



ANNUAL INFORMATION FORM

For the Year Ended December 31, 2024

(Dated April 25, 2025)

GUANAJUATO SILVER COMPANY LTD.
999 Canada Place, Suite 578
Vancouver, B.C.
V6C 3E1
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SCHEDULE “A” – Audit Committee Charter

ITEM 1: PRELIMINARY NOTES

1.1 Date of Information

All information contained in this Annual Information Form (“AIF”) is as at December 31, 2024, unless otherwise stated.

References to “Guanajuato Silver”, “GSilver”, the “Company”, “its”, “our”, “us” and “we”, or related terms, in this AIF refer to Guanajuato Silver Company Ltd. and includes, where the context requires, its subsidiaries.

1.2 Financial Statements and Management Discussion and Analysis

This AIF should be read in conjunction with the Company’s consolidated annual financial statements for the year ended December 31, 2024 (the “**Financial Statements**”) and the accompanying Management’s Discussion and Analysis (“**MD&A**”) for such period. The Financial Statements and MD&A are available on the SEDAR+ website at www.sedarplus.ca under the Company’s profile.

Unless otherwise stated, all financial information in this AIF has been prepared in accordance with IFRS Accounting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

1.3 Forward Looking Statements and Information

Certain statements and information contained in this AIF constitute “forward-looking statements” and “forward looking information” within the meaning of applicable Canadian and United States securities legislation. Forward-looking statements and forward looking information include statements concerning the Company’s current expectations, estimates, projections, assumptions and beliefs, and, in certain cases, can be identified by the use of words such as “seeks”, “plans”, “expects”, “is expected”, “budget”, “estimates”, “intends”, “anticipates”, or “believes”, or variations of such words and phrases or statements that certain actions, events or results “may”, “could”, “should”, “would”, “might” or “will”, “occur” or “be achieved”, or the negative forms of any of these words and other similar expressions. These statements are not guarantees of future performance and involve assumptions and risks and uncertainties that are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed, implied or forecasted in such forward-looking statements. These forward-looking statements are made as of the date of this AIF.

The Company has based these forward-looking statements on its current expectations and projections about future events and financial trends that it believes might affect its financial condition, results of operations, business strategy and financial needs. Forward-looking statements may include, but are not limited to, information with respect to:

- industry trends and overall market growth;
- the Company’s growth strategies;
- the future price of silver, gold, lead, zinc and other metals;
- the development of and production from the Company’s mineral properties;
- the Company’s planned exploration and development activities, and costs associated therewith;
- the adequacy of our financial resources;
- the estimation of mineral resources;
- realization of mineral resource estimates;
- success of mining operations;
- mine life and production rates;
- costs and timing of future development;
- results of future development programs;
- production and processing estimates;
- capital and operating cost estimates;

- statements relating to the economic viability of the Company's mineral properties, including mine life, total tonnes mined and processed and mining operations;
- approvals, consents and permits under applicable legislation;
- the Company's relationship with community, government and other third party stakeholders;
- expectations relating to director and executive officer compensation levels;
- the Company's anticipated cash needs and its needs for additional financing;
- the Company's intention to grow the business and its operations;
- expectations with respect to future costs;
- environmental and operational risks;
- unanticipated contamination or reclamation expenses;
- the Company's competitive position and the regulatory environment in which the Company operates;
- the Company's expectation that revenues derived from its operations, together with fund-raising activities, will be sufficient to cover its expenses over the next 12 months;
- the Company's expected business objectives for the next 12 months;
- the Company's ability to obtain additional funds through the sale of equity or debt commitments; and
- the effect of any pandemic on the ability of the Company to carry on business.

In making the forward-looking statements and developing the forward looking information included in this AIF, the Company has made various material assumptions, including, but not limited to:

- the results of the Company's proposed exploration, development and mining activities on its mineral properties including the El Cubo-Villalpando Mine Complex, El Pinguico, San Ignacio, Valenciana, Topia and El Horcon mines will be consistent with current expectations;
- the Company's assessment and interpretation of potential geological structures and mineralization at its mineral properties are accurate in all material respects;
- the quantity and grade of mineral resources and mineralized material contained within its mineral properties are accurate in all material respects;
- the sufficiency of the Company's current working capital and credit facilities to carry out the planned development and ramp-up of production at its mineral properties on a timely basis;
- the price for silver, gold and other precious metals will not fall significantly below current levels;
- the Company will be able to secure additional financing to continue exploration, development and mining on its mineral properties and meet future obligations as required from time to time;
- the Company will be able to obtain regulatory approvals and permits in a timely manner and on terms consistent with current expectations;
- the Company will be able to procure drilling and other mining equipment, energy, supplies and contractors in a timely and cost efficient manner to meet the Company's needs from time to time;
- the Company will be able to successfully integrate the San Ignacio, Valenciana and Topia mines into its current operations in a timely and cost efficient manner and to generate the operational synergies and production results on a basis consistent with current expectations;
- the Company will be able to successfully ramp up production, improve efficiencies and reduce operating costs at its existing mines to generate positive cash flow and achieve profitability on a basis consistent with current expectations;
- the Company's capital and operating costs will not increase significantly from current or anticipated levels;
- key personnel will continue their employment with the Company and the Company will be able to obtain and retain additional qualified personnel, as needed, in a timely and cost efficient manner;
- there will be no significant adverse changes in the Canada/U.S./Mexico currency exchange rates;
- there will be no significant changes in the ability of the Company to comply with environmental, safety and other regulatory requirements;
- there will be no significant adverse changes and/or restrictions on the Company's ability to carry out mining operations at its mineral properties as currently planned due to a pandemic or otherwise; and
- the absence of any material adverse effects arising as a result of political instability, war (including the ongoing war in Ukraine or conflict in Gaza), terrorism, sabotage, vandalism, theft, labor disputes, natural disasters,

adverse weather conditions, equipment failures or adverse changes in government legislation or the socio-economic conditions in Mexico with respect to the Company's mineral properties and mining operations.

Other assumptions are discussed throughout this AIF and elsewhere in the Company's public disclosure record. Forward-looking statements and forward looking information reflect the Company's current expectations and assumptions, and are subject to a number of known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements to be materially different from any anticipated future results, performance or achievements expressed or implied by the forward-looking statements and forward looking information, including without limitation:

- the Company's history of losses and uncertainty regarding future profitability;
- the existence of mineral resources and mineralized material on the Company's mineral properties;
- fluctuations in the market price of silver, gold and other metals;
- foreign currency fluctuations;
- higher inflation and interest rates;
- the involvement by some of the Company's directors and officers with other natural resource companies;
- the uncertain nature of estimating mineral resources and reserves;
- uncertainty surrounding the Company's ability to successfully develop and operate its mineral properties;
- exploration, development and mining risks, including risks related to infrastructure, accidents and equipment breakdowns;
- risks related to the Company's ability to acquire new projects and to successfully integrate them into the Company's existing operations;
- title defects or disputes related to the Company's mineral properties;
- the Company's ability to obtain and maintain all necessary permits and other approvals;
- risks related to equipment shortages, access restrictions and inadequate infrastructure;
- the Company's quarterly operating results may fluctuate from period to period;
- foreign exchange rate fluctuations;
- a change in the Company's effective tax rate can have a significant adverse impact on its business;
- the Company may be unable to generate sufficient cash flows or have access to external financing necessary to fund planned operations and make adequate capital investments in mining project development;
- the Company may incur substantial additional indebtedness in the future;
- the Company is subject to risks from supply chain issues;
- if the Company is unable to attract and retain key personnel, it may not be able to compete effectively in the mineral production market;
- compliance with environmental laws and regulations can be expensive;
- the Company has limited insurance coverage;
- the Company will be reliant on information technology systems and may be subject to damaging cyberattacks;
- the Company does not anticipate paying cash dividends;
- the Company may become subject to litigation;
- no guarantee on how the Company will use its available funds;
- the market price for Common Shares may be volatile and subject to wide fluctuations in response to numerous factors, many of which are beyond our control;
- the Company will continue to sell securities for cash to fund operations, capital expansion, mergers and acquisitions that will dilute the current shareholders; and
- future dilution as a result of financings.

