

VIZSLA ROYALTIES CORP.

Condensed Interim Consolidated Financial Statements

For the three and nine months ended January 31, 2026 and 2025

(Unaudited - Expressed in Canadian dollars)

Notice of Disclosure of Non-auditor Review of the Condensed Interim Consolidated Financial Statements for the Three and Nine Months Ended January 31, 2026 and 2025

Pursuant to National Instrument 51-102 *Continuous Disclosure Obligations*, part 4, subsection 4.3(3)(a) issued by the Canadian Securities Administrators, if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements of Vizsla Royalties Corp. for the interim periods ended January 31, 2026 and 2025, have been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting*, as issued by the International Accounting Standards Board, and are the responsibility of the management.

The independent auditors, MNP LLP, have not performed a review of these unaudited condensed interim consolidated financial statements.

March 26, 2026

VIZSLA ROYALTIES CORP.
Condensed Interim Consolidated Statements of Financial Position
(Unaudited - Expressed in Canadian dollars)

	Note	January 31, 2026	April 30, 2025
		\$	\$
ASSETS			
Current			
Cash and cash equivalents	5	2,705,138	7,727,605
Interest receivable	5	-	57,205
Indirect taxes receivable	6	55,761	21,310
Subscriptions receivable	9(b),10	13,337	1,745
Prepaid expenses	10	53,254	33,660
		2,827,490	7,841,525
Royalty interests	7	59,614,485	1
Indirect taxes receivable - non-current portion	6(b),7	9,523,067	-
Total assets		71,965,042	7,841,526
LIABILITIES			
Current			
Accounts payable and accrued liabilities	10	103,018	110,350
Deferred compensation liability	8,10	396,678	-
Total liabilities		499,696	110,350
SHAREHOLDERS' EQUITY			
Share capital	9(b)	71,519,524	10,749,112
Contributed deficit		(1,316,703)	(1,638,565)
Reserves		16,088,935	2,155,278
Accumulated other comprehensive income		5,687,694	938
Deficit		(20,514,104)	(3,535,587)
Total shareholders' equity		71,465,346	7,731,176
Total liabilities and shareholders' equity		71,965,042	7,841,526

Nature of operations and going concern (Note 1)
Subsequent event (Note 13)

Approved and authorized for issue on behalf of the Board of Directors:

/s/ "Karlene Collier"
Director

/s/ "Keith Bodnarchuk"
Director

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

VIZSLA ROYALTIES CORP.**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss**

(Unaudited - Expressed in Canadian dollars, except number of shares)

		Three months ended January 31,		Nine months ended January 31,	
	Note	2026	2025	2026	2025
		\$	\$	\$	\$
Operating expenses					
Directors' fees	8,10	296,969	57,917	542,928	130,000
Filing fees		12,265	2,019	102,903	66,956
Management fees	10	57,500	74,550	172,500	172,883
Marketing expenses		96,991	4,323	546,690	9,637
Office and miscellaneous	10	22,245	20,567	79,857	22,486
Professional fees		111,404	12,416	626,452	575,442
Rent expenses	10	15,000	30,000	45,000	30,000
Salary and wages (recovery)		566	22,721	(1,628)	28,343
Share-based compensation	9,10	7,176,283	68,632	14,451,228	639,347
Travel		3,399	387	37,424	4,364
		(7,792,622)	(293,532)	(16,603,354)	(1,679,458)
Other income (expense)					
Interest income	5	9,798	7,528	27,187	32,958
Foreign exchange gain (loss)		(130,761)	35	(80,488)	2,516
Net loss		(7,913,585)	(285,969)	(16,656,655)	(1,643,984)
Currency translation differences		2,381,304	2,296	5,686,756	(37,204)
Comprehensive loss		(5,532,281)	(283,673)	(10,969,899)	(1,681,188)
Net loss per share:					
Basic and diluted		(0.12)	(0.01)	(0.27)	(0.07)
Weighted average number of common shares:					
Basic and diluted		67,197,144	32,340,027	62,062,312	22,676,254

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

VIZSLA ROYALTIES CORP.
Condensed Interim Consolidated Statements of Cash Flows
(Unaudited - Expressed in Canadian dollars)

