



Management Discussion and Analysis

Second Quarter 2025 Results  
Three and Six Months Ended June 30, 2025



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## Management Discussion and Analysis

### Significant Transaction

Steppe Gold Ltd. (the "Company" or "Steppe Gold") was incorporated under the laws of the Business Corporations Act (Ontario) by Articles of Incorporation dated October 5, 2016. The Company is domiciled in Canada and its registered office is at 333 Bay Street, Suite 2400, Toronto, Ontario M5H 2T6.

On August 1, 2024, the Company acquired all of the shares of Boroo Gold LLC ("Boroo Gold") in exchange for 143,796,574 common shares of the Company, representing 55.9% of the fully diluted common shares immediately prior to the closing date. The acquisition was completed pursuant to a share exchange agreement with Centerra Netherlands BVBA ("Centerra") and Boroo Pte Ltd. ("Boroo Singapore") (the "Boroo Gold Transaction"). At the time, Boroo Gold, based in Mongolia, was 100% owned by Centerra, which in turn, was and continues to be, indirectly owned 100% by Boroo Singapore.

Following completion of the Boroo Gold Transaction, it was determined that Boroo Singapore controlled the Company and therefore Boroo Gold, as 100% subsidiary of Boroo Singapore, would be considered for financial accounting purposes as the accounting acquirer and the Boroo Gold Transaction should be accounted for as a reverse acquisition as defined in International Financial Reporting Standards ("IFRS") 3 Business Combinations.

Under the reverse acquisition rules the entity that issues its shares to effect the transaction is determined for accounting purposes to be the acquiree (also called the accounting acquiree or legal acquirer), while the entity whose shares are acquired is, for accounting purposes, the acquirer (also called the accounting acquirer or legal acquiree). The accounting acquiree generally continues in existence as the legal entity whose shares represent the outstanding common shares of the combined company and continues to issue its own financial statements. However, the financial reporting reflects the accounting acquirer's financial information, except for its equity, which is retroactively adjusted to reflect the equity of the accounting acquiree.

Accordingly, as Boroo Gold is considered the accounting acquirer the comparative figures for the three and six months ended June 30, 2024 are comprised of Boroo Gold only.

The following management's discussion and analysis ("MD&A") of the financial condition and results of operations comprise of the Company and its subsidiaries including Boroo Gold (together referred to as the "Group") for the three and six months ended June 30, 2025. The comparative figures for the three and six months ended June 30, 2024 are comprised of Boroo Gold only.

The MD&A constitutes management's review of the factors that affected the Group's financial and operating performance for the three and six months ended June 30, 2025 and the three and six months ended June 30, 2024. This discussion should be read in conjunction with the condensed interim consolidated financial statements as at and for the three and six months ended June 30, 2025, together with the notes thereto, which have been prepared in compliance with IAS 34 Interim Financial Reporting.

This MD&A is dated as of August 12, 2025 unless otherwise indicated.

All monetary amounts, except per unit amounts, in this MD&A are expressed in thousands of United States dollars, unless otherwise noted. Unless otherwise noted or the context indicates otherwise "we", "us", "our", the "Group" refers to the Company and its direct and indirect subsidiaries.

Certain statements in this MD&A constitute forward-looking statements or forward-looking information within the meaning of applicable securities laws. You should carefully read "Cautionary Statement Regarding Forward-Looking Information" in this MD&A and should not place undue reliance on any such forward-looking statements.

Further information about the Company and its operations is available on the Company's website at [www.steppegold.com](http://www.steppegold.com).

### **Cautionary Statement Regarding Forward-Looking Information**

This MD&A contains certain forward-looking information and statements which may not be based on fact, including, without limitation, statements regarding the Group's expectations in respect of: future financial position; the realization of the bonds entered into by the Group; the repayment of the bonds to be applied to debt reduction and working capital needs; compliance with key covenants of the Group's contracts; the repayment of the Triple Flag Gold Prepay Loan; certain amendments to the EPC Contract; business strategy of the Group; future exploration and production, including, but not limited to, tracking the depth of ore body continuation within the mining licenses of the Boroo and Ulaanbulag hard-rock deposits; increasing reserves; mineral resource potential; exploration drilling; permitting; access to capital; reagent supply chain operations; events or developments that the Group expects to take place in the future; the expected results of exploration activities; the estimation of mineral resources; the ability to identify new mineral resources and convert mineral resources into mineral reserves; ability to raise additional capital and complete future financings; capital expenditures and costs, including forecasted costs; increase of capital expenditures with new fleet additions; use and repayment of loan proceeds; future loan agreements; the Group's pledge of certain licenses, movable properties and immovable properties; the ability of the Group to comply with environmental, safety and other regulatory requirements; future prices of precious metals; the production and construction schedule of, and the ability of the Group to obtain all necessary approvals and permits in connection with, the development of the Altan Tsagaan Ovoo ("ATO") Project (the "ATO Project") or the ATO gold mine (the "ATO Gold Mine") and development of the Boroo Mine and Ulaanbulag Mine ("Boroo Project"); the renegotiation of the Phase 2 Expansion financing terms with stakeholders and the potential success of such negotiations; the negotiation and success thereof with stream and finance partners; the Group's future outlook and anticipated events, such as the Group's board and management team; the potential for value creation to the Group's shareholders; anticipated gold production of Boroo Gold and combined gold production of the Group; capital expenditures of the Group; the anticipated cash flow of the Group; discussion of future plans, projections, objectives, estimates and forecasts and the timing related thereto; and the Company's intention of retaining the Aranjin common shares. All statements, other than statements of historical facts, are forward-looking information and statements.

The words "believe", "expected", "outlook", "projected", "anticipated", "continue", "goal", "future", "focus", "forecasted", "estimate", "exploring", "intends", "opportunity", "potential", "proposed", "may", "will", "could", "would" and similar expressions identify forward-looking information and statements.

Such forward-looking information and statements are based upon a number of estimates and assumptions that, while considered reasonable by the Group as of the date of such information and statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. These estimates and assumptions relate to, among other things: general economic and market conditions; gold prices; the ability of the Group to maintain normal operations during the Russia-Ukraine war and as a result of related sanctions; the Company's ability to continue to successfully satisfy all covenants under the Stream Agreement and the Group's ability to meet significant near-term liquidity and operation requirements; the accuracy of mineral resources and mineral reserve statements and the other estimates and assumptions contained in the ATO Technical Report and BG Technical Report; material adverse effects on the business, properties and assets of the Group; and discrepancies between actual and estimated production and test results, mineral reserves and resources and metallurgical recoveries.

Readers are cautioned that forward-looking information and statements are not guarantees of future performance. There can be no assurance that such information and statements will prove to be accurate and actual results and future events could differ materially from those presented in such information and statements. Forward-looking information and statements are subject to a variety of risks and

uncertainties which could cause actual events or results to differ from those reflected in the forward-looking information and statements. Such risks include, but are not limited to: the integration of the Company and Boroo Gold and the benefits and progress thereof; the integration process may result in loss of key employees and the disruption of ongoing business, stakeholder, customer and employee relationships that may adversely affect the Company's performance; the failure to reach favorable negotiation terms with the Group's stream and finance partners, including, but not limited to, the terms of the financing of the Phase 2 Expansion; expected completion of the forward sales contract with the Trade and Development Bank of Mongolia ("TDB"); the expected growth in reserves and resources through organic exploration at current and nearby operations; potential acquisitions of the Group; the recoverability of the bonds issued by Boroo Singapore; the impact of any pending litigation; a significant portion of the Company's business is carried on through subsidiaries, including foreign subsidiaries, accordingly, any limitation on the transfer of cash or other assets between the parent corporation and such entities, or among such entities, could restrict the Company's ability to fund its operations and projects efficiently; Boroo Singapore beneficially owns approximately 55.9% of the Company's outstanding Common Shares and, governed by the Boroo Investor Rights Agreement, can influence the Company's governance and operations; the Company's compliance with evolving corporate governance and public disclosure regulations, imposed by various governmental and self-regulatory organizations, has increased compliance costs and risks, potentially adversely affecting its securities' price, while also diverting management's focus and increasing administrative expenses; the volatility of the price of gold; uncertainty of mineral resources; exploration potential; mineral grades and mineral recovery estimates; delays in exploration and development plans; insufficient capital to complete development and exploration plans; risks inherent with mineral acquisitions; delays in obtaining government approvals or permits; financing of additional capital requirements; commercial viability of mineral deposits; cost of exploration and development programs; risks associated with competition in the mining industry; risks associated with the ability to retain key executives and personnel; the impact of the Russia-Ukraine war and related sanctions; title disputes and other claims; the risk that insurance may not be available to the Group on reasonable terms or at all; changes in governmental and environmental regulation that results in increased costs; the Company's failure to adhere to representations, warranties, affirmative and negative covenants under the Stream Agreement, which could give rise to an event of default under the Stream Agreement; risk of increases in the anticipated total capital and operating costs relating to development and operation of the ATO Project and the Group's ability to meet such costs; cost of environmental expenditures and potential environmental liabilities; and accidents and labour disputes. Should one or more of these risks and uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described in forward-looking information and statements.

### **Non-IFRS Measures**

Certain non-IFRS measures are included in this MD&A, including earnings before interest, taxation, depreciation and amortization ("EBITDA") and all-in sustaining cost ("AISC"), which are non-IFRS performance measurements. Cash costs and AISC are included because these statistics are widely accepted as the standard of reporting cash costs of production in North America. These performance measurements do not have a meaning within IFRS and, therefore, amounts presented may not be comparable to similar data presented by other mining companies. These performance measurements should not be considered in isolation as a substitute for measures of performance in accordance with IFRS.

Certain other key measures for ATO are included below:

1. Mineral Reserves estimates are set out in the ATO Technical Report and effective August 27, 2022, and are based on the Measured and Indicated Resource Estimate by R. Rankin, QP.
2. ATO and Mungu Mineral Reserves are set out in the ATO Technical Report and are effective as of August 27, 2022.

3. Mineral Reserves are included in Mineral Resources.
4. Mineral Reserves are reported in accordance with JORC and Canadian Institute of Mining, Metallurgy and Petroleum and National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("NI 43-101") guidelines.
5. Ore dilution is 3% and ore loss is 2%.
6. Contained metal estimates have not been adjusted for metallurgical recoveries.
7. The open pit mineral reserves are estimated using a cut-off grade of 0.40 g/t AuEq for oxide material and 0.43 g/t AuEq for transition and fresh material.
8. Mineral reserves are contained within an optimised pit shell based on a gold price of \$1,700 per ounce.
9. A conversion factor of 31.103477 grams per troy ounce and a conversion factor of 453.59237 grams per pound are used in the resource and reserves estimates.
10. AuEq has been calculated using the following metal prices: \$1,700/oz gold, \$20/oz silver, \$1,970/t lead, \$2,500/t zinc.
11. Oxide AuEq calculation:  $AUEQ_{(g/t)} = Au_{(g/t)} + \frac{Ag_{(g/t)} \times 21 \times 0.4}{1,610 \times 0.7}$
12. Transition and fresh AuEq calculation:  $AuEq_{(g/t)} = Au_{(g/t)} + \frac{Ag_{(g/t)} \times 21 \times 0.858}{1,610 \times 0.8} + \frac{Pb_{(g/t)} \times 1,970 \times 0.88}{1,610 \times 0.8} + \frac{Zn_{(g/t)} \times 2,515 \times 0.88}{1,610 \times 0.8}$ .
13. Totals may not match due to rounding.
14. The mineral reserves are stated as dry tonnes processed at the crusher.

### ATO Technical Information

Following the release of the "Altan Tsagaan Ovoo Project (ATO) 2022 Mineral Resources & Reserves Report (NI 43-101)" on March 13, 2023 (the "ATO Technical Report"), the technical information contained herein relating to mineral reserve estimates of the ATO Project is based on, and fairly represents, information compiled by Grant Walker, Be (Mining) MAusIMM CP(Mining). Mr. Walker is independent within the meaning of NI 43-101, as a full-time employee of Xenith Consulting Pty Ltd. Mr. Walker has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity for which he is undertaking to qualify as a "Qualified Person" under NI 43-101.

The technical information contained herein relating to the ATO Project mineral resource estimates is based on, and fairly represents, information compiled by Robin Rankin, MSc DIC MAusIMM CP(Geo). Mr. Rankin is independent within the meaning of NI 43-101, as a full-time employee of Geores. Mr. Rankin has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity which he is undertaking to qualify as a "Qualified Person" under NI 43-101. The technical and geological sections of this MD&A has been approved by Enkhtuvshin Khishigsuren, exploration consultant of the Company and a "Qualified Person" as defined in NI 43-101. The effective date of the current mineral resource estimate is August 27, 2022.