The Company's ability to predict the results of its operations or the effects of various events on its operating results is inherently uncertain. Accordingly, readers are cautioned not to place undue reliance on the forward-looking statements and forward looking information herein or the assumptions on which the Company's forward-looking statements and forward looking information are based. Investors are advised to carefully review and consider the risk factors identified in this AIF under, among other places, Item 5.2 "DESCRIPTION OF THE BUSINESS – *Risk Factors*" and elsewhere in the Company's public disclosure record for a discussion of the factors that could cause the Company's

actual results, performance and achievements to be materially different from any anticipated future results, performance or achievements expressed or implied by the forward-looking statements and forward looking information contained in this AIF. Investors are further cautioned that the foregoing list of risks and assumptions is not exhaustive and prospective investors should consult the more complete discussion of the Company's business, financial condition and prospects that is included in this AIF and elsewhere in the Company's public disclosure record.

Although the Company believes that the assumptions on which the forward-looking statements are made and forward looking information is provided are reasonable, based on the information available to the Company on the date such statements were made or such information was provided, no assurances can be given as to whether these assumptions will prove to be correct. The forward-looking statements and forward looking information contained in this AIF are expressly qualified in their entirety by the foregoing cautionary statements.

Forward-looking statements and forward looking information speak only as of the date the statements are made or such information is provided. The Company assumes no obligation to update publicly or otherwise revise any forward-looking statements or forward looking information to reflect actual results, changes in assumptions or changes in other factors affecting forward-looking statements or forward looking information, except to the extent required by law. If the Company does update one or more forward-looking statements or forward looking information, no inference should be drawn that the Company will make additional updates with respect to those or other forward-looking statements or forward looking information.

1.4 Currency and Exchange Rates

During the fourth quarter of 2021, the Company changed its presentation currency to the United States dollar ("US\$") from the Canadian dollar ("C\$"). The Company has determined that this change in presentation currency better reflects the Company's current activities, increases the comparability to its peers, and better enhances the relevance of the financial statements to users. The Company applied the change in presentation currency retrospectively and restated the comparative financial information as if the presentation currency had always been US\$, in accordance with IAS 21, The Effects of Changes in Foreign Exchange Rates, and IAS 8, Accounting Policies, Changes in Accounting Estimates and Error.

All references to "\$" or US\$ in this AIF are to lawful currency of the United States unless otherwise expressly stated. References to "C\$" or "MXN\$" are to Canadian dollars and Mexican pesos, respectively.

The high, low, average and closing rates for the Canadian dollar in terms of one United States dollar for each of the financial periods of the Company ended December 31, 2024, December 31, 2023 and December 31, 2022, as quoted by the Bank of Canada, were as follows:

US\$1.00	<u>Year Ended</u> <u>December 31, 2024 (C\$)</u>	<u>Year Ended</u> <u>December 31, 2023 (C\$)</u>	<u>Year Ended</u> <u>December 31, 2022 (C\$)</u>
High	1.4416	1.3875	1.3856
Low	1.3316	1.3128	1.2451
Average	1.3698	1.3497	1.3011
Closing	1.4389	1.3226	1.3544

1.5 Imperial and Metric Conversions

All data and information in this AIF are presented in metric units, unless otherwise expressly stated. The following table sets forth certain standard conversions between standard imperial units and the international system of units (or metric units).

2.47 acres	=	1 hectare	0.4047 hectares	=	1 acre
3.28 feet	=	1 metre	0.3048 metres	=	1 foot
0.62 miles	=	1 kilometre	1.609 kilometres	=	1mile

0.032 ounces (troy)	=	1 gram	31.103 grams	=	1 ounce (troy)
1.102 tons (short)	=	1 tonne	0.907 tonnes	=	1 ton
0.029 ounces/ton	=	1 gram/tonne			
1 ppm	=	1 gram/tonne	1%	=	10,000 ppm
1 ounce/ton	=	34.286 ppm	34.286 grams/tonne	=	1 ounce/ton

1.6 Classification of Mineral Resources

In this AIF, the definitions of indicated and inferred mineral resources are those used by the Canadian provincial securities regulatory authorities in National Instrument 43-101 (“NI 43-101”) and conform to the definitions utilized by the Canadian Institute of Mining, Metallurgy and Petroleum, as the CIM Definition Standards on Mineral Resources and Mineral Reserves adopted by the CIM Council, as amended.

1.7 Cautionary Note to United States Investors Regarding Mineral Reporting Standards

The disclosure in this AIF has been prepared in accordance with the requirements of Canadian securities laws, which differ from the requirements of United States securities laws. Disclosure, including scientific or technical information, has been made in accordance with Canadian National Instrument 43-101 *Standards of Disclosure for Mineral Projects*. NI 43-101 is a rule developed by the Canadian Securities Administrators that establishes standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. Canadian standards, including NI 43-101, differ from the requirements of the SEC in the United States. In particular, the terms “measured mineral resource”, “indicated mineral resource” and “inferred mineral resource” in this AIF are defined in accordance with NI 43-101 under the guidelines set out in the Canadian Institute of Mining, Metallurgy, and Petroleum Definition Standards for Mineral Resources and Mineral Reserves 2014 (“**CIM Definition Standards**”). Mining disclosure under U.S. securities law was previously required to comply with item 102 of Regulation S-K under the U.S. Securities Act and the Securities Exchange Act of 1934, as amended and SEC Industry Guide 7 (“SEC Industry Guide 7”). The SEC has adopted rules to replace SEC Industry Guide 7 with new mining disclosure rules under sub-part 1300 of Regulation S-K of the U.S. Securities Act (“**Regulation S-K 1300**”) which became mandatory for U.S. reporting companies beginning with the first fiscal year commencing on or after January 1, 2021. Under Regulation S-K 1300, the SEC now recognizes estimates of “measured mineral resources”, “indicated mineral resources” and “inferred mineral resources” which are substantially similar to the corresponding CIM Definition Standards. The SEC has also amended its definition of “proven mineral reserves” and “probable mineral reserves” to be substantially similar to the corresponding CIM Definitions. However, U.S. investors are cautioned that while the foregoing terms adopted by the SEC are “substantially similar” to corresponding definitions under CIM Definition Standards, there are differences between the terms and definitions used in Regulation S-K 1300 and mining terms defined in the CIM Definition Standards. As such, there is no assurance any mineral resources that the Company may report as “measured mineral resources”, “indicated mineral resources” or “inferred mineral resources” under NI 43-101 would be the same had the Company prepared the resource estimates under the standards adopted by the SEC. United States investors are also cautioned that while the SEC will now recognize “measured mineral resources”, “indicated mineral resources” and “inferred mineral resources”, they should not assume that all or any part of the mineral deposits in these categories would ever be converted into a higher category of mineral resources or into mineral reserves. Mineralization described by these terms has a great amount of uncertainty as to their existence, and great uncertainty as to their economic and legal feasibility. Accordingly, investors are cautioned not to assume that any “measured mineral resources”, “indicated mineral resources”, or “inferred mineral resources” that the Company reports are or will ever be converted into mineral reserves or economically or legally mineable. Further under Canadian securities laws, estimates of “inferred mineral resources” cannot form the basis of feasibility, pre-feasibility or other economic studies, except in rare cases, although it is reasonably expected that the majority of “inferred resources” could be upgraded to “indicated resources” with continued exploration. Nonetheless, investors are cautioned not to assume that all or any part of an “inferred mineral resource” exists or is economically or legally mineable. Also, disclosure of “contained ounces” in a mineral resource is permitted disclosure under Canadian securities laws; however, historically the SEC only permits issuers to report mineralization that does not constitute “mineral reserves” as in place tonnage and grade, without

reference to unit measures. Accordingly, information concerning mineral deposits set forth in this AIF may not be comparable with information made public by companies that report in accordance with U.S. securities laws.

