

## FORM 5

### QUARTERLY LISTING STATEMENT

Name of Listed Issuer: Avanti Gold Corp. (the "Issuer").

Trading Symbol: AGC

#### **SCHEDULE A: FINANCIAL STATEMENTS**

Financial statements are required as follows:

For the first, second and third financial quarters interim financial statements prepared in accordance with the requirements under Ontario securities law must be attached.

If the Issuer is exempt from filing certain interim financial statements, give the date of the exempting order.

Third quarter (nine-months) ended January 31, 2026

Unaudited condensed interim financial statements of the Issuer for the nine-month period January 31, 2026 as filed with securities regulatory authorities, are attached to this Form 5 - Quarterly Listing Statement as Schedule A.

#### **SCHEDULE B: SUPPLEMENTARY INFORMATION**

The supplementary information set out below must be provided when not included in Schedule A.

##### **1. Related party transactions**

Provide disclosure of all transactions with a Related Person, including those previously disclosed on Form 10. Include in the disclosure the following information about the transactions with Related Persons:

With respect to related party transactions for information supplementary to that contained in the notes to the unaudited condensed consolidated interim financial statements, which are attached hereto, please refer to Management's Discussion & Analysis for the nine-month period January 31, 2026, as filed with securities regulatory authorities and attached to this Form 5 - Quarterly Listing Statement as Schedule C.

## 2. Summary of securities issued and options granted during the period.

Provide the following information for the period beginning on the date of the last Listing Statement (Form 2A):

(a) summary of securities issued during the period,

Date of Issue	Type of Security (common shares, convertible debentures, etc.)	Type of Issue (private placement, public offering, exercise of warrants, etc.)	Number	Price	Total Proceeds	Type of Consideration (cash, property, etc.)	Describe relationship of Person with Issuer (indicate if Related Person)	Commission Paid
July 18, 2025	Common shares	Private Placement	40,000,073	\$0.035	\$1,400,003	Cash	Arm's length	N/A
July 7, 2025	Common shares	Exercise of RSUs	450,000	N/A	N/A	N/A	Consultant	N/A
July 18, 2025	Common shares	Exercise of RSUs	125,000	N/A	N/A	N/A	Consultant	N/A
July 19, 2025	Common shares	Exercise of RSUs	250,000	N/A	N/A	N/A	Consultant	N/A
July 31, 2025	Common shares	Exercise of RSUs	1,000,000	N/A	N/A	N/A	Director	N/A
August 7, 2025	Common shares	Exercise of Warrants	369,500	\$0.20	\$73,900	Cash	Arm's length	N/A
August 11, 2025	Common shares	Exercise of Warrants	320,000	\$0.20	\$64,000	Cash	Arm's length	N/A
August 13, 2025	Common shares	Exercise of Warrants	270,500	\$0.20	\$54,100	Cash	Arm's length	N/A
August 12, 2025	Common shares	Exercise of Warrants	800,000	\$0.20	\$160,000	Cash	Arm's length	N/A
August 20, 2025	Common shares	Exercise of RSUs	2,666,666	N/A	N/A	N/A	Consultant	N/A
September 18, 2025	Common shares	Exercise of RSUs	375,000	N/A	N/A	N/A	Consultant	N/A
September 24, 2025	Common shares	Exercise of Options	500	\$0.51	\$255	Cash	Arm's length	N/A
September 29, 2025	Common shares	Exercise of RSUs	83,334	N/A	N/A	N/A	Consultant	N/A

September 29, 2025	Common shares	Exercise of RSUs	125,000	N/A	N/A	N/A	Consultant	N/A
October 1, 2025	Common shares	Exercise of RSUs	100,000	N/A	N/A	N/A	Consultant	N/A
October 2, 2025	Common shares	Exercise of RSUs	1,333,334	N/A	N/A	N/A	Consultant	N/A
October 7, 2025	Common shares	Exercise of Options	235,000	\$0.22	\$51,700	Cash	Consultant	N/A
October 23, 2025	Common shares	Private Placement	50,000,000	\$0.50	\$25,000,000	Cash	Arm's length	\$1,129,993 cash 2,018,000 broker warrants
October 24, 2025	Common shares	Exercise of RSUs	108,335	N/A	N/A	N/A	Consultant	N/A
October 29, 2025	Common shares	Exercise of RSUs	250,000	N/A	N/A	N/A	Consultant	N/A
November 18, 2025	Common shares	Exercise of Warrants	143,000	\$0.05	\$7,150	Cash	Arm's length	N/A
December 4, 2025	Common shares	Exercise of RSUs	83,334	N/A	N/A	N/A	Consultant	N/A
January 15, 2026	Common shares	Exercise of Warrants	285,716	\$0.05	\$14,286	Cash	Arm's length	N/A
January 28, 2026	Common shares	Exercise of Warrants	2,142,857	\$0.05	\$107,143	Cash	Arm's length	N/A

(b) summary of options granted during the period,

Date	Number	Name of Optionee if Related Person and relationship	Generic description of other Optionees	Exercise Price	Expiry Date	Market Price on date of Grant
July 18, 2025	3,500,000 RSUs	Martino De Ciccio	Consultant	NA	July 18, 2030	\$0.20
September 11, 2025	2,550,000 RSUs	Sir Samuel Jonah	Director	NA	September 11, 2030	\$ 0.44
September 11, 2025	500,000 RSUs	Mata Botima	Director	NA	September 11, 2030	\$ 0.44
September 11, 2025	500,000 RSUs	Jonathan Hill	Director	NA	September 11, 2030	\$ 0.44

**FORM 5 – QUARTERLY LISTING STATEMENT**

January 2015

Page 2

September 11, 2025	500,000 RSUs	Martin Pawlitscheck	Director	NA	September 11, 2030	\$ 0.44
September 11, 2025	500,000 RSUs	Terry Holohan	Director	NA	September 11, 2030	\$ 0.44
September 11, 2025	500,000 RSUs	David Renner	Director	NA	September 11, 2030	\$ 0.44
September 11, 2025	1,350,000 RSUs	Red to Black Inc.	Controlled by Officer	NA	September 11, 2030	\$ 0.44
September 11, 2025	225,000 RSUs		Advisory Board Members	NA	September 11, 2030	\$ 0.44
September 11, 2025	5,817,000 RSUs		Consultants	NA	September 11, 2030	\$ 0.44
October 29, 2025	1,000,000 RSUs	Martin Pawlitscheck	CEO, Director	NA	October 29, 2028	\$0.49
October 29, 2025	1,000,000 RSUs	Mohamed Cisse	Officer	NA	October 29, 2028	\$0.49
October 29, 2025	1,000,000 RSUs	Red to Black	Officer	NA	October 29, 2028	\$0.49
October 29, 2025	372,250 RSUs	Wade Cherwayko	Consultant	NA	October 29, 2028	\$0.49
October 29, 2025	500,000 RSUs	Martino De Ciccio	Consultant	NA	October 29, 2028	\$0.49
October 29, 2025	2,000,000 Options	Martin Pawlitscheck	CEO, Director	\$0.51	October 29, 2028	\$0.49
October 29, 2025	2,000,000 Options	Mohamed Cisse	Officer	\$0.51	October 29, 2028	\$0.49
October 29, 2025	2,000,000 Options	Red to Black	Officer	\$0.51	October 29, 2028	\$0.49
October 29, 2025	449,450 Options	Martino De Ciccio	Consultant	\$0.51	October 29, 2028	\$0.49

### 3. Summary of securities as at the end of the reporting period.

Provide the following information in tabular format as at the end of the reporting period:

- (a) description of authorized share capital including number of shares for each class, dividend rates on preferred shares and whether or not cumulative, redemption and conversion provisions,

As at January 31, 2026, the authorized capital of the Issuer consisted of an unlimited number of voting common shares without par value, and without any special rights or restrictions, of which 182,587,125 common shares were issued and outstanding.

The holders of common shares are entitled to receive notice of and to attend all meetings of the shareholders of the Issuer and are entitled to one vote in respect of each common share held at such meetings. Subject to the rights, if any at the time, of shareholders holding shares with special rights as to dividends (none of which are authorized or outstanding at the date of this Quarterly Listing Statement), holders of common shares of the Issuer are entitled to dividends as and when declared by the directors. Subject to the rights of holders of any shares ranking in priority to or on a parity with the common shares, the holders of common shares are entitled to participate ratably in any distribution of property or assets upon the liquidation, winding-up or other dissolution of the Issuer.

(b) number and recorded value for shares issued and outstanding,

<b>Date</b>	<b>Share Class</b>	<b>Number of Shares</b>	<b>Recorded value of shares</b>
As at January 31, 2026	Common	182,587,125	\$52,085,854

(c) description of options, warrants and convertible securities outstanding, including number or amount, exercise or conversion price and expiry date, and any recorded value, and

Options: As at January 31, 2026, the following options were outstanding entitling holders to purchase common shares in the capital of the Issuer as summarized below:

<b>Date of Issue</b>	<b>Number of Options</b>	<b>Exercise price</b>	<b>Expiry date</b>	<b>Recorded value</b>
March 20, 2023	4,099,500	\$0.51	March 20, 2026	\$2,090,745
April 21, 2021	57,143	\$7.70	April 21, 2026	\$440,001
May 27, 2021	125,714	\$10.15	May 27, 2026	\$1,275,997
October 29, 2025	6,449,450	\$0.51	October 29, 2028	\$3,289,220
February 8, 2024	1,500,000	\$0.22	February 8, 2029	\$330,000
<b>Total</b>	<b>12,231,807</b>			

Warrants: As at January 31, 2026, the following warrants were outstanding entitling holders to purchase common shares in the capital of the Issuer as summarized below:

Date of Issue	Number of Warrants	Exercise price \$	Expiry date
July 14, 2025	37,428,500	\$0.05	July 14, 2026
August 20, 2024	2,339,000	\$0.20	August 20, 2026
October 23, 2025	2,018,000	\$0.50	April 23, 2027
October 23, 2025	25,000,000	\$0.65	October 23, 2028
<b>Total</b>	<b>66,785,500</b>		

Convertible Securities: As at January 31, 2026, the Issuer had no convertible securities outstanding.

- (d) number of shares in each class of shares subject to escrow or pooling agreements or any other restriction on transfer.

As at January 31, 2026, the Issuer did not have any shares subject to an escrow or pooling agreement.

- 4. List the names of the directors and officers, with an indication of the position(s) held, as at the date this report is signed and filed.**

Name of Director/ Officer	Position with Issuer
Mohamed Cisse	CEO
Swapan Kakumanu	CFO and Corporate Secretary
Sir Samuel Jonah	Chairman and Director
Jonathan Hill	Director
Martin Pawlitschek	Director
Mata Botima	Director
David Renner	Director
Terry Holohan	Non-Executive Independent Director

## **SCHEDULE C: MANAGEMENT DISCUSSION AND ANALYSIS**

Provide Interim MD&A if required by applicable securities legislation.

Management's Discussion & Analysis for the three-month period ended January 31, 2026, as filed with securities regulatory authorities, is attached to this Form 5 - Quarterly Listing Statement as Schedule C.

## Certificate Of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Quarterly Listing Statement.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 5 Quarterly Listing Statement is true.

Dated March 26, 2026

Mohamed Cisse  
Name of Director or Senior Officer

"Mohamed Cisse"  
Signature

Chief Executive Officer  
Official Capacity

<b>Issuer Details</b>		For Quarter Ended	Date of Report YY/MM/D
Name of Issuer		Jan 31, 2026	26/03/26
Avanti Gold Corp.			
Issuer Address			
1100 - 1111 Melville Street, Vancouver, BC V6E 3V6			
City/Province/Postal Code		Issuer Fax No. ( )	Issuer Telephone No.
Vancouver, BC V6E 2E9			
Contact Name		Contact Position	Contact Telephone No.
Mohamed Cisse		CEO	+1 (403) 681-2549
Contact Email Address		Web Site Address	
<a href="mailto:Mohamed.cisse@avantigoldcorp.com">Mohamed.cisse@avantigoldcorp.com</a>		<a href="https://www.avantigoldcorp.com/">https://www.avantigoldcorp.com/</a>	

**SCHEDULE "A"**

**AVANTI GOLD CORP.  
CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS**

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

*(Expressed in Canadian dollars)*

## **NOTICE OF NO AUDITOR REVIEW**

Under National Instrument 51-102, Part 4 subsection 4.3 (3), if an auditor has not performed a review of the unaudited condensed interim financial statements, they must be accompanied by a notice indicating that the unaudited condensed interim financial statements have not been reviewed by an auditor.

The accompanying unaudited condensed interim consolidated financial statements have been prepared by management and approved by the Audit Committee.

The Company's independent auditors have not performed a review of these condensed interim consolidated financial statements in accordance with the standards established by the Chartered Professional Accountants of Canada for a review of condensed interim consolidated financial statements by an entity's auditor.