	Nine months ended January 31,	
	2026	2025
	\$	\$
Operating activities		
Net loss	(16,656,655)	(1,643,984)
Adjustments for:		
Non-cash director fees represented by DSU's	396,678	-
Share-based compensation	14,451,228	639,347
Unrealized foreign exchange loss (gain)	80,488	(2,516)
Changes in non-cash working capital:		
Interest receivable	57,205	-
Indirect taxes receivable	(8,942,828)	207,615
Prepaid expenses	(19,594)	(16,056)
Accounts payable and accrued liabilities	(7,621)	5,807
Cash used in operating activities	(10,641,099)	(809,787)
Investing activities		
Purchase of royalty interests	(54,731,380)	-
Cash used in investing activities	(54,731,380)	-
Financing activities		
Proceeds from private placement	-	5,192,498
Proceeds from bought deal public offering	63,020,000	-
Share issuance costs	(3,490,664)	-
Proceeds from warrant exercises	-	3,608,020
Proceeds from stock option exercises	711,913	3,655
Proceeds received from related party	-	367,420
Payments made to related party	-	(470,081)
Cash provided by financing activities	60,241,249	8,701,512
Effect of exchange rate on changes in cash	108,763	(7,806)
Change in cash and cash equivalents	(5,131,230)	7,891,725
Cash and cash equivalents, beginning of the period	7,727,605	22,596
Cash and cash equivalents, end of the period	2,705,138	7,906,515
Supplemental cash flow information:		
Cash interest received	27,187	-
Fair value of stock options exercised	517,571	-
Proceeds from Vizsla Royalties Warrant exercises included in subscriptions receivable	-	1,793
Proceeds for shares to be issued received and contained within proceeds from warrant exercises	-	70,145
Proceeds from Vizsla Silver Warrant exercises included in subscription receivables	11,592	-
Fair value of common shares issued as share issuance costs in connection with the bought deal public offering	786,198	-

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

VIZSLA ROYALTIES CORP.
Condensed Interim Consolidated Statements of Changes in Shareholder's Equity

(Unaudited - Expressed in Canadian dollars, except number of shares)

	Common shares	Share capital	Shares to be issued	Contributed deficit	Reserves	Accumulated other comprehensive income (loss)	Deficit	Total shareholders' equity
	#	\$		\$	\$	\$	\$	\$
Balance, April 30, 2024	16,349,365	1	-	(1,316,703)	-	37,098	(159,204)	(1,438,808)
Shares issued in debt settlement agreement	3,218,624	1,931,174	-	(321,862)	-	-	-	1,609,312
Shares issued in private placement	8,654,164	5,192,498	-	-	-	-	-	5,192,498
Shares issued from Vizsla Royalties Warrant exercises	6,468,463	3,231,743	-	-	-	-	-	3,231,743
Shares issued from Vizsla Silver Warrant exercises	242,158	307,925	-	-	-	-	-	307,925
Shares issued from stock option exercises	14,166	8,731	-	-	(5,076)	-	-	3,655
Proceeds received for shares to be issued	-	-	70,145	-	-	-	-	70,145
Share-based compensation	-	-	-	-	639,347	-	-	639,347
Currency translation differences	-	-	-	-	-	(37,204)	-	(37,204)
Net loss	-	-	-	-	-	-	(1,643,984)	(1,643,984)
Balance, January 31, 2025	34,946,940	10,672,072	70,145	(1,638,565)	634,271	(106)	(1,803,188)	7,934,629
Shares issued from Vizsla Royalties Warrant exercises	16,484	10,539	-	-	-	-	-	10,539
Shares issued from Vizsla Silver Warrant exercises	44,633	58,330	-	-	-	-	-	58,330
Shares issued from Vizsla Silver stock option exercises	1,465	1,481	-	-	-	-	-	1,481
Shares issued from stock option exercises	10,333	6,690	-	-	(3,942)	-	-	2,748
Proceeds received for shares to be issued	-	-	(70,145)	-	-	-	-	(70,145)
Share-based compensation	-	-	-	-	1,524,949	-	-	1,524,949
Currency translation differences	-	-	-	-	-	1,044	-	1,044
Net loss	-	-	-	-	-	-	(1,732,399)	(1,732,399)
Balance, April 30, 2025	35,019,855	10,749,112	-	(1,638,565)	2,155,278	938	(3,535,587)	7,731,176
Adjustment to shares issued in Debt Settlement Agreement	-	-	-	321,862	-	-	(321,862)	-
Shares issued from Vizsla Silver Warrant exercises	5,945	11,592	-	-	-	-	-	11,592
Shares issued from stock option exercises	476,536	1,229,484	-	-	(517,571)	-	-	711,913
Shares issued in bought deal public offering	31,510,000	63,020,000	-	-	-	-	-	63,020,000
Cash share issuance costs	-	(3,490,664)	-	-	-	-	-	(3,490,664)
Shares issued for share issuance costs	341,825	-	-	-	-	-	-	-
Share-based compensation	-	-	-	-	14,451,228	-	-	14,451,228
Currency translation differences	-	-	-	-	-	5,686,756	-	5,686,756
Net loss	-	-	-	-	-	-	(16,656,655)	(16,656,655)
Balance, January 31, 2026	67,354,161	71,519,524	-	(1,316,703)	16,088,935	5,687,694	(20,514,104)	71,465,346

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

1. NATURE OF OPERATIONS AND GOING CONCERN

Panuco Royalty Corp. ("Panuco" or the "Subsidiary") was incorporated on January 11, 2021, under the Business Corporations Act (British Columbia) with the name Vizsla Copper Corp. as a wholly owned subsidiary of Vizsla Silver Corp. ("Vizsla Silver"). The Subsidiary changed its name (i) to 1283303 B.C. Ltd. on April 23, 2021, (ii) to Vizsla Royalty Corp. on July 9, 2021, and (iii) to Panuco Royalty Corp. on October 13, 2023.