All mineral reserve and resources have been estimated in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum and NI 43-101.

The Qualified Persons were not aware of any other factors, including environmental, title, economic, market or political, which could generally influence the resources and reserves reported herein for the ATO Project.

Factors that could alter the resources and reserves (but in all cases relatively insignificantly in the Qualified Persons' view) were changes in grade cut-off; bulk density; gold equivalent (through variations in world metals prices); geological model; JORC classification; and mining method with depth (possibly a factor at the deeper Mungu deposits where underground mining would be considered, and which would have a higher-grade cut-off).

## **Boroo and Ulaanbulag Technical Report**

On June 21, 2024, the Company filed an amended technical report for the Boroo and Ulaanbulag Gold Project titled "Boroo and Ulaanbulag Gold Project 2024 Mineral Resources & Reserves Technical Report (Amended NI 43-101)" with an effective date of February 1, 2024 (the "BG Technical Report"). The BG Technical Report was prepared for Boroo Gold by Game Mine, LLC ("Game Mine") in accordance with NI 43-101. The technical information contained therein relating to mineral reserve estimates of the Boroo and Ulaanbulag Project are based on, and fairly represents, information compiled by Tuvshinbayar Batbayar /MAusIMM (CP). Mr. Tuvshinbayar is an independent consultant within the meaning of NI43-101, as a consultant for Game Mine. Mr. Tuvshinbayar has sufficient experience which is relevant to the style of mineralization, types of deposits, technical and geoscientific content under consideration and to the activity for which he is undertaking to qualify as a "Qualified Person" under NI 43-101.

The effective date of the current mineral resource estimate is February 1, 2024. All mineral reserve and resources have been estimated in accordance with the standards of the Canadian Institute of Mining, Metallurgy and Petroleum and NI 43-101. Proven and Probable Mineral Reserves at Boroo gold deposit are estimated to contain 24.3 million tonnes (Mt) grading 0.72 g/t Au for a total of 567 thousand ounces (Koz) of contained Au metal. Proven and Probable Mineral Reserves at Ulaanbulag gold deposit are estimated to contain 6.2 million tonnes (Mt) grading 0.66 g/t Au for a total of 130 thousand ounces (Koz) of contained Au metal.

Certain other key measures for Boroo Gold Mine and Ulaanbulag Gold Mine are included below:

1. Mineral Reserves estimates are set out in the BG Technical Report and effective February 1, 2024, and are based on the Measured and Indicated Resource Estimate by Tuvshinbayar Batbayar.
2. Boroo and Ulaanbulag Mineral Reserves are set out in the BG Technical Report and are effective as of February 1, 2024.
3. Mineral Resources that are not Mineral Reserves have no demonstrated economic viability.
4. Mineral Reserves are reported in accordance with JORC and Canadian Institute of Mining, Metallurgy and Petroleum and NI 43-101 guidelines.
5. No mining Dilution Factor was applied.
6. The cut-off grade used to report the reserves has been chosen by Game Mine at greater than 0.1 g/t gold for heap leach ore and greater than 0.43, 0.46 and 0.52 g/t gold for milling depends on mill recovery domain.
7. Reporting cut-off grade for Ulaanbulag Mineral Resources is 0.1 g/t Au (include both heap leach and milling ore).
8. Mineral reserves are contained within an optimized pit shell based on a gold price of \$1,750 per ounce.
9. A conversion factor of 31.103477 grams per troy ounce and a conversion factor of 453.59237 grams per pound are used in the resource and reserves estimates.
10. Au has been calculated using the following metal prices: \$1,750/oz gold.
11. Totals may not match due to rounding.
12. The Mineral Reserves are stated as dry tonnes processed at the crusher.

### **Additional Information**

Additional information regarding the Company, including the Company's annual information form for the year ended December 31, 2024, can be found on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca) and [www.steppegold.com](http://www.steppegold.com).

### **Group Overview**

The Group is a precious metals exploration, development, and production organization focused on opportunities in Mongolia. As at June 30, 2025, the Group has three principal assets (i) an operating open pit mine, the ATO Gold Mine, located in the Dornod province of Eastern Mongolia, (ii) the Boroo



Gold Mine, an open pit mine and mineral processing operation located in the Selenge province of Northern Mongolia, and (iii) the Ulaanbulag Gold Mine, an open-pit mine located approximately 21 km away from the Boroo Gold Mine. The Group also owns two exploration projects - the Bornuur mineral exploration property and the Uudam Khundii exploration property.

Steppe Gold was incorporated under the *Business Corporations Act* (Ontario) on October 5, 2016. The head office of the Company is located at Shangri-La office Suite 1201, Olympic Street 19A, Sukhbaatar District 1, Ulaanbaatar 14241, Mongolia. The Company is domiciled in Canada and the address of its registered office is 333 Bay Street, Suite 2400 Toronto, Ontario M5H 2T6, Canada.

Boroo Gold was incorporated as a Limited Liability Company in accordance with Resolution No. A-98 issued by the founder dated on May 5, 1997, under the Laws of Mongolia. Boroo Gold was granted the State Registration Certificate No. 9019011029 (Registration No. 2094533) on July 4, 2006.

## **Second Quarter Highlights**

(all figures in US\$000's unless stated otherwise, except per unit figures which are in US\$)

- Total Group revenue for the three months ended June 30, 2025, amounted to \$32,327 on combined sales of 15,058 ounces of gold.
- Total Group revenue for the six months ended June 30, 2025, amounted to \$64,695 on combined sales of 30,669 ounces of gold.
- Average realized prices for the three and six months ended June 30, 2025, were \$2,147 and \$2,109, respectively, per gold ounce, reflecting the impact of a forward sales contract fixed at \$2,000 per ounce. The forward contract expired on June 10, 2025 and all subsequent sales are now occurring at spot price.
- On a combined mine basis for the three and six months ended June 30, 2025, the Group produced 13,000 and 32,831 ounces of gold and sold 15,058 and 30,669 ounces of gold, respectively.
- ATO production was slightly below plan in the first half of 2025 as operations focused on operational readiness of the new crushing plant.
- Adjusted EBITDA and maintenance capital expenditures for the Group for the three months and six months ended June 30, 2025, was \$17,890 and \$36,512 respectively. Income tax payments of \$18,192 were made during the six months ended June 30, 2025.
- Site All in Sustaining Costs for the Group was \$1,088 for the six months ended June 30, 2025. All in Sustaining Costs was \$1,475 and \$1,228 for the three and six months ended June 30, 2025 primarily due to higher sustaining capital expenditure incurred in 2025 with new fleet additions, primarily at the Boroo Mine.
- The Group reported strong working capital of \$141,709 as at June 30, 2025. Working capital included high interest bond investments of \$100,388 which accrue interest at between 8% to 13.4% and mature on December 31, 2025. The repayment of these bonds, with an estimated value at maturity of approximately \$104,000, will be applied to debt reduction and working capital needs.
- As at June 30, 2025, Group net debt was \$58,322, after deduction of the bond investments. Following the Boroo Gold Transaction, the Group has been actively working with its principal lenders at TDB to restructure debt facilities, repay higher rate loans, and better align its

combined debt facilities with cash flow at the operating mines and the upcoming bond maturity.

- With strong gold prices, the Group expects to see strong operating cash flow in the second half of 2025 with continued investment in fleet upgrades.
- Higher gold prices are providing strong support to exploration activities. This should lead to mine life extension at Boroo and Ulaanbulag and revised feasibility studies are expected later this year.
- The Group is also actively reviewing its financing options for the Phase 2 Expansion, including the impact of the stream arrangements on project debt availability and other factors. It expects to renegotiate the terms of the financing of the Phase 2 Expansion with all its stakeholders in the coming weeks.
- At the Boroo Gold and ATO mine sites, there were 557,766 tonnes of ore mined and 463,067 tonnes of ore processed, with an average gold grade of 0.94 g/t and 211,489 tonnes of ore with an average grade of 0.25 g/t that underwent primary leaching during the three months ended June 30, 2025. There were 2,116,581 tonnes of ore mined and 923,101 tonnes of ore processed, with an average gold grade of 0.94 g/t and 294,460 tonnes of ore with an average grade of 0.31 g/t that underwent primary leaching during the six months ended June 30, 2025.

## **Health and Safety**

The Group prioritises the health and safety of its employees above all, implementing stringent measures and continuous training to uphold the highest standards of safety across its operations. The Group's commitment extends through all operations.

As at June 30, 2025, the Company recorded one Lost-Time Injury (LTI), resulting in a Lost Time Injury Frequency (LTIF) rate of 0.06 per 200,000 man-hours worked, compared to an LTIF of 0.00 during the same period in the previous year. The incident occurred on June 24, 2025 during maintenance activities.

Following the incident, the Company promptly implemented corrective measures, including procedural reviews and targeted safety reinforcement. The Company remains committed to continuous improvement in its safety performance, focusing on preventive controls, workforce training, and hazard mitigation.

The Group is committed to continuous improvement in its safety protocols, embracing new technologies, and fostering a safety-first culture to strive towards a zero-incident workplace. A proactive and comprehensive approach to health and safety is integral to the Group's operational excellence and sustainability. The achievements in the year so far underscore our commitment to not only maintaining but also continually enhancing the safety and health standards within our operations.

Preventative measures are in place to ensure the well-being of employees and contractors.

## **Management and Board Changes**

In an effort to streamline the executive management roles at Steppe Gold, the Company announces the following changes.

Byambatseren Tsogbadrakh has stepped down as a director and President of the Company effective August 12, 2025; and the operations team in Mongolia has been restructured and Tserenbadam Dugeree will continue to oversee all operational activities in his role as CEO of the operational subsidiaries in-country. Effective August 12, 2025 Mr Dugeree stepped down as Chief Operating

Officer of the Company, but will remain as a director of the Company. In conjunction with this change, the Company appointed Chief Operating Officers of Boroo Gold LLC and Steppe Gold LCC.

## **Geopolitical Risks**

Mongolia is land-locked between China and Russia and on February 24, 2022, Russia invaded Ukraine. The war between the two countries continues to evolve as military activity proceeds and sanctions on Russia remain in place. The war has affected economic and global financial markets and exacerbated ongoing economic challenges, including issues such as rising inflation and global supply-chain disruption. Mongolia, and thus the Group, is currently largely reliant on Russia for its fuel.

Management of the Company closely monitors the events in Ukraine, however the degree to which it may be affected by them are largely out of management's control and depends on the nature and duration of uncertain and unpredictable events, such as further military action, additional sanctions, and reactions to ongoing developments by global financial markets.

Management actively monitors developments in the geopolitical landscape to minimise any exposure that may negatively impact operations.

## **Financial Overview**

On August 1, 2024, Steppe Gold announced the successful completion of the Boroo Gold Transaction, whereby the Company acquired all of the shares of Boroo Gold in exchange for 143,796,574 common shares of the Company, representing 55.9% of the fully diluted common shares immediately prior to the closing date, to Boroo Singapore. Following completion of the Boroo Gold Transaction it was determined that Boroo Singapore controlled the Company and therefore Boroo Gold was still controlled by Boroo Singapore and accordingly, would be considered as the accounting acquirer and the Boroo Gold Transaction should be accounted for as a reverse acquisition as defined in IFRS 3 Business Combinations.

The Group reported total debt balances of \$165,786 and \$197,218 and cash balances of \$7,076 and \$47,132, respectively, as at June 30, 2025 and December 31, 2024. The Group also holds investments in bonds of \$100,388 as at June 30, 2025. The Group had net debts of \$58,322 and \$150,086, respectively, as at June 30, 2025 and December 31, 2024. The decrease in net debt was due to including investment in bond in the net debt calculation in the current fiscal year as the investment in bond is set to mature on December 31, 2025. During the six months ended June 30, 2025, the Group also made loan repayments of \$31,741.

Due to inherited debt facilities from the Boroo Gold Transaction, the terms of the debt facilities are misaligned with the cash flow profile of the mining assets and the maturity of the investment in bonds, which are accruing high interest income. The Group is in active dialogue with TDB, a related party, to restructure the debt facilities of the Group to better align the amount, terms and tenor of the debt facilities with the working capital and capital expenditure needs of the Group as a whole.