**Avanti Gold Corp.**  
**Condensed Interim Consolidated Statements of Financial Position**  
**As at January 31, 2026 and April 30, 2025**  
(Expressed in Canadian dollars)

	Note	January 31, 2026 (Unaudited) \$	April 30, 2025 (Audited) \$
<b>ASSETS</b>			
<b>CURRENT</b>			
Cash and cash equivalent		19,858,166	14,500
Tax receivable		11,187	23,329
Prepaid expenses	4	144,482	47,476
<b>TOTAL ASSETS</b>		<b>20,013,835</b>	<b>85,305</b>
<b>LIABILITIES</b>			
<b>CURRENT</b>			
Accounts payable and accrued liabilities		3,524,468	6,938,097
Related party liabilities	8	10,218	300,222
Deferred consideration	6	2,712,400	2,762,400
<b>TOTAL LIABILITIES</b>		<b>6,247,086</b>	<b>10,000,719</b>
<b>SHAREHOLDERS' EQUITY (DEFICIENCY)</b>			
Share capital	7	52,085,854	26,296,706
Contributed surplus	7	11,429,822	5,491,690
Accumulated other comprehensive income		994,791	1,042,878
Accumulated deficit		(47,851,118)	(40,078,361)
Attributable to shareholders		16,659,349	(7,247,087)
Non-controlling interest	11	(2,892,600)	(2,668,327)
<b>TOTAL SHAREHOLDERS' EQUITY (DEFICIENCY)</b>		<b>13,766,749</b>	<b>(9,915,414)</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>20,013,835</b>	<b>85,305</b>

Nature of operations – Note 1  
Going concern assumption – Note 1  
Acquisition and exploration expenditures – Note 9  
Subsequent events – Note 15

Approved on behalf of the Board of Directors on March 26, 2026

“Terry Holohan” Director

“Mata Botima” Director

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

**Avanti Gold Corp.**  
**Condensed Interim Consolidated Statements of Loss and Comprehensive Loss**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

		Three months ended		Nine months ended	
	Note	January 31, 2026	January 31, 2025	January 31, 2026	January 31, 2025
		\$	\$	\$	\$
<b>EXPENSES</b>					
Acquisition and exploration expenditures	9	408,810	4,260	417,095	2,980,716
Consulting fees	8	988,355	109,253	1,633,660	2,202,379
Corporate development		26,097	67,386	200,624	450,552
Insurance		4,975	1,994	9,008	6,027
Mineral property license fees		161,768	248	197,329	19,574
Office and miscellaneous		168,009	59,395	369,436	304,830
Professional fees		105,258	46,605	256,991	208,652
Registration and filing fees		-	66	2,535	8,092
Share-based compensation	7	2,982,507	197,288	6,189,995	986,581
Shareholder communication		6,471	83	11,465	2,597
Transfer agent fees		15,839	4,244	29,805	23,665
Travel expense		264,825	22,751	331,793	91,340
<b>Loss before other items</b>		<b>(5,132,914)</b>	<b>(513,573)</b>	<b>(9,649,736)</b>	<b>(7,285,005)</b>
<b>OTHER ITEMS</b>					
Interest expense		(29,224)	-	(82,712)	-
Interest income		128,051	-	131,025	-
Gain on settlement of accounts payable	9	778,425	-	1,641,490	-
Loss on foreign exchange		(9,898)	(2,152)	(21,312)	(6,697)
Total other items		867,354	(2,152)	1,668,491	(6,697)
<b>NET LOSS FOR THE YEAR</b>		<b>(4,265,560)</b>	<b>(515,725)</b>	<b>(7,981,245)</b>	<b>(7,291,702)</b>
<b>OTHER COMPREHENSIVE LOSS:</b>					
Exchange differences on translating foreign operations		90,103	(304,211)	(63,872)	(512,008)
<b>COMPREHENSIVE LOSS FOR THE PERIOD</b>		<b>(4,175,457)</b>	<b>(819,936)</b>	<b>(8,045,117)</b>	<b>(7,803,710)</b>
<b>Net loss for the period attributable to:</b>					
Shareholders of the Company		(4,191,192)	(484,757)	(7,772,757)	(7,135,032)
Non-controlling interest		(74,368)	(30,968)	(208,488)	(156,670)
		<b>(4,265,560)</b>	<b>(515,725)</b>	<b>(7,981,245)</b>	<b>(7,291,702)</b>
<b>Comprehensive loss for the period attributable to</b>					
Shareholders of the Company		(4,140,190)	(788,968)	(7,820,843)	(7,647,040)
Non-controlling interest		(35,267)	(30,968)	(224,274)	(156,670)
		<b>(4,175,457)</b>	<b>(819,936)</b>	<b>(8,045,117)</b>	<b>(7,803,710)</b>
<b>Basic and diluted comprehensive loss per share</b>					
		<b>(0.02)</b>	<b>(0.01)</b>	<b>(0.06)</b>	<b>(0.11)</b>
<b>Weighted average number of common shares outstanding</b>					
		<b>180,219,342</b>	<b>80,720,340</b>	<b>133,538,267</b>	<b>73,066,639</b>

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

**Avanti Gold Corp.**  
**Condensed Interim Consolidated Statements of Changes in Shareholders' Deficiency**  
**For the nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

	Number of common shares	Share capital	Contributed surplus	Accumulated other comprehensive income	Accumulated deficit	Non- controlling interest	Total
		\$	\$	\$	\$	\$	\$
<b>Balance, April 30, 2024</b>	<b>46,679,311</b>	<b>21,007,335</b>	<b>4,497,670</b>	<b>1,232,695</b>	<b>(31,391,577)</b>	<b>(2,320,007)</b>	<b>(6,973,884)</b>
Shares issued for acquisition (Note 3)	29,000,000	3,770,000	-	-	-	-	3,770,000
Units issued for private placement	4,099,000	512,375	-	-	-	-	512,375
Share issuance costs	-	(8,706)	-	-	-	-	(8,706)
Fair value of restricted shares exercised	1,083,333	118,333	(118,333)	-	-	-	-
Share-based compensation	-	-	986,581	-	-	-	986,581
Other comprehensive loss	-	-	-	(512,008)	-	-	(512,008)
Net loss for the period	-	-	-	-	(7,135,032)	(156,670)	(7,291,702)
<b>Balance, January 31, 2025</b>	<b>80,861,644</b>	<b>25,399,337</b>	<b>5,365,918</b>	<b>720,687</b>	<b>(38,526,609)</b>	<b>(2,476,677)</b>	<b>(9,517,344)</b>
<b>Balance, April 30, 2025</b>	<b>81,069,977</b>	<b>26,296,706</b>	<b>5,491,690</b>	<b>1,042,878</b>	<b>(40,078,361)</b>	<b>(2,668,327)</b>	<b>(9,915,414)</b>
Units issued for private placement	90,000,073	26,400,003	-	-	-	-	26,400,003
Share issuance costs	-	(2,151,760)	756,508	-	-	-	(1,395,252)
Fair value of restricted shares exercised	6,950,002	923,167	(923,167)	-	-	-	-
Warrants exercised	4,331,573	515,779	(35,200)	-	-	-	480,579
Options exercised	235,500	101,959	(50,004)	-	-	-	51,955
Share-based compensation	-	-	6,189,995	-	-	-	6,189,995
Other comprehensive loss	-	-	-	(48,087)	-	(15,785)	(63,872)
Net loss for the period	-	-	-	-	(7,772,757)	(208,488)	(7,981,245)
<b>Balance, January 31, 2026</b>	<b>182,587,125</b>	<b>52,085,854</b>	<b>11,429,822</b>	<b>994,791</b>	<b>(47,851,118)</b>	<b>(2,892,600)</b>	<b>13,766,749</b>

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

**Avanti Gold Corp.**  
**Consolidated Interim Consolidated Statements of Cash Flows**  
For the nine months ended January 31, 2026 and 2025  
(Expressed in Canadian dollars)

	<b>2026</b>	<b>2025</b>
	\$	\$
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
<b>Net loss for the period</b>	<b>(7,981,245)</b>	<b>(7,291,702)</b>
Items not affecting cash:		
MTM transaction – shares issued for acquisition	-	2,968,250
Share-based compensation	6,189,995	986,581
<b>Net changes in non-cash working capital accounts</b>		
Taxes receivables	12,142	(117)
Prepaid expenses	(97,006)	(3,469)
Accounts payable and accrued liabilities	(3,413,629)	2,838,685
Related party liabilities	(290,004)	-
<b>Net cash used in operating activities</b>	<b>(5,579,747)</b>	<b>(501,772)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of common shares	26,400,003	512,375
Share issue costs	(1,395,252)	(8,706)
Warrants exercised	480,579	-
Options exercised	51,955	-
Proceeds from loan payable	-	140,000
<b>Net cash provided by financing activities</b>	<b>25,537,285</b>	<b>643,669</b>
<b>Change in cash during the period</b>	<b>19,957,538</b>	<b>141,897</b>
<b>Effect of foreign exchange on cash</b>	<b>(113,872)</b>	<b>(364,408)</b>
<b>Cash, beginning of period</b>	<b>14,500</b>	<b>242,141</b>
<b>Cash, end of period</b>	<b>19,858,166</b>	<b>19,630</b>

Supplemental disclosures with respect to cash flows – Note 10

**1. NATURE OF OPERATIONS AND GOING CONCERN**

Avanti Gold Corp. (“AGC” or the “Company”) is a mineral exploration company working on a gold opportunity in the Democratic Republic of the Congo (“DRC”), located in the Fizi territory of South Kivu Province. The Company was incorporated on May 9, 2014, and on September 14, 2020, the Company changed its name from JDF Explorations Inc. to Valorem Resources Inc. and on April 21, 2023, the Company changed its name to Avanti Gold Corp. The Company is a publicly listed company on the Canadian Stock Exchange (“CSE”), trading under the symbol “AGC” and on the Frankfurt Stock Exchange under the symbol “X37”.

The head office and principal address is located at Suite 1100-1111 Melville Street, Vancouver, British Columbia, V6E 3V6. The registered and records office of the Company is located at Suite 1100-1111 Melville Street, Vancouver, British Columbia, V6E 3V6.

The continued operations of the Company are dependent upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete the development of such properties, and the profitable production from or disposition of such properties.

**Going Concern Assumption**

These condensed interim consolidated financial statements have been prepared by management on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business for the foreseeable future.

The Company is in the process of exploring its exploration properties and it has not yet determined whether the mineral properties contain reserves that are economically recoverable. As at January 31, 2026, the Company had not advanced any properties to commercial production. During the three and nine months ended January 31, 2026, the Company incurred a net loss of \$4,265,560 and \$7,981,245 respectively (2025 - \$515,725 and \$7,291,702 respectively), and comprehensive loss of \$4,175,457 and \$8,045,117 respectively (2025 - \$819,936 and \$7,803,710 respectively) and, as of January 31, 2026 had a deficit of \$47,851,118 (April 30, 2025 - \$40,078,361) and working capital of \$13,766,749 (April 30, 2025 - deficiency of \$9,915,414). The Company's ability to continue its operations and to realize its assets at their carrying values is dependent upon obtaining additional financing and generating revenues sufficient to cover its operating costs. These factors form a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. In addition, if the Company is to advance or develop its projects, it will be necessary to obtain additional financing. Although management has been successful in the past in raising capital, there are no assurances that the Company will be successful raising capital in the future. The Company plans to do additional equity raising, when required, in order to obtain funding to meet on-going expenditures.

These condensed interim consolidated financial statements do not give effect to any 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.

## **2. MATERIAL ACCOUNTING POLICIES AND BASIS OF PREPARATION**

### **Statement of Compliance to International Financial Reporting Standards**

These condensed interim consolidated financial statements have been prepared in accordance with International Accounting Standards (“IAS”) 34 – Interim Financial Reporting. These condensed interim consolidated financial statements do not include all of the information required for annual financial statements and should be read in conjunction with the Company’s audited consolidated financial statements for the year ended April 30, 2025, which were prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”).

These condensed interim consolidated financial statements have been prepared following the same accounting policies applied to the Company’s annual audited consolidated financial statements for the year ended April 30, 2025. As at January 31, 2026, there is no change in the Company’s significant accounting policies, and significant accounting judgements, estimates and assumptions unless otherwise noted.

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

The preparation of these unaudited condensed interim consolidated financial statements in conformity with IFRS requires the Company’s management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, revenues and expenses. Significant assumptions about the future and other sources of estimation uncertainty that management has made at the statement of financial position date, that could result in a material adjustment to the carrying amounts of assets and liabilities, in the event that actual results differ from assumptions made. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future periods affected.

### **Basis of Measurement**

These financial statements have been prepared using the accrual basis of accounting except for cash flow information. In addition, these condensed interim consolidated financial statements have been prepared on the historical-cost basis, except for certain financial assets and financial liabilities.

### **Basis of Consolidation**

These condensed interim consolidated financial statements incorporate the consolidated financial statements of the Company and the entities controlled by the Company. Control exists when the Company has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. All intercompany transactions and balances have been eliminated.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**2. MATERIAL ACCOUNTING POLICIES AND BASIS OF PREPARATION (continued)**

The following material companies have been consolidated within these condensed interim consolidated financial statements:

<b>Entity</b>	<b>Country of Incorporation</b>	<b>Voting Control</b>	<b>Functional Currency</b>
Casa Mining Ltd.	Seychelles	99.43%	United States dollar
Regency Mining Ltd.	Seychelles	100%	United States dollar
Leda Mining Congo S.A.	Congo	73.84%	United States dollar
MTM Ltd	Seychelles	100%	United States dollar
1286492 BC Ltd.	Canada	100%	Canadian dollar

**New accounting standards issued but not yet effective**

Accounting standards or amendments to existing accounting standards that have been issued but have future effective dates are either not applicable or are not expected to have a significant impact on the Company's condensed interim consolidated financial statements.