Vizsla Royalties Corp. ("Vizsla Royalties" or the "Parent") was incorporated on October 13, 2023 as a wholly owned subsidiary of Vizsla Silver. Vizsla Silver subsequently transferred its ownership of Panuco to Vizsla Royalties such that Panuco became a wholly owned subsidiary of Vizsla Royalties.

The Company is a royalty-focused company holding net smelter return ("NSR") royalties on Vizsla Silver's wholly owned Panuco-properties located in Mexico. The head office and principal address of the Company is located at Suite 1723 - 595 Burrard Street, Vancouver, British Columbia, V7X 1J1. As at June 24, 2024, the Company became a reporting issuer in all provinces and territories of Canada. The Company is listed on the TSX Venture Exchange ("TSX-V") under the symbol "VROYV" and on the OTCQB Venture Market under the symbol "VROYF". On June 26, 2025, the Company's became listed on the Frankfurt Stock Exchange under the symbol "K2X".

a) Going concern

These condensed interim consolidated financial statements for the three and nine months ended January 31, 2026 and 2025 (the "financial statements") have been prepared on a going-concern basis, which assumes that the Company will be able to realize assets and discharge liabilities in the normal course of business. The Company's ability to remain a going concern depends on the ongoing financial support of external financing since the Company has not historically, and is not expected to, generate revenue or royalty income in the near future..

The Company's activities for royalty generation are in an emerging nation and consequently may be subject to a higher level of risk compared to other developed countries. Operations, the status of mineral property rights, and the recoverability of investments in emerging nations can be affected by changing economic, legal, regulatory, and political situations.

As at January 31, 2026, the Company had working capital of \$2,327,794 (April 30, 2025 - \$7,731,175). During the three and nine months ended January 31, 2026, the Company recorded a net loss of \$7,913,585 and \$16,656,655, respectively (2025 - \$285,969 and \$1,643,984, respectively). The Company expects to incur further losses in the development of its business, all of which indicate a material uncertainty that may cast significant doubt upon the Company's ability to continue as a going concern. The Company will require additional financing in order to meet its ongoing levels of corporate overhead and discharge its liabilities as they come due.

Should the Company be unable to continue as a going concern, asset and liability realization values may be substantially different from their carrying values. These financial statements do not give effect to adjustments that would be necessary to the carrying values and classification of assets and liabilities should the Company be unable to continue as a going concern. Such adjustments could be material

b) Spinout Transaction

On June 24, 2024 (the "Effective Date"), Vizsla Silver and Vizsla Royalties completed an arrangement agreement, whereby Vizsla Silver would spin out certain common shares and common share purchase warrants of the Company to the shareholders of Vizsla Silver (the "Spinout Transaction"). Pursuant to the Spinout Transaction, the shareholders of Vizsla Silver at the Effective Date received, in exchange for each Vizsla Silver common share held at the close of the business day before the Effective Date, one-third of a Company's common shares (the "Vizsla Royalties Shares"), one-third of a Company's share purchase warrants (the "Vizsla Royalties Warrants"), and one new common share of Vizsla Silver (the "New Vizsla Silver Share"). As a result, Vizsla Royalties issued 16,349,365 Vizsla Royalties Shares and 8,049,365 Vizsla Royalties Warrants to Vizsla Silver shareholders and Vizsla Silver - 8,300,000 common shares were retained by Vizsla Silver. Each Vizsla Royalties Warrant entitles the holder to acquire one additional Vizsla Royalties Share at a price of \$0.50 per share until December 24, 2024 (120 days after the Company's listing date of August 26, 2024). Vizsla Silver continues to hold a number of Vizsla Royalties' shares which represent 17.10% ownership as of January 31, 2026.

1. NATURE OF OPERATIONS AND GOING CONCERN (continued)

Pursuant to the terms of the Spinout Transaction, Vizsla Silver's outstanding stock options (the "Vizsla Silver Options") and share purchase warrants (the "Vizsla Silver Warrants") were adjusted as follows:

- Each outstanding Vizsla Silver Option was exchanged for: (a) one Vizsla Silver replacement option (the Vizsla Silver Replacement Options") to acquire one New Vizsla Silver Share, and (b) one Vizsla Royalties option (the Vizsla Royalties Options") to acquire one-third of Vizsla Royalties Shares. Each whole Vizsla Royalties Option has an exercise price equal to the product of the original exercise price of the Vizsla Silver Option multiplied by the fair market value of one-third of the Vizsla Royalties Share at the Effective Date, divided by the total of the fair market value of one New Vizsla Silver Share and one-third of the Vizsla Royalties Share at the Effective Date, divided by the total of the fair market value of one New Vizsla Silver Share and one-third of the Vizsla Royalties Share at the Effective Date. As a result, the Company issued 2,726,624 Vizsla Royalties Options with an average exercise price of \$1.44 and will expire between August 6, 2025 and September 25, 2029.
- Each outstanding Vizsla Silver Warrant was amended to allow the holder to acquire: (a) one New Vizsla Silver Share, and (b) one-third of Vizsla Royalties Shares at the original exercise price. Upon the exercise of the Vizsla Silver Warrants, Vizsla Silver will collect and pay to the Company an amount for each one-third of the Company issued common share that is equal to the exercise price under the Vizsla Silver Warrant multiplied by the fair market value of one-third of Vizsla Royalties Share at the Effective Date divided by the total of the fair market value of one New Vizsla Silver Share and one-third of Vizsla Royalties Share at the Effective Date.