1.8 Qualified Person

Except as disclosed in the paragraph below, the scientific and technical information contained in this AIF relating to the Company's mines and mineral projects has been reviewed and approved by William Gehlen, a Director of Guanajuato Silver, is a Certified Professional Geologist with the American Institute of Professional Geologists (No. 10626), and a Qualified Person as defined by NI 43-101.

Scientific and technical disclosure in this AIF for the El Cubo-Villalpando Mine Complex (previously referred to as the El Cubo/El Pinguico Mine Complex) is based on the 2025 El Cubo Report, unless otherwise stated. Also, references in the 2025 El Cubo Report to the El Cubo and El Pinguico properties as a combined operation or project are referred to in this AIF as the El Cubo-Villalpando Mine Complex. Scientific and technical disclosures in this AIF for San Ignacio are based on the 2024 San Ignacio Report, unless otherwise stated. Scientific and technical disclosures in this AIF for Valenciana Mines Complex are based on the 2024 Valenciana Report, unless otherwise stated. Scientific and technical disclosure in this AIF for Topia is based on the 2024 Topia Report, unless otherwise stated. The 2025 El Cubo Report, 2024 San Ignacio Report, 2024 Valenciana Report and 2024 Topia Report have been filed on SEDAR+ at www.sedarplus.ca. Where applicable, the scientific and technical information in this AIF has been updated with additional non-material scientific and technical information regarding the El Cubo-Villalpando Mine Complex, San Ignacio mine, Valenciana mines and Topia mine since the effective date of the applicable report, such updated information having been prepared by or under the supervision of, or approved by, William Gehlen, a Director of Guanajuato Silver, is a Certified Professional Geologist with the American Institute of Professional Geologists (No. 10626), and a Qualified Person as defined by NI 43-101.

ITEM 2: GLOSSARY

2.1 Glossary of Terms

The following glossary is not exhaustive. Other words and phrases that are capitalized in this AIF but not included in this glossary have the meanings assigned in this AIF.

"1352168" means 1352168 B.C. Ltd., a wholly-owned subsidiary of the Company formed and organized under the laws of the province of British Columbia and holding on behalf of the Company all of the issued and outstanding shares of MMR, save for one share held directly by the Company.

"1424579" means 1424579 B.C. Ltd., a wholly-owned subsidiary of the Company formed and organized under the laws of the province of British Columbia and holding on behalf of the Company all of the issued and outstanding shares of CSM.

"2024 Topia Report" means the technical report on the Topia Property dated March 7, 2024 (effective date December 31, 2023) titled *"Technical Report on the Topia Property, Durango, Mexico"* prepared by Christopher W. Livingstone, B. Sc., P. Geo, and Michael B. Dufresne, M.Sc., P. Geo, P. Geol, each of APEX, and James L. Pearson, P. Eng of P&E.

"2024 Valenciana Report" means the technical report on the Valenciana Mines Complex dated March 7, 2024 (effective date December 31, 2023) titled *"Technical Report on the Valenciana Mines Complex, Guanajuato, Mexico"* prepared by Christopher W. Livingstone, B. Sc., P. Geo, Michael B. Dufresne, M.Sc., P. Geo, P. Geol, and Fallon T. Clarke, B. Sc., P. Geo, each of APEX, and James L. Pearson, P. Eng of P&E.

"2024 San Ignacio Report" means the technical report on the San Ignacio mine dated March 7, 2024 (effective date December 31, 2023) titled *"Technical Report on the San Ignacio Property, Guanajuato, Mexico"* prepared by Christopher W. Livingstone, B. Sc., P. Geo, Michael B. Dufresne, M.Sc., P. Geo, P. Geol, and Fallon T. Clarke, B. Sc., P. Geo, each of APEX, and James L. Pearson, P. Eng of P&E.

“2025 El Cubo Report” means the technical report on the El Cubo-Villalpando Mine Complex (previously referred to as the El Cubo/El Pinguico Mine Complex) dated January 16, 2025 (effective date August 1, 2024) titled “*NI 43-101 Technical Report on the El Cubo and El Pinguico Silver Gold Complex*” prepared by Christopher W. Livingstone, B. Sc., P. Geo, Michael B. Dufresne, M.Sc., P. Geo, P. Geol, Warren E. Black, M.Sc., P. Geo and Fallon T. Clarke, B. Sc., P. Geo, each of APEX, and James L. Pearson, P. Eng of P&E.

“APEX” means APEX Geoscience Ltd., of Alberta, Canada.

“Behre” means Behre Dolbear & Company (USA), Inc., mineral industry advisers, of Colorado, U.S.A.

“BCBCA” means the *Business Corporations Act* (British Columbia), as amended from time to time.

“Board” means the board of directors of the Company.

“Canmex” means Canmex Silver, S.A. de C.V., a subsidiary of the Company formed and organized under the laws of the Mexico and holding the Company’s interests in the Analay I and II, El Ruso, Ysabela and Camila mining concessions in central Mexico.

“Cata” or **“Cata Processing Plant”** means the processing mill, floatation plant and ancillary improvements, equipment and machinery forming part of the Valenciana Mines Complex.

“CMDC” means Compania Minera Del Cubo, S.A., a wholly-owned subsidiary of Endeavour formed and organized under the laws of Mexico.

“Common Shares” means common shares without par value in the capital stock of the Company.

“COVID-19” means a strain of novel coronavirus reported to have originated in late 2019 and any variant thereof.

“CSM” means Colorado Silver Mines (US) Corp., a subsidiary of the Company formed and organized under the laws of Nevada that is currently inactive.

“ejido” means, in Mexico, the communal farmland of a village, usually assigned in small parcels to the villagers to be farmed under a federally supported system of communal land tenure.

“El Cubo” or **“El Cubo Project”** means the El Cubo mines project acquired by the Company from Endeavour on April 9, 2021 consisting of, inter alia, 49 mining claims totaling approximately 6,994.73 hectares located the state of Guanajuato, Mexico, in and about the city of Guanajuato including certain rustic surface lands and leased real property, the El Cubo Mill and other tangible property, improvements, mining rights and assets appurtenant thereto as more particularly described under Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico*” herein.

“El Cubo Mill” means the processing mill, floatation plant and ancillary improvements, equipment and machinery forming part of the El Cubo Project.

“El Cubo-Villalpando Mine Complex” means the combined El Cubo Project and El Pinguico Project as a single operation.

“El Pinguico” or **“El Pinguico Project”** means the El Pinguico silver and gold project comprising two mining concessions totaling 71.708 hectares located approximately 7 kilometers south of the city of Guanajuato, Mexico and 8 kilometers by road from the El Cubo Project as more particularly described under Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico*” herein.

“EMBSA” means Exploraciones Mineras de Bajío S.A. de C.V., a private company incorporated under the laws of

Mexico.

“**Endeavour**” means Endeavour Silver Corp., and, where the context so requires, its wholly-owned Mexican subsidiary, CMDC.

“**Exchange**” or “**TSXV**” means the TSX Venture Exchange.

“**ft**” means foot.

“**Gato Chico**” means Gato Chico Investments Ltd., a wholly-owned subsidiary of the Company formed and organized under the laws of the province of British Columbia and is currently inactive.

“**Great Panther**” means Great Panther Mining Limited.

“**IFRS**” means IFRS Accounting Standards as issued by the International Accounting Standards Board

“**LBMA**” means the London Bullion Market Association.

“**km**” means kilometer.

“**m**” means meter.

“**Ma**” means million years.

“**Mexico**” means the United Mexican States.

“**MI 61-101**” means Multilateral Instrument 61-101, *Protection of Minority Security Holders in Special Transactions* implemented by certain securities regulatory authorities in Canada including the Ontario Securities Commission.