**3. SHARE EXCHANGE AGREEMENT WITH MTM LTD.**

On June 21, 2024, the Company entered into a share exchange agreement with MTM Ltd. ("MTM") to acquire 100% of MTM, a privately held arms-length company established under the laws of the Republic of Seychelles. MTM, has an earn-in option to acquire 85% rights to gold prospecting licenses in the Magisterial District of Molopo, South Africa. The license rights cover an area of approximately 90 hectares ("ha"), located in the highly prospective Kraaipan Granite-Greenstone Belt terrain, which extends 400 kilometers ("km") from southern Botswana into the Northwest Province of South Africa. As consideration, the Company issued 29,000,000 common shares.

The acquisition of MTM does not constitute a business combination because this entity does not meet the definition of a business under IFRS 3: Business Combination. As a result, the transaction has been measured at the fair value of equity consideration issued to acquire these entities. The fair value of the consideration paid was determined based on the fair value of the assets received as determined based on IFRS 2: Share Based Payments. The balance sheet at acquisition was updated with new information in the quarter and therefore any changes are reflected in the quarter.

Subsequent to a review completed at the year ended April 2025, management determined that the fair value of the shares issued should be revised from \$0.13 to \$0.16 per share. Accordingly, the table below presents the revised amounts, which replace the originally reported figures.

The following table summarizes the consideration paid and the allocation to the assets and liabilities acquired as at the date of acquisition:

<b>Purchase price</b>	<b>\$</b>
29,000,000 common shares	4,640,000
<b>Total consideration paid</b>	<b>4,640,000</b>
Amounts receivable	865,000
Advances from related parties	(63,250)
Assets acquired	(801,750)
<b>Net exploration and evaluation expenditures</b>	<b>3,838,250</b>

The fair value of total consideration paid has been determined using level one inputs.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**4. PREPAID EXPENSES**

	January 31, 2026	April 30, 2025
	\$	\$
Insurance	18,463	4,471
Legal	15,000	15,000
Consulting fees	7,400	-
Corporate developments	37,997	-
Other	65,622	28,005
<b>Total</b>	<b>144,482</b>	<b>47,476</b>

**5. LOANS PAYABLE**

During the nine months ended January 31, 2026, the Company obtained loans of \$nil (April 2025 - \$865,000) from certain consultants of the Company. These loans were non-interest bearing, unsecured and due on demand. Upon acquiring MTM, which held an equivalent receivable from the consultants, both parties agreed that the loans and receivable be offset and settled (Note 3).

**6. DEFERRED CONSIDERATION**

The Company's subsidiary, Casa Mining Ltd., entered into a share repurchase agreement with Tremont Master Holdings. The Company repurchased and cancelled all of the 2,271,265 class "A" shares held by Tremont Master Holdings. As consideration, the Company agreed to pay US \$2,000,000 by January 2020. As at January 31, 2026, the Company is in negotiation to settle this balance of \$2,712,400 (April 30, 2025 - \$2,762,400).

**7. SHARE CAPITAL**

**Authorized share capital**

Unlimited number of voting common shares without par value.

**Issued and outstanding**

As at January 31, 2026, the Company had 182,587,125 common shares outstanding (April 30, 2025 – 81,069,977).

**Share issuances**

*Share issuances during the nine months ended January 31, 2026*

In October 2025, the Company issued 50,000,000 units of the Company at a price of \$0.50 per unit for aggregate gross proceeds of \$25,000,000. Each unit consists of one common share and one half of one share purchase warrant, exercisable into one common share each at \$0.65 for a period of three years. In connection with this financing, 2,018,000 brokers' warrants were issued. Each broker warrant is exercisable into one common share at a price of \$0.50 for a period of 18 months. The Company incurred share issuance costs \$1,388,978 settled in cash.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**7. SHARE CAPITAL (continued)**

The Company valued the brokers' warrants at \$756,509 based on the Black-Scholes model using the following assumptions:

Risk free interest rate	2.36%
Expected life (years)	1.5
Expected dividend yield	0%
Expected volatility	186%
Share price	\$0.50
Exercise price	\$0.50
<b>Fair value</b>	<b>\$0.37</b>

In July 2025, the Company closed a non-brokered private placement of 40,000,073 units at \$0.035 per unit for gross proceeds of \$1,400,003. Each unit consisted of one common share and one share purchase warrant exercisable at \$0.05 per share for twelve months. The warrants were valued at \$nil using the residual value method. The Company incurred share issuance costs \$6,275 settled in cash.

During the nine months ended January 31, 2026, the Company issued 235,500 common shares pursuant to exercise of stock options for gross proceeds of \$51,955 as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds</b>
		<b>\$</b>
September 24, 2025	500	255
October 7, 2025	235,000	51,700
<b>Total</b>	<b>235,500</b>	<b>51,955</b>

During the nine months ended January 31, 2026, the Company issued 4,331,573 common shares pursuant to exercise of warrants for gross proceeds of \$480,579 as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds</b>
		<b>\$</b>
August 8, 2025	960,000	192,000
August 12, 2025	800,000	160,000
November 18, 2025	143,000	7,150
January 15, 2026	285,716	14,286
January 28, 2026	2,142,857	107,143
<b>Total</b>	<b>4,331,573</b>	<b>480,579</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**7. SHARE CAPITAL** (continued)

During the nine months ended January 31, 2026, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b>
		<b>\$</b>
December 4, 2025	83,334	36,667
October 28, 2025	250,000	25,000
October 16, 2025	108,334	47,667
October 2, 2025	1,333,334	133,333
October 1, 2025	100,000	44,000
September 29, 2025	125,000	27,500
September 24, 2025	83,334	8,334
September 18, 2025	375,000	82,500
August 20, 2025	2,666,666	266,666
July 31, 2025	1,000,000	100,000
July 19, 2025	250,000	25,000
July 18, 2025	125,000	27,500
July 7, 2025	450,000	99,000
<b>Total</b>	<b>6,950,002</b>	<b>923,167</b>

*Share issuances during the year ended April 30, 2025*

On August 20, 2024, the Company closed the first tranche of its private placement and issued 4,099,000 units at a price of \$0.125 per unit for a gross proceeds of \$512,375. Each Unit was comprised of one common share in the share capital of the Company and one common share purchase warrant. Each warrant entitles its holder to purchase one additional common share at a price of \$0.20 for a period of twenty four months until August 20, 2026. All common shares and warrants issued pursuant to the offering are subject to a hold period of four months plus one day from the date of issuance of the offered securities. The Company allocated \$81,980 to the warrant reserve using the residual value. In connection with the closing of the first tranche of the placement, the Company incurred share issuance costs \$15,191 settled in cash.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**7. SHARE CAPITAL (continued)**

On June 21, 2024, the Company entered into a share exchange agreement with MTM to acquire 100% of MTM, as consideration, the Company issued 29,000,000 common shares with a fair value of \$4,640,000 (Note 3).

During the year ended April 30, 2025, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital \$</b>
March 31, 2025	208,333	35,834
December 9, 2024	333,333	63,333
October 28, 2024	250,000	25,000
October 4, 2024	250,000	55,000
August 26, 2024	125,000	27,500
July 25, 2024	125,000	27,500
<b>Total</b>	<b>1,291,666</b>	<b>234,167</b>

**Stock options**

In November 2022, the Company approved a stock option plan which authorizes the Directors to grant options to directors, officers, key employees and others who are in a position to contribute to the future success and growth of the Company. Options granted under the plan have a maximum term of ten years and typically vest on the grant date or at terms to be determined by the directors at the time of grant.

The following is a summary of the Company's stock option activity:

	<b>Stock Options #</b>	<b>Weighted average exercise price \$</b>
<b>Balance, April 30, 2024</b>	<b>6,017,857</b>	<b>0.70</b>
<b>Balance, April 30, 2025</b>	<b>6,017,857</b>	<b>0.70</b>
Issued	6,449,450	0.51
Exercised	(235,500)	0.22
<b>Balance, January 31, 2026</b>	<b>12,231,807</b>	<b>0.61</b>
<b>Exercisable, April 30, 2025</b>	<b>5,584,107</b>	<b>0.73</b>
<b>Exercisable, January 31, 2026</b>	<b>6,231,807</b>	<b>0.70</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**7. SHARE CAPITAL (continued)**

As of January 31, 2026, the Company had stock options outstanding to acquire common shares of the Company as follows:

<b>Expiry date</b>	<b>Stock Options #</b>	<b>Exercise Price \$</b>
March 20, 2026	4,099,500	0.51
April 21, 2026	57,143	7.70
May 27, 2026	125,714	10.15
October 29, 2028	6,449,450	0.51
February 8, 2029	1,500,000	0.22
<b>Total</b>	<b>12,231,807</b>	<b>0.61</b>

On October 29, 2025, the Company issued 6,449,450 stock options to directors and officers of the Company. These stock options can be exercised at a price of \$0.51 for a period of three years. These stock had a fair value of \$2,921,221 using the Black-Scholes option pricing model with the following assumptions. During the three and nine months ended January 31, 2026, the Company recognized share-based compensation expenses of \$19,596 and \$765,213, respectively, related to these stock options.

Risk free interest rate	2.39%
Expected life (years)	3
Expected dividend yield	0%
Expected volatility	204%
Share price	\$0.49
Exercise price	\$0.51
<b>Fair value</b>	<b>\$0.45</b>

**Restricted share units**

The following is a summary of the Company's restricted stock units activity:

	<b>Number of stock options</b>	<b>Fair value at grant date (\$)</b>
Balance, April 30, 2024	2,787,500	0.24
Granted	6,500,000	0.10
Exercised	(1,291,666)	0.18
<b>Balance, April 30, 2025</b>	<b>7,995,834</b>	<b>0.14</b>
Granted	19,814,250	0.31
Exercised	(6,950,002)	0.16
<b>Balance, January 31, 2026</b>	<b>20,860,082</b>	<b>0.39</b>
<b>Exercisable, April 30, 2025</b>	<b>9,023,832</b>	<b>0.41</b>
<b>Exercisable, January 31, 2026</b>	<b>7,526,499</b>	<b>0.33</b>

On October 29, 2025, the Company issued a total of 3,872,250 RSUs to certain directors, officers, and consultants under its Omnibus Equity Incentive Plan and subject to the consultants' continued service with the Company. Once vested, each RSU represents the right to receive one common share of the Company or the equivalent cash value thereof at the Company's discretion. The RSUs will vest in three equal instalments: 33% on April 29, 2026; 33% on October 29, 2026, and 33% on April 29, 2027.

On September 11, 2025, the Company issued a total of 12,442,000 RSUs to certain directors, officers, and consultants under its Omnibus Equity Incentive Plan and subject to the consultants' continued service with the Company. Once vested, each RSU represents the right to receive one common share of the Company or the equivalent cash value thereof at the Company's discretion. The RSUs will vest in three equal instalments: 33% immediately; 33% on March 11, 2026 and 33% on September 11, 2026.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**7. SHARE CAPITAL (continued)**

On July 18, 2025, the Company issued a total of 3,500,000 RSUs to certain directors, officers, and consultants under its Omnibus Equity Incentive Plan and subject to the consultants' continued service with the Company. Once vested, each RSU represents the right to receive one common share of the Company or the equivalent cash value thereof at the Company's discretion. The RSUs will vest in three equal instalments: 33% immediately; 33% on January 18, 2026 and 33% on July 18, 2026.

On September 25, 2024, the Company issued a total of 6,500,000 RSUs to certain consultants of the Company in accordance with the Company's Omnibus Equity Incentive Plan and subject to the consultants' continued service with the Company. Once vested, each RSU represents the right to receive one common share of the Company or the equivalent cash value thereof at the Company's discretion. The RSUs will vest in three equal installments: 33% immediately; 33% on March 25, 2025 and 33% on September 25, 2025.

During the nine months ended January 31, 2026, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b> <b>\$</b>
December 4, 2025	83,334	36,667
October 28, 2025	250,000	25,000
October 16, 2025	108,334	47,667
October 2, 2025	1,333,334	133,333
October 1, 2025	100,000	44,000
September 29, 2025	125,000	27,500
September 24, 2025	83,334	8,334
September 18, 2025	375,000	82,500
August 20, 2025	2,666,666	266,666
July 31, 2025	1,000,000	100,000
July 19, 2025	250,000	25,000
July 18, 2025	125,000	27,500
July 7, 2025	450,000	99,000
<b>Total</b>	<b>6,950,002</b>	<b>923,167</b>

During the year ended April 30, 2025, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b> <b>\$</b>
March 31, 2025	208,333	35,834
December 9, 2024	333,333	63,333
October 28, 2024	250,000	25,000
October 4, 2024	250,000	55,000
August 26, 2024	125,000	27,500
July 25, 2024	125,000	27,500
<b>Total</b>	<b>1,291,666</b>	<b>234,167</b>

During the three and nine months ended January 31, 2026, the Company recorded share-based compensation of \$2,982,507 and \$6,189,995 respectively (2025 - \$197,288 and \$986,581).

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**Share purchase warrants**

The following is a summary of the Company's warrant activity:

	Number of warrants	Weighted average exercise price (\$)
<b>Balance, April 30, 2024</b>	<b>14,285,017</b>	<b>0.23</b>
Granted	4,099,000	0.20
Expired	(14,285,017)	0.23
<b>Balance, April 30, 2025</b>	<b>4,099,000</b>	<b>0.20</b>
Granted	67,018,073	0.29
Exercised	(4,331,573)	0.08
<b>Balance, January 31, 2026</b>	<b>66,785,500</b>	<b>0.29</b>

As at January 31, 2026, the Company had warrants outstanding and exercisable to acquire common shares of the Company as follows:

Expiry date	Number of warrants	Exercise Price \$
July 14, 2026	37,428,500	0.05
August 20, 2026	2,339,000	0.20
April 23, 2027	2,018,000	0.50
October 23, 2028	25,000,000	0.65
<b>Total</b>	<b>66,785,500</b>	<b>0.28</b>

**8. RELATED PARTY TRANSACTIONS**

Key management personnel are the Directors and Officers of the Company. Certain key management personnel provide services through companies that they control. The following transactions are in the normal course of operations and are measured at their exchange amount, which is the amount agreed upon by the transacting parties.