c) Share Consolidation

On August 6, 2024, the Company completed a consolidation of its issued and outstanding common shares (the "Share Consolidation") on the basis of one new common share for every ten existing common shares. As a result, all references to the pre share consolidation periods, number of common shares, weighted average number of common shares, loss per share, and number of stock options and share purchase warrants in these financial statements have been retrospectively restated as relevant to give effect to the Share Consolidation.

2. BASIS OF PREPARATION

a) Statement of compliance

These financial statements were approved by the Board of Directors and authorized for issue on March 26, 2026.

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS Accounting Standards) as applicable to the preparation of interim financial periods (IAS 34 *Interim Financial Reporting*). These financial statements do not include all the information and disclosures required in annual financial statements. Accordingly, they should be read in conjunction with the notes to the Company's audited annual financial statements for the years ended April 30, 2025 and 2024 (the "Annual Financial Statements").

b) Basis of presentation

These financial statements have been prepared using the historical cost basis, except for certain financial assets and liabilities which are measured at fair value, as set out in the accounting policies below. In addition, these financial statements have been prepared using the accrual basis of accounting other than the consolidated statements of cash flows.

c) Functional and presentation currency

The functional currency is the currency of the primary economic environment in which an entity operates. The functional currency of the Company is the Canadian dollar. The financial statements are presented in Canadian dollars, except as otherwise noted. References to "US\$" or "USD" are to United States dollars and references to "MXN" are to Mexican pesos.

2. BASIS OF PREPARATION (continued)

d) Basis of consolidation

These financial statements include the accounts of the Company and its subsidiaries. All intercompany transactions and balances are eliminated on consolidation. Control exists where the parent entity has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Subsidiaries are included in the financial statements from the date control commences until the date control ceases.

A summary of the Company's subsidiaries included in these financial statements as at January 31, 2026 is as follows:

Subsidiaries	Country of incorporation	Percentage ownership	Functional currency	Principal activities
Canam Royalties Mexico, S.A. de C.V.	Mexico	100%	MXN	Royalty company
Panuco Royalty Corp.	Canada	100%	CAD	Royalty company

e) Reclassification and change in presentation of comparative figures

Certain amounts on the statements of loss and comprehensive loss of the prior year comparable period have been reclassified for consistency with the current period presentation. These reclassifications had no effect on the reported results of operations.

3. MATERIAL ACCOUNTING POLICIES

In preparation of these financial statements, the Company used the same accounting policies disclosed in the notes to the Annual Financial Statements except for the addition of the following policies:

Share-based compensation

Deferred share units ("DSUs")

DSUs are granted to independent directors of the Company and are settled in cash when the individual ceases to be a director of the Company, either voluntarily or involuntarily. The fair value of a DSU reflects the value of one common share of the Company based on the quoted market price on the measurement date. The initial fair value of the DSUs is calculated as of the grant date and is gradually recognized as liability over the vesting period in accordance with the vesting terms and conditions, reflecting the portion of services received. The liability is subsequently remeasured for any changes in the fair value of the DSUs at each reporting date, with a corresponding expense recognized in profit or loss as the director renders service, up to the settlement date.

Performance share units ("PSUs")

PSUs are granted to directors, officers, and employees. Upon vesting, each PSU may be settled in either equity through common shares or cash at the discretion of the Board of Directors. At initial recognition, the PSUs are considered and accounted for as equity settled share-based payments due to there being no past practice, stated policy, or legal obligation that would require settlement in cash. The fair value of PSUs is measured at the date of approval using the Company's share price. The fair value of the PSUs granted is recognized as share-based compensation over the vesting period, with the offsetting credit to reserves. When the shares associated with PSUs are issued, the applicable fair value is transferred from reserves to share capital.

Restricted share units ("RSUs")

RSUs are granted to directors, employees, and consultants of the Company. The Company accounts for share-based compensation associated with RSU grants using a fair value-based method. The fair value of RSUs is measured at the date of grant using the Company's share price. The fair value of the RSUs granted is recognized as share-based compensation over the vesting period, with the offsetting credit to reserves. When the shares associated with RSUs are issued, the applicable fair value is transferred from reserves to share capital.

VIZSLA ROYALTIES CORP.**Notes to the Condensed Interim Consolidated Financial Statements****For the three and nine months ended January 31, 2026 and 2025**

(Unaudited - Expressed in Canadian dollars, except where noted)

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, revenues, and expenses. Management continually evaluates these judgments, estimates and assumptions based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates and judgments, which may result in material adjustments to the carrying amounts of assets and liabilities. The Company's interim results are not necessarily indicative of its results for a full year. The critical judgements and estimates applied in the preparation of these financial statements are consistent with those applied and disclosed in the notes to the Annual Financial Statements.