“**MK Metal**” means MK Metal Trading Mexico, S.A. de C.V., a Mexican division of Ocean Partners.

“**MMR**” means Minera Mexicana El Rosario S.A. de C.V., a subsidiary of the Company formed and organized under the laws of the Mexico and holding all of the Company’s interests in, among other properties, San Ignacio, Valenciana and Topia.

“**NI 43-101**” means National Instrument 43-101 *Standards of Disclosure for Mineral Projects* adopted by the Canadian Securities Administrators.

“**NI 45-106**” means National Instrument 45-106 *Prospectus Exemptions* adopted by the Canadian Securities Administrators.

“**NI 51-102**” means National Instrument 43-101 *Continuous Disclosure Obligations* adopted by the Canadian Securities Administrators.

“**Nivel 7**” means Compania Minera Nivel 7, S.A. de C.V., a subsidiary of the Company formed and organized under the laws of Mexico.

“**NSR**” means net smelter returns royalty.

“**QA/QC**” means Quality Assurance/Quality Control.

“**Ocean Partners**” means Ocean Partner UK Limited, a United Kingdom based metals trader, and, where applicable, its affiliates.

“**OCIM**” means OCIM Metals & Mining SA and its affiliates, a Geneva based precious metals merchant and financier.

“**Odyssey**” means Odyssey Trust Company, the registrar and transfer agent of the Company.

“**OMPSA**” means Obras Mineras El Pinguico, S.A. de C.V., a subsidiary of the Company formed and organized under the laws of the Mexico and holding all of the Company’s interests in, among other properties, El Cubo and El Pinguico.

“**Qualified Person**” or “**QP**” means a “qualified person” for the purposes of NI 43-101.

“**P&E**” means P&E Mining Consultants Inc. of Ontario, Canada.

“**PROFEPA**” means Procuraduría Federal de Protección al Ambiente, or Federal Agency of Environmental Protection, which creates and enforces the Federal environmental laws of Mexico with the goal of sustainable development separate and apart from SEMARNAT.

“**San Ignacio**” or “**San Ignacio Property**” means the San Ignacio mines project held by MMR and acquired by the Company from Great Panther on August 4, 2022 consisting of, inter alia, nine mining concessions totaling approximately 398.1844 hectares located in the state of Guanajuato, Mexico near the city of Guanajuato including certain surface lands and leased real property and other tangible property, improvements, mining rights and assets appurtenant thereto as more particularly described under Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects – San Ignacio, Guanajuato, Mexico*” herein.

“**SEC**” means the United States Securities and Exchange Commission.

“**SEDAR+**” means the System for Electronic Document Analysis and Retrieval as located on the Internet at www.sedarplus.ca.

“**SEMARNAT**” means Secretaría de Medio Ambiente y Recursos Naturales, or Ministry of Environment and Natural Resources, the Mexican federal agency responsible for environmental protection, including permitting of surface work and some mining programs.

“**Topia**” or “**Topia Property**” means the Topia mines project held by MMR and acquired by the Company from Great Panther on August 4, 2022 consisting of, inter alia, 56 contiguous mining concessions and 7 outlier concessions totaling approximately 6,807 hectares located near the town of Topia in state of Durango, Mexico, including certain surface lands and leased real property, the Topia processing plant and other tangible property, improvements, mining rights and assets appurtenant thereto as more particularly described under Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects – Topia Property, Durango, Mexico*” herein.

“**Valenciana**” or “**Valenciana Mines Complex**” or “**VMC**” means the Valenciana mines complex held by MMR and acquired by the Company from Great Panther on August 4, 2022 consisting of, inter alia, 19 mining concessions totaling approximately 679.76 hectares located in the state of Guanajuato, Mexico near the city of Guanajuato including the previously independent, now interconnected, Promontorio, Santa Margarita, Rayas, Los Pozos, Cata, Valenciana and Guanajuatito mines, together with certain surface lands and leased real property, the Cata Processing Plant and other tangible property, improvements, mining rights and assets appurtenant thereto as more particularly described under Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects – Valenciana Mines Complex, Guanajuato, Mexico*” herein.

Words importing the masculine shall be interpreted to include the feminine or neuter and the singular to include the plural and vice versa where the context so requires.

2.2 Glossary of Technical Terms

The following is a glossary of certain geological and technical terms used in this AIF.

adit – a horizontal or close-to-horizontal tunnel, man-made for mining purposes.

Ag – silver.

AgEq or **silver Eq** – silver equivalent, reflecting the equivalent values of silver and all other products produced by the Company, relative to the prevailing silver price.

alteration - any physical or chemical change in a rock or mineral subsequent to its formation.

assay – in economic geology, to analyze the proportions of metal in a rock or overburden sample; to test mineralized material or mineral for composition, purity, weight or other properties of commercial interest.

Au - gold.

breccia - a coarse-grained clastic or carbonate rock, composed of angular broken rock fragments held together by a mineral cement or in a fine-grained matrix; it differs from conglomerate in that the fragments have sharp edges and unworn corners. Breccia may originate as a result of talus accumulation, explosive igneous processes, collapse of rock material, or faulting.

concentrate - a fine, powdery product of the milling process containing a high percentage of valuable metal.

contained ounces - a measure of in-situ or contained metal based on an estimate of tonnage and grade.

Cu – copper.

cut-and-fill - a mining method which removes mineralized material in horizontal slices and the remaining void is filled with waste rock before proceeding to mine the next slice of mineralized material.

cut-off grade - a calculated minimum metal grade at which material can be mined and processed at break even cost.

cyanidation - a method of extracting exposed silver or gold grains from crushed or ground mineralized material by dissolving it in a weak cyanide solution.

deposit - a natural concentration of minerals in the earth's crust.

dip - the angle at which a stratum is inclined from the horizontal.

core drilling - a drilling method that uses a rotating barrel and an annular-shaped, diamond impregnated rock-cutting bit to produce cylindrical rock cores and lift such cores to the surface, where they may be collected, examined and assayed.

epithermal - hydrothermal deposits formed at low temperature and pressure.

exploration - prospecting, sampling, mapping, diamond-drilling and other work involved in locating the presence of economic deposits and establishing their nature, shape and grade.

fault - fracture in a rock where there has been displacement of the two sides.

flotation - in mineral processing, method used to separate and concentrate ores by altering their surfaces to a hydrophobic or hydrophilic condition—that is, the surfaces are either repelled or attracted by water.

gpt or g/t – grams per tonne.

grade - the amount of valuable metal in each tonne of mineralized material, expressed as grams per tonne (gpt) for precious metals, as percent (%) for copper, lead, zinc and nickel.

host - a rock or mineral that is older than rocks or minerals introduced into it.

in-situ – the original, natural, or existing place or position.

jumbo – a rock drilling machine used in underground mining, if mining is done by drilling and blasting.

hydrothermal - relating to the circulation of hot water within Earth's crust.

M oz – million ounces.

mineral resource - a concentration or occurrence of solid inorganic material, or natural solid fossilized organic material including base and precious metals, coal, diamonds and industrial minerals in or on the Earth's crust in such form and quantity and of such a grade or quality that it has reasonable prospects for economic extraction. The location, quantity, grade, geological characteristics and continuity of a mineral resource are known, estimated or interpreted from specific geological evidence and knowledge. A mineral resource is an inventory of mineralization that under realistically assumed and justifiable technical and economic conditions might become economically extractable. Mineral resources are sub-divided, in order of increasing geological confidence, into inferred, indicated and measured categories.

Inferred mineral resource: that part of a mineral resource for which quantity and grade or quality can be estimated on the basis of geological evidence and limited sampling and reasonably assumed, but not verified, geological and grade continuity. The estimate is based on limited information and sampling gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes.