The Group's largest current asset relates to investments in bonds of \$100,388. The Group currently holds 4 bonds which are issued by Boroo Singapore. The realisation of these bonds, which are due for redemption on December 31, 2025 with an estimated value at maturity of approximately \$104,000 is reliant on operations of Minera Boroo Misquichilca SA ("MBM") a gold mining company located in Peru and a 100% owned subsidiary of Boroo Singapore. An assessment was performed as at December 31, 2024 and there were no impairment factors identified and the Group concluded that the bonds were fully recoverable under current conditions. At June 30, 2025, there was no change to the previous assessment.



The Group reported strong working capital of \$141,709 as at June 30, 2025. Working capital includes bond investments of \$100,388 which accrue interest at between 8% to 13.4% and mature on December 31, 2025. The repayment of these bonds, with an estimated value at maturity of \$104,000, will be applied to debt reduction and working capital needs.

In the three and six months ended June 30, 2025, the Group produced 13,000 and 32,861 ounces of gold and sold 15,058 and 30,669 ounces of gold, respectively. During the three and six months ended June 30, 2024, the Group produced 21,739 and 44,604 ounces of gold and sold 21,859 and 44,506 ounces of gold, respectively.

The Group's inventory as at June 30, 2025 amounted to \$73,156 and as at December 31, 2024 amounted to \$62,761. The increase in inventory was mainly due to the growth in production inventory, particularly in ore stockpiles, resulting from higher mining levels at Boroo Gold in the half of 2025. Inventories include warehouse consumables, ore stockpiles, gold in circuit and finished gold included in finished goods.

Stockpiles of ore included 53,105 ounces valued at \$29,460 at June 30, 2025, compared to 33,433 ounces valued at \$21,813 as at December 31, 2024. Gold in circuit included 21,892 ounces valued at \$32,690 as at June 30, 2025, compared to 23,106 ounces valued at \$32,502 at December 31, 2024.

The Group reported property, plant and equipment of \$133,601 as at June 30, 2025, compared to \$131,639 as at December 31, 2024.

Total liabilities for the Group as at June 30, 2025, amounted to \$201,981. The Group reported a net decrease in total liabilities of \$40,098 as at June 30, 2025 compared to December 31, 2024. The decrease in total liabilities mainly resulted from income tax payments of \$18,192 and repayment of loans and interest of \$44,286, partially offset by accrued interest on the BORO bond and loans, a revaluation increase related to the streaming arrangement liability and increases in convertible debenture liabilities and income tax liabilities for the six months ended June 30, 2025.

The major components of total liabilities as at June 30, 2025, are the ATO Phase 2 expansion loan of \$49,600, asset retirement obligation of \$17,247, the BORO bond of \$43,000, loans from TDB and MIK of \$54,296 and amounts payable and other liabilities of \$13,492.

## Statement of Financial Position

(US\$ 000's)	June 30, 2025	December 31, 2024	December 31, 2023
Cash	7,076	47,132	14,903
Inventories	73,156	62,761	20,852
Other Current Assets	10,516	8,853	4,881
Investments in bonds	100,388	97,050	156,442
Non-Current Assets	136,400	136,348	50,217
<b>Total Assets</b>	<b>327,536</b>	<b>352,144</b>	<b>247,295</b>
Short-term loans	14,549	19,590	82,603
Other current liabilities	34,878	45,184	43,995
Non-Current Liabilities	152,554	177,305	17,516
<b>Total Liabilities</b>	<b>201,981</b>	<b>242,079</b>	<b>144,114</b>
<b>Total Shareholders' Equity</b>	<b>125,555</b>	<b>110,065</b>	<b>103,181</b>

## Cash



The Group reported cash of \$7,076 as at June 30, 2025 compared to cash of \$47,132 as at December 31, 2024. The overall net reduction in cash for the six months ended June 30, 2025 of \$40,056 was driven by \$5,709 used in investing activities and \$44,436 used in financing activities, partially offset by \$10,089 of cash generated from operating activities. The cash used in financing activities primarily consisted of loan repayments and interest payments related to TDB loans and partial repayment of the Triple Flag Gold Prepay Loan.

The Group's net debt position for the reporting periods are as follows:

<b>(US\$ 000's)</b>	<b>June 30, 2025</b>	<b>December 31, 2024</b>
Payables & Other Liabilities*	13,492	13,162
Triple Flag Gold Prepay Loan	5,398	6,914
Short-term loans	14,549	19,590
BORO bond	43,000	43,000
Long-term loans	89,347	114,552
<b>Total debt</b>	<b>165,786</b>	<b>197,218</b>
Cash	7,076	47,132
Investment in bond	100,388	-
<b>Total liquid assets</b>	<b>107,464</b>	<b>47,132</b>
<b>Net debt</b>	<b>58,322</b>	<b>150,086</b>

\* Dividend payable to parent company, Stream Agreement, convertible debenture, asset retirement obligation, tax payables and lease liabilities are excluded from the net debt calculation.

The decrease in net debt as at June 30, 2025 was primarily due to including the investment in bond in the calculation of net debt and the reduction in the cash balance in the first half of 2025.

The below table shows the principal loan balances of the Group as at June 30, 2025 and December 31, 2024:

<b>Purpose of loan</b>	<b>Bank</b>	<b>Interest rate per annum</b>	<b>Maturity date</b>	<b>Principal balance Jun 30, 2025</b>	<b>Principal balance Dec 31, 2024</b>
ATO Phase 2 loan	TDB	13.40%	2025-08-30 – 2027-08-30	49,600	49,577
Gold II Loan	TDB	18.00%	2025-08-30	2,154	2,152
Investment	MIK*	14.80%	2026-12-31	47,734	48,734
New Fleet	TDB	18.00%	2027-01-15	-	5,068
Green loan	TDB	12.00%	2027-03-04	-	455
USD Line of credit	TDB	15.00%	2029-01-29	-	20,000
MNT Line of credit	TDB	18.00%	2029-01-29	-	1,982
Blue sky property	TDB	14.40%	2034-07-26	1,788	2,045
Jarden property	TDB	14.40%	2035-11-25	293	365
<b>TOTAL</b>				<b>101,569</b>	<b>130,378</b>

\*Mongolian Mortgage Corporation HFC LLC ("MIK")

## Inventories

The Group's inventories balance as at June 30, 2025 and December 31, 2024 were as follows:

<b>(US\$ 000's)</b>	<b>June 30, 2025</b>	<b>December 31, 2024</b>
Ore Stockpiles	29,460	21,813
Gold-in-Circuit	32,690	32,502
Finished Goods	1,346	51
Warehouse Consumables & Supplies	9,660	8,395
<b>Total Inventory</b>	<b>73,156</b>	<b>62,761</b>

The Group's inventory as at June 30, 2025 amounted to \$73,156 and as at December 31, 2024 was \$62,761. The increases were mainly due to the growth in production inventory, particularly in ore stockpiles, resulting from higher mining in 2025. Inventories include warehouse consumables, ore stockpiles, gold in circuit and finished gold included in finished goods.

Stockpiles of ore included 53,105 ounces valued at \$29,460 at June 30, 2025, compared to 33,433 ounces valued at \$21,813 as at December 31, 2024. Gold in circuit included 21,892 ounces valued at \$32,690 as at June 30, 2025, compared to 23,106 ounces valued at \$32,502 at December 31, 2024.

Finished goods inventory represents gold ounces located at the mine, bars still under assay at the MASM and gold inventory extracted from silver bars. The Company considers that silver inventory is a by-product in addition to the primary product gold. Therefore, the finished goods inventory excludes the by-product.

As at June 30, 2025, the Group's carrying balance of consumables was \$9,660 compared to \$8,395 as at December 31, 2024.

### **Other Current Assets**

As at June 30, 2025, the Group's other current assets amounted to \$10,516 (December 31, 2024: \$8,853) which primarily related to current portion of receivables for the sale of Aurifera Tres Cruces SA ("ATC") of \$3,239 and prepayments and other receivables of \$7,277.

Included in receivables is an intercompany receivable amounting to \$47,527 from Centerra Gold Mongolia LLC ("CGM"), relating to funds provided to CGM for its Gatsuurt project in Mongolia. On December 9, 2019, the Supreme Court of Mongolia upheld the decision of the Administrative Court of Appeal of Mongolia to revoke CGM's mineral licenses in relation to the Gatsuurt project and although CGM filed a complaint with the Chief Justice of the Supreme Court of Mongolia, the Chief Justice refused to accept the complaint. Accordingly, Centerra is preparing to take the case to the International Court of Arbitration, while Boroo Gold has made a full impairment provision of \$47,527 against the receivable from CGM.

### **Investments in Bonds**

The Group currently holds 4 bonds which are issued by Boroo Singapore. The realisation of these bonds, which are due for redemption on December 31, 2025, is reliant on operations of MBM a gold mining company with operations located in Peru, which is a 100% owned subsidiary of Boroo Singapore.

IFRS 9 – Financial Instruments requires a company to reassess impairment of financial instruments based on expected credit loss model and adjust the impairment allowances where necessary. An assessment was performed as at December 31, 2024 and there were no impairment factors identified and concluded that the bonds are considered fully recoverable under current conditions. As of June 30, 2025, there has been no change to the previous assessment.

The below is the continuity table of the investments in bond:

	<b>Six months ended June 30, 2025</b>	<b>Year ended December 31, 2024</b>
<b>Balance, beginning of the year</b>	<b>97,050</b>	<b>156,442</b>
Accrued interest income	3,338	3,455
Offset with Dividends declared	-	(65,000)
Reversal of credit loss allowance	-	2,153
<b>Total investment in bonds</b>	<b>100,388</b>	<b>97,050</b>

At June 30, 2025, Boroo Gold held four bonds issued by Boroo Singapore as follows:

<b>Bond</b>	<b>Initial Investment</b>	<b>Additional Investment</b>	<b>Interest Rate</b>	<b>Original Maturity</b>	<b>Amended Maturity</b>	<b>Principal Balance</b>
1	\$40,000	-	8%	Oct 31, 2024	Dec 31, 2025	\$1,000
2	\$100,000	-	12.5%	June 1, 2024	Dec 31, 2025	\$51,337
3	\$8,000	\$1,500	10%	Oct 31, 2024	Dec 31, 2025	\$1,000
4	\$5,000	\$1,300	13.4%	Oct 6, 2024	Dec 31, 2025	\$1,000
Principal balance						\$54,337
Interest receivable balance						\$46,051
<b>Total balance as at June 30, 2025</b>						<b>\$100,388</b>

### Non-Current Assets

At June 30, 2025, non-current assets amounted to \$136,400, which was consistent with the balance of \$136,348 at December 31, 2024. Non-current assets are comprised of property plant and equipment of \$133,601, primarily related to the plant and equipment at the mine sites of ATO and Boroo Projects of \$54,109, equipment under construction for the ATO Phase 2 development of \$63,194, and Mineral Property of \$15,487. The remaining balance relates to Exploration and Evaluation assets of \$1,599 pertaining to the Company's 80% interest in the Uudam Khundii project through Corundum Geo LLC, and long term investments.

Long-term investments at June 30, 2025 consisted of 30,000 common shares in TDB and 1,071,806 common shares in Aranjin Resources Ltd. ("Aranjin"). As of June 30, 2025, the amounts attributable to the investment in shares was \$212 (December 31, 2024: \$317).

### Liabilities

Total liabilities for the Group amounted to \$201,981 as at June 30, 2025, compared to \$242,079 as at December 31, 2024. The decrease in total liabilities mainly resulted from income tax payments of \$18,192 and repayment of loans and interests of \$44,286, partially offset by accrued interest on the BORO bond and loans, a revaluation increase related to the streaming arrangement liability and increases in convertible debenture and income tax liabilities for the six months ended June 30, 2025.

The tables below shows the breakdown of total liabilities:

	<b>June 30, 2025</b>	<b>December 31, 2024</b>
<b>(US\$ 000's)</b>	<b>\$</b>	<b>\$</b>
Amounts payable and other liabilities	13,492	13,162
Dividend payable	-	2,001
Lease liability	772	616
Triple Flag Gold Prepay Loan	5,398	6,914
Loans and borrowings	103,896	134,142
BORO Bond	43,000	43,000



Asset retirement obligation	17,247	16,970
Streaming arrangement	6,915	4,443
Convertible debenture - derivative and liability	4,169	2,858
Current tax liability	7,092	17,973
<b>Balance end of period</b>	<b>201,981</b>	<b>242,079</b>

### Triple Flag Gold Prepay Loan

On March 15, 2024, Steppe Gold entered into the Triple Flag Gold Prepay Loan agreement with Triple Flag Precious Metals Corp. ("Triple Flag") for an advance of \$5,000 (the "Triple Flag Gold Prepay Loan"). The loan term requires repayment by the Company over five months, beginning on August 15, 2024, through five equal monthly deliveries of 530 ounces of gold, totalling 2,650 ounces. On February 11, 2025, the Company received a further \$3,032 from the ATC sales receivable amount and the proceeds were applied to 1,000 ounces of gold repayment related to the Triple Flag Gold Prepay Loan.