5. CASH AND CASH EQUIVALENTS

A summary of the Company's short-term investments is as follows:

Deposit date	Maturity date	Principal	Interest rate	Interest earned
August 12, 2024	June 9, 2025	\$2,000,000	4.00%	\$65,887
April 30, 2025	May 15, 2025	\$3,000,000	3.00%	\$3,699
May 1, 2025	May 15, 2025	\$2,000,000	3.00%	\$2,466
September 3, 2025	September 18, 2025	\$1,379,548	4.45%	\$2,523
November 4, 2025	December 4, 2025	\$1,413,798	4.24%	\$4,884
December 4, 2025	January 5, 2026	\$1,402,798	4.24%	\$4,914
			3.67%	\$84,373

During the three and nine months ended January 31, 2026, the Company recorded interest income on these short-term investments of \$9,798 and \$27,168, respectively (2025 - \$7,528 and \$7,537, respectively) and received cash interest payment of \$84,373, of which \$57,205 related to the investment with maturity date of June 9, 2025 and was included in interest receivable as at April 30, 2025.

As at January 31, 2026, the Company had a balance of short-term investments included in cash and cash equivalents of \$nil (April 30, 2025 - \$5,000,000).

6. INDIRECT TAXES RECEIVABLE**a) Current taxes receivable**

The current portion of taxes receivable represents amounts expected to be recovered within the next twelve months. A summary of the Company's current taxes receivable is as follows:

	January 31, 2026	April 30, 2025
	\$	\$
GST receivable	21,615	-
Mexican value-added tax receivable	34,146	21,310
	55,761	21,310

b) Non-current taxes receivable

The non-current portion of taxes receivable represents amounts expected to be recovered more than twelve months from the reporting date. A summary of the Company's non-current taxes receivable is as follows:

	January 31, 2026	April 30, 2025
	\$	\$
Mexican value-added tax receivable (Note 7)	9,523,067	-
	9,523,067	-

VIZSLA ROYALTIES CORP.**Notes to the Condensed Interim Consolidated Financial Statements****For the three and nine months ended January 31, 2026 and 2025**

(Unaudited - Expressed in Canadian dollars, except where noted)

7. ROYALTY INTERESTS

On February 25, 2022, the Company signed two agreements to purchase a 0.5% and 2.0% NSR on properties that are part of the Panuco-Copala properties in Mexico from Minera Canam S.A. de C.V. ("Minera Canam"), a subsidiary of Vizsla Silver. The Company paid US\$100,000 for the 0.5% NSR and US\$900,000 for the 2.0% NSR.

On November 16, 2022, the Company signed three agreements to purchase a 2.0% NSR royalty on multiple properties that are part of the Panuco-Copala properties in Mexico from Minera Canam for the following payments:

- US\$3,500 for the 2.0% royalty on the La Cruz Negra and La Cruz Negra 2 properties.
- US\$2,000 for the 2.0% royalty on the San Antonio property.
- US\$5,000 for the 2.0% royalty on the Maria Chuchena property.

On July 23, 2023, the Company signed an agreement to purchase a 2.0% NSR royalty on multiple properties that are part of the Panuco-Copala properties in Mexico from Minera Canam. On October 26, 2023, the Company paid US\$10,000 for the 2.0% royalty on the El Oregano, El Oregano 2, and Dos Compadres properties.

The purchase of the NSR from Minera Canam by the Company was a transaction between parties under common control. Accordingly, the royalty interests were recorded at fair value which was determined to be \$1.

On June 4, 2025, the Company signed a royalty purchase agreement (the "Purchase Agreement") to purchase an additional 3.0% NSR on certain concessions ("Silverstone Concessions") comprising the Panuco-Copala properties. On June 12, 2025, pursuant to the Purchase Agreement, the Company paid \$54,634,720 (US\$40,000,000) for the 3.0% NSR on the Silverstone Concessions. In connection with the purchase of the 3.0% NSR, the Company paid \$8,751,893 (US\$6,400,000) in Mexican value-added tax. Transaction costs in the amount of \$96,660 related to the purchase of the 3.0% NSR were capitalized. As at January 31, 2026, the Company holds 3.5% NSR on the Silverstone Concessions of which 0.5% was retained from the Company's spin-out from Vizsla Silver.

A summary of the Company's royalty interests is as follows:

	\$
Balance, April 30, 2025 and 2024	1
Additions	54,731,380
Currency translation differences	4,883,104
Balance, January 31, 2026	59,614,485

8. DEFERRED COMPENSATION LIABILITY

On September 10, 2025, under the Omnibus Plan, the Company granted 250,000 DSUs to a director of the Company. The DSUs will vest on September 10, 2026 and will be mandatorily settled in cash based on the market value of the Company's shares on the redemption date. The DSUs were initially valued at the grant date share price of \$3.03 and are subsequently remeasured based on the share price at each reporting date, with corresponding changes in fair value recognized in profit or loss. As at January 31, 2026, the fair value per DSU was \$4.05.