The following are the transactions with related parties during the three and nine months ended January 31, 2026 and 2025:

	Three months ended		Nine months ended	
	January 31, 2026	January 31, 2025	January 31, 2026	January 31, 2025
	\$	\$	\$	\$
Consulting fees to CEO	91,250	62,500	171,249	196,333
Consulting fees to CFO	52,500	-	70,000	-
Consulting fees to directors	73,764	-	138,035	-
Consulting fees to previous CEO	-	-	54,872	-
	<b>217,514</b>	<b>62,500</b>	<b>434,156</b>	<b>196,333</b>

	Three months ended		Nine months ended	
	January 31, 2026	January 31, 2025	January 31, 2026	January 31, 2025
	\$	\$	\$	\$
Share-based compensation to CEO	388,986	-	397,864	-
Share-based compensation to CFO	539,533	-	828,230	-
Share-based compensation to directors	667,778	-	1,194,840	-
	<b>1,596,297</b>	<b>-</b>	<b>2,420,934</b>	<b>-</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**8. RELATED PARTY TRANSACTIONS (continued)**

The following amounts, which are unsecured and non-interest bearing, are reported under related party liabilities at January 31, 2026 and April 30, 2025:

	<b>January 31, 2026</b>	<b>April 30, 2025</b>
	\$	\$
Consulting fees and expense reimbursement due to former CEO	-	300,222
Consulting fees due to directors	10,218	-
	<b>10,218</b>	<b>300,222</b>

\*These amounts are included in accounts payable and accrued liabilities.

**9. ACQUISITION AND EXPLORATION EXPENDITURES**

Acquisition and exploration expenditures for the three and nine months ended January 31, 2026 and 2025 were as follows:

	<b>Three months ended</b>			<b>Nine months ended</b>		
	<b>Misisi Gold</b>	<b>Kraaipan Project</b>	<b>Total Costs</b>	<b>Misisi Gold</b>	<b>Kraaipan Project</b>	<b>Total Costs</b>
	\$	\$	\$	\$	\$	\$
Exploration expenditures	408,810	-	408,810	417,095	-	417,095
<b>Balance, January 31, 2026</b>	<b>408,810</b>	<b>-</b>	<b>408,810</b>	<b>417,095</b>	<b>-</b>	<b>417,095</b>
Exploration expenditures	4,260	-	4,260	2,980,716	-	2,980,716
<b>Balance, January 31, 2025</b>	<b>4,260</b>	<b>-</b>	<b>4,260</b>	<b>2,980,716</b>	<b>-</b>	<b>2,980,716</b>

Management has determined that due to uncertainty on future recoverability of its mineral exploration and evaluation assets, acquisition and exploration costs are expensed as incurred.

**Kraaipan Gold Project, Republic of Seychelles**

On June 21, 2024, the Company entered into a share exchange agreement to acquire 100% of MTM, a privately held arms-length company established under the laws of the Republic of Seychelles. MTM has an earn-in option to acquire 85% rights to gold prospecting licenses in the Magisterial District of Molopo, South Africa. The license rights cover an area of approximately 90 hectares (“ha”), located in the highly prospective Kraaipan Granite-Greenstone Belt terrain, which extends 400 kilometers (“km”) from southern Botswana into the Northwest Province of South Africa. As consideration, the Company has recorded a net expense of \$3,838,250 during the year ended April 30, 2025 (Note 3).

**9. ACQUISITION AND EXPLORATION EXPENDITURES (continued)**

**Misisi Gold Project, Democratic Republic of the Congo (“DRC”)**

On December 22, 2022, the Company entered into a share exchange agreement with Regency Mining Ltd. (“Regency”) to acquire 100% of Regency, a private corporation existing under the laws of Seychelles. Regency owns a 99.43% interest in Casa Mining Ltd. (“Casa”), and indirectly through its ownership of Casa, owns a 73.84% interest in Leda Mining Congo S.A. (“Leda”). Leda owns an interest in and to the Misisi Gold Project (“Gold Project”) located in the Fizi territory of South Kivu province, in the DRC. The Gold Project covers 133 square kilometers on three contiguous mining licenses, valid until 2045. As consideration, the Company has recorded, during the year ended April 30, 2023, a net expense of \$12,293,693.

Additional acquisition costs of \$1,742,253 (USD\$1,250,000) were incurred during the year ended April 30, 2025. These costs related to the reversal of a previously written-off loan from the former owner of the Regency upon the acquisition of Regency. In July 2025, the Company entered into a binding agreement with the former owner of Regency regarding the settlement of this amount owing. In October 2025, the Company settled the obligation in full through a payment of \$891,663 (USD\$625,000). The remaining balance was written off, resulting in gain on settlement of accounts payable of \$863,065 (USD\$625,000)

**10. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS**

The Company’s significant non-cash transactions during the nine months ended January 31, 2026 included the issuance of common shares upon the exercise of stock options, for which the fair values were transferred from contributed surplus to share capital, as summarized in the table below:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b>
		<b>\$</b>
December 4, 2025	83,334	36,667
October 28, 2025	250,000	25,000
October 16, 2025	108,334	47,667
October 2, 2025	1,333,334	133,333
October 1, 2025	100,000	44,000
September 29, 2025	125,000	27,500
September 24, 2025	83,334	8,334
September 18, 2025	375,000	82,500
August 20, 2025	2,666,666	266,666
July 31, 2025	1,000,000	100,000
July 19, 2025	250,000	25,000
July 18, 2025	125,000	27,500
July 7, 2025	450,000	99,000
<b>Total</b>	<b>6,950,002</b>	<b>923,167</b>

The Company’s significant non-cash transactions during the year ended April 30, 2025 included the issuance of common shares upon the exercise of RSUs, for which the fair value were transferred from contributed surplus to share capital, as summarized in the table below:

In addition, on June 21, 2024, the Company entered into a share exchange agreement with MTM Ltd to acquire 100% of MTM, as consideration, the Company issued 29,000,000 common shares.

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**10. SUPPLEMENTAL DISCLOSURES WITH RESPECT TO CASH FLOWS (continued)**

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b>
		<b>\$</b>
March 31, 2025	208,333	35,834
December 9, 2024	333,333	63,333
October 28, 2024	250,000	25,000
October 4, 2024	250,000	55,000
August 26, 2024	125,000	27,500
July 25, 2024	125,000	27,500
<b>Total</b>	<b>1,291,666</b>	<b>234,167</b>

**11. NON-CONTROLLING INTEREST**

The following table summarizes the information related to the Company's subsidiary Leda Mining Congo S.A. Non-controlling interest as at January 31, 2026 and April 30, 2025:

	<b>Leda Mining Congo S.A.</b>
	<b>\$</b>
<b>Ending Balance April 30, 2024</b>	<b>(2,320,007)</b>
Net and comprehensive loss attributable to non-controlling interest	(348,320)
<b>Ending Balance April 30, 2025</b>	<b>(2,668,327)</b>
Net and comprehensive loss attributable to non-controlling interest	(224,273)
<b>Ending January 31, 2026</b>	<b>(2,892,600)</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**12. SEGMENTED INFORMATION**

As at January 31, 2026, the Company's operations are located in Canada, Seychelles and DRC and had assets and liabilities located as follows:

	Canada	Seychelles	DRC	Total
	\$	\$	\$	\$
<b>ASSETS</b>				
Cash	18,535,434	-	1,322,732	19,858,166
Receivables	11,187	-	-	11,187
Prepaid expenses	89,860	-	54,622	144,482
<b>LIABILITIES</b>				
Accounts payable and accrued liabilities	1,468,987	-	2,055,481	3,524,468
Related party liabilities	10,218	-	-	10,218
Deferred Consideration	-	-	2,712,400	2,712,400

As at April 30, 2025, the Company's operations were located in Canada and DRC. As at April 30, 2025, the Company had assets and liabilities located as follows:

	Canada	Seychelles	DRC	Total
	\$	\$	\$	\$
<b>ASSETS</b>				
Cash	14,326	-	174	14,500
Receivables	23,329	-	-	23,329
Prepaid expenses	19,471	-	28,005	47,476
<b>LIABILITIES</b>				
Accounts payable and accrued liabilities	1,454,952	63,250	5,419,895	6,938,097
Related party liabilities	300,222	-	-	300,222
Deferred Consideration	-	-	2,762,400	2,762,400

During the nine months ended January 31, 2026, the Company had the following losses:

	Canada	Seychelles	DRC	Total
	\$	\$	\$	
Acquisition and exploration expenditures	-	-	417,095	417,095
Other income and expenses	7,640,857	59,095	(135,802)	7,564,150
<b>Net loss</b>	<b>7,640,857</b>	<b>59,095</b>	<b>281,293</b>	<b>7,981,245</b>

During the three months ended January 31, 2026, the Company had the following losses:

	Canada	Seychelles	DRC	Total
	\$	\$	\$	
Acquisition and exploration expenditures	-	-	408,810	<b>408,810</b>
Other income and expenses	3,886,624	12,862	(42,736)	<b>3,856,750</b>
<b>Net loss</b>	<b>3,886,624</b>	<b>12,862</b>	<b>366,074</b>	<b>4,265,560</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**12. SEGMENTED INFORMATION (continued)**

During the three months ended January 31, 2025, the Company had the following losses:

	Canada \$	Seychelles \$	DRC \$	Total
Acquisition and exploration expenditures	-	-	4,260	4,260
Other income and expenses	331,647	-	179,818	511,465
<b>Net loss</b>	<b>331,647</b>	<b>-</b>	<b>184,078</b>	<b>515,725</b>

During the nine months ended January 31, 2025, the Company had the following losses:

	Canada \$	Seychelles \$	DRC \$	Total
Acquisition and exploration expenditures	-	2,968,250	12,466	2,980,716
Other income and expenses	1,598,412	-	2,712,574	4,310,986
<b>Net loss</b>	<b>1,598,412</b>	<b>2,968,250</b>	<b>2,725,040</b>	<b>7,291,702</b>

**13. CAPITAL MANAGEMENT**

The Company manages its capital structure and adjusts it, based on the funds available to the Company, in order to support the acquisition, exploration, and development of resource properties. The aforementioned exploration and evaluation work will require additional financial resources. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company is not subject to externally imposed capital requirements. There were no changes in the Company's approach to capital management during the nine months ended January 31, 2026 and the year ended April 30, 2025.

**14. FINANCIAL RISK MANAGEMENT**

The Company is exposed to minimal financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

**i. Credit Risk**

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts and other receivables. The Company's cash is deposited in a bank account held with a major bank in Canada. As most of the Company's cash is held by a bank there is a concentration of credit risk. This risk is managed by using major banks that are high-quality financial institutions as determined by rating agencies. Management believes that its credit risk is not significant.

**14. FINANCIAL RISK MANAGEMENT (continued)**

**ii. Liquidity Risk**

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. As at January 31, 2026, the Company had a cash balance of \$19,858,166 (April 30, 2025 - \$14,500) to settle current liabilities of \$6,247,086 (April 30, 2025 - \$10,000,719). All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

**iii. Currency Risk**

As at January 31, 2026, a portion of the Company's financial assets and liabilities held in Canadian dollars and United States dollar consist of cash and cash equivalents, accounts payable and accrued liabilities and deferred consideration. The Company's objective in managing its foreign currency risk is to minimize its net exposure to foreign currency cash flows by transacting, to the greatest extent possible, with third parties in the functional currency. The Company is exposed to currency rate risk in other comprehensive loss, relating to foreign subsidiaries which operate in a foreign currency.

As at January 31, 2026, the Company has determined that a 5% change in the Canadian Dollar against US dollar on financial assets and liabilities would result in an increase or decrease of approximately \$172,232 for the nine months ended January 31, 2026 (2025 - \$nil) to net loss and comprehensive loss.

**iv. Commodity Price Risk**

The Company is subject to price risk from fluctuations in the market prices of commodities as it relates to the possible underlying values of its commodity based mineral properties and the corresponding ability to raise funds for future operations. Management closely monitors commodity prices to determine the appropriate course of action to be taken in its investing and financing activities. As the Company has not yet developed commercial mineral interests, it is not exposed to significant commodity price risk.

**v. Interest Rate Risk**

The Company is not currently exposed to significant interest rate risk as it does not have any interest-bearing loan outstanding. However, certain vendors may impose interest charges on overdue invoices, which could result in a limited exposure to interest rate risk in the event of payment delays

**15. SUBSEQUENT EVENTS**

Subsequent to January 31, 2026, the Company issued 17,378,052 common shares pursuant to the exercise of warrants for gross proceeds of \$1,411,173 as follows:

Date of issuance	Common shares issued	Gross proceeds \$
February 19, 2026	428,500	21,425
February 20, 2026	54,600	35,490
February 24, 2026	142,857	7,143
March 5, 2026	8,602,488	448,759
March 10, 2026	756,750	416,213
March 17, 2026	7,392,857	482,143
<b>Total</b>	<b>17,378,052</b>	<b>1,411,173</b>

**Avanti Gold Corp.**  
**Notes to the Condensed Interim Consolidated Financial Statements**  
**For the three and nine months ended January 31, 2026 and 2025**  
(Expressed in Canadian dollars)

**15. SUBSEQUENT EVENTS (continued)**

Subsequent to January 31, 2026, the Company issued 2,942,157 common shares pursuant to the exercise of options for gross proceeds of \$1,500,500.