	June 30, 2025	December 31, 2024
	\$	\$
<b>Balance, beginning of the period</b>	<b>6,914</b>	-
PPA fair value of gold prepay loan	-	6,505
Repayments	(2,907)	-
Fair value movement for the period	1,391	409
<b>Balance, end of the period</b>	<b>5,398</b>	<b>6,914</b>

The Triple Flag Gold Prepay Loans were revalued using the London Bullion Market Association gold price and a loss on fair value revaluation of \$1,391 has been recognized in the consolidated statements of income and comprehensive income for the six months ended June 30, 2025 (December 31, 2024: \$409).

The Company and Triple Flag are in ongoing discussions regarding the settlement of the remaining loan payments in conjunction with ongoing negotiations with its partners for the financing of the ATO Phase 2 Expansion.

On March 31 2025, the Company was served with a Statement of Claim filed in the Ontario Superior Court of Justice in connection with a contractual dispute by Triple Flag, naming the Company as the defendant. In the Statement of Claim, Triple Flag seeks delivery of 1,650 troy ounces of refined gold or contractual damages of approximately \$5,000. The Company delivered a Statement of Defence on May 7, 2025. The outcome of the proceeding is not determinable at this time.

### Loans Payable

Total loans and interest payables outstanding with TDB and MIK at June 30, 2025 was \$103,896 (December 31, 2024: \$134,142), split between the current portion of \$14,549 and the long-term portion totaling \$89,347.

Details of loans payable outstanding at June 30, 2025 and December 31, 2024 were as follows:

	June 30, 2025	December 31, 2024
	\$	\$
ATO Phase 2 loan (i)	49,600	49,577
TDB Line of Credit – USD (ii)	-	20,000
TDB Line of Credit – MNT (ii)	-	1,982
TDB Gold II loan (iii)	2,154	2,152

TDB Blue Sky office loan (iv)	1,788	2,045
TDB Leasing – MIK (v)	47,734	48,734
TDB Jarden apartment loan (vi)	293	365
TDB Green Loan (vii)	-	455
TDB New fleet loan (viii)	-	5,068
Loan interest payable	2,327	3,764
<b>Balance end of period</b>	<b>103,896</b>	<b>134,142</b>
Less: current portion	(14,549)	(19,590)
Long-term portion	<b>89,347</b>	<b>114,552</b>

- (i) On July 2023, Steppe Gold signed a binding term sheet with TDB, and affiliated entities, for \$150,000 in financing ("ATO Phase 2 Loan") to fund the construction and completion of the ATO Phase 2 Expansion (the "Phase 2 Expansion"). The terms of the financing were comprised of three tranches of \$50,000 each for a total of \$150,000, expected to be funded in line with the planned construction of the ATO Phase 2 Expansion. In August 2023, Steppe Gold signed a loan agreement for the first tranche of \$50,000, which incurs interest at a rate of 13.40% per annum for a term of 48 months, repayable in five equal instalments every six months from August 30, 2025, to August 30, 2027. As at June 30, 2025, a total of \$49,600 was drawn under the ATO Phase 2 Loan (December 31, 2024 - \$49,577). As at June 30, 2025, \$10,000 of the ATO Phase 2 Loan was classified as a current liability (December 31, 2024 - \$10,000). Terms of the second and third tranches are still under review and negotiation with the TDB and affiliated entities. The Group is engaged in ongoing discussions with TDB and affiliated entities, as well as Triple Flag regarding a definitive financing structure for the Phase 2 Expansion.
- (ii) In January 2024, Boroo Gold entered into a credit agreement with TDB that provides up to a maximum of \$20,000 in financing at an interest rate of 15% per annum and up to a maximum of \$30,000 equivalent MNT in financing at an interest rate of 18% per annum for a period of 60 months. As at June 30, 2025, the loan balances were fully repaid. At December 31, 2024, there was \$20,000 outstanding pursuant to the USD credit loan and \$1,982 outstanding pursuant to the MNT credit loan.
- (iii) In November 2021, Steppe Gold entered into a loan agreement with TDB for MNT 170 billion (\$59,700) (the "TDB Gold II Loan") which is a covenant light loan and incurs interest of 9% per annum for a term of 36 months facilitated under the Central Bank of Mongolia "Gold 2" program. The funds under the TDB Gold II Loan were advanced based on a conditional agreement between the Central Bank of Mongolia and TDB, which was completed on November 10, 2021. In order to secure the obligations under the TDB Gold II Loan, the Company provided a pledge of its licenses, movable properties and immovable properties. An intercreditor agreement governs the priority and ranking of charges between TDB and Triple Flag. As at June 30, 2025, a total of MNT 162.5 billion was repaid and the remaining balance was MNT 7.5 billion (\$2,154). The repayment date for the remaining balance was extended to August 30, 2025 with an interest rate of 18% per annum.
- (iv) In July 2019, Boroo Gold entered into a loan agreement with TDB for gross proceeds of \$3,104, incurring interest at a rate of 14.4% per annum and repayable over a term of 180 months, to finance the purchase of office property (the "TDB Blue Sky office loan"). Boroo Gold pledged the office property as collateral for this loan.
- (v) In April 2021, Boroo Gold entered into a loan agreement with TDB Leasing LLC for gross proceeds of \$55,000, incurring interest at a rate of 12.3% per annum for an initial period of 33 months ("TDB Leasing – MIK"). In 2024, the maturity date of the loan was extended until



December 31, 2026 and the interest rate revised to 14.8% per annum. A repayment of \$1,000 was made in June 2025, with the balance repayable on the maturity date. In addition, in 2024, the loan agreement was transferred to MIK. Interest payable on this loan at June 30, 2025 was \$368 (December 31, 2024 - \$3,142).

- (vi) In November 2020, Boroo Gold entered into a loan agreement with TDB for MNT 1.7 billion (\$507) for the purpose of acquiring a property (the "TDB Jarden apartment loan"). The loan incurs interest at a rate of 14.4% per annum and is repayable over a period of 180 months.
- (vii) In March 2022, Boroo Gold entered into a loan agreement under the Green Loan Program with TDB for MNT 2 billion (\$592) for the purpose of carrying out green projects and programs that are environmentally friendly, mitigate climate change, and reduce greenhouse gas emissions (the "TDB Green Loan"). The loan incurred interest at a rate of 12% per annum and was fully repaid as at June 30, 2025.
- (viii) In January 2024, Boroo Gold entered into an equipment loan agreement with TDB (the "TDB New Fleet loan") for MNT 20 billion (\$5,915) for the purpose of acquiring equipment for Boroo Gold's business operation. The loan incurred interest at an rate of 18% per annum and was fully repaid as at June 30, 2025.

### **BORO Bond**

On December 5, 2024, Boroo Gold issued a "BORO" bond offering in the Mongolian domestic over-the-counter market with a third-party Mongolian mortgage provider totalling \$43,000 to finance working capital and improvements in equipment for operations (the "Bond Agreement"). The bond incurs interest at a rate of 12.3% per annum, payable on a semi-annual basis, and the maturity date is March 5, 2027.

Within the framework of the Bond Agreement, Boroo Gold's real estate for office use, mineral exploitation licenses, and income from current and savings accounts (current and future) in commercial banks have been pledged. Boroo Gold has guaranteed that funds will be used for the purposes outlined in the Securities Prospectus (as defined in the Bond Agreement).

### **Stream Arrangement**

Steppe Gold entered into a stream arrangement (see "Stream Agreement") with Triple Flag in 2017 and amended the arrangement in 2019 to sell gold and silver produced from the ATO Project. Under the terms of the Stream Agreement, Triple Flag advanced \$28,000 to Steppe Gold and Steppe Investments Limited ("Steppe BVI") is obligated to sell annually to Triple Flag 25% of the gold and 50% of the silver produced, subject to an annual cap of 7,125 ounces of gold and 59,315 of silver, from the ATO Project until such time as Steppe BVI has sold an aggregate of 46,000 ounces of gold and 375,000 ounces of silver, respectively.

The Stream Agreement is recorded at fair value at each reporting date as the Company has determined the obligation is a derivative liability to be carried at FVTPL. The fair value is determined by an independent valuation consultant and amounted to \$6,915 as at June 30, 2025 (December 31, 2024: \$4,443).

While recent production at ATO has been limited as the Company focuses on equipment issues, the Company is delayed on certain delivery obligations under the Stream Agreement and is actively working with its lenders, and with Triple Flag, to address this matter.

As at June 30, 2025, Steppe Gold was in default of its delivery obligations under the Stream Agreement. Under the terms of the Stream Agreement, Triple Flag was entitled to receive 1,139 ounces of gold and 8,332 ounces of silver in respect of production from the ATO mine up to June 30, 2025. Steppe Gold is in discussions with Triple Flag to address this matter.

### Convertible Debenture

On January 27, 2022, the CEO of the Company, Mr. Bataa Tumur-Ochir, acquired \$3,000 convertible debentures of Steppe Gold from Mongolian National Investment Fund PIF SPV. The debentures had a maturity date of January 30, 2022, which was extended to January 27, 2024, and has now been extended to January 27, 2027. The debentures carry an interest rate of 13.5%. The debentures are convertible at the option of the holder into common shares of Steppe Gold at a conversion price of US\$0.68 per common share.

The balance of the convertible debentures loan liability was \$2,580 (December 31, 2024: \$2,477) and the fair value of the derivative portion was \$1,589 (December 31, 2024: \$380) as at June 30, 2025.

### Liability Maturity Analysis

The maturity analysis of financial liabilities as at June 30, 2025 is as follows:

	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
Accounts payable and other liabilities	13,492	-	-	-	13,492
Lease liability	392	380	-	-	772
Streaming arrangement	6,915	-	-	-	6,915
Convertible debentures – derivative	1,589	-	-	-	1,589
Convertible debentures – loan liability	-	2,580	-	-	2,580
Loans payable	14,549	87,744	427	1,176	103,896
BORO Bond	-	43,000	-	-	43,000
Triple Flag Gold Prepay Loan	5,398	-	-	-	5,398
<b>Total</b>	<b>42,335</b>	<b>133,704</b>	<b>427</b>	<b>1,176</b>	<b>177,642</b>

### Shareholders' Equity

Common shares issued:

	Number of common shares	\$
<b>Balance at December 31, 2023</b>	<b>3,000,000</b>	<b>3,000</b>
Cancellation of Boroo Gold common shares at the acquisition date	(3,000,000)	-
Shares issued to Boroo Singapore from Steppe Gold (i)	143,796,574	-
Fully diluted common shares of Steppe Gold (ii)	113,442,378	52,422
Dilutive shares of Steppe Gold (iii)	(4,411,765)	
<b>Balance at December 31, 2024</b>	<b>252,827,187</b>	<b>55,422</b>
<b>Balance at June 30, 2025</b>	<b>252,827,187</b>	<b>55,422</b>

- (i) On August 1, 2024, the Company completed the Boroo Gold Transaction.
- (ii) As of August 1, 2024, Steppe Gold had a total of 113,442,378 fully diluted common shares issued and outstanding.
- (iii) Steppe Gold has a convertible debenture of \$3,000 which can be convertible to 4,411,765 common shares.

As per the reverse acquisition of Steppe Gold, the entity that issues its shares to effect the transaction (Steppe Gold) is determined for accounting purposes to be the acquiree (also called the



accounting acquiree or legal acquirer), while the entity whose shares are acquired (Boroo Gold) is for accounting purposes the acquirer (also called the accounting acquirer or legal acquiree).

The accounting acquiree generally continues in existence as the legal entity whose shares represent the outstanding common shares of the combined company and continues to issue its own financial statements. However, the financial reporting reflects the accounting acquirer's financial information, except for its equity, which is retroactively adjusted to reflect the equity of the accounting acquiree.

## Off Balance Sheet Arrangements

As of the date of this filing, the Company does not have any off-balance-sheet arrangements.