Indicated mineral resource: that part of a mineral resource for which quantity, grade or quality, densities, shape and physical characteristics can be estimated with a level of confidence sufficient to allow the appropriate application of technical and economic parameters, to support mine planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough for geological and grade continuity to be reasonably assumed.

Measured mineral resource: that part of a mineral resource for which quantity, grade or quality, densities, shape and physical characteristics are so well established that they can be estimated with confidence sufficient to allow the appropriate application of technical and economic parameters, to support production planning and evaluation of the economic viability of the deposit. The estimate is based on detailed and reliable exploration, sampling and testing information gathered through appropriate techniques from locations such as outcrops, trenches, pits, workings and drill holes that are spaced closely enough to confirm both geological and grade continuity.

mineralization - implication that the rocks contain metallic minerals and that these could be related to mineralized material.

mineral reserve - the economically mineable part of a Measured or Indicated Mineral Resource demonstrated by at least a Preliminary Feasibility Study. This study must include adequate information on mining, processing, metallurgical, economic, and other relevant factors that demonstrate, at the time of reporting, that economic extraction could reasonably be justified. A Mineral Reserve includes diluting materials and allowances for losses that may occur when the material is mined. Mineral reserves are subdivided in order of increasing confidence into Probable Mineral

Reserves and Proven Mineral Reserves. The term “mineral reserve” need not necessarily signify that extraction facilities are in place or operative or that all governmental approvals have been received. It does signify that there are reasonable expectations of such approvals.

mining claim - a footprint of land that a claimant holds in accordance with applicable mining laws to explore for and, in most instances, exploit the minerals under the surface.

MRE – mineral resource estimate.

mucking – mining term for shoveling broken rock into tramming cars, usually a scooptram (similar to a front-end loader), immediately after the blast of a row.

net smelter return royalty or **NSR** - a royalty based on a percentage of valuable minerals produced with settlement made either in kind or in currency based on the sale proceeds received less all of the offsite smelting, refining and transportation costs associated with the purification of the economic metals.

oxide - refers to sulphide minerals being exposed to oxygen either through hydrothermal or near-surface weathering processes.

Pb –lead.

pillar – a block of solid mineralized material other rock left in place to structurally support the shaft, walls or roof of a mine.

ppm - parts per million, numerically equivalent to grams per long tonne.

quartz - a common rock forming mineral consisting of silicon and oxygen.

reclamation - the process by which lands disturbed as a result of mining activity are modified to support beneficial land use. Reclamation activity may include the removal of buildings, equipment, machinery and other physical remnants of mining, closure of tailings storage facilities, leach pads and other mine features, and contouring, covering and re-vegetation of waste rock and other disturbed areas.

resuing - a method of stoping wherein mineralized material is extracted separately from the waste rock on one side of the vein. This method is employed on narrow veins, and yields cleaner mineralized material than when waste and mineralized material are broken together.

rhyolite - a fine-grained volcanic (extrusive) rock of granitic composition.

stopping - the extraction of mineralized material or other minerals by creating underground openings through the application of drill and blast techniques.

sulfidation – a chemical reaction of a solid substance, such as a metal or an alloy, with sulfur in some form in its working environment, which produces compounds of sulfur that usually form on or under the surface of the substance.

sulphide - a group of minerals in which one or more metals are found in combination with sulphur.

tailings - material rejected from a mill after most of the recoverable valuable minerals have been extracted.

trench – a long, narrow excavation dug through overburden, or blasted out of rock, to expose a vein or mineralized material structure.

vein - a zone or belt of mineralized rock lying within boundaries clearly distinguished from neighbouring rock. A

mineralized zone has, more or less, a regular development in length, width and depth to give it a tabular form and is commonly inclined at a considerable angle to the horizontal. The term "lode" is commonly used synonymously for vein.

Zn – zinc.

ITEM 3: CORPORATE STRUCTURE

3.1 Name, Address and Incorporation

The Company was incorporated under the name "*Lightning Minerals Inc.*" pursuant to the *Companies Act* (British Columbia) on August 11, 1978 and transitioned under the BCBCA on May 28, 2004. The Company changed its name to "*Vangold Resources Inc.*" on September 2, 1988, "*Pacific Vangold Mines Ltd.*" on March 4, 1994, "*Paccomm Ventures Inc.*" on April 18, 2000, "*Vangold Resources Ltd.*" on August 29, 2003 and again to "*Vangold Mining Corp.*" on May 10, 2017. The Company has also consolidated its share capital on various occasions since its incorporation, most recently on a two old shares for one new share basis on March 12, 2019. On June 10, 2021 the Company changed its name to its current name "*Guanajuato Silver Company Ltd.*".

The Company is a reporting issuer in all of the provinces and territories of Canada, and its Common Shares are listed for trading on the TSXV under the symbol "GSVR" and quoted on the OTCQX over-the-counter market in the United States under the symbol "GSVRF".

The registered and head offices of the Company are located at 999 Canada Place, Suite 578, Vancouver, B.C. V6C 3E1, telephone: (604) 913-5899.

3.2 Inter-corporate Relationships

The Company currently has eight subsidiaries: OMPSA, MMR, Canmex, Nivel, 1352168, Gato Chico, 1424579 B.C. Ltd. and CSM.

OMPSA was incorporated on February 23, 2017 under the laws of Mexico and holds the Company's interests in El Cubo and El Pinguico as well as the Patito I and Patito II mineral concessions, all located within 15 kilometres of Guanajuato, Mexico. See Item 5.4 "DESCRIPTION OF THE BUSINESS – *Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico*" below.

MMR was incorporated on June 24, 1998 under the laws of Mexico and holds the Company's interests in San Ignacio, VMC and the El Horcon mineral concession, all located in close proximity to the city of Guanajuato, Mexico and the Topia Property located in the state of Durango, Mexico. See "*San Ignacio, Guanajuato, Mexico*", "*Valenciana Mines Complex, Guanajuato, Mexico*", and "*Topia Property, Durango, Mexico*" under Item 5.4 "DESCRIPTION OF THE BUSINESS – *Mineral Projects*" below.

Canmex was incorporated on March 7, 2017 under the laws of Mexico and holds the Analay I and II mining concessions, located 50 km east of San Miguel de Allende, the El Ruso and Ysabela concessions located within the state of Guanajuato, some 200 km east of Guanajuato city, and the Camila mineral concession located near the El Ruso and Ysabela claims, in the state of Queretero. See Item 5.4 "DESCRIPTION OF THE BUSINESS – *Mineral Properties – Other Opportunities*" below.

Nivel 7 was incorporated under the laws of Mexico on February 17, 2021. As of the date hereof, Nivel 7 does not own any properties or assets or carry on any active business.

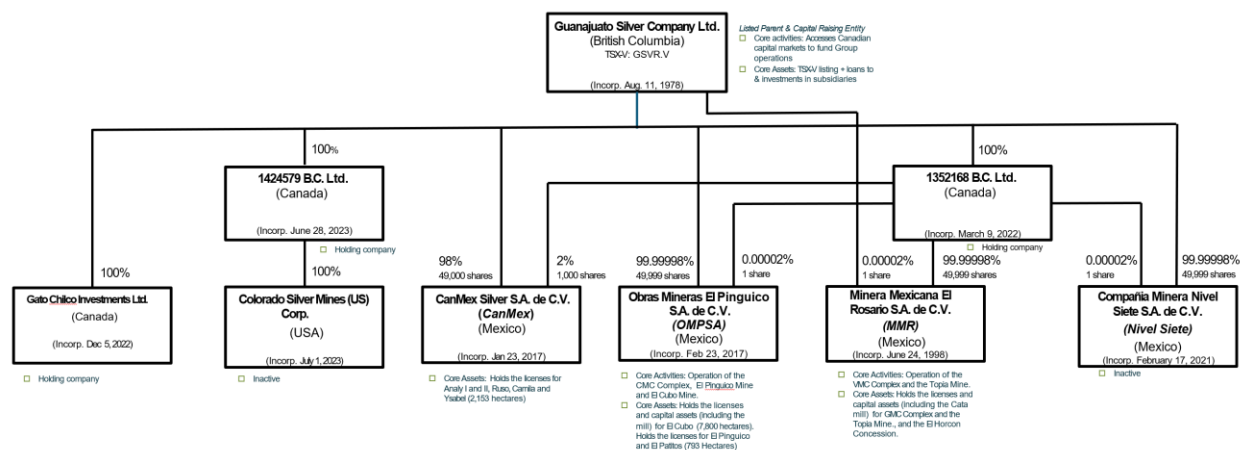
1352168 was incorporated on March 9, 2022 under the laws of British Columbia and holds, on behalf of the Company, all of the issued and outstanding shares of MMR, save for one MMR share held directly by the Company. See Item 4.1 “GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*” below.