A summary of the Company's DSU activity is as follows:

	Number of DSUs	Fair value per DSU
	#	\$
Balance, April 30, 2025 and 2024	-	-
Granted	250,000	4.05
Balance, January 31, 2026	250,000	4.05

VIZSLA ROYALTIES CORP.
Notes to the Condensed Interim Consolidated Financial Statements
For the three and nine months ended January 31, 2026 and 2025
(Unaudited - Expressed in Canadian dollars, except where noted)

8. DEFERRED COMPENSATION LIABILITY (continued)

A summary of the Company's DSUs outstanding as at January 31, 2026 is as follows:

Date of expiry	Number of DSUs	Weighted average fair value	Weighted average remaining life
	#	\$	Years
September 10, 2026	250,000	4.05	0.61
	250,000	4.05	0.61

During the three and nine months ended January 31, 2026, the Company recorded an expense related to the vesting of DSUs granted of \$248,219 and \$396,678, respectively (2025 - \$nil and \$nil, respectively) included in directors' fees (Note 10).

As at January 31, 2026, the Company had a deferred compensation liability of \$396,678 (April 30, 2025 - \$nil).

9. SHARE CAPITAL

a) Authorized share capital

The Company is authorized to issue an unlimited number of common shares without par value.

Pursuant to the Share Consolidation, the Company completed a consolidation of its issued and outstanding common shares on the basis of one new common share for every ten existing common shares. As a result, all references to the number of common shares, weighted average number of common shares, loss per share, and number of stock options and share purchase warrants in these financial statements have been retrospectively restated to give effect to the Share Consolidation.

b) Issued share capital

During the nine months ended January 31, 2026, the Company had the following share capital transactions:

- On June 12, 2025, the Company completed a bought deal public offering of common shares, issuing 31,510,000 common shares at a price of \$2.00 (US\$1.46) per share for gross proceeds of \$63,020,000 (US\$46,000,000). Share issuance costs in the bought deal offering were comprised of cash commissions of \$3,151,000 paid to CIBC Capital Markets ("CIBC") for their role as lead bookrunner and underwriter, professional and legal fees of \$339,664 paid in cash, and the issuance of 341,825 common shares to CIBC at a fair value of \$2.30 per share for aggregate fair value of \$786,198. The completion of the bought deal offering was a closing condition pursuant to the Purchase Agreement (Note 7).
- During the nine months ended January 31, 2026, the Company issued 476,536 common shares pursuant to the exercise of 476,536 stock options of the Company for gross proceeds of \$711,913. Of the 476,536 stock options exercised, 18,333 were exercised by related parties (Note 10). Accordingly, \$517,571 pertaining to the fair value of options exercised was reclassified from reserves to share capital.
- During the nine months ended January 31, 2026, the Company issued 5,945 common shares pursuant to the exercise of Vizsla Silver Warrants with a weighted average exercise price of \$1.95. As at January 31, 2026, the amount of \$11,592 related to these warrant exercises remained outstanding and was included in subscriptions receivable.

c) Stock options

During the nine months ended January 31, 2026, the Company had the following stock option transactions:

- On June 13, 2025, the Company granted 3,961,850 stock options exercisable at \$2.35 per common share to directors, officers, employees, and consultants of the Company. The stock options vest over two years in five equal installments and are exercisable for a five-year term expiring on June 13, 2030. The fair value of the stock options was determined to be \$6,291,120 using the Black-Scholes option pricing model ("BSM").
- On June 23, 2025, 3,333 vested options expired following the departures of a consultant of the Company.
- On September 10, 2025, the Company granted 150,000 stock options to a director of the Company, exercisable at \$3.03 per common share. The stock options vest over two years in five equal installments and are exercisable for a five-year term expiring on September 10, 2030. The fair value of the stock options was determined to be \$333,900 using the BSM.

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9. SHARE CAPITAL (continued)

During the nine months ended January 31, 2026, the weighted average share price on the date of option exercise was \$4.06 (2025 - \$1.54).

A summary of the Company's stock option activity is as follows:

	Number of stock options	Weighted average exercise price
	#	\$
Balance, April 30, 2024	-	-
Granted (Note 1(b))	2,726,624	1.44
Exercised	(24,499)	0.26
Expired	(2,000)	0.26
Cancelled	(5,504)	0.38
Balance, April 30, 2025	2,694,621	1.45
Granted	4,111,850	2.37
Exercised	(476,536)	1.49
Expired	(3,333)	0.40
Outstanding, January 31, 2026	6,326,602	2.05

A summary of the Company's stock options outstanding as at January 31, 2026, is as follows:

Date of expiry	Weighted average exercise price	Number of stock options outstanding	Number of stock options exercisable	Weighted average remaining life
	\$	#	#	Years
June 22, 2026	0.39	78,498	78,498	0.39
July 12, 2026	0.40	7,333	7,333	0.44
September 24, 2026	0.40	51,500	51,500	0.65
February 17, 2027	0.33	36,256	36,256	1.05
June 2, 2027	0.35	7,333	7,333	1.33
February 10, 2028	0.34	47,666	47,666	2.03
May 19, 2028	0.34	88,665	88,665	2.30
November 15, 2028	0.32	8,001	8,001	2.79
November 15, 2028	0.33	8,333	8,333	2.79
February 26, 2029	0.21	20,167	20,167	3.07
June 12, 2029	0.40	182,400	182,400	3.36
September 25, 2029	1.86	1,914,600	1,130,200	3.65
June 13, 2030	2.35	3,725,850	1,348,740	4.37
September 10, 2030	3.03	150,000	30,000	4.61
	2.05	6,326,602	3,045,092	3.97

A summary of the Company's weighted average inputs used in the BSM for stock options granted during the nine months ended January 31, 2026 and year ended April 30, 2025 is as follows:

	January 31, 2026	April 30, 2025
Share price	\$2.37	\$0.67
Exercise price	\$2.37	\$1.45
Risk-free interest rate	2.92%	3.73%
Expected life	5.00 years	2.52 years
Expected volatility	84.16%	100.17%
Expected annual dividend yield	0.00%	0.00%

The risk-free rate of periods within the expected life of the stock options is based on the Canadian government bond rate. The annualized volatility assumptions are based on the historical results of benchmark companies.

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9. SHARE CAPITAL (continued)

During the three and nine months ended January 31, 2026, the Company recorded share-based compensation related to the vesting of stock options granted of \$915,242 and \$5,521,906, respectively (2025 - \$68,632 and \$639,347, respectively).

d) Share purchase warrants

A summary of the Company's share purchase warrant activity is as follows:

	Number of warrants	Weighted average exercise price
	#	\$
Balance, April 30, 2024	-	-
Issued (Note 1(b))	8,049,365	0.50
Exercised	(6,484,947)	0.50
Expired	(1,564,418)	0.50
Balance, January 31, 2026 and April 30, 2025	-	-

e) PSUs

On April 1, 2025, the Company adopted the Omnibus Plan, which was approved on October 9, 2025, to replace the Company's previous stock option plan.

On April 11, 2025, pursuant to the terms of the Omnibus Plan, the Company granted 2,800,000 PSUs to officers, directors, employees and consultants of the Company. If the performance conditions are met, each vested PSU entitles the holder to receive one common share of the Company, cash or a combination of common shares and cash at the discretion of the Company's Board of Directors. The PSUs have a fair value of \$3.82 per share on the October 9, 2025 approval date, vest on April 11, 2026, and were contingent on the achievement of the following performance targets:

- Become listed on the OTCQB Venture Market (completed on April 22, 2025);
- Complete a subsequent financing (completed on June 12, 2025); and
- Complete acquisition of additional NSR (completed on June 12, 2025).

As of the approval date, all performance conditions were met.

A summary of the Company's PSU activity is as follows:

	Number of PSUs	Fair value per PSU
	#	\$
Balance, April 30, 2025 and 2024	-	-
Issued	2,800,000	3.82
Balance, January 31, 2026	2,800,000	3.82

Share-based compensation for PSUs is recognized on a straight-line basis from the date of approval by the Board of Directors to the vesting date. During the three and nine months ended January 31, 2026, the Company recorded share-based compensation of \$5,348,000 and \$6,626,870, respectively (2025 - \$nil and \$nil, respectively) related to the vesting of PSUs.

A summary of the Company's PSUs outstanding as at January 31, 2026, is as follows:

	Number of PSUs	Fair value per PSU	Weighted average remaining life
Date of expiry	#	\$	Years
April 11, 2028	2,800,000	3.82	2.19
	2,800,000	3.82	2.19

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9. SHARE CAPITAL (continued)**f) RSUs**

On June 13, 2025, the Company granted 2,522,780 RSUs to directors, officers, and consultants of the Company. Each of the granted RSUs vests into one common share of the Company and vests over three equal annual instalments every anniversary from grant date until June 13, 2028. The fair value of the RSUs at the grant date was \$2.35 per RSU.

A summary of the Company's RSU activity is as follows:

	Number of RSUs	Fair value per RSU
	#	\$
Balance, April 30, 2025 and 2024	-	-
Granted	2,522,780	2.35
Balance, January 31, 2026	2,522,780	2.35

A summary of the Company's RSUs outstanding as at January 31, 2026 is as follows:

Vesting date	Number of RSUs	Weighted average fair value	Weighted average remaining life
	#	\$	Years
June 13, 2026	840,927	2.35	0.36
June 13, 2027	840,927	2.35	1.36
June 13, 2028	840,926	2.35	2.37
	2,522,780	2.35	1.37

During the three and nine months ended January 31, 2026, the Company recorded share-based compensation related to the vesting of RSUs granted of \$913,041 and \$2,302,452, respectively (2025 - \$nil and \$nil, respectively).

10. RELATED PARTY TRANSACTIONS

Key management personnel include those who have the authority and responsibility for planning, directing, and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors, officers and companies controlled by key management personnel.