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds \$</b>
March 5, 2026	300,000	153,000
March 13, 2026	100,000	51,000
March 16, 2026	220,000	112,200
March 17, 2026	580,000	295,800
March 19, 2026	1,242,157	633,500
March 20, 2026	500,000	255,000
<b>Total</b>	<b>2,942,157</b>	<b>1,500,500</b>

Subsequent to January 31, 2026, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital \$</b>
February 2, 2026	2,650,000	573,000
February 20, 2026	725,917	319,403
February 24, 2026	450,000	198,000
March 1, 2026	1,350,000	424,000
March 11, 2026	83,333	36,667
March 12, 2026	187,500	95,625
March 16, 2026	420,834	185,167
March 18, 2026	33,333	14,667
<b>Total</b>	<b>5,900,917</b>	<b>1,846,529</b>

As at the date of this report, the Company has the following securities outstanding:

<b>Type of security</b>	<b>Number</b>
Issued and outstanding common shares	208,808,252
RSUs	15,059,165
Stock options	8,132,307
Warrants	49,407,448
<b>Total</b>	<b>281,407,172</b>

# **SCHEDULE "B"**

## **AVANTI GOLD CORP.**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

**For The Three and Nine Months Ended January 31, 2026**

#### **OVERVIEW**

This management's discussion and analysis ("MD&A") provides an analysis of Avanti Gold Corp's ("Avanti", "we", "us" or the "Company") financial situation which will enable the reader to evaluate important variations in our financial situation for the three and nine months ended January 31, 2026 and 2025. This report prepared as at **March 26, 2026** intends to complement and supplement our unaudited condensed interim consolidated financial statements (the "Financial Statements") as at January 31, 2026 and 2025. Readers are also advised to read the Company's audited financial statements (the "Audited Financial Statements") and accompanying notes for the year ended April 30, 2025 which have been prepared in accordance with International Financial Reporting Standards ("IFRS").

Our financial statements and the MD&A are intended to provide a reasonable base for the investor to evaluate our financial situation.

Our financial statements have been prepared using accounting policies consistent with IFRS. All dollar amounts contained in this MD&A are expressed in Canadian dollars, unless otherwise specified.

#### **FORWARD LOOKING STATEMENTS**

Certain statements in this report may be forward-looking statements, which reflect management's expectations regarding our future growth, results of operations, performance and business prospects and opportunities including statements related to the development of existing and future property interests, availability of financing and projected costs and expenses. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits we will obtain from them. These forward-looking statements reflect management's current views and are based on certain assumptions and speak only as of the date of this report. These assumptions, which include management's current expectations, estimates and assumptions about our current mineral property interests, the global economic environment, the market price and demand for commodities and our ability to manage our property interests and operating costs, may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) a downturn in general economic conditions from increased tariff risk and interest rates, (2) a decreased demand or price of minerals, (3) delays in the start of projects with respect to our property interests, (4) inability to locate and acquire additional property interests, (5) the uncertainty of government regulation and politics in North America regarding mining and mineral exploration, (6) potential negative financial impact from regulatory investigations, claims, lawsuits and other legal proceedings and challenges, and (7) other factors beyond our control.

Additional information relating to Avanti Gold Corp, is available by accessing the SEDAR PLUS website at <https://www.sedarplus.ca/>.

#### **DESCRIPTION OF BUSINESS**

Avanti Gold Corp. is a mineral exploration company working on a gold opportunity in the Democratic Republic of the Congo, located in the Fizi territory of South Kivu Province. The Company was incorporated on May 9, 2014, and on September 14, 2020, the Company changed its name from JDF Explorations Inc. to Valorem Resources Inc. and on April 21, 2023, the Company changed its name to Avanti Gold Corp.

Avanti Gold Corp.  
Management discussion and analysis  
For the three and nine months ended January 31, 2026 and 2025

The Company is a publicly listed company on the Canadian Stock Exchange (“CSE”), trading under the symbol “AGC” and on the Frankfurt Stock Exchange under the symbol “X37”. The Company is currently working on the Misisi Gold Project which has an inferred mineral resource of 3.1 million ounces.

On December 8, 2025, the Company’s common shares became eligible for trading on the OTCQB Venture Market in the United States under the ticker symbol AVTGF. The Company’s shares continue to trade on the Canadian Securities Exchange under the symbol AGC and on the Frankfurt Stock Exchange under the symbol X370.

On February 3, 2026, the Company announced that its common shares became eligible for electronic clearing and settlement through The Depository Trust Company (“DTC”) in the United States. DTC eligibility enables U.S.-based broker-dealers to hold and trade AVTGF shares electronically, broadening accessibility for U.S. retail and institutional investors.

The head office and principal address is Suite 1100-1111 Melville Street, Vancouver, British Columbia, V6E3V6. The registered and records office of the Company is located at Suite 1100-1111 Melville Street, Vancouver, British Columbia, V6E3V6.

## **SUMMARY OF BUSINESS ACTIVITIES**

### **ACQUISITION OF MTM LTD.**

#### **Background:**

On June 21, 2024, the Company entered into a share exchange agreement with MTM Ltd. (“MTM”) to acquire 100% of MTM, a privately held arms-length company established under the laws of the Republic of Seychelles. MTM, with a local partner, holds rights to gold prospecting licenses in the Magisterial District of Molopo, South Africa. The license rights cover an area of approximately 90 hectares (“ha”), located in the highly prospective Kraaipan Granite-Greenstone Belt terrain, which extends 400 kilometers (“km”) from southern Botswana into the Northwest Province of South Africa. As consideration, the Company issued 29,000,000 common shares. Subsequent to a review completed at the year ended April 2025, management determined that the fair value of the shares issued should be revised from \$0.13 to \$0.16 per share. Accordingly, the table below presents the revised amounts, which replaced the originally reported figures.

#### **Accounting treatment:**

In accordance with IFRS 3 Business Combinations, a business combination is a transaction in which an acquirer obtains control of a business which is defined as an integrated set of activities and assets that is capable of being conducted and managed to provide a return to investors. For an integrated set of activities and assets to be considered a business, the set needs to contain inputs and processes. This acquisition does not meet the definition of a business combination as the primary assets are mineral claims. Consequently, the transaction has been recorded as an asset acquisition. The transaction price was negotiated and entered into at arm’s length, therefore the consideration paid is presumed to be equal to the fair value of the net assets acquired unless there is evidence to the contrary. On the date of acquisition, there was no evidence to suggest that the fair value of the net assets acquired did not equal the consideration paid. The consideration's fair value was determined using level 1 (valuations based on quoted prices, unadjusted, in active markets for identical assets or liabilities) inputs.

The Company’s accounting policy is to expense all exploration and evaluation acquisition cost and expenditures, unless commercial feasibility has been met. On the date of acquisition, commercial feasibility was not met based on the Company’s accounting policy, rather, the Company expensed the difference between the consideration paid and the net assets acquired to the Consolidated Statement of Loss and Comprehensive Loss to exploration and evaluation expense.

The following table summarizes the consideration paid and the allocation to the assets and liabilities acquired as at the date of acquisition:

Purchase price	\$
29,000,000 common shares	4,640,000
<b>Total consideration paid</b>	<b>4,640,000</b>
Amounts receivable	865,000
Advances from related parties	(63,250)
<b>Assets acquired</b>	<b>801,750</b>
<b>Net exploration and evaluation expenditures</b>	<b>3,838,250</b>

**ACQUISITION OF REGENCY MINING LTD.**

**Background:**

On December 22, 2022, the Company entered into a share exchange agreement with Regency Mining Ltd. (“Regency”) to acquire 100% of Regency, a private corporation existing under the laws of Seychelles. Regency owns a 99.43% interest in Casa Mining Ltd. (“Casa”), and indirectly through its ownership of Casa, owns a 73.84% interest in Leda Mining Congo S.A. (“Leda”). Leda owns an interest in the Misisi Gold Project (“Gold Project”) located in the Fizi territory of South Kivu province, in the DRC. The Gold Project covers 133 square km on three contiguous mining licenses, valid until 2045.

**Business rationale and judgements:**

The Gold Project represents a significant opportunity for the Company. From the Amended and Restated Technical Report NI 43-101 filed on June 30, 2023, the Company has noted the following highlights:

- Large contiguous licensed land position extending 133 square kilometers valid through to 2045.
- Host to an Inferred Resource of 40.8 million tonnes at an average grade of 2.37 g/t Au (representing 3.11 million ounces of gold) at Akyanga.
- Significant upside exploration potential on a 55 km prospective gold belt, of which numerous targets have been identified from prior exploration activity (geophysics, sampling and prospecting) including the directly adjacent Akyanga East prospect.
- Extensive past exploration work with technical reports generated including three historical resource estimates using the JORC Code and a Scoping Study (SRK, 2014)

The amended and restated technical report NI 43-101 filed June 30, 2023 on SEDAR PLUS was provided by John Arthur (Ph.D, CGeol FGS); Ephraim Masibhera (B.Sc. (Geol.), MSc (Cd), MGSSA, Pr. Sci Nat) and Dian Heinrich Page (B.Sc, MEng, Pr. Sci Nat). Ephraim Masibhera is the principal Qualified Person as defined in National Instrument 43- 101 – Standards of Disclosure for Mineral Projects (“NI 43-101”).

Subject to accessing sufficient funding, the Company is looking to explore this opportunity and conduct further work to identify and commercialize potential gold deposits. There are no further commitments to acquire these claims.

**Accounting treatment:**

On the date of acquisition, commercial feasibility was not met and based on the Company's accounting policy, rather, the Company expensed the difference between the consideration paid and the net liabilities acquired to the Consolidated Statement of Loss and Comprehensive Loss to exploration and evaluation expense.

The following table summarizes the consideration paid and the allocation to the assets and liabilities acquired as at the date of acquisition:

Purchase price	\$
16,000,000 common shares	5,680,000
2,000,000 finder common shares	710,000
Cash payments	656,567
Transaction costs	3,600
<b>Total consideration paid</b>	<b>7,050,167</b>
Cash	815
Prepays	4,165
Accounts payable	(2,301,944)
Loans payable	(1,091,749)
Deferred consideration payable	(2,731,200)
Advances from related parties	(1,025,515)
<b>Net liabilities acquired</b>	<b>(7,145,428)</b>
Non-controlling interest	1,901,902
<b>Liabilities acquired</b>	<b>(5,243,526)</b>
<b>Net exploration and evaluation expenditures</b>	<b>12,293,693</b>

**Corporate Highlights - Appointments**

On December 18, 2025, shareholders elected Sir Samuel Jonah, Mata Botima, Jonathan Hill, Terry Holohan, Martin Pawlitschek and David Renner as the directors of the Company. Following the meeting, the Board appointed Sir Samuel Jonah as the Chairman.

On December 18, 2025, Mohammed Cisse was appointed as Acting Chief Executive Officer. Mr. Cisse is a seasoned African mining executive with extensive experience in the Democratic Republic of Congo.

On September 30, 2025, Mohammed Cisse was appointed as Chief Operating Officer.

On September 30, 2025, Natalie Davies stepped down as Chief Financial Officer, and Swapan Kakumanu was appointed as Chief Financial Officer.

On August 13, 2025, David Renner was appointed as a Non-Executive Director. Mr. Renner is a mining executive with over 30 years of international experience, particularly in large-scale mine development and production in Africa.

On July 29, 2025, Terry Holohan was appointed as a Non-Executive Independent Director. Ian Maclean stepped down as Chief Executive Officer and Director, and Swapan Kakumanu was appointed as an Interim CEO.

On July 29, 2024, Martin Pawlitschek was appointed as a Non-Executive Director of the Board. Colin Porter stepped down as a Director but will continue as Vice President, Exploration.

On May 7, 2024, Ian MacLean was appointed as the Company's Chief Executive Officer. Ian MacLean has over 25 years of experience in the mining industry, where he has played key roles in the formation and success of several mining ventures, demonstrating an aptitude for driving transformative growth and cultivating sustainable shareholder value. Mr. MacLean replaces Dr. Colin Porter, the Company's former CEO.

On May 3, 2024, Sir Samuel Jonah was appointed as a Director and Chairman of the Board. Sir Samuel Jonah, former President of AngloGold Ashanti and a distinguished leader renowned for his groundbreaking contributions to the mining sector in Africa, brings a wealth of experience that will help propel the growth of the Company.

## EXPLORATION AND EVALUATION EXPENDITURES

All technical aspects of the Company for this MD&A report, have been reviewed and approved by Dr. Stewart A Jackson, P.Geo., a Qualified Person under NI 43-101 and independent of the Company.

Acquisition and exploration expenditures for the three and nine months ended January 31, 2026 and 2025 were as follows:

	Three months ended			Nine months ended		
	Misisi Gold	Kraaipan Project	Total Costs	Misisi Gold	Kraaipan Project	Total Costs
Exploration expenditures	\$ 408,810	\$ -	\$ 408,810	\$ 417,095	\$ -	\$ 417,095
<b>Balance, January 31, 2026</b>	<b>408,810</b>	<b>-</b>	<b>408,810</b>	<b>417,095</b>	<b>-</b>	<b>417,095</b>
Exploration expenditures	4,260	-	4,260	2,980,716	-	2,980,716
<b>Balance, January 31, 2025</b>	<b>4,260</b>	<b>-</b>	<b>4,260</b>	<b>2,980,716</b>	<b>-</b>	<b>2,980,716</b>

Management has determined that due to uncertainty on future recoverability of its mineral exploration and evaluation assets, acquisition and exploration costs are expensed as incurred.