Gato Chico was incorporated on December 5, 2022 under the laws of British Columbia and is currently inactive. See Item 4.1 “GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*” below.

1424579 was incorporated on June 28, 2023 under the laws of British Columbia and holds, on behalf of the Company, all of the issued and outstanding shares of CSM.

CSM was incorporated on July 1, 2023 under the laws of Nevada and is currently inactive.

The following chart illustrates the inter-corporate relationships among the Company and its subsidiaries as of the date of this AIF.



ITEM 4: GENERAL DEVELOPMENT OF THE BUSINESS

4.0 Overview

Headquartered in Vancouver, B.C., Guanajuato Silver is a Canadian based mining, development and exploration company engaged in reactivating past producing silver and gold mines in central Mexico, predominantly near the city of Guanajuato. Since 2017, the Company has acquired a 100% interest in five past producing silver and gold mines: the El Pinguico mine in 2017, the El Cubo mine and mill complex in 2021, and the San Ignacio mine, Valenciana Mines Complex and Topia mine in 2022, as well as the El Horcon mine and several exploration concessions within the Mexican silver states of Guanajuato and Querétaro. The Company does not consider the El Horcon mine or its exploration concessions to be material properties for the purposes of NI 51-102 or NI 43-101.

At present, the Company is focused on increasing production from its El Cubo, San Ignacio, Valenciana and Topia mines, as well as the conversion of historical mineral resource estimates to current mineral resource estimates, and the delineation of additional silver and gold resources through underground and surface drilling. El Cubo, El Pinguico, San Ignacio and Valenciana are all located within the Guanajuato mining district of central Mexico which has an established 480-year mining history. The Topia mine and mill complex is located near the town of Topia in the state of Durango, Mexico.

On March 16, 2021, the Company signed a definitive asset purchase agreement with Endeavour for El Cubo and on April 9, 2021 the Company's acquisition of El Cubo was completed. The Company completed refurbishment of the El Cubo Mill in September 2021 and began mining and processing of resources and mineralized material from underground mining operations at El Cubo and above ground stockpiled material at El Pinguico (collectively the "**El Cubo-Villalpando Mine Complex**") in October 2021.

In consideration for the El Cubo Project, the Company paid Endeavour \$7,500,000 cash, issued 21,331,058 Common Shares of the Company with a fair value of \$9,835,451 and provided an unsecured, non-interest bearing promissory note in the principal amount of \$2,500,000 that was due on April 8, 2022. Additionally, the Company was required to make certain contingent payments to Endeavour as follows:

- (a) \$1,000,000 upon the Company producing 3,000,000 ounces of AgEq ounces at the El Cubo Mill from material derived from either El Cubo or El Pinguico. At the Company's option, the Company can issue Common Shares for up to 50% of such contingent payment, based on the volume weighted average trading price of the Company's Common Shares for the 10 trading days immediately preceding the date of such payment (subsequently this has been settled);
- (b) \$1,000,000 if the LBMA spot price of gold closes at or above \$2,000 per ounce for 20 consecutive trading days within two years after closing (subsequently this has lapsed); and
- (c) \$1,000,000 if the LBMA spot price of gold closes at or above \$2,200 per ounce for 20 consecutive trading days within three years after closing (subsequently this has lapsed).

See Item 5.4 "DESCRIPTION OF THE BUSINESS – *Mineral Projects – El Cubo-Villalpando Mine Complex*" for a description of the El Cubo-Villalpando Mine Complex.

In August 2022, the Company acquired San Ignacio, Valenciana and Topia as part of its purchase of MMR from Great Panther. Valenciana and San Ignacio had been placed on "care and maintenance" by Great Panther in late 2021 and early 2022, respectively, due to a lack of available tailings capacity. Within two weeks following its acquisition of MMR in August 2022, the Company had re-started mining operations at San Ignacio and shortly thereafter the Company began mining at Valenciana. Initially, mined material from San Ignacio and Valenciana was shipped by truck to the Company's El Cubo Mill for processing. In December 2022, the Company finished recommissioning the Cata Processing Plant at Valenciana and is currently processing mineralized material mined from Valenciana and San

Ignacio at Cata. At present, the Company produces silver and gold concentrates at the El Cubo Mill and Cata Processing Plant with material derived from El Cubo, San Ignacio and Valenciana which is currently sold to Ocean Partners pursuant to an existing offtake agreement. See Item 4.1 “GENERAL DEVELOPMENT OF THE BUSINESS – Three Year History – Financial Year Ended December 31, 2022” below.

Great Panther operated the Topia mine and mill continuously from December 2005 until its sale to the Company on August 4, 2022. Since acquiring Topia, the Company has successfully integrated Topia into its mining operations without any stoppage in production. Currently, Topia produces a zinc concentrate for sale to Ocean Partners and a separate lead, silver and gold concentrate that is also sold to Ocean Partners.

During the year ended December 31, 2024, the Company produced a total of 3,321,273 AgEq ounces¹, derived from 1,625,912 ounces of silver, 16,554 ounces of gold, 3,231,921 pounds of lead and 3,901,785 pounds of zinc.

The following map outlines the Company’s mining operations in the Guanajuato region of Mexico including El Cubo, El Pinguico, San Ignacio and Valenciana and Topia in Durango, Mexico.



¹ Silver equivalents are calculated using 82.91:1 (Ag/Au), 0.04:1 (Ag/Pb) and 0.05:1 (Ag/Zn) ratio for 2024.

4.1 Three Year History

Financial Year Ended December 31, 2022

In January 2022, the Company entered into a contract with Great Panther to purchase approximately 4,000 tonnes of silver and gold mineralized material from Great Panther's San Ignacio mine in Guanajuato, Mexico for processing at the El Cubo Mill to investigate the mill's capacity to process third party mineralized material as an additional revenue stream (whether by toll milling, raw material purchasing or profit sharing) for the Company. The purchase also enabled the Company test first hand the quality, grade and metallurgical characteristics of mineralized material at San Ignacio.

On February 3, 2022, the Company signed a non-binding indicative letter agreement with Great Panther to acquire all of the issued and outstanding shares of MMR (the "**MMR Shares**"), a wholly-owned subsidiary of Great Panther and owner of all of Great Panther's mining properties in Mexico including San Ignacio and Valenciana in Guanajuato, Mexico, and Topia in Durango, Mexico. See Item 5.2 "DESCRIPTION OF THE BUSINESS – *Mineral Properties*" for a description of San Ignacio and Valenciana in Guanajuato, Mexico and Topia in Durango, Mexico.

In March, 2022 Ramon Davila was appointed as President of the Company, having previously been appointed a director of the Company on May 12, 2021.

On April 26, 2022, the Company entered into a gold and silver prepayment facility (the "**2022 OCIM Facility**") with OCIM for \$7.5 million for the purposes of:

- (1) repaying in cash the majority the Company's 2022 monthly deliveries of gold and silver due to OCIM under a gold and silver loan agreement (the "**2021 OCIM Loan Agreement**") with OCIM for \$7.5 million. The loan was for a term of 18 months and secured by, inter alia, a share pledge and asset pledge agreement over the Company's El Cubo Project; and
- (i) advancing the balance of the 2022 OCIM Facility to OMPSA to meet its ongoing needs for capital expenditures, development and operation of El Cubo.

