

## **OTCIQ Order Form Addendum: Change in Control or Court Appointed Custodian**

Subscribers are required to submit additional information if your Company is applying for the Disclosure & News Service as a result of a Change in Control transaction or has a Court Appointed Custodian. Using the below templates, the relevant form should be sent directly to [issuers@otcmarkets.com](mailto:issuers@otcmarkets.com) upon submission of the OTCIQ Order Form.

Your Company will be required to post this information as a “Supplemental Information” report through the OTCIQ portal once approved for the OTC Disclosure & News Service. The purpose of this requirement is to ensure that your Company publishes public disclosure of Change in Control or Court Appointed Custodian events.

*Note: Your Company is only required to complete the relevant form (Change in Control or Court Appointed Custodian). Further, we understand that not all items may be applicable to your Company. You may state “not applicable” on the relevant form as needed.*

### **Instructions to post Supplemental Information Report on [www.OTCIQ.com](http://www.OTCIQ.com):**

1. Fill out this form and convert the file to a PDF
2. Log in to [www.OTCIQ.com](http://www.OTCIQ.com) and click “Add Financial Report” on the left hand navigation
3. Select Dissemination Date “Immediate”
4. Under Report Type, select “Supplemental Information”
5. Add a subtitle (Change in Control or Court Appointed Custodian)
6. Enter Period End Date corresponding to date of the Change in Control or grant of Custodianship
7. Click “Browse” and select the PDF saved in step 1 above.
8. A preview of the document will appear next. Please make sure to review the entire document & scroll down to click the “**Submit**” button. Your report will appear within a few minutes on [otcmarkets.com](http://otcmarkets.com).

## Supplemental Disclosure for Change of Control Events

**North Bay Resources, Inc.**  
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The goal of this disclosure is to provide information with respect to a company's Change of Control event. Please address each of the below items to the best of the company's ability and to the extent they are applicable to the company's Change of Control event.

### Disclosure of Change in Control and Other Material Events:

1. A description of event(s) and relevant date(s) resulting in the Change in Control.<sup>1</sup>

Change in Board of Directors composition with addition of Jared Lazerson February 5, 2024 who is now the sole Director of the Company due to the recent passing of a second Director Perry Leopold.

Issuance of performance options greater than 5% of the outstanding shares to Jared Lazerson, Company CEO, dated February 14, 2024.

Agreement to issue common shares greater than 5% of the outstanding for acquisition of Copper Island property dated February 14, 2024.

Agreement to issue common shares greater than 5% of outstanding for acquisition of Bishop Gold Mill dated April 1, 2024.

2. The name(s) of person(s) who acquired control and person(s) from whom control was assumed. For corporations or other business entities, please provide the name(s) of person(s) beneficially owning or controlling such corporations or entities.<sup>2</sup>

Director appointment of Jared Lazerson

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<sup>1</sup> A "Change in Control" shall mean any events resulting in:

- i. Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- ii. The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- iii. A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- iv. The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

<sup>2</sup> See, Securities Exchange Act Rule 13d-3 for determination of "beneficial owner."

Share issuance to Copper Island Mines, Ltd. Jared Lazerson Company CEO, is also the CEO and a beneficial owner of Copper Island Mines, Ltd.

Share issuance to CMC Metals, Ltd., a widely held public company listed on the TSX Venture Exchange.

3. The name(s) of person(s) that participated in, assisted in, organized, or brokered the transaction between the purchaser and seller, resulting in the Change in Control (if applicable).

N/A

4. A description of assets acquired or disposed of in connection with the Change in Control and the names of the purchaser and seller of such assets (if applicable).

Acquisition of the Copper Island Project, a copper property located in British Columbia with a historic resource greater than 2,000,000 tons grading 2.2% copper.

Acquisition of 55.5% of the Bishop Gold Mill, a 96 ton per day permitted flotation mill located in Inyo County, California for the processing of gold ore.

5. Amount and form (e.g., cash, equity securities, promissory note) of consideration paid in connection with the Change in Control.

Payment to Copper Island Mines, Ltd. for the Copper Island Project totaling \$550,000 as follows: 1,250,000,000 common shares on signing at a deemed share price of \$0.0002, on the one year anniversary, 1,250,000,000 common shares and \$50,000 cash.

Payment to CMC Metals, Ltd. for acquisition of 55.5% of the Bishop Gold Mill, located in Inyo County, California \$400,000 CAD in common shares and \$100,000 cash with payments as follows: \$200,000 CAD in common shares (760,000,000 shares) and \$12,500 on signing, \$12,500 payable May 1, 2024, \$12,500 payable June 1, 2024, \$12,500 payable July 1, 2024, and \$200,000 CAD in commons shares and \$50,000 payable July 11, 2024.

496 812,596 performance options issued to Company CEO, February 14, 2024 with a strike price of \$0.0002 and a term of 3 years.

6. A description of any material agreements or other events related to the Change in Control.

Contracts for acquisitions related to the share issuances and an employment agreement for the Director appointment and options issuance have been executed.

**Certification:**

April 24, 2024 [Date]

"/s/Jared Lazerson" [Officer Signature]



## Supplemental Disclosure for Court Appointed Custodian Events

[Insert Company Name]

[Insert Company Address]

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[Insert Company Telephone]

[Insert Company Website]

[Insert Company Email]

The goal of this disclosure is to provide information with respect to a company's Court Appointed Custodian.<sup>3</sup> Please address each of the below items to the best of the company's ability and to the extent they are applicable to the company's custodianship proceedings.

### Disclosure of Court Appointed Custodian and Other Material Events:

1. Date of court order, name of court, case number, and name of custodian (if a corporate entity, include name of controlling individual).
2. Number of securities held by custodian, voting power of the securities, and description as to how the securities were acquired (e.g., open market purchases, compensation, loan settlement).
3. A description of officer/director appointments, resignations or terminations made in connection with the custodianship proceedings, including names and relevant titles.
4. A description of any opposition by former management or shareholders (if there was no opposition, this should be stated).
5. A description of any other material transactions since grant of custody identified in item 1 above.

### Certification:

\_\_\_\_\_ [Date]

\_\_\_\_\_ [Officer/Custodian Signature]

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

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<sup>3</sup> "Court Appointed Custodian" means a custodian, receiver, agent or other person appointed for the Company or its parent in a proceeding under federal or state law in which the court or government authority has assumed control over substantially all of the assets or business of the company or its parent.