### Kaaipan Project

On June 21, 2024, the Company entered into a share exchange agreement with MTM Ltd. (“MTM”) to acquire 100% of MTM, a privately held arms-length company established under the laws of the Republic of Seychelles. MTM, with a local partner, holds rights to gold prospecting licenses in the Magisterial District of Molopo, South Africa. The license rights cover an area of approximately 90 hectares (“ha”), located in the highly prospective Kraaipan Granite-Greenstone Belt terrain, which extends 400 kilometers (“km”) from southern Botswana into the Northwest Province of South Africa.

### Misisi Gold Project

The Misisi Gold Project has a contained Inferred Mineral Resource of 3.1 million ounces of gold as reported in the Company's National Instrument 43-101 technical report on the Misisi Gold Project.

Near term upside potential around the existing Akyanga deposit with additional drilling on strike and at depth. Additional near-term potential to increase resources with further drilling at the Akyanga East prospect. Scope to significantly increase the resource from multiple drill targets identified over a 50km strike length with positive indications and intersections from geophysical and soil anomalies, as well as historical drilling data.

### Phase 1 drill planning on the Misisi Gold project.

In a news release dated August 9, 2023 filed on the Company's website the Company announced an update after visiting the Company's Misisi Gold project, by the CEO and a board member.

Several constructive meetings took place with senior community representatives, local and district chiefs, and leaders of the local artisanal miners' cooperative (Sycomines).

The airstrip at Lulimba was found to be in excellent condition and roads to Misisi town and the field camp were all passable. The camp itself is in good condition with all accommodation and catering facilities fully functional as well as the electricity supply. Some minor remedial work will be required. Access roads to the Akyanga project area are good.

Samples from a 2,100m drilling by the previous operator remain on site and have not been assayed. The integrity of the samples was assessed and overall condition is considered to be good. In January 2026 the Company exported this historic drill core to laboratories for assay analysis. These samples represent approximately 10% of historic diamond drilling completed by the previous operator and may provide additional geological data to support future resource expansion.

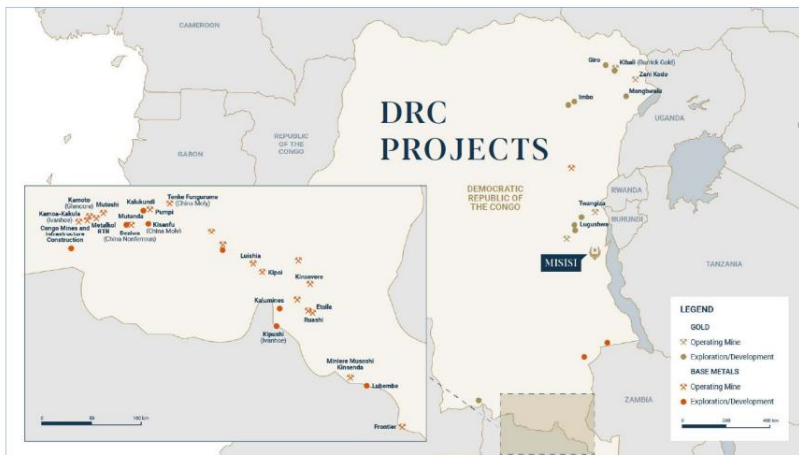
Phase 1 drill planning has been completed with a view to further upgrading of the Akyanga inferred resource by infill drilling and exploration drilling on the Akyanga East target which lies 500m to the east of the main resource. An initial 15,000m of drilling has been planned and contractors identified.

Subsequent to the January 31, 2026, the Company expanded the planned 2026 exploration program at the Misisi Project to approximately 42,000 meters of drilling, comprising a 15,000-meter Phase 1 programme and a 27,000-meter Phase 2 program targeting the Akyanga deposit and additional regional targets including Akyanga East, Ngalula, Tulonge, Lubitchako and Kilombwe.

### About the Misisi Gold Project:

The initial mineral resource estimate was supported by data from 105 diamond drill holes and 6 RC drill holes totaling over 22,000m of drilling. All sample data was composited to the dominant sample length of 1 m prior to analysis and estimation. The sample database and the topographic survey were reviewed and validated by Arc Minerals Ltd. and African Mining Consultants prior to being supplied to Ivor Jones Pty Ltd, a specialized Australian based resource consultant. Such review and validation helped support the reliability of the estimate. Geological and Mineral Resource domain modelling, grade interpolation, Mineral Resource classification and reporting of the mineral resource statement, was performed by Mr. Ivor Jones. Mr. Jones is a “Qualified Person” within the meaning of National Instrument NI 43 - 101. Block modelling was carried out using cell dimensions of 25mE by 25mN by 25 mRL and was coded to reflect the surface topography and mineralized zones. Density values were estimated into blocks and had an average density of 2.63t/m<sup>3</sup>. The mineral resource estimate was classified based on data density, data quality, confidence in the geological interpretation and confidence in the robustness of the grade interpolation.

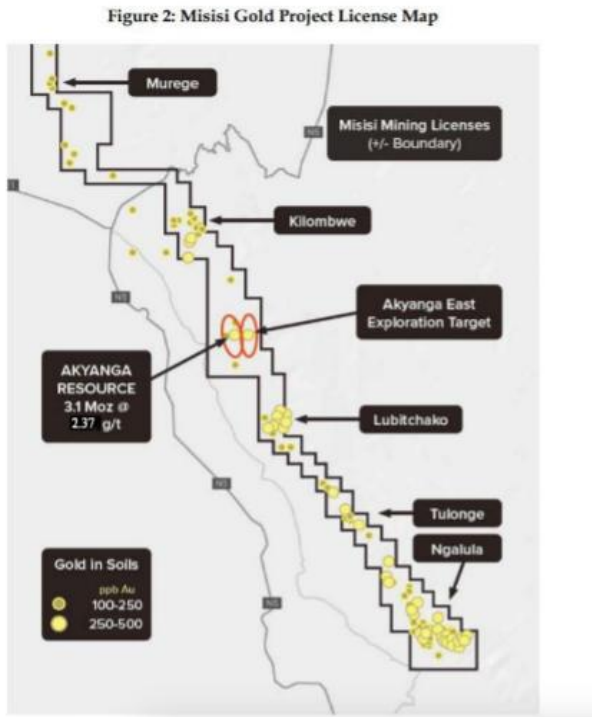
Figure 1: Misisi Gold Project



The Project is located 250 km south of Bukavu, the provincial capital of the South Kivu Province, in the DRC (Figure 1). The Project is comprised of three contiguous 30-year mining leases, valid until 2045, covering 133 square km of highly prospective exploration ground along the 55-kilometre-long Kibara Gold Belt. The Kibara Belt is a well-known metallogenic province and hosts a number of other deposits including the Twangiza (5.1 Moz oz Au, source: S&P Global) and Namoya (1.9 Moz, source: S&P Global) gold mines. Within the area of the 3 licenses, a significant number of prospects have been delineated including the Akyanga deposit and Akyanga East exploration target, along with other significant targets such as the Lubitchako, Tulogwe, Kilombwe and Mutshobwe (latter not shown on the map) prospects (Figure 2).

The Misisi Gold Project has been explored by a number of companies intermittently since the late 1920's. Recently, exploration was carried out by Anvil Mining (acquired by Minmetals Resources/MMG in 2011 for C\$1.3 billion) from 1998 through 2008, followed by Casa Mining from 2011 through 2018 that included 21,610 metres of diamond drilling in 133 holes, 2,810 metres

of reverse circulation drilling in 23 holes, 2,011-line metres of trenching, in addition to geophysical surveying, sampling and prospecting.



The Misisi Gold Project contains the Akyanga deposit, which is the subject of the NI 43-101 Inferred Resource of 41 million tons at an average grade of 2.37grams per ton gold containing 3.1 million ounces. Mineralization at Akyanga is comprised of several sub-parallel mineralized zones, which have been delineated by historical exploration including diamond and reverse-circulation (RC) drilling. The deposit has been defined over a 1,200-metre strike length, and comprises six sub-parallel quartz veins ranging from one to eight meters thick that dip shallowly to the southeast, extending to a depth of 300 meters with mineralization remaining open at depth.

On September 26, 2024 Avanti announced the commencement of the 2024 exploration program at the Misisi Gold Project in the Democratic Republic of Congo (DRC). Avanti geologists are currently overseeing the preparation of diamond drill samples for transportation to Advanced Laboratory Solutions (ALS) assay lab located in Johannesburg, South Africa. These samples are from 2,100 meters (m) of diamond drilling that was completed by the previous owner but were not assayed and are not included in the current 3.1 million ounce Inferred Mineral Resource estimate for the Misisi Project. Assay results from 2,100-meter of historic diamond core that targeted both the northwest extension and the high-grade southern zones of the Akyanga deposit. The samples, representing approximately 10% of the total drilling conducted at Akyanga. These assays from 7 historic drill holes (1,629 m) confirm near-surface high-grade gold at the Akyanga deposit. Key intercepts include 3.5 m @ 6.12 g/t, 12.7 m @ 4.60 g/t, and 15.1 m @ 2.31 g/t Au. More results are pending from additional drill holes and 2,100 m of historic core. A 15,000 m drilling program starts March 2026 to expand resources at Akyanga and define Akyanga East.

Over \$30 million has been invested in exploration at the Misisi Project to date, including 20,000 m of diamond drilling and 500 m of trenching. Comprehensive geochemical and geophysical surveys have been conducted over the entire 55 km belt, identifying a parallel structure and several drill-ready exploration targets. The 2,100 m of diamond drilling targeted the northwest and high-grade southern sections of the Akyanga mineralized zone. The infill samples being processed have the potential to convert a portion of the Inferred Mineral Resource into the indicated category. The samples are housed in two storage facilities, one in Bukavu located approximately 1,392 km from Lubumbashi and at the Misisi exploration camp. The Avanti team is currently in Bukavu, preparing 499 samples for shipment by air to the ALS prep lab in Lubumbashi by the end of the week. The team will then travel to Misisi to oversee the next phase of transportation, which will move approximately 1,545 samples from Misisi to

the ALS lab over the course of approximately three weeks. Both sets of samples will then be sent to the ALS assay lab in Johannesburg.

QA/QC protocols will be applied to all samples to ensure compliance with NI 43-101 standards. Assay results will be announced in stages as they become available.

On September 11, 2025 the Company announced progress at its Misisi Gold project in the DRC. The Company is finalizing permits to export and assay 2,100 m of historical diamond drill core from the Akyanga deposit that were never tested. Results could:

- Upgrade part of the 3.1 Moz Inferred Resource to Indicated;
- Confirm high-grade continuity in the southern zone;
- Support refined pit shell and mine planning.

The Company entered a digital marketing services agreement with Machai Capital Inc.

On November 17, 2025, the Company engaged Atrium Research Corporation, a leading company-sponsored research firm that provides institutional-quality coverage on North American public equities with a long-term (3-5 years) investment outlook.

During the nine months ended January 2026 and subsequently up to the date of this report the Company advanced key operational, logistical, and stakeholder engagement activities in preparation for the restart of exploration at the Misisi Gold Project:

- **Leadership Transition:** Avanti successfully completed the transition to a new management team following their appointment on September 30, 2025, enhancing in-country operational oversight and execution capability.
- **Post-Financing Mobilization:** Following the close of the upsized \$25 million private placement in October, 2025, field planning and pre-mobilisation activities accelerated with a targeted restart of exploration operations.
- **In-Country Pre-Drilling Mobilisation Trip:** Management completed a multi-region field visit, meeting with government officials, local authorities, community representatives, and service providers across Kinshasa, Kalemie, Lubumbashi, and the Misisi region.
- **Drilling & Lab Tender Process:** The Company received multiple tenders for drilling and laboratory services and is currently negotiating terms. Finalization of key contracts remains targeted for late Q4 2025 to early Q1 2026.
- **Operational Base Secured – Kalemie:** Kalemie was confirmed as the logistical hub for mobilisation and support services, with established infrastructure:
  - **Kalemie Airport:** 2.5 km paved runway suitable for regular freight and charter flights to Lulimba Airstrip.
  - **Kalemie Port:** Cargo capacity exceeding 1,000 tonnes, receiving regular shipments from Tanzania and Zambia.
  - **N5 Highway Access:** 180 km laterite road providing direct access to site, currently undergoing refurbishment.
- **Site & Camp Assessment:** The Misisi camp was confirmed to be in operational condition, with the core storage facility functional and drill core catalogued. Avanti is engaging local contractors to refurbish camp facilities and upgrade priority sections along access roads between Misisi – Lulimba – Kalemie.
- **Geological Potential:** The Misisi Project hosts an NI 43-101 compliant Inferred Resource of 3.1 Moz at 2.37 g/t Au, with significant upside across the 133 km<sup>2</sup> licensed mining area, supported by prior soil sampling, aeromagnetic surveys, trenching, and drilling.
- **Upcoming Drill Program:** A first 15,000-meter drill program has been designed across at least six priority targets, focused on expanding and upgrading the current resource base.
- **Desktop Review with Minecon Firm:** The management team is undertaking a review of current geological interpretations, review and re-optimize pit shell at higher gold price. The review will aim to define a prioritized drilling strategy for the various targets (Akyanga East, Ngalula, Lubitchako, Tulonge, Kilombwe, Murege) of Misisi for resource expansion. A set of 2,100 of sample are in good conditions as Misisi core yard, the samples are awaiting permitting to be dispatched to Mwanza for lab testing.
- **Government Engagement:** After the field tour, management met with a delegation led by His Excellency Louis Watum Kabamba, Minister of Mines, to introduce the new management team and report on the field assessment and planned restart of exploration activities.
- **Misisi Exploration Update:** The Company is currently assaying 2,100m of historical drill core from the Akyanga deposit to confirm mineralization continuity. Results will help refine the 2026 exploration strategy, which has been expanded to 42,000m of drilling across Akyanga, Akyanga East, and additional targets.

