standard

2. Indicate below 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:

3. Indicate below whether the Company is subject to Bankruptcy or reorganization proceedings.

Yes: No:

4. The Company has a Verified Company Profile on OTCMarkets.com.
5. The Company is duly organized and in good standing under the laws of the state or jurisdiction in which the Company is organized or does business.
6. The Company understands and acknowledges its obligations to report company-related actions pursuant to Exchange Act Rule 10b-17 and FINRA Rule 6490.
7. The Company understands and acknowledges its obligations to publicly disclose material information in a timely manner in accordance with applicable U.S. federal securities laws, including but not limited to Section 10(b) of the Exchange Act and Rule 10b-5 thereunder.
8. The Company's transfer agent and its address are listed below. If the Company acts as its own transfer agent, indicate that by listing the Company and its information in the fields provided.¹

Transfer Agent: Odyssey Trust Company

Address: 350 – 409 Granville Street, Vancouver, BC, Canada, V6C 1T2

¹ OTCQX, OTCQB, and OTCID companies are required to retain a transfer agent that participates in the Transfer Agent Verified Shares Program. OTCID companies that act as their own transfer agent may submit data directly to OTC Markets.

9. The Company's most recent Annual Report was prepared by:

Below is a list all law firm(s) and attorney(s) (including internal counsel) that acted as the Company's primary legal counsel in preparing its most recent annual report or, if no attorney assisted in preparing the disclosure, the person(s) who prepared the disclosure and their relationship to the Company.

Mihai Draguleasa, CFO of Rise Gold Corp.

10. The Company's Officers, Directors and 5% Beneficial Owners are listed below:

The table below provides information regarding all officers and directors of the Company, or any person that performs a similar function, regardless of the number of shares they own. To the best of the Company's knowledge, it includes all individuals or entities beneficially owning 5% or more of any class of the issuer's equity securities. To identify holders of 5% or more, companies may obtain a recent copy of their shareholder list that includes Non-Objecting Beneficial Owners or "NOBOs." SEC Reporting companies may also research their beneficial ownership and insider transaction filings such as on Schedules 13G or 13D or on Forms 3, 4, and 5.

As of (latest practicable date): October 27, 2025

Individual Name (First, Last) or Entity Name (Include names of control person(s) if a corporate entity)	Position/Company Affiliation (ex: CEO, ≥ 5% beneficial owner)	City and State (Include Country if outside U.S.)	Number of Shares Owned (List common, preferred, warrants and options separately)	Class of Shares Owned	Percentage of Class of Shares Owned (undiluted)
JOSEPH MULLIN	CEO and Director	SAN JUAN, PUERTO RICO	721,095 common shares; 410,547 warrants 5,021,401 stock options	Common Stock	0.6%
MIHAI DRAGULEASA	CFO	COQUITLAM, BRITISH COLUMBIA, CANADA	121,952 common shares; 60,976 warrants 120,000 stock options	Common Stock	0.1%
DAN OLIVER JR (includes securities indirectly held through Myrmikan Gold Fund LLC – disclosed below)	Director	NEW CANAAN, CONNECTICUT	15,873,844 common shares; 10,313,011 warrants 569,070 stock options	Common Stock	13.2%
CLYNTON NAUMAN	Director	FAIRBANKS, ALASKA	166,666 common shares; 83,333 warrants	Common Stock	0.1%

			276,845 stock options		
THOMAS VEHR	Director	LONGMONT, COLORADO	25,000 common shares; 412,775 stock options	Common Stock	0.02%
LAWRENCE LEPARD	Director	WELLESLEY, MASSACHUSET TS	4,576,061 common shares; 245,265 warrants 387,775 stock options	Common Stock	3.8%
MYRMIKAN GOLD FUND LLC (Dan Oliver Jr)	5% or more beneficial owner	NEW CANAAN, CONNECTICUT	14,663,191 common shares; 9,367,685 warrants	Common Stock	12.2%
BILBO LLC	5% or more beneficial owner	NEW YORK, NEW YORK	14,051,868 common shares; 14,051,868 warrants	Common Stock	12%
EQUINOX PARTNERS INVESTMENT MANAGEMENT LLC	5% or more beneficial owner	STAMFORD, CONNECTICUT	23,892,684 common shares; 18,292,684 warrants	Common Stock	19.85%

Any additional material details, including conversion terms of any class of the issuer's equity securities, are below:

See our annual 10K for the year ended July 31, 2025 for all the details of beneficial owners of 5% or more.

11. The Company has Convertible Debt as detailed below:

The following is a complete list of the Company's Convertible Debt which includes all promissory notes, convertible notes, convertible debentures, or any other debt instruments convertible into a class of the issuer's equity securities. The table includes all issued or outstanding convertible debt at any time during the last complete fiscal year and any interim period between the last fiscal year end and the date of this Certification.

Check this box to confirm the Company had no Convertible Debt issued or outstanding at any point during this period.

Date of Note Issuance	Principal Amount at Issuance (\$)	Outstanding Balance (\$) (include accrued interest)	Maturity Date	Conversion Terms (e.g., pricing mechanism for determining conversion of	# Shares Converted to Date	# of Potential Shares to be Issued Upon Conversion ²	Name of Noteholder (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g., Loan, Services, etc.)
-----------------------	-----------------------------------	--	---------------	--	----------------------------	---	---	---

² The total number of shares that can be issued upon full conversion of the Outstanding Balance. The number should not factor any "blockers" or limitations on the percentage of outstanding shares that can be owned by the Noteholder at a particular time. For purposes of this calculation, please use the current market pricing (e.g. most recent closing price, bid, etc.) of the security if conversion is based on a variable market rate.

				instrument to shares)				

Total Outstanding
Balance:

Total Shares:

Any additional material details, including footnotes to the table are below :

N/A

Signature:

Name of Principal Executive Officer or Principal Financial Officer: MIHAI DRAGULEASA

Title: Chief Financial Officer

Date: October 29, 2025

Signature: "/s/ MIHAI DRAGULEASA"

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