Pursuant to the 2022 OCIM Facility, on May 4, 2022, OCIM prepaid to GSilver the sum of \$7,500,000 in consideration for the future delivery by GSilver to OCIM of a total of 1,958 ounces of gold and 242,877 ounces of silver, such number of ounces determined on the basis of a fixed annualized percentage discount to the LBMA closing market prices for gold and silver on May 4, 2022. The prepaid ounces were deliverable to OCIM in 12 equal monthly installments of 163.17 ounces of gold and 20,240 ounces of silver, commencing on November 1, 2022, after giving effect to a six (6) month delivery free grace period.

As noted above, GSilver utilized a portion of the 2022 OCIM Facility to prepay the cash equivalent of seven (7) monthly deliveries of gold and silver ounces due to OCIM under the 2021 OCIM Loan Agreement for the period commencing on April 29, 2022 and ending on October 31, 2022. Subsequent thereto, GSilver completed the last three (3) monthly deliveries of gold and silver ounces due to OCIM under the 2021 OCIM Loan Agreement, each being 178.4 gold ounces and 19,076 silver ounces, on November 30, 2022, December 30, 2022 and January 31, 2023, respectively.

The 2022 OCIM Facility was secured by the same security granted by GSilver to OCIM under the 2021 OCIM Loan Agreement, being

- (i) a guarantee of the 2022 OCIM Facility by OMPSA;
- (ii) a Canadian general security agreement (subject to certain carve-outs) over all of the present and after-acquired personal property of the Company;
- (iii) a share pledge agreement over all of the shares of OMPSA owned by the Company; and

- (iv) a general security agreement over all of the assets of OMPSA including, but not limited to, the El Cubo Project, subject to certain carve-outs including OMPSA's interest in El Pinguico located approximately 8 kilometers by road from the El Cubo Project.

The Company also reimbursed OCIM the sum of \$30,000 towards its costs and expenses (including due diligence and legal fees and disbursements) incurred in connection with the 2022 OCIM Facility.

Subsequent to December 31, 2022, GSilver entered into a second pre-paid gold and silver purchase agreement with OCIM in the amount of \$5,000,000 (the "**2023 OCIM Facility**"), the proceeds of which (together with an additional cash payment of \$540,143 from GSilver to OCIM) were used to prepay in full the cash equivalent of the seven (7) remaining deliveries of gold and silver ounces due under the 2022 OCIM Facility. See "*Financial Year Ended December 31, 2023*" below for further details regarding the 2023 OCIM Facility.

On June 29, 2022, the Company signed the definitive share purchase agreement with Great Panther to acquire MMR.

On July 21, 2022, the Company completed a "part and parcel" brokered private placement financing of 41,885,388 subscription receipts (the "**Subscription Receipts**") at a price of C\$0.33 per Subscription Receipt for gross proceeds of \$10,722,659 (C\$13,822,178) to fund, inter alia, the cash portion of the purchase price for MMR (see below) and the initial cost of re-starting mining operations at San Ignacio and Valenciana (the "**2022 SR Financing**"). Each Subscription Receipt entitled the holder to acquire, upon satisfaction of certain escrow release conditions including the successful acquisition of MMR by the Company and receipt of all necessary regulatory approvals (the "**SR Escrow Release Conditions**") and without payment of additional consideration, one Common Share of the Company and one common share purchase warrant (a "**SR Warrant**"), each SR Warrant entitling the holder to purchase one Common Share at a price of C\$0.50 for a period of 36 months following closing of the MMR acquisition. It was a term of the 2022 SR Financing that the gross proceeds from the sale of Subscription Receipts, less one-half of the Agents' cash commission and expenses, be deposited in escrow with Odyssey, as subscription receipts agent, to be held in escrow pending satisfaction of the SR Escrow Release Conditions.

Research Capital Corp. and Canaccord Genuity Corp. acted as co-lead agents on behalf of a syndicate of agents including Echelon Wealth Partners Inc. and Roth Canada Inc. for the 2022 SR Financing, which agents were paid an aggregate of \$387,668 (C\$502,212) in cash and issued a total of 1,524,520 non-transferable agent's/advisory warrants in consideration for their services rendered in connection with the 2022 SR Financing. The agent's/advisory warrants have the same terms as the SR Warrants issued to purchasers under the 2022 SR Financing.

On August 4, 2022, the Company satisfied the SR Escrow Release Conditions and the net proceeds of the 2022 SR Financing were released to the Company and the Subscription Receipts were automatically converted into an aggregate of 41,885,388 Common Shares and 41,885,388 SR Warrants. Immediately thereafter, the Company completed its acquisition of MMR from Great Panther in consideration for:

- (a) \$8,000,000 cash,
- (b) a working capital adjustment of \$1,350,000 cash for estimated excess working capital left in MMR over and above the target working capital agreed to by the parties (subject to certain final post-closing adjustments); and
- (c) 25,787,200 Common Shares of the Company at a deemed issue price of \$0.26 (C\$0.335) per share (the "**Great Panther Consideration Shares**"), with an aggregate deemed issue price of \$6,700,000 (C\$8,638,712) and a fair value of \$8,976,524 based on the closing price of the Company's shares on August 4, 2022.

Additionally, the Company was required to make certain contingent payments up to an additional \$2,000,000 to Great Panther as follows:

- (a) \$500,000 cash - upon the Company recovering a total of 2,500,000 ounces of silver produced from MMR's mineral properties;
- (b) \$750,000 cash - if the price of silver closes at or above \$27.50 per ounce for 30 consecutive trading days within two years after closing; and
- (c) \$750,000 cash - if the price of silver closes at or above \$30.00 per ounce for 30 consecutive trading days within three years after closing.

The obligation to make these contingent payments was subsequently settled. See "*Financial Year Ended December 31, 2023*" below for further details.

Great Panther, in turn, agreed to certain voluntary restrictions on the resale of the Great Panther Consideration Shares of the Company for up to a period of 12 months after closing. However, on or about March 8, 2023, the Company removed the voluntary restriction on resale of the Great Panther Consideration Shares in connection with the sale of such shares to, among others, a US based institutional fund by the insolvency trustee appointed in connection with Great Panther's subsequent voluntary assignment into bankruptcy under the *Bankruptcy and Insolvency Act* (Canada) on or about December 16, 2022. See also Item 9 "ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTION ON TRANSFER" below.

On August 29, 2022, the Company closed a \$5,000,000 concentrate credit facility (the "**2022 OP Facility #1**") with Ocean Partners for the purposes of funding (a) operating costs and capital expenditures in connection with re-starting and ramping up mining operations at San Ignacio and the Valenciana Mines Complex in Guanajuato, Mexico and the day to day mining operations at Topia in Durango, Mexico; and (b) general corporate and working capital purposes.

The 2022 OP Facility #1 was for a term of 24 months, repayable over a period of 21 months following a three-month payment free grace period and bears interest at 12-month LIBOR + 7.5%. The 2022 OP #1 Facility was to be secured by the guarantee of MMR, a pledge over all of the issued and outstanding MMR shares and, at Ocean Partner's election and cost, a fixed and floating charge on the property and assets of MMR. As further consideration for the 2022 OP Facility #1, the Company granted a total of 2,500,000 non-transferable "bonus" share purchase warrants to Ocean Partners, each warrant entitling Ocean Partners to purchase one Common Share of the Company at a price of C\$0.50 exercisable on or before August 29, 2024. The Company also paid Ocean Partners an arrangement fee of \$50,000 in connection with the OP Facility.

As a condition of and in conjunction with the 2022 OP Facility #1, the Company, indirectly through OMPSA and MMR, as applicable, entered into off-take agreements with MK Metal pursuant to which the Company agreed to sell to MK Metal for a term of 24 months (i) 100% of its silver and gold concentrate derived from San Ignacio and Valenciana, subject to a total minimum delivery quantity of 6,000 wet metric tonnes (the "**2022 MK Metal Silver and Gold Offtake Agreement #1**"), and (ii) 100% of its zinc concentrate produced at Topia, subject to a minimum of 7,800 wet metric tonnes (the "**2022 MK Metal Zinc Offtake Agreement**"). The sales price for the concentrates is based on a fixed percentage of the silver, gold and zinc content (as the case may be) per dry metric ton of concentrate for each monthly shipment multiplied by the average monthly quoted silver, gold and zinc prices over the applicable quotational period, less certain deductions for treatment and refining charges and, if applicable, penalties.

On October 4, 2022, the Company announced the adoption of an omnibus equity compensation plan (the "**Omnibus Plan**") with a view to providing the Company with a range of incentive awards including restricted share units, deferred share units, performance share units and other share-based awards to attract, retain and motivate employees, officers, directors and consultants of the Company and its affiliates. The Omnibus Plan, which is in addition to the

Company's existing 10% rolling stock option plan, is a "fixed" plan which reserves for issuance a maximum of 15,000,000 Common Shares for grants and awards to key employees, officers, directors and consultants who are expected to contribute to the Company's success and help achieve long-term objectives that will benefit the Company and its shareholders.

On December 7, 2022, the Company, collectively with MMR and OMPSA, entered into a new concentrate supply agreement with MK Metal consolidating and amending a September 2021 concentrate sales agreement with MK Metal and 2022 MK Metal Silver and Gold Offtake Agreement #1 into a single silver and gold offtake agreement (the "**2022 MK Metal Consolidated Gold and Silver Offtake Agreement**") pursuant to which the Company agreed to sell to MK Metal for a term of 24 months 100% of its silver and gold concentrate produced from San Ignacio, Valenciana, El Cubo and El Pinguico, subject to minimum monthly deliveries of 250 wet metric tonnes and a total minimum delivery quantity of 12,500 wet metric tonnes, based on a fixed percentage of the silver and gold content per dry metric ton of concentrate for each monthly shipment multiplied by the average monthly quoted silver and gold prices over the applicable quotational period, less certain deductions for treatment and refining charges and, if applicable, penalties.

As a term of the 2022 MK Metal Consolidated Silver and Gold Offtake Agreement, MK Metal and Ocean Partners advanced a further \$5,000,000 (less an upfront arrangement fee of \$25,000) to the Company (the "**2022 OP Facility #2**") to, inter alia, (a) pay out the remaining \$603,448, plus interest, due under an unsecured prepayment facility of \$1.5 million against the proceeds of concentrate sales (the "**2021 OP Facility**"), which facility was drawn down by the Company in October 2021, (b) prepay 3 months' principal payments totalling \$714,286, plus interest, under the 2022 OP Facility #1; (c) finance certain capital and operating expenses of the Company's mining projects, and (d) fund general corporate and working capital expenses.

The 2022 OP Facility #2 bore interest at 12-month SOFR + 7.5% and matured on March 31, 2023 at which time 2022 OP Facility #2 was automatically rolled over, on a cashless basis, into a new secured revolving credit facility in the principal amount of \$5,000,000 (the "**2023 OP Secured Facility**") for the duration of the 2022 MK Metal Consolidated Gold and Silver Offtake Agreement. See "*Financial Year Ended December 31, 2023*" below for further details regarding the 2023 OP Secured Facility.

On December 7, 2022, the Company also settled outstanding accounts payable and accrued liabilities totalling \$826,274 (C\$1,127,038) in exchange for the issuance of 2,817,595 Common Shares at a deemed price of \$0.293 (C\$0.40) per Share (the "**2022 Debt Settlement**") with various creditors including 693,750 Common Shares to certain directors and officers of the Company. See Item 13 "INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS" below for details of insider participation in the 2022 Debt Settlement.

On December 21, 2022, the Company completed the first of two tranches of a non-brokered private placement financing of 15,952,196 units (the "**2022 Life Units**") at a price of \$0.312 (C\$0.425) per 2022 Life Unit for gross proceeds of \$4,971,307 (the "**2022 Life Financing**") to, inter alia, ramp up production at the Company's existing mines in Mexico including El Cubo, San Ignacio and Valenciana, expand and modernize the processing facilities at Topia, increase brownfields' exploration (primarily at San Ignacio and Valenciana), establish a reserve against future operating deficits, and fund corporate head office expenses and working capital. Each 2022 Life Unit consisted of one Common Share of the Company and one-half (1/2) common share purchase warrant (each whole warrant a "**2022 Life Warrant**"), each 2022 Life Warrant entitling the holder to purchase one Common Share at a price of C\$0.60 for a period of 24 months after closing.

The Company also paid finder's fees in connection with the first tranche of the 2022 Life Financing totalling \$190,356 cash and finder warrants to purchase up to 514,591 Common Shares of the Company on the same terms as the Life Warrants in accordance with the policies of the TSXV.

The 2022 Life Units and the underlying Common Shares and 2022 Life Warrants comprised therein were issued on a "free-trading" basis under applicable Canadian securities laws pursuant to the "listed issuer financing exemption" under Part 5A of NI 45-106.

Financial Year Ended December 31, 2023

On January 10, 2023, the Company completed the second and final tranche of 4,080,486 2022 Life Units at a price of \$0.313 (C\$0.425) per Life Unit for gross proceeds of \$1,277,061. The Company also paid finder's fees in connection with the second tranche of the 2022 Life Financing totalling \$12,069 cash and finder warrants to purchase up to 36,000 Common Shares of the Company on the same terms as the 2022 Life Warrants in accordance with the policies of the TSXV.

On March 16, 2023, the Company entered into the 2023 OCIM facility with OCIM for \$5.0 million for the purposes of prepaying the cash equivalent of the remaining seven (7) months' deliveries of gold and silver ounces due to OCIM under the 2022 OCIM Facility.

Pursuant to the 2023 OCIM Facility, on March 29, 2023, OCIM prepaid to GSilver the sum of \$5,000,000 in consideration for the future delivery by GSilver to OCIM of a total of 1,241 ounces of gold and 157,323 ounces of silver, such number of ounces determined on the basis of a fixed annualized percentage discount to the LBMA closing market prices for gold and silver on March 29, 2023. The prepaid ounces are deliverable to OCIM in 16 equal monthly installments of 77.56 ounces of gold and 9,833 ounces of silver, commencing on June 29, 2023 (after giving effect to a three (3) month delivery free grace period) up to and including September 27, 2024.

As noted above, GSilver utilized the \$5,000,000 proceeds from the 2023 OCIM Facility, together with an additional cash payment of \$540,143 out of the Company's working capital, to prepay in full the cash equivalent of the remaining seven (7) monthly deliveries of gold and silver ounces due to OCIM under the 2022 OCIM Facility for the period commencing on March 30, 2023 and ending on September 26, 2023. After giving effect to such prepayment, GSilver's only remaining obligation was to deliver gold and silver ounces to OCIM pursuant to the 2023 OCIM Facility as aforesaid.

The 2023 OCIM Facility was secured by the same security granted by GSilver to OCIM under the 2022 OCIM Facility, being

- (v) a guarantee of the 2023 OCIM Facility by OMPSA;
- (vi) a Canadian general security agreement (subject to certain carve-outs) over all of the present and after-acquired personal property of the Company;
- (vii) a share pledge agreement over all of the shares of OMPSA owned by the Company; and
- (viii) a general security agreement over all of the assets of OMPSA including, but not limited to, the El Cubo Project, subject to certain carve-outs including OMPSA's interest in El Pinguico located approximately 8 kilometers by road from the El Cubo Project.

Effective March 31, 2023, the 2022 OP Facility #2 (see "*Financial Year Ended December 31, 2022*" above) was automatically rolled over