- Drill Rig Mobilization and Exploration Launch:** Following the signing of a drilling service contract with Simba DRC Mining Services Ltd. (“Simba”) on February 17, 2026, four drill rigs (three diamond drill rigs and one multi-purpose drill rig) were mobilized from Mwanza, Tanzania to the Misisi Project site. Minecon Resources and Services Ltd. (“Minecon”) has been appointed as Drill Programme Manager under an extended contract following the desktop geological review and 2026 exploration programme planning. On March 2, 2026, the Company announced assay results from 1,496 samples taken from seven historical drill holes (totalling 1,629m) at the Akyanga deposit, confirming strong near-surface, high-grade gold mineralization. Notable intercepts include: MSDD136: 3.5m at 6.12 g/t Au (incl. 1.5m at 12.57 g/t Au); MSDD138: 12.7m at 4.60 g/t Au (incl. 2.5m at 10.97 g/t Au); and MSDD139: 15.1m at 2.31 g/t Au. Assays from three additional historical drill holes (MSDD0133, MSDD0134, MSDD0135, totalling 471m) remain pending. The Phase 1 exploration programme (15,000m) targeting Akyanga and Akyanga East commenced in late March 2026, as part of the 42,000m 2026 exploration campaign. Phase 2 (27,000m, expected August 2026) will target Akyanga infill drilling plus regional prospects including Ngalula, Tulonge, Lubitchako and Kilombwe. Phase 1 is fully funded by the Company’s October 2025 private placement.

## RESULTS OF OPERATIONS

*For the nine months ended January 31, 2026:*

During the three and nine months ended January 31, 2026, the Company recorded a net loss and comprehensive loss of \$8,045,117 (2025 - \$7,803,710) which is mainly attributed to:

- Share-based compensation of \$6,189,995 (2025 - \$986,581).
- Acquisition and exploration expenditures of \$417,095 (2025 - \$2,980,716) due to acquisition of MTM and road development to the Company’s properties in prior year.
- Corporate development expenses of \$200,624 (2025 - \$450,552), decreasing primarily due to the reclassification of Leda subsidiary salaries expenses to consulting fee, along with promotional spending related to investor awareness activities in current period.
- Professional fees of \$256,991 (2025 - \$162,047) increased in 2026 due to recommencement of exploration activities and balance sheet cleanup;
- Consulting fees of \$1,633,660 (2025 - \$2,202,379) due to the ARC consulting fee of \$1,880,491 (USD\$1,375,000) accrued in the prior period.
- Gain on settlement of accounts payable \$1,641,490 (2025 - \$nil), as the Company settled its obligations in full through a payment of \$891,663 (USD\$625,000) in October 2025, and the remaining balance was written off, resulting in gain on settlement of debt of \$863,065 (USD\$625,000). In addition, the Company settled another obligation in full, resulting in a further gain on settlement of debt of \$700,099 (USD\$506,223)

As at January 31, 2026, the Company had no continuing source of operating revenues. The Company has not paid any dividends on its common shares and has no present intention of paying dividends in the foreseeable future, as it anticipates that all available funds will be used to finance its business and exploration activities.

## SUMMARY OF QUARTERLY FINANCIAL RESULTS

The following is a summary of selected financial information compiled from the audited consolidated financial statements:

Three months ended \$	January 31, 2026	October 31, 2025	July 31, 2025	April 30, 2025
Total assets	20,013,835	23,187,765	460,585	85,305
Total liabilities	6,247,086	8,352,726	9,615,194	10,000,719
Working capital (deficiency)	13,766,749	14,835,039	(9,154,609)	(9,915,414)
Shareholders’ equity (deficiency)	13,766,749	14,835,039	(9,154,609)	(9,915,414)
Net loss and comprehensive loss	(4,175,457)	(2,884,491)	(985,169)	(1,421,211)
Loss per share	(0.02)	(0.02)	(0.01)	(0.02)

Avanti Gold Corp.  
Management discussion and analysis  
For the three and nine months ended January 31, 2026 and 2025

Three months ended \$	January 31, 2025	October 31, 2024	July 31, 2024	April 30, 2024
Total assets	81,864	116,064	62,202	300,789
Total liabilities	9,599,208	9,010,760	7,628,067	7,274,673
Working capital (deficiency)	(9,517,344)	(8,894,696)	(7,565,865)	(6,973,884)
Shareholders' equity (deficiency)	(9,517,344)	(8,894,696)	(7,565,865)	(6,973,884)
Net loss and comprehensive loss	(819,936)	(2,327,729)	(4,656,045)	(1,240,505)
Loss per share	(0.01)	(0.03)	(0.08)	(0.02)

There are no general trends regarding the Company's quarterly results and the Company's business is not seasonal, as it can develop and progress on a year-round basis, funding permitting. Quarterly results may vary significantly depending mainly on whether the Company has engaged in new activities or abandoned any projects and these factors which may account for material variations in the Company's quarterly losses are not predictable. See also the results of operations discussion above.

Net loss and comprehensive loss of \$8,045,117 was recorded during the nine months ended January 31, 2026 (2025 - \$7,803,710). The decreased loss was primarily driven by less acquisition and exploration expenditures and consulting fees offset by an increase in share-based payments.

The most significant portion of liabilities as at January 31, 2026, were accounts payable and accrued liabilities \$3,524,468 (April 30, 2025 - \$6,938,097) and \$2,712,400 (April 30, 2025 - \$2,762,400) for deferred consideration payable, in which relates to the liabilities assumed on acquisition of Regency Mining Ltd.

## LIQUIDITY AND CAPITAL RESOURCES

The following table summarizes the Company's cash on hand, working capital and cash flow activities:

As at	January 31, 2026		April 30, 2025	
Cash and cash equivalent	\$	19,858,166	\$	14,500
Working capital (deficiency)		13,766,749		(9,915,414)
For the nine months ended	January 31, 2026		January 31, 2025	
Cash used in operating activities	\$	(5,579,747)	\$	(763,772)
Cash provided by financing activities		25,537,285		555,204
Effect of foreign exchange on cash		(113,872)		(19,073)
Change in cash	\$	19,843,666	\$	(227,641)

The Company is dependent on the sale of treasury shares to finance its exploration activities, property acquisition payments and general and administrative costs. The Company will have to raise additional funds in the future to continue its operations. There can be no assurance, however, that the Company will be successful in its efforts. If such funds are not available or other sources of financing cannot be obtained, then the Company will be forced to curtail its activities.

The condensed interim consolidated financial statements have been prepared on a going-concern basis, which assumes the realization of assets and liquidation of liabilities in the normal course of business. Continuing operations, as intended, are dependent on management's ability to raise required funding through future equity issuances, its ability to acquire resource property or business interests and develop profitable operations or a combination thereof, which is not assured, given today's volatile and uncertain financial markets. The Company may revise programs depending on its working capital position.

The Company has financed its operations to date through the issuance of common shares. The Company may continue to seek capital through various means including the issuance of equity and/or debt.

Net cash used in operating activities was \$5,579,747 during the nine months ended January 31, 2026 (2025 - \$763,772). Cash

used in operating activities was mainly attributed to items discussed in results of operations.

Net cash provided by financing activities was \$25,537,285 during the nine months ended January 31, 2026 (2025 - \$555,204).

Although the Company has successfully completed equity financings in the past, historical transactions are not necessarily indicative of future performance. The resulting increase in the Company's overall deficit may impact the Company's ability to finance in the future.

## RELATED PARTY TRANSACTIONS

Key management personnel are the Directors and Officers of the Company. Certain key management personnel provide services through companies that they control. The following transactions are in the normal course of operations and are measured at their exchange amount, which is the amount agreed upon by the transacting parties.

The following are the transactions with related parties during the three and nine months ended January 31, 2026 and 2025:

	Three months ended		Nine months ended	
	January 31, 2026	January 31, 2025	January 31, 2026	January 31, 2025
	\$	\$	\$	\$
Consulting fees to CEO	91,250	62,500	93,749	196,333
Consulting fees to CFO	52,500	-	70,000	-
Consulting fees to directors	73,764	-	138,035	-
Consulting fees to previous CEO	-	-	54,872	-
	<b>217,514</b>	<b>62,500</b>	<b>434,156</b>	<b>196,333</b>

During the three and nine months ended January 31, 2026, the Company recognized \$1,596,297 and \$2,420,934 in share-based compensation granted to officers and directors (2025 - \$nil and \$nil). See Note 7 to the consolidated financial statements.

The following amounts, which are unsecured and non-interest bearing, are reported under related party liabilities as at January 31, 2026 and April 30, 2025:

	January 31, 2026	April 30, 2025
	\$	\$
Consulting fees and expense reimbursement due to former CEO	-	300,222
Consulting fees due to directors	10,218	-
	<b>10,218</b>	<b>300,222</b>

\*These amounts are included in accounts payable and accrued liabilities.

## CRITICAL ACCOUNTING ESTIMATES

The preparation of the Company's condensed interim consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the date of the condensed interim consolidated financial statements and reported amounts of revenues and expenses during the reporting period. Estimates and assumptions are continuously evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances; however, actual outcomes can differ from these estimates.

Information about critical judgments and estimates in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities included in the preparation of these condensed interim consolidated financial statements are discussed below:

Usage of the going concern assumption - The assessment of whether the going concern assumption is appropriate requires management to take into account all available information about the future, which is at least, but not limited to, twelve months from the end of the reporting period. The Company is aware that material uncertainties related to events or conditions may cast significant doubt upon the Company's ability to continue as a going concern.

## **FINANCIAL RISK MANAGEMENT**

The Company is exposed to minimal financial instrument related risks. The Board of Directors approves and monitors the risk management processes, inclusive of documented investment policies, counterparty limits, and controlling and reporting structures. The type of risk exposure and the way in which such exposure is managed is provided as follows:

### ***Commodity price risk***

The Company is subject to price risk from fluctuations in the market prices of commodities as it relates to the possible underlying values of its commodity based mineral properties and the corresponding ability to raise funds for future operations. Management closely monitors commodity prices to determine the appropriate course of actions to be taken in its investing and financing activities. As the Company has not yet developed commercial mineral interests, it is not exposed to significant commodity price risk.

### ***Credit risk***

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts and other receivables. The Company's cash is deposited in a bank account held with a major bank in Canada. As most of the Company's cash is held by a bank there is a concentration of credit risk. This risk is managed by using major banks that are high-quality financial institutions as determined by rating agencies. Management believes that its credit risk is not significant.

### ***Liquidity risk***

Liquidity risk is the risk that the Company will not be able to meet its obligations as they become due. The Company's ability to continue as a going concern is dependent on management's ability to raise required funding through future equity issuances. The Company manages its liquidity risk by forecasting cash flows from operations and anticipating any investing and financing activities. Management and the Board of Directors are actively involved in the review, planning and approval of significant expenditures and commitments. As at January 31, 2026, the Company had a cash balance of \$19,858,166 (April 30, 2025 - \$14,500) to settle current liabilities of \$6,247,086 (April 30, 2025 - \$10,000,719). All the Company's financial liabilities have contractual maturities of less than 30 days and are subject to normal trade terms.

### ***Currency risk***

As at January 31, 2026, a portion of the Company's financial assets and liabilities held in Canadian dollars and United States dollar consist of cash and cash equivalents, accounts payable and accrued liabilities and deferred consideration. The Company's objective in managing its foreign currency risk is to minimize its net exposure to foreign currency cash flows by transacting, to the greatest extent possible, with third parties in the functional currency. The Company is exposed to currency rate risk in other comprehensive loss, relating to foreign subsidiaries which operate in a foreign currency.

As at January 31, 2026, the Company has determined that a 5% change in the Canadian Dollar against US dollar on financial assets and liabilities would result in an increase or decrease of approximately \$172,232 for the nine months ended January 31, 2026 (2025 - \$nil) to net loss and comprehensive loss.

### ***Commodity Price Risk***

The Company is subject to price risk from fluctuations in the market prices of commodities as it relates to the possible underlying values of its commodity based mineral properties and the corresponding ability to raise funds for future operations. Management closely monitors commodity prices to determine the appropriate course of action to be taken in its investing and financing activities. As the Company has not yet developed commercial mineral interests, it is not exposed to significant commodity price risk.

***Interest rate risk***

The Company is not currently exposed to significant interest rate risk, as it does not have any interest-bearing loan outstanding. However, certain vendors may impose interest charges on overdue invoices, which could result in a limited exposure to interest rate risk in the event of payment delays.

***Capital Management***

The Company manages its capital structure and adjusts it, based on the funds available to the Company, in order to support the acquisition, exploration, and development of resource properties. The aforementioned exploration and evaluation work will require additional financial resources. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company’s management to sustain future development of the business.

The Company is not subject to externally imposed capital requirements. There were no changes in the Company’s approach to capital management during the nine months ended January 31, 2026 or during the year ended April 30, 2025.