A summary of the Company's related party transactions with key management personnel is as follows:

	Three months ended January 31,		Nine months ended January 31,	
	2026	2025	2026	2025
	\$	\$	\$	\$
Directors' fees	296,969	57,917	542,928	130,000
Management fees	50,000	74,550	150,000	172,883
Office and miscellaneous	15,074	-	35,394	-
Rent expenses	15,000	-	45,000	-
Share-based compensation	5,912,796	46,539	10,519,525	347,125
	6,289,839	179,006	11,292,847	650,008

Of the total stock options exercised during the nine months ended January 31, 2026 (Note 9(b)), 18,333 stock options were exercised by directors of the Company, resulting in the issuance of 18,333 common shares to these individuals. The Company received gross proceeds of \$6,602 from options exercised by directors.

As at January 31, 2026, the Company had \$44,446 (April 30, 2025 - \$23,839) due to related parties, which is included in accounts payable and accrued liabilities. The amounts are unsecured, due on demand, and are non-interest bearing.

As at January 31, 2026, the Company had \$nil (April 30, 2025 - \$7,875) in prepaid rent to a related company under common control, included in prepaid expenses.

10. RELATED PARTY TRANSACTIONS (continued)

As at January 31, 2026, the Company had \$13,337 (April 30, 2025 - \$1,745) in subscriptions receivable from a related company under common control.

11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Financial instruments measured at fair value are classified into one of three levels in the fair value hierarchy according to the relative reliability of the inputs used to estimate the fair values. The classification of each measurement within this hierarchy is based on the lowest-level significant input used in valuation. The three levels of the fair value hierarchy are:

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

As at January 31, 2026 and April 30, 2025, Company's financial instruments are comprised of cash and cash equivalents, interest income receivable, subscriptions receivable, accounts payable and accrued liabilities, and deferred compensation liability.

Except for the deferred compensation liability, all financial assets and liabilities of the Company are measured at amortized cost. The carrying value of these financial instruments approximate their respective fair values due to their short-term nature.

The deferred compensation liability is measured at fair value through profit or loss as Level 1 in the fair value hierarchy.

The Company is exposed in varying degrees to a variety of financial instrument-related risks. The type of risk exposure and the way in which such exposure is managed is provided as follows:

a) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the Company to incur a financial loss. The Company's primary exposure to credit risk is through its cash and cash equivalents and subscriptions receivable. The carrying amounts of financial assets best represent the maximum credit risk exposure at the reporting date. The Company manages its credit risk relating to cash and cash equivalents through the use of major financial institutions which have a high credit quality as determined by rating agencies. Cash and cash equivalents are held with reputable banks in Canada and Mexico. The Company's exposure to credit risk related to subscriptions receivable is insignificant. The Company assesses its credit risk as low.

b) Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its financial obligations as they come due. The Company is exposed to liquidity risk through its accounts payable and accrued liabilities. The Company's liquidity and operating results may be adversely affected if its access to capital markets is hindered. The Company has no sources of revenue and has obligations to settle its accounts payable and accrued liabilities. The Company manages this risk by careful management of its working capital to ensure the Company's expenditures will not exceed available resources. As at January 31, 2026, the Company had working capital of \$2,327,794 (April 30, 2025 - \$7,731,175). The Company assesses its liquidity risk as moderate. (Refer to note 1)

c) Foreign exchange risk

Foreign exchange risk is the risk that a variation in exchange rates between the Canadian dollar, the United States dollar, and Mexican Peso will affect the Company's operations and financial results. The Company and its subsidiaries are exposed to foreign exchange risk to the extent that it has monetary assets and liabilities denominated in foreign currencies.

The Company measures the effect on total assets or total receipts of reasonably foreseen changes in foreign exchange rates. The analysis is used to determine if these risks are material to the financial position of the Company.

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11. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

The table below summarizes the foreign exchange exposure on the financial assets and financial liabilities of the Company and its subsidiaries against their respective functional currencies, expressed in the presentation currency, as at January 31, 2026:

	USD	MXN
	\$	\$
Financial assets		
Cash and cash equivalents	1,797,187	122,189
Financial liabilities		
Accounts payable and accrued liabilities	-	(1,094)
	1,797,187	121,095

The Company has not entered any foreign currency contracts to mitigate this risk. A 5% change in the foreign exchange rate between the CAD against the USD would change the net loss and comprehensive loss by approximately \$89,859 (April 30, 2025 - \$nil), and a 5% change in foreign exchange rate between CAD against the MXN would change the net loss and comprehensive loss by approximately \$6,055 (April 30, 2025 - \$2,263).

12. CAPITAL MANAGEMENT

The Company manages its capital to safeguard the Company's ability to continue as a going concern, so that it can continue to provide adequate returns to shareholders and benefits to other stakeholders, and to have sufficient funds on hand for business opportunities as they arise. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

There were no changes in the Company's approach to capital management during the nine months ended January 31, 2026. In the management of capital, the Company includes the components of shareholder's equity. As at January 31, 2026, the Company is not subject to externally imposed capital requirements.

13. SUBSEQUENT EVENT

Subsequent to period end, the Company issued 18,400 common shares pursuant to the exercise of 55,200 Vizsla Silver Warrants.