## Income Statement

(US\$ 000's)	Q2 June 30 2025	Q2 June 30 2024	YTD June 30 2025	YTD June 30 2024
Revenue	32,326	47,468	64,694	94,581
Cash cost of sales	(12,328)	(11,966)	(23,930)	(26,033)
<b>Operating income from mine operations before depreciation and depletion</b>	<b>19,998</b>	<b>35,502</b>	<b>40,764</b>	<b>68,548</b>
Depletion and depreciation	(4,039)	(4,655)	(7,332)	(9,748)
<b>Profit from mine operations</b>	<b>15,959</b>	<b>30,847</b>	<b>33,432</b>	<b>58,800</b>
Corporate administration	(2,174)	(2,462)	(4,574)	(3,394)
Exploration and evaluation	(174)	(53)	(180)	(106)
<b>Operating profit</b>	<b>13,611</b>	<b>28,332</b>	<b>28,678</b>	<b>55,300</b>
Finance costs	(2,877)	(5,953)	(9,331)	(4,798)
Foreign exchange gain (loss)	691	(292)	1,152	(406)
<b>Net profit before tax</b>	<b>11,425</b>	<b>22,088</b>	<b>20,499</b>	<b>50,096</b>
Income tax	(2,442)	(7,735)	(4,925)	(13,643)
<b>Profit for the period</b>	<b>8,983</b>	<b>14,353</b>	<b>15,574</b>	<b>36,453</b>
Cumulative translation adjustment	(155)	-	(84)	-
<b>Comprehensive income for the period</b>	<b>8,828</b>	<b>14,353</b>	<b>15,490</b>	<b>36,453</b>
Basic net earnings per common share	0.036	0.100	0.062	0.254
Diluted net earnings per common share	0.035	0.100	0.061	0.254
<b>Weighted average number of common shares outstanding - basic</b>	252,827,187	143,796,574	252,827,187	143,796,574
<b>Weighted average number of common shares outstanding - diluted</b>	257,238,952	143,796,574	257,238,952	143,796,574

## Revenue

For the three and six months ended June 30, 2025, the Group sold 15,058 and 30,669 ounces of gold and 3,132 and 22,305 ounces of silver, respectively for total gross revenue of \$32,326 and \$64,694, respectively. During the three and six months ended June 30, 2024, the Group generated revenue of



\$47,468 and \$94,581, respectively, consisting of 21,859 and 44,506 ounces of gold, respectively and 4,409 and 9,000 ounces of silver, respectively.

	<b>Boroo Gold</b>			<b>Steppe Gold</b>		
Period	Gold sold oz	Average price per oz	Revenue \$	Gold sold oz	Average price per oz	Revenue \$
Q1 2025	14,808	2,000	29,616	803	2,795	2,246
Q2 2025	14,063	2,074	29,165	995	3,097	3,082
<b>Total</b>	<b>28,871</b>		<b>58,781</b>	<b>1,798</b>		<b>5,328</b>
Period	Silver sold oz	Average price per oz	Revenue \$	Silver sold oz	Average price per oz	Revenue \$
Q1 2025	3,007	30	90	16,166	26	416
Q2 2025	2,926	26	75	206	17	4
<b>Total</b>	<b>5,933</b>		<b>165</b>	<b>16,372</b>		<b>420</b>

### Depreciation and Amortization

Depreciation and depletion for the Group totalled \$4,039 for the second quarter of 2025 compared to \$4,655 for Boroo Gold for the same period in 2024.

Depreciation and depletion for the Group totalled \$7,332 for the six months ended June 30, 2025 compared to \$9,748 for Boroo Gold for the same period in 2024.

### Corporate Administration Costs

Corporate administration costs for the Group was \$2,174 for the second quarter ended June 30, 2025, compared to \$2,462 for Boroo Gold in the same period in 2024.

Corporate administration costs for the Group was \$4,574 for the six months ended June 30, 2025, compared to \$3,394 for Boroo Gold in the same period in 2024.

### Finance Costs

Net finance cost of \$2,877 for the Group was reported for the second quarter of 2025, compared to Boroo Gold finance cost of \$5,953 reported for the same period in 2024. The finance expenses in the second quarter of 2025 resulted mostly from interest on loans and BORO bond of \$3,610, a fair value increase in the convertible debenture derivative of \$1,182 and fair value increase in Triple Flag Gold Prepay Loan of \$330, partially offset by interest income on the bond receivable of \$1,679. In the second quarter of 2024 for Boroo Gold, net finance cost primarily consisted of interest expense on loans of \$2,894 and reversal of bond interest income of \$3,985, partially offset with interest income on investment in bond of \$650.

Net finance cost of \$9,331 for the Group was reported for the six months ended June 30, 2025, compared to Boroo Gold finance cost of \$4,798 reported for the same period in 2024. The finance expenses in the six months ended June 30, 2025 resulted mostly from interest on loans and BORO bond of \$7,752, a fair value increase in the convertible debenture derivative of \$1,204, stream liability of \$2,472 and fair value increase in Triple Flag Gold Prepay Loan of \$1,391, partially offset by interest income on the bond receivable of \$3,338. For the same period in 2024, Boroo Gold's net finance cost primarily consisted of interest expense on loans of \$5,024, partially offset with interest income on investment in bond of \$884.



## Foreign Exchange Gain (Loss)

Foreign exchange gain was \$691 for the second quarter ended June 30, 2025, compared to loss of \$291 for the same period in 2024. The CAD rate strengthened compared to the USD during the second quarter of 2025. The USD to CAD average rate was 1.384. The MNT rate steadily weakened compared to the USD during the three months ended June 30, 2025. The MNT to USD average rate was 3,564.71.

Foreign exchange gain was \$1,152 for the six months ended June 30, 2025, compared to loss of \$406 for the same period in 2024. The CAD rate strengthened compared to the USD during the six months ended June 30, 2025. The USD to CAD average rate was 1.41. The MNT rate steadily weakened compared to the USD during the six months ended June 30, 2025. The MNT to USD average rate was 3,509.58.

## Taxation

The Group's main operating subsidiaries in Mongolia generated taxable income and an income tax expenses of \$2,442 and \$4,925, respectively, were reported in the condensed interim consolidated statements of income and comprehensive income for the three and six months ended June 30, 2025. There was a deferred tax asset of \$988 recorded as at June 30, 2025, compared to a deferred tax asset of \$894 at December 31, 2024.

## Cash Flow Statement

(US\$ 000's)	Q2 June 30, 2025	Q2 June 30, 2024	YTD June 30, 2025	YTD June 30, 2024
Cash flows - operating activities	12,098	22,734	10,089	43,377
Cash flows - investing activities	(6,862)	(1,283)	(5,709)	(11,482)
Cash flows - financing activities	(14,643)	(21,938)	(44,436)	(34,655)
<b>Net (decrease) increase in Cash</b>	<b>(9,407)</b>	<b>(487)</b>	<b>(40,056)</b>	<b>(2,760)</b>

Cash generated from operating activities for the three and six months ended June 30, 2025 was \$12,098 and \$10,089, respectively, compared to cash generated from operating activities for the same periods in 2024 of \$22,734 and \$43,377, respectively. The decrease resulted from lower revenue in 2025, compared to the same periods in 2024.

Cash used in investing activities for the three and six months ended June 30, 2025 was \$6,862 and \$5,709, respectively, compared to cash used in investing activities of \$1,283 for Q2 2024 and \$11,482 for the six months ended June 30, 2024. Cash used in investing activities in the three and six months ended June 30, 2025 include the additions to property, plant and equipment of \$7,006 and \$8,741, respectively, partially offset by \$3,032 of ATC sale proceeds included in the six months ended June 30, 2025. Cash used in investing activities for the three and six months ended June 30, 2024 included capital expenditure of \$1,283 and \$11,482, respectively.

Cash used in financing activities were \$14,643 and \$44,436 for the three and six months ended June 30, 2025, respectively, compared to \$21,938 and \$34,655, respectively, in the same periods in 2024. Cash outflows from financing activities in the six months ended June 30, 2025 primarily related to loan repayments and interest payments related to various TDB loans and cash outflows from financing activities in the same period in 2024 included a dividend declaration of \$21,764.

## Outstanding Common Shares

As at the date of this MD&A, there were 252,827,187 common shares of the Company issued and outstanding and there were convertible debentures held by Mr. Tumur-Ochir expiring on January 27, 2027, convertible into 4,411,765 common shares of the Company at a conversion price of US\$0.68 per common share.

## Related Party Transactions

The Company's related parties include its subsidiaries, controlling entities and key management personnel who are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

As a result of the Boroo Gold Transaction, Boroo Gold is 100% owned by Steppe Gold, whose majority shareholder is now Boroo Singapore through its acquisition of 55.9% of the shares of Steppe Gold. Boroo Singapore is 70% owned by Eminent Stride Limited BVI and 10% owned by Mr. Dulguun Erdenebaatar, a director of the Company. Eminent Stride Limited BVI is 100% owned by TDB Capital Singapore Ltd. ("TDB Capital").

TDB Capital is a privately held investment holding company. The ultimate controlling party of the Group is Mr. Tulga Erdenbileg, a citizen of Mongolia.

Boroo Singapore's consolidated financial statements are available for public use at Singapore registry (ACRA) and TDB Capital does not produce consolidated financial statements available for public use as it is a private exempt company.

The following are details of related party transactions during the six months ended June 30, 2025 and June 30, 2024:

Related Party	Relationship	Nature of transaction	June 30, 2025 \$	June 30, 2024 \$
Boroo Singapore	Immediate holding company	Bonds purchased (i)	-	-
Boroo Singapore	Immediate holding company	Interest receivable (i)	3,338	651
TDB Leasing	Associated company of ultimate holding company	Project financing (ii)	-	(8,747)
Trade and Development Bank	Associated company of ultimate holding company	Project financing (ii)	(27,619)	(860)
TDB	Associated company of ultimate holding company	Forward contract sales (iii)	56,168	27,398
Centerra Gold Mongolia LLC	Subsidiary of Boroo Singapore	Centerra financing (iv)	669	50
Bataa Tumur-Ochir	Chairman and CEO	Convertible debenture (v)	(109)	-

*(i) Bonds purchased and interest receivable*

As at June 30, 2025, the Group held investment bonds issued by Boroo Singapore in the total amount of \$100,388 including accumulated interest receivable of \$46,051 with a maturity date at December 31, 2025. During the six months ended June 30, 2025, the bonds accrued interest of \$3,338 (June 30, 2024: \$651 due to interest reversal of \$3,985).

The realization of these bonds, which are due for redemption on December 31, 2025, is reliant on cash flows from operations of MBM, a gold mining company located in Peru and a 100% owned subsidiary of Boroo Singapore. An assessment has been performed as at December 31, 2024 and there were no impairment factors identified and this assessment concluded that the bonds are considered fully recoverable under current conditions. As of June 30, 2025, there has been no change to the previous assessment.

*(ii) TDB and its subsidiaries*

As at June 30, 2025, Boroo Gold and Steppe Gold had several loans with TDB totalling \$55,431 (December 31, 2024: \$82,265), with interest rates from 12% to 18%.

Although not a related party at the time, on July 11, 2023, Steppe Gold signed a binding term sheet with TDB and TDB Capital to collectively provide up to \$150,000 in project financing to fully fund the construction and completion of the ATO Phase 2 Expansion. The balance of this loan was \$49,600 at June 30, 2025 (December 31, 2024: \$49,577).

The movement on the loans with TDB and TDB Leasing (transferred to MIK during 2024) for the reporting periods is shown in the table below:

	<b>June 30, 2025</b>	<b>December 31, 2024</b>
	\$	\$
<b>Balance at beginning of the year</b>	<b>82,265</b>	<b>85,418</b>
Steppe Gold Loan at acquisition	-	52,465
Additions	-	28,784
Transferred to MIK	-	(51,876)
Repayments	(27,834)	(34,051)
Accrued interest	1,560	9,757
Interest paid	(632)	(9,022)
Foreign exchange	72	790
<b>Balance end of the period</b>	<b>55,431</b>	<b>82,265</b>

*(iii) TDB Forward sales contract*

On March 14, 2024, Boroo Gold signed a forward sales contract with TDB, to sell its gold production to TDB at \$2,000 per ounce. The forward sales contract runs from March 14, 2024, to December 31, 2024, with monthly deliveries of 4,500 ounces up to a total contract amount of 50,000 ounces; shortfalls of monthly deliveries should be made good in the following month. The forward sales contract was extended on May 28, 2024, first until March 31, 2025, and subsequently until June 30, 2025, to allow Boroo Gold more time in planning its delivery schedule. Boroo Gold fulfilled the terms of the forward sales contract as at June 10, 2025. Boroo Gold has applied the 'own use' exemption under IFRS 9 in accounting for the forward sales contract with TDB.

*(iv) CGM financing*

From 2018 to July 31, 2024 Boroo Gold financed CGM operations totalling \$47,527. Boroo Gold assessed the credit risk of the CGM financing and resulted in an accumulative impairment loss of \$47,527 as of July 31, 2024 and remained the same as at June 30, 2025.

*(v) Convertible debentures*

On January 27, 2022, the CEO of the Company, Mr. Bataa Tumur-Ochir, acquired \$3,000 convertible debentures of the Company. The debentures had a maturity date of January 30, 2022, which was extended to January 27, 2024, and has now been extended to January 27, 2027. The debentures carry an interest rate of 13.5%. The conversion feature of the debentures meets the definition of a



derivative liability instrument as the conversion feature is denominated in a currency other than the Company's functional currency, and as such does not meet the fixed for fixed criteria.

The balance of convertible debentures loan liability was \$2,580 and the fair value of derivative portion was \$1,589 as at June 30, 2025.

Balances due to related parties:

<b>Related Party</b>	<b>Relationship</b>	<b>June 30, 2025</b>	<b>December 31, 2024</b>
		<b>\$</b>	<b>\$</b>
TDB	Associated company of ultimate holding company	55,431	82,265
Bataa Tumur-Ochir	Chairman and CEO	4,169	2,858

Balances due from related parties:

<b>Related Party</b>	<b>Relationship</b>	<b>June 30, 2025</b>	<b>December 31, 2024</b>
		<b>\$</b>	<b>\$</b>
Centerra Gold Mongolia LLC	Subsidiary of Boroo Singapore	47,527 <sup>1</sup>	48,333 <sup>1</sup>
Boroo Singapore	Immediate holding company	100,388	97,050

<sup>1</sup> The balances outstanding were fully impaired as at the end of the respective financial periods.

Other related party transactions with related parties are in the normal course of operations and are measured at the amount of consideration established and agreed to by the related parties.

## Identifying related parties

### Directors

Bataa Tumur-Ochir	Chairman and Chief Executive Officer
Byambatseren Tsogbadrakh	President and Director
Matthew Wood	Director until March 15, 2024
Aneel Waraich	Director until March 29, 2024
Patrick Michaels	Non Executive Director until August 1, 2024
Batjargal Zamba	Non Executive Director
Sereenen Jargalan	Non Executive Director
Steve Haggarty	Non Executive Director until August 1, 2024
Marina Lerner	Non Executive Director
Dulguun Erdenebaatar	Non-Executive Director effective August 14, 2024
Tserenbadam Dugeree	Director effective August 1, 2024

As at June 30, 2025, outstanding directors' fees to non-executive directors were \$102.

## Key management

### Key Management

Bataa Tumur-Ochir	Chairman and Chief Executive Officer
Aneel Waraich	Former Executive Vice President
Jeremy South	Senior Vice President and Chief Financial Officer



Byambatseren Tsogbadrakh	President, VP Finance
Greg Wood	Former Chief Operating Officer
Enkhtuvshin Khishigsuren	Vice President Exploration (resigned June 30, 2025)
Tserenbadam Dugeree	Chief Operating Officer

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company.

During the three and six months ended June 30, 2025, and June 30, 2024, management fees paid, or otherwise accrued, to key management personnel (defined as officers and directors of the Company) are shown below:

	Three months ended		Six months ended	
	June 30, 2025	June 30, 2024	June 30, 2025	June 30, 2024
Management fees paid to key personnel	490	48	776	190
Non-executive directors	24	-	48	-
<b>Total</b>	<b>514</b>	<b>48</b>	<b>824</b>	<b>190</b>

As at June 30, 2025, key management personnel were owed \$440 of accrued bonuses and management fees for previous periods (December 31, 2024: \$274).

### Operational Overview

The Group's gold sales for the three and six months ended June 30, 2025 were 15,058 ounces and 30,669 ounces, respectively, and Boroo Gold's gold sales for the three and six months ended June 30, 2024 were 21,859 and 44,506 ounces, respectively.

The Group produced 13,000 ounces of gold and 4,438 ounces of silver for the three months ended June 30, 2025 and 32,861 ounces of gold and 9,850 ounces of silver during the six months ended June 30, 2025. This compared to Boroo Gold's production of 21,739 ounces of gold and 44,604 ounces of gold, respectively, for the three and six months ended June 30, 2024.

For the three and six months ended June 30, 2025, the Group mined 557,766 tonnes of ore and 2,116,581 tonnes of ore, respectively, and processed 463,067 tonnes of ore and 923,101 tonnes of ore, respectively. For the three and six months ended June 30, 2024, Boroo Gold mined 1,873,405 tonnes of ore and 2,296,827 tonnes of ore, respectively, and processed 425,784 tonnes of ore and 840,045 tonnes of ore, respectively.

In the three and six months ended June 30, 2025, capital expenditures (growth and sustaining) were \$6,314 and \$8,406, respectively, compared to \$854 and \$9,314 for the same periods in 2024.

(US\$ 000's)	Q2 June 30, 2025	Q2 June 30, 2024	YTD June 30, 2025	YTD June 30, 2024
General Sustaining	6,286	854	8,085	9,314
Growth and Expansion	28	-	320	-
<b>Total</b>	<b>6,314</b>	<b>854</b>	<b>8,406</b>	<b>9,314</b>

## Gold Mine Operational Summary

The below table shows the Group's operational summary:

Period (USD)	unit	Q2 June 30, 2025	Q2 June 30, 2024	YTD June 30, 2025	YTD June 30, 2024
Waste Mined	<i>bcm</i>	1,406,811	831,537	2,958,995	1,911,246
Ore Mined	<i>ton</i>	557,766	1,873,405	2,116,581	2,296,827
Stacked	<i>ton</i>	463,067	425,784	923,101	840,045
Grade_Mill	<i>g/t</i>	0.94	1.67	0.94	1.67
Grade_Leach	<i>g/t</i>	0.31	0.40	0.35	0.40
Gold Recovery_Mill	<i>%</i>	66%	80%	66%	80%
Gold Recovery_Leach	<i>%</i>	62%	43%	62%	43%
Gold Produced	<i>oz</i>	13,000	21,739	32,861	44,604
Gold Sold	<i>oz</i>	15,058	21,859	30,669	44,506
Silver Produced	<i>oz</i>	4,438	NA	9,850	NA
Silver Sold	<i>oz</i>	3,132	4,409	22,305	9000
Revenue	<i>000's</i>	32,326	47,467	64,695	94,581
Cash Cost	<i>000's</i>	13,379	13,488	24,300	28,815
Gross Profit	<i>000's</i>	15,959	30,847	33,432	58,800
Sustaining Capital expenditure	<i>000's</i>	6,286	854	8,085	9,314
UNIT COST:					
Mining Unit Cost	<i>US\$/t</i>	9.15	4.40	5.52	4.51
Processing Unit Cost	<i>US\$/t</i>	10.68	14.12	10.43	11.41
Site G&A Unit Cost	<i>US\$/t</i>	2.97	3.25	2.88	2.97
Cash Cost		892	617	794	647
Site All-in-Sustaining Cost		1,342	672	1,088	872
Total All-in-Sustaining Cost		1,475	770	1,228	936

In the second quarter of 2025, the Group's mining unit cost amounted to \$9.15 per tonne, Boroo Gold's mining unit cost was \$4.40 per tonne for the same period in 2024. For the six months ended June 30, 2025, the Group's mining unit cost was \$5.52 per tonne, while Boroo Gold's mining unit cost was \$4.51 per tonne for the same period in 2024.

In the second quarter of 2025, the Group's processing unit cost amounted to \$10.68 per tonne compared to Boroo Gold's processing unit cost of \$14.12 per tonne for the same period in 2024. For the six months ended June 30, 2025, the Group's processing unit cost was \$10.43 per tonne, while Boroo Gold's processing unit cost was \$11.41 per tonne for the same period in 2024.

In the second quarter of 2025, Group's site G&A unit cost amounted to \$2.97 per tonne compared to \$3.25 per tonne for the same period in 2024 for Boroo Gold. For the six months ended June 30, 2025, the Group's site G&A unit cost was \$2.88 per tonne, while Boroo Gold's site G&A unit cost was \$2.97 per tonne for the same period in 2024.

Site All-in-Sustaining Cost and Total All-in-Sustaining Costs were higher in the three and six months ended June 30, 2025 mainly resulting from higher capital expenditures in 2025.

## Summary of Quarterly Results

(US\$ 000's)	2025 Q2	2025 Q1	2024 Q4	2024 Q3	2024 Q2	2024 Q1	2023 Q4	2023 Q3
Revenue (metal sales)	32,326	32,368	46,220	37,331	47,468	47,114	35,240	39,398
Net earnings	8,996	6,600	18,427	8,249	14,353	22,104	1,949	16,562
Basic and diluted earnings per common share*	0.036	0.026	0.125	0.065	0.100	0.154	0.014	0.115
Net Cash (used in) generated from operating activities	12,098	(2,009)	16,797	8,517	22,734	15,742	35,381	6,998

\*In accordance with IFRS 3 the basic earnings per share for each comparative period before the acquisition date presented in the consolidated financial statements following a reverse acquisition is calculated by dividing: (a) the profit or loss of the legal acquiree attributable to ordinary shareholders in each of those periods by (b) the legal acquiree's historical weighted average number of ordinary shares outstanding multiplied by the exchange ratio established in the acquisition agreement. Accordingly, the weighted average number of ordinary shares outstanding for the periods above through Q2 2024, was 3,000,000 multiplied by the exchange ratio of 48 provides 143,796,574 common shares for the purpose of calculating basic net earnings per common share. There were no dilutive shares in issue for any of the above periods through Q2 2024.

For the second quarter of 2025, the Group sold 15,058 ounces of gold and 3,132 ounces of silver for total gross revenue of \$32,326, compared to the first quarter of 2025, when the Group sold 15,611 ounces of gold and 19,173 ounces of silver for total gross revenue of \$32,368.

Cash generated from operating activities for the second quarter of 2025 was \$12,098 compared to \$2,009 of cash used in the operating activities for the first quarter of 2025.

### EPC Arrangements

On January 9, 2024, Steppe Gold announced that it had entered into a turnkey engineering, procurement and construction contract (the "EPC Contract"), with Hexagon Build Engineering LLC ("Hexagon") for the Phase 2 Expansion. Hexagon is an experienced construction group active in Mongolia and internationally.

As at the date of execution of the EPC Contract, the contract amount payable to Hexagon for the full performance of the work under the EPC Contract was approximately \$148,400 ("Contract Amount"). The Contract Amount is fully funded by a project finance package (as described below) that has been made available to the Company and its affiliates by the TDB group.

Further details of the EPC Contract are as follows:

- The second draw down of \$40,000 from the project finance package, was received on March 20, 2024, making a total of \$49,600 drawn down from the first tranche of \$50,000 of the \$150,000 project finance package agreed in 2023.
- Steppe Gold made milestone payments of \$40,000 to the contractor of the Phase 2 Expansion for procurement of major long lead items, mobilization costs, early construction works and foundational work.
- Hexagon completed the works related to early construction such as discipline design criteria, geotechnical evaluation, trade-off for cell and grinding circuit optimization by end of September 2024.

- The review process is underway for the procurement orders selection plan that has been prepared for the major long lead items including flotations cells, grinding mills, cluster cyclones, thickener units, filters and pumping systems.
- The Phase 2 project is proceeding according to updated projected timelines and budgets, with commissioning planned for the third quarter of 2026.
- Steppe Gold and Hexagon are in discussions regarding certain amendments to the EPC Contract, to accommodate potential metallurgical improvements and increased annual capacity.

## **Exploration and Development**

### **Boroo Gold Mine**

The Boroo gold mine comprises 6 mining licenses MV-000198, MV-000238, MV-001960, MV-001970, MV-011761 and MV-012039 covering an area of 3,602.07 ha in total. The Ulaanbulag gold mine site covers 1,204.47 ha area under mining license MV-015285.

No exploration or drilling activities were conducted at the Boroo and Ulaanbulag gold mines during the three and six months ended June 30, 2025.

### **ATO Gold Mine**

The ATO Gold Mine is comprised of one mining license (MV-017111) over an area of 5,492.63 hectares. The ATO Project is located in the territory of Tsagaan Ovoo soum, Dornod province of Eastern Mongolia. It is 660 km east of Ulaanbaatar, the capital of Mongolia, 120 km northwest of Choibalsan, the provincial capital of Dornod Province and 38 km west of Tsagaan Ovoo soum.

Following the issuance of a permit by the Mineral Resources and Petroleum Authority of Mongolia (MRPAM), exploration drilling was initiated to identify aggregate resources for Phase 2 construction:

- Total number of boreholes drilled: 14 (inside license area)
- Total drilled depth: 714 meters
- Number of samples collected: 56

All samples were collected and sent to the Construction and Architecture Corporation Laboratory in Ulaanbaatar for material quality analysis.

### **Uudam Khundii Property**

The Uudam Khundii gold project is comprised of one exploration license covering 14,400 hectares in Bayankhongor province, Mongolia. The land package represents one of the largest exploration licenses in the Bayankhongor Gold Belt. The license is in a highly prospective location between and adjoining the Bayan Khundii gold deposit and Altan Nar gold deposit owned by Erdene Resource Development Corporation (ERD – TSX). There were no exploration activities carried out at Uudam Khundii Project in the three and six months ended June 30, 2025.

### **Bornuur Exploration site**

On September 20, 2021, the Company obtained the Bornuur exploration license XV-021931, located in Bornuur and Jargalant soums of Tuv aimag, Bayangol soum of Selenge aimag encompassing an area of 2,039.82 ha. On April 1, 2022, a portion of the exploration license area, specifically 252.43 hectares, was relinquished back to the state, leaving the current exploration license area at 1,787.39 hectares. In 2022, the Company carried out trenching, drilling, and sampling activities in the exploration area and no additional field exploration was conducted in the exploration area in 2023 and 2024.

Geochemical sampling pattern density was increased and sampling was conducted in 2024 in areas where attractive dispersion halos were identified as a result of previous exploration activities at the exploration license areas.

### **Exploration Outlook**

As a result of mining exploration conducted at the Boroo and Ulaanbulag mines in 2023, Boroo Gold extended the mine life, determined certain mineralization at the mining license area, and commenced the process of approval of the deposit reserve report and feasibility study in 2024.

Prospecting exploration (such as drilling, trenching etc.) is planned for 2025 at the Bornuur exploration license area. It is also planned to conduct mining exploration activities such as tracking the depth of ore body continuation within the mining licenses of the Boroo and Ulaanbulag hard-rock gold deposits, increasing the reserves, tracking mineralization determined in some areas as a result of past exploration and defining its characteristics. Field exploration work, drilling and trenching are planned for both mining and exploration license areas are scheduled to begin in Q3 2025. Preparations are currently underway. In 2025, the company completed the resource estimation report for the Ulaanbulag deposit and the revised feasibility study for the Boroo deposit. These documents are currently under review by the Mineral Resources and Petroleum Expert Council for official approval.

### **Outlook**

The focus for the Group in 2025 has been on maximizing production and cash flows at its producing mines and sourcing more material, both in situ and nearby within and outside the license areas, and extending mine life.

All Group gold production in the second half of 2025 will be a spot prices, following the expiration of the Boroo Gold forward contract in June.

While gold prices are at record levels, negotiations with stream and finance partners to determine the optimal financing structure are taking longer than expected. There is no guarantee that these negotiations will yield a successful outcome and we may need to seek third party partners to realise value for this project.

Payables remain slightly elevated but working capital remains strong and the bond repayment of \$104,000 in December 2025 is expected to significantly reduce debt levels. Debt to EBITDA ratios are manageable, and this should allow the Group to restructure debt facilities in the second half of 2025 to better align with the cash flow profile of the operating mines.

The Group also continues to consider growth in reserves and resources through organic exploration opportunities as well as potential acquisitions.

### **Critical Accounting Policies, Estimates and Accounting Changes**

#### **Critical Accounting Policies and Estimates**

The preparation of the Company's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes.

The critical estimates, assumptions and judgments applied in the preparation of the Group's financial statements are disclosed in note 2 of the Company's consolidated financial statements for the year ended December 31, 2024.

## Accounting Policies

The accounting policies applied in the preparation of the condensed interim consolidated financial statements as of June 30, 2025 are consistent with those used in the Company's annual audited consolidated financial statements for the year ended December 31, 2024.

Upon completion of the Boroo Gold Transaction an exercise was undertaken to align the Group's accounting policies. In conjunction with preparation of the Company's financial statements for the year ended December 31, 2024, and as a result of the assessment performed on property, plant and equipment and exploration and evaluation assets, the Group concluded to change Boroo Gold's accounting policy on property, plant and equipment measurement from a revaluation model to the cost model and exploration and evaluation asset capitalization into expense to bring them in line with that of Steppe Gold.

## Financial Instruments and Other Instruments

The Group's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk (including interest rate risk, foreign currency risk and commodity price risk).

### Credit Risk

Credit risk is the risk of loss associated with a counterparty's inability to fulfil its payment obligations. The Group's credit risk is primarily attributable to cash, receivables and other assets and investments in bonds. Cash is held with a Canadian chartered bank and financial institutions in Mongolia, from which management believes the risk of loss to be minimal.

The Group is currently invested in bonds issued by Boroo Singapore. The bonds which are due for redemption on December 31, 2025 are reliant on cash flows from dividends payments from its subsidiary entities and results of operations of MBM a gold mining company located in Peru and a 100% owned subsidiary of Boroo Singapore. While the financial outlook of MBM and Boroo Singapore is positive, the recoverability of the bonds is largely dependent on the commercial success of the MGM operation, which is still in its early stages. The recoverability of the bonds is reliant on continued performance of the MBM mining operations and strong gold prices. An assessment has been performed as at December 31, 2024 and there were no impairment factors identified and the assessment concluded that the bonds are considered fully recoverable under current conditions. As of June 30, 2025, there has been no change to the previous assessment.

### Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The primary source of funds now available to the Group is from operating cash flows from its operating mines, maturity of bond receivables, short term intercompany loans and equity financing. The Group has in place a planning and budgeting process to help determine the funds required to support the Group's normal operating requirements on an ongoing basis, to support its exploration plans and to ensure that it will have sufficient liquidity to meet its liabilities when due. However, any significant change in the operation of the Group could effect this. To the extent the Group does not believe it has sufficient liquidity to meet these obligations, management may consider securing additional funds through equity or debt transactions. Metal prices, the mining industry, revenue taxes, transportation and other operating costs, capital expenditures and geological results are factors which may have an impact on the amount of additional financing that may be required. There is no guarantee that equity or debt financing will be available to the Group or that these financings would be obtained on terms favorable to the Group, which may adversely affect the Group's business, financial position and may

result in a delay or indefinite postponement of exploration, development, or production on any or all of the Group's properties, or even loss of exploration rights.

The Group's cash is largely invested in bonds issued by Boroo Singapore and business accounts with high-credit quality financial institutions. The bonds issued by Boroo Singapore which are due for redemption on December 31, 2025 are reliant on cash flows from dividend payments from Boroo Gold and results of operations of MBM a gold mining company located in Peru and a 100% owned subsidiary of Boroo Singapore. While the financial outlook of MBM and Boroo Singapore is positive, the recoverability of the bonds is largely dependent on the commercial success of the MBM operation, which is still in its early stages.

The Group's financial obligations consist of accounts payable and other liabilities, dividend payable, lease liability, streaming arrangement, loans payable, BORO bond liability, Triple Flag Gold Prepay Loan as well as the loan liability and derivative components of the convertible debentures.

The maturity analysis of financial liabilities as at June 30, 2025 is as follows:

	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
Accounts payable and other liabilities	13,492	-	-	-	13,492
Lease liability	392	380	-	-	772
Streaming arrangement	6,915	-	-	-	6,915
Convertible debentures – derivative	1,589	-	-	-	1,589
Convertible debentures – loan liability	-	2,580	-	-	2,580
Short term loans	14,549	-	-	-	14,549
Long term loans	-	87,744	427	1,176	89,347
BORO Bond	-	43,000	-	-	43,000
Triple Flag Gold Prepay Loan	5,398	-	-	-	5,398
<b>Total</b>	<b>42,335</b>	<b>133,704</b>	<b>427</b>	<b>1,176</b>	<b>177,642</b>

The maturity analysis of financial liabilities as at December 31, 2024 is as follows:

	Less than 1 year	1-3 years	3-5 years	More than 5 years	Total
Accounts payable and other liabilities	13,162	-	-	-	13,162
Dividend payable	2,001	-	-	-	2,001
Lease liability	310	306	-	-	616
Streaming arrangement	4,443	-	-	-	4,443
Convertible debentures – derivative	380	-	-	-	380
Convertible debentures – loan liability	-	2,477	-	-	2,477
Loans payable	19,590	90,634	22,402	1,516	134,142
BORO Bond	-	43,000	-	-	43,000
Triple Flag Gold Prepay Loan	6,914	-	-	-	6,914
<b>Total</b>	<b>46,800</b>	<b>136,417</b>	<b>22,402</b>	<b>1,516</b>	<b>207,135</b>

## Market Risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates and foreign exchange rates.

## Interest Rate Risk

Interest rate risk refers to the risk that the value of a financial instrument or cash flows associated with the instruments will fluctuate due to changes in market interest rates. The Group's interest rate risk

includes potential decreases on the interest rate offered on cash held with chartered Canadian and Mongolian financial institutions. The Group considers the interest rate risk on cash held with chartered Canadian and Mongolian financial institutions to be immaterial. There is no interest rate risk on the debentures as the rate is fixed.

### Foreign Currency Risk

The Company has significant balances in Mongolian tugriks that are subject to foreign currency risk. The Group is exposed to foreign currency risk on fluctuations related to cash, payables, tax liabilities and loans that are denominated in Mongolian tugriks. Sensitivity to a plus or minus 5% change in the foreign exchange rate of the Mongolian tugriks compared to the United States dollars would affect net profit by \$1,489 (gain) and \$1,645 (loss) with all other variables held constant.

### Commodity Price Risk

The profitability of the Group's operations and mineral resource properties relates primarily to the market price and outlook of gold and silver. Adverse changes in the price of certain raw materials can also significantly affect the Group's cash flows.

Gold and silver prices historically have fluctuated widely and are affected by numerous factors outside of the Group's control, including, but not limited to, industrial, residential and retail demand, forward sales by producers and speculators, levels of worldwide production, short-term changes in supply and demand due to speculative or hedging activities, macro-economic variables, geopolitical events and certain other factors related specifically to gold (including central bank reserves management).

To the extent that the price of gold and silver increases over time, the fair value of the Group's mineral assets increases, and cash flows will improve; conversely, declines in the price of gold will reduce the fair value of mineral assets and cash flows. A protracted period of depressed prices could impair the Group's operations and development opportunities and significantly erode shareholder value. To the extent there are adverse changes to the price of certain raw materials (e.g. diesel fuel), the Group's profitability and cash flows may be impacted. As the Group has commenced its production, it is monitoring gold and silver prices to identify measures that may be required to mitigate commodity price risk. Diesel fuel purchases are currently at spot price and are not considered material enough to require hedging to mitigate the price risk.

### Embedded Derivatives

The Group has debentures, which contain an embedded derivative component, issued at the beginning of 2022. The following table is a sensitivity analysis of the impact on the condensed interim consolidated statement of loss and comprehensive loss of an increase or a decrease in the assumptions that are used to value the derivative liability:

<b>Input</b>	<b>Sensitivity Rate</b>	<b>Impact of Increase US\$ 000's</b>	<b>Impact of Decrease US\$ 000's</b>
Stock Price	10%	323	(307)
Exercise Price	10%	(149)	165
Volatility Rate	10%	80	(79)
Discount Rate	0.5%	3	(3)

### Stream Agreement

In connection with the acquisition of the ATO Project, the Company's subsidiaries entered into a metals purchase and sale agreement (the "Stream Agreement") with Triple Flag to sell gold and silver produced

from the ATO Project. The Stream Agreement is recorded at fair value at each statement of financial position date as the Company has determined the obligation is a derivative liability to be carried at FVTPL. The fair value of the Stream Agreement was valued using the income approach with consideration for the contractual terms of the Stream Agreement and use of various input assumptions.

Input	Sensitivity rate	Impact of increase	Impact of Decrease
		\$	\$
Forward price	10%	692	(691)
Discount rate	10%	(189)	212

### Capital Risk Management

The Group's objectives in the managing of the liquidity and capital are to safeguard the Group's ability to continue as a going concern and provide financial capacity to meet its strategic objectives. The capital structure of the Group consists of debt instruments and equity attributable to common shareholders, comprising of issued share capital, shares to be issued, warrants, contributed surplus, accumulated other comprehensive loss and deficit. The Group manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. To maintain or adjust the capital structure, the Group may attempt to issue new shares, issue new debt, acquire or dispose of assets to facilitate the management of its capital requirements.

The Group defines capital as total debt less cash and equivalents and it is managed by management, subject to approved policies and limits by the Board. The Group is not subject to any externally imposed capital requirements. However, due to its size, the Company is required to pay attention to concentration limits at its bank partners.

### Evolving Corporate Governance

The Company's business is subject to evolving corporate governance and public disclosure regulations that have increased both compliance costs and the risk of noncompliance, which could have an adverse effect on the price of the Company's securities. The Company is subject to changing rules and regulations promulgated by a number of governmental and self-regulated organizations, including the Canadian Securities Administrators, the TSX and the Financial Accounting Standards Board. These rules and regulations continue to evolve in scope and complexity making compliance more difficult and uncertain. Further, the Company's efforts to comply with these and other new and existing rules and regulations have resulted in, and are likely to continue to result in, increased general and administrative expenses and a diversion of management time and attention from revenue-generating activities to compliance activities. In addition, the Company may be subject to growth related risks including capacity constraints and pressure on its internal systems and controls. The ability of the Company to manage growth effectively will require it to continue to implement and improve its operational and financial systems and to expand, train and manage its employee base. If the Company is unable to deal with this growth, it may have a material adverse effect on the Company's business, financial condition, results of operations and prospects.

Further, a significant portion of the Company's business is carried on through subsidiaries, including foreign subsidiaries. From time to time the countries in which the Company operates or has interests have adopted measures to restrict the availability of the local currency or the repatriation of capital across borders. These measures are typically imposed by the local governments and / or central banks during times of economic instability to prevent the removal of capital or the sudden devaluation of local currencies or to maintain in-country foreign currency reserves. Accordingly, any limitation on the

transfer of cash or other assets between the parent corporation and such entities, or among such entities, could restrict the Company's ability to fund its operations and projects efficiently, which may result in increased financing costs. Any such limitations, or the perception that such limitations may exist now or in the future, could have an adverse impact on the Company's valuation and stock price.

### **Interests of the Controlling Shareholder**

As of the date hereof, Boroo Singapore beneficially owns approximately 55.9% of the issued and outstanding common shares of the Company. As a result, Boroo Singapore has the power to exercise significant influence over all matters requiring shareholder approval, including, but not limited to, the election of directors, amendments to the Company's constating documents, amalgamations, mergers and plans of arrangements under Canadian law, the sale of all or substantially all of the Company's assets and other transactions. Furthermore, the Company could be prevented from entering into transactions that could be beneficial to the Company. Boroo Singapore's ability to exercise its rights as a shareholder of the Company are governed by the Investor Rights Agreement with Boroo Singapore (the "Boroo Investor Rights Agreement"). For as long as Boroo Singapore holds at least a 10% interest in the Company, it may be in a position to affect the Company's governance and operations, pursuant to the terms and conditions of the Boroo Investor Rights Agreement. As a result of Boroo Singapore's shareholdings of the Company, third parties or other shareholders could be discouraged from making an offer or take-over bid to acquire the Company at a price per share that is above the then-current market price. In addition, if Boroo Singapore sells substantial amounts of its Common Shares, the market price of the Common Shares could fall. The perception that such a sale will occur could also produce this effect.

### **Shareholder Activism**

The Company's relationships with stakeholders are critical to ensure the future success of its existing operations and the construction and development of its projects. In the recent years, publicly-traded companies in the mining industry have been increasingly subject to demands from non-governmental organizations and activist shareholders advocating for changes to corporate governance practices, such as executive compensation practices, social issues, or for certain corporate actions or reorganizations. There is an increasing level of public concern relating to the perceived effect of mining and processing activities on the environment and on communities impacted by such activities. Should an activist shareholder engage with the Company, it could cause disruption to its strategy, operations and leadership organization, resulting in a material unfavourable impact on the financial performance and longer term value creation strategy of the Company.

Responding to challenges from activist shareholders, such as proxy contests, media campaigns or other activities, could be costly and time consuming and could have an adverse effect on the Company reputation and divert the attention and resources of the management and Board. Reputation loss may result in decreased investor confidence, increased challenges in developing and maintaining community relations and impede the Company's overall ability to advance its projects, obtain permits and licenses and/or continue its operations, which could have a material adverse impact on the Company's business, results of operations and financial condition.

### **Other Risks and Uncertainties**

An investment in the securities of the Company is highly speculative and involves numerous and significant risks. Such investment should be undertaken only by investors whose financial resources are

sufficient to enable them to assume these risks and who have no need for immediate liquidity in their investment.

Prospective investors should carefully consider the risk factors that have affected, and which in the future are reasonably expected to affect, the Group and its financial position. The following discussion pertains to certain principal risks and uncertainties but is not, by its nature, all inclusive. Please refer to the section entitled "Risk Factors" in the Company's annual information form for the year ended December 31, 2024 (available on SEDAR+ at [www.sedarplus.ca](http://www.sedarplus.ca)) for additional risk factor disclosure.

## Non-IFRS Performance Measures

### Reconciliation of Non-GAAP Financial Measures

The Group has included certain non-GAAP financial measures in this document. These measures are not defined under IFRS and should not be considered in isolation. The Group believes that these measures, together with measures determined in accordance with IFRS, provide investors with an improved ability to evaluate the underlying performance of the Group. The inclusion of these measures is meant to provide additional information and should not be used as a substitute for performance measures prepared in accordance with IFRS. These measures are not necessarily standard and therefore may not be comparable to other issuers.

### EBITDA

EBITDA is earnings before interest, taxes, depreciation and amortization.

In the second quarter of 2025, the Group reported an adjusted EBITDA of \$17,890. Boroo Gold reported an adjusted EBITDA of \$33,040 in the same period of 2024. The decrease in adjusted EBITDA was due to the lower revenue and higher finance costs reported in the second quarter of 2025, compared to the same period in 2024.

In the six months ended June 30, 2025, the Group reported an adjusted EBITDA of \$36,512. Boroo Gold reported an adjusted EBITDA of \$65,154 in the same period of 2024. The decrease in adjusted EBITDA was due to the lower revenue and higher finance costs reported in the second quarter of 2025, compared to the same period in 2024. Adjusted EBITDA removes non-cash items, finance costs and exploration costs.

### Adjusted EBITDA

(US\$ 000's)	Q2 June 30, 2025	Q2 June 30, 2024	YTD June 30, 2025	YTD June 30, 2024
<b>Net Profit Before Tax</b>	<b>11,425</b>	<b>22,088</b>	<b>20,499</b>	<b>50,096</b>
Depreciation and depletion	4,039	4,655	7,582	9,748
Foreign exchange	(691)	291	(1,152)	406
Non-recurring - professional fees*	66	-	72	-
Finance expenses (income)	2,877	5,953	9,331	4,798
Exploration and evaluation expenditures	174	53	180	106
<b>Adjusted EBITDA</b>	<b>17,890</b>	<b>33,040</b>	<b>36,512</b>	<b>65,154</b>
Stream Agreement payments	-	-	-	-
<b>Adjusted EBITDA after Stream payments</b>	<b>17,890</b>	<b>33,040</b>	<b>36,512</b>	<b>65,154</b>

\*Non-recurring costs related to professional fees related to proposed Hong Kong stock exchange listing and Boroo Gold Transaction.

## Key Performance Indicators

Key performance indicators for the business are non-IFRS metrics but provide the ability to evaluate the underlying performance of the Company. These include cash cost per ounce of gold sold, and AISC per ounce of gold sold. Unit costs is a performance metric used at site to provide an efficiency view and trend of operating performance using total direct cost per tonne of relevant material mined ore.

AISC is calculated using cash costs in addition to general and administration, asset retirement costs, and sustaining capital, less certain non-recurring costs to provide an overall company outlook on the total cost required to sell an ounce of gold. Management uses AISC to assess direct operating costs and capital costs required in generating revenue in the reporting period and maintaining normal operations of the mine.

(US\$ 000's)		Q2 June 30, 2025	Q2 June 30, 2024	YTD June 30, 2025	YTD June 30, 2024
<b>Cash Cost of Sales:</b>					
Mining Cost	000's	5,205	5,432	11,911	10,367
Processing Cost	000's	6,115	4,953	11,819	9,586
Site G&A Cost	000's	1,844	1,246	3,521	2,492
Change in Inventory – Cash	000's	(2,338)	(627)	(7,394)	1,584
Royalty	000's	2,516	2,565	4,810	4,943
Corporate Social Responsibility	000's	117	38	219	61
By-Product Credits	000's	(80)	(119)	(586)	(218)
<b>Net Cash Costs</b>	<b>000's</b>	<b>13,379</b>	<b>13,488</b>	<b>24,300</b>	<b>28,815</b>
Sustaining Capital Expenditure	000's	6,286	854	8,085	9,314
Corporate Administration	000's	2,056	2,147	4,357	2,867
Non-recurring professional fees	000's	(66)	-	(72)	-
Other	000's	451	340	911	679
<b>All-in-Sustaining Costs</b>	<b>000's</b>	<b>22,106</b>	<b>16,829</b>	<b>37,581</b>	<b>41,675</b>
Gold Sales	oz	<b>14,990</b>	<b>21,859</b>	<b>30,602</b>	<b>44,506</b>
<b>Cash Cost</b>	<b>US\$/oz</b>	<b>892</b>	<b>617</b>	<b>794</b>	<b>647</b>
<b>Site All-in-Sustaining Cost</b>	<b>US\$/oz</b>	<b>1,342</b>	<b>672</b>	<b>1,088</b>	<b>872</b>
<b>Total All-in-Sustaining Cost</b>	<b>US\$/oz</b>	<b>1,475</b>	<b>770</b>	<b>1,228</b>	<b>936</b>

(1) AISC excludes non-recurring exploration expenditures, share based compensation and certain non-recurring items

Cash cost per ounce is a measurement of the site cash cost required to sell an ounce of gold. This is an indication and trend of the cash operating margin of producing an ounce of gold.

Cash costs for the Group for the three and six months ended June 30, 2025 were \$892 per ounce and \$794 per ounce, respectively, compared to Boroo Gold's cash costs of \$617 per ounce and \$647 per ounce for the same periods in 2024, respectively.

Site AISC for the Group in the three and six months ended June 30, 2025, was \$1,342 per ounce on gold sales of 15,058 ounces and \$1,088 per ounce on gold sales of 30,669 ounces, respectively, and for Boroo Gold, site AISC were \$672 per ounce on gold sales of 21,859 ounces and \$872 per ounce on gold sales of 44,506 ounces in the three and six months ended June 30, 2024, respectively.

Total AISC for the Group in the three and six months ended June 30, 2025, was \$1,475 per ounce and \$1,228 per ounce, respectively, compared to \$770 per ounce and \$936 per ounce for the same periods in 2024 for Boroo Gold, respectively. Higher site AISC and total AISC in the first half of 2025 reflects higher sustaining capital expenditures.

## **Corporate Governance**

### **Disclosure Controls and Procedures**

Disclosure controls and procedures are defined to provide reasonable assurance that the information required to be disclosed by the Company in reports it files is recorded, processed, summarized and reported, within the appropriate time periods and is accumulated and communicated to management, including the President, Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

### **Internal Control Over Financial Reporting**

The Group's management, with the participation of its President, Chief Executive Officer and Chief Financial Officer, is responsible for establishing and maintaining adequate internal control over financial reporting ("ICFR") as such term is defined in the rules of the Canadian Securities Administrators and the Securities and Exchange Commission. Under the supervision of the President, Chief Executive Officer and Chief Financial Officer, the Group's internal control over financial reporting is a process designed to provide reasonable, but not absolute, assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

The Group's internal control over financial reporting includes policies and procedures that:

- pertain to the maintenance of records that accurately and fairly reflect, in reasonable detail, the transactions and dispositions of assets of the Group;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of the consolidated financial statements in accordance with IFRS and that the Group's receipts and expenditures are made only in accordance with authorizations of management and the Group's directors; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group's assets that could have a material effect on the Group's consolidated financial statements.

The Group's internal control over financial reporting may not prevent or detect all misstatements because of inherent limitations. Additionally, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate due to changes in conditions or deterioration in the degree of compliance with the Group's policies and procedures.

### **Limitations of Controls and Procedures**

The Company's management, including the President, Chief Executive Officer and Chief Financial Officer, believes that any disclosure controls and procedures or internal control over financial reporting, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, they cannot provide absolute assurance that all control issues and instances of



fraud, if any, within the Company have been prevented or detected. These inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of simple error or mistake.

Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people, or by unauthorized override of the control. The design of any control system is also based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Accordingly, because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and may not be detected.

### **Changes in Internal Control over Financial Reporting**

There were no changes in ICFR during the last fiscal year that materially affected, or are reasonably likely to materially affect, ICFR.