**ADDITIONAL INFORMATION**

**Off-Balance Sheet Arrangements**

As at the current date, the Company had no off-balance sheet arrangements.

**Legal proceedings**

As at the current date, management was not aware of any legal proceedings involving the Company.

**Outstanding Share Data**

Subsequent to January 31, 2026, the Company issued 17,378,052 common shares pursuant to the exercise of warrants for gross proceeds of \$1,411,173.

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds \$</b>
February 19, 2026	428,500	21,425
February 20, 2026	54,600	35,490
February 24, 2026	142,857	7,143
March 5, 2026	8,602,488	448,759
March 10, 2026	756,750	416,213
March 17, 2026	7,392,857	482,143
<b>Total</b>	<b>17,378,052</b>	<b>1,411,173</b>

Subsequent to January 31, 2026, the Company issued 2,942,157 common shares pursuant to the exercise of options for gross proceeds of \$1,500,500.

Avanti Gold Corp.  
Management discussion and analysis  
For the three and nine months ended January 31, 2026 and 2025

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds</b> <b>\$</b>
March 5, 2026	300,000	153,000
March 13, 2026	100,000	51,000
March 16, 2026	220,000	112,200
March 17, 2026	580,000	295,800
March 19, 2026	1,242,157	633,500
March 20, 2026	500,000	255,000
<b>Total</b>	<b>2,942,157</b>	<b>1,500,500</b>

Subsequent to January 31, 2026, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b> <b>\$</b>
February 2, 2026	2,650,000	573,000
February 20, 2026	725,917	319,403
February 24, 2026	450,000	198,000
March 1, 2026	1,350,000	424,000
March 11, 2026	83,333	36,667
March 12, 2026	187,500	95,625
March 16, 2026	420,834	185,167
March 18, 2026	33,333	14,667
<b>Total</b>	<b>5,900,917</b>	<b>1,846,529</b>

In October 2025, the Company issued 50,000,000 units of the Company at a price of \$0.50 per unit for aggregate gross proceeds of \$25,000,000. Each unit consists of one common share and one half of one share purchase warrant, exercisable into one common share each at \$0.65 for a period of three years. In connection with this financing, 2,018,000 brokers' warrants were issued. Each broker warrant is exercisable into one common share at a price of \$0.50 for a period of 18 months. The Company incurred share issuance costs \$1,385,058 settled in cash.

The Company valued the brokers' warrants at \$756,509 based on the Black-Scholes model using the following assumptions:

Risk free interest rate	2.36%
Expected life (years)	1.5
Expected dividend yield	0%
Expected volatility	186%
Share price	\$0.50
Exercise price	\$0.50
<b>Fair value</b>	<b>\$0.37</b>

In July 2025, the Company closed a non-brokered private placement of 40,000,073 units at \$0.035 per unit for gross proceeds of \$1,400,003. Each unit consisted of one common share and one share purchase warrant exercisable at \$0.05 per share for twelve months. The warrants were valued at \$nil using the residual value method. The Company incurred share issuance costs \$6,275 settled in cash.

During the nine months ended January 31, 2026, the Company issued 235,500 common shares pursuant to exercise of stock options for gross proceeds of \$51,955.

Avanti Gold Corp.  
Management discussion and analysis  
For the three and nine months ended January 31, 2026 and 2025

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds</b> \$
September 24, 2025	500	255
October 7, 2025	235,000	51,700
<b>Total</b>	<b>235,500</b>	<b>51,955</b>

During the nine months ended January 31, 2026, the Company issued 4,331,573 common shares pursuant to exercise of warrants for gross proceeds of \$480,579.

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Gross proceeds</b> \$
August 8, 2025	960,000	192,000
August 12, 2025	800,000	160,000
November 18, 2025	143,000	7,150
January 15, 2026	285,716	14,286
January 28, 2026	2,142,857	107,143
<b>Total</b>	<b>4,331,573</b>	<b>480,579</b>

During the nine months ended January 31, 2026, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b> \$
December 4, 2025	83,334	36,667
October 28, 2025	250,000	25,000
October 16, 2025	108,334	47,667
October 2, 2025	1,333,334	133,333
October 1, 2025	100,000	44,000
September 29, 2025	125,000	27,500
September 24, 2025	83,334	8,334
September 18, 2025	375,000	82,500
August 20, 2025	2,666,666	266,666
July 31, 2025	1,000,000	100,000
July 19, 2025	250,000	25,000
July 18, 2025	125,000	27,500
July 7, 2025	450,000	99,000
<b>Total</b>	<b>6,950,002</b>	<b>923,167</b>

Share issuances during the year ended April 30, 2025

On August 20, 2024, the Company closed the first tranche of its private placement and issued 4,099,000 units at a price of \$0.125 per unit for a gross proceeds of \$512,375. Each Unit was comprised of one common share in the share capital of the Company and one common share purchase warrant. Each warrant entitles its holder to purchase one additional common share at a price of \$0.20 for a period of twenty four months until August 20, 2026. All common shares and warrants issued pursuant to the offering are subject to a hold period of four months plus one day from the date of issuance of the offered securities. The Company allocated \$81,980 to the warrant reserve using the residual value. In connection with the closing of the first tranche of the placement, the Company incurred share issuance costs \$15,191 settled in cash.

On June 21, 2024, the Company entered into a share exchange agreement with MTM to acquire 100% of MTM, as consideration, the Company issued 29,000,000 common shares with a fair value of \$4,640,000 (Note 3).

During the year ended April 30, 2025, the Company issued common shares pursuant to the exercise of RSUs as follows:

<b>Date of issuance</b>	<b>Common shares issued</b>	<b>Fair value transferred from contributed surplus to share capital</b>
		<b>\$</b>
March 31, 2025	208,333	35,834
December 9, 2024	333,333	63,333
October 28, 2024	250,000	25,000
October 4, 2024	250,000	55,000
August 26, 2024	125,000	27,500
July 25, 2024	125,000	27,500
<b>Total</b>	<b>1,291,666</b>	<b>234,167</b>

As at the date of this report, the Company has the following securities outstanding:

<b>Type of security</b>	<b>Number</b>
Issued and outstanding common shares	208,808,252
RSUs	15,059,165
Stock options	8,132,307
Warrants	49,407,448
<b>Total</b>	<b>281,407,172</b>

### **Market-Making Agreement**

On March 18, 2026, subsequent to the period end, the Company engaged ICP Securities Inc. (“ICP”) to provide automated market-making services for the Company’s common shares through ICP’s ICP Premium™ platform. The agreement is for an initial four-month term commencing March 18, 2026, at a monthly fee of C\$7,500. ICP is a registered CIRO dealer and will conduct market-making activities in accordance with applicable securities laws and exchange rules. ICP and the Company are at arm’s length.

### **Contingent liabilities**

As at the current date, management was not aware of any outstanding contingent liabilities relating to the Company’s activities.

### **MANAGEMENT’S RESPONSIBILITY FOR FINANCIAL INFORMATION**

The Company’s financial statements and the other financial information included in this management report are the responsibility of the Company’s management and have been examined and approved by the Board of Directors. The condensed interim consolidated financial statements were prepared by management in accordance with IFRS and include certain amounts based on management’s best estimates using careful judgment. The selection of accounting principles and methods is management’s responsibility.

Management recognizes its responsibility for conducting the Company’s affairs in a manner to comply with the requirements of applicable laws and established financial standards and principles, and for maintaining proper standards of conduct in its activities. The Board of Directors supervises the financial statements and other financial information through its audit committee.

This committee’s role is to examine the consolidated financial statements and recommend that the Board of Directors approve them, to examine the internal control and information protection systems and all other matters relating to the Company’s accounting and finances. In order to do so, the audit committee meets annually with the external auditors, with or without the Company’s management, to review their respective audit plans and discuss the results of their examination. This committee is responsible for recommending the appointment of the external auditors or the renewal of their engagement.

### **RISKS AND UNCERTAINTIES**

Risk is inherent in all business activities and cannot be entirely eliminated. Our goal is to enable the Company's business processes and opportunities by ensuring that the risks arising from our business activities, the markets and political environments in which we operate are mitigated. The risks and uncertainties described in the Annual MD&A are considered by management to be the most important in the context of the Company's business and are substantially unchanged as of the effective date of this MD&A. Those risks and uncertainties are not inclusive of all the risks and uncertainties the Company may be subject to and other risks may apply.

### **Early Stage – Need for Additional Funds**

The Company has no history of profitable operations and its present business is at an early stage. As such, the Company is subject to many risks common to such enterprises, including undercapitalization, cash shortages and limitations with respect to personnel, financial and other resources and the lack of revenues. There is no assurance that the Company will be successful in achieving a return on shareholders' investments and the likelihood of success must be considered in light of its early stage of operations.

The Company has no source of operating cash flow and no assurance that additional funding will be available to it for further exploration and development of its projects when required. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financing will be favorable, especially in today's volatile and uncertain financial markets. Failure to obtain such additional financing could result in the delay or indefinite postponement of further exploration and development of its properties.

### **Exploration and Development**

Exploration for minerals is a speculative venture involving substantial risk. There is no certainty that the expenditures made by the Company and/or its subsidiaries will result in discoveries of commercial metal reserves.

Mining and development risks always accompany anticipated rewards, and uncertainties always exist where mineral properties are concerned. Uncertainties include the size, grade and recovery of naturally occurring mineral deposits. Although exploration and development efforts can outline a mineral deposit with a degree of certainty, ultimate grade and tonnages are never fully known until mining has been completed. Metal prices are also a significant factor in the development decision for a mineral property, as a mine may not be economically feasible in a period of depressed prices. Factors beyond the control of the Company may affect the marketability of any minerals discovered. Pricing is affected by numerous factors such as international economic and political trends, global or regional consumption

and demand patterns, and increased production by current producers.

### **Operating Hazards and Risks**

Mining operations involve many risks, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. In the course of exploration, development and production of mineral properties, certain risks, and in particular, unexpected or unusual geological operating conditions including rock bursts, cave-ins, fires, flooding and earthquakes may occur. Operations in which the Company has a direct or indirect interest will be subject to all the hazards and risks normally incidental to exploration, development and production of metals, any of which could result in damage to or destruction of mines and other producing facilities, damage to life and property, environmental damage and possible legal liability for any or all damage.

### **Title Risks**

Title to exploration and evaluation assets involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing.

### **Competition and Agreements with Other Parties**

The mining industry is intensely competitive in all its phases. The Company competes with other companies that have greater financial resources and technical capacity. Competition could adversely affect the Company's ability to acquire suitable

properties or prospects in the future.

The Company may, in the future, be unable to meet its share of costs incurred under agreements to which it is a party, and it may have its interest in the properties subject to such agreements reduced as a result. Also, if other parties to such agreements do not meet their share of such costs, the Company may not be able to finance the expenditures required to complete recommended programs.

### **Price Volatility of Public Stock**

In recent years, securities markets have experienced extremes in price and volume volatility. The market price of securities of many early-stage companies, among others, have experienced fluctuations in price which may not necessarily be related to the operating performance, underlying asset values or prospects of such companies. It may be anticipated that any market for the Company's shares will be subject to market trends generally and the value of the Company's shares on a stock exchange may be affected by such volatility.

### **Environmental Regulations, Permits and Licenses**

The Company's operations are subject to various laws and regulations governing the protection of the environment, exploration, development, production, taxes, labour standards, occupational health and safety, waste disposal, and other matters.

Environmental legislation provides for restrictions and prohibitions on spills, releases or emissions of various substances produced in association with certain mining industry operations, such as seepage from tailings disposal areas, which would result in environmental pollution. A breach of such legislation may result in impositions of fines and penalties. In addition, certain types of operations require the submission and approval of environmental impact assessments. Environmental legislation is evolving in a direction of stricter standards, and enforcement, and higher fines and penalties for non-responsibility for companies including its directors, officers and employees. The cost of compliance with changes in governmental regulations has the potential to reduce the profitability for the Company and its directors, officers and employees. The Company intends to fully comply with all environmental regulations.

Failure to comply with applicable laws, regulations, and permitting requirements may result in enforcement actions thereunder, including orders issued by regulatory or judicial authorities causing operations to cease or be curtailed, and may include corrective measures requiring capital expenditures, installation of additional equipment, or remedial

actions. Parties engaged in mining operations may be required to compensate those suffering loss or damage by reason of mining activities and may have civil or criminal fines or penalties imposed for violations of applicable laws or regulations and, in particular, environmental laws.

Amendments to current laws, regulations and permits governing operations and activities of mining companies, or more stringent implementation thereof, could have a material adverse impact on the Company and cause increases in capital expenditures or production costs or reduction in levels of production at producing properties, or requires abandonment, or delays in development of new mining properties.

### **Economic Conditions**

Unfavorable economic conditions may negatively impact the Company's financial viability as a result of increased financing costs and limited access to capital markets.

### **Dependence on Management**

The Company is very dependent upon the personal efforts and commitment of its existing management. To the extent that management's services would be unavailable for any reason, a disruption to the operations of the Company could result, and other persons would be required to manage and operate the Company.

### **Directors**

Certain directors of the Company are also directors, officers and/or shareholders of other companies. Such associations may give rise to conflicts of interest from time to time. The directors of the Company are required to act in good faith with a view to the best interests of the Company and to disclose any interest which they may have in any project opportunity of the Company. If a conflict of interest arises at a meeting of the board of directors, any directors in a conflict will disclose their interests and abstain from voting in such matters. In determining whether or not the Company will participate in any project or opportunity, the directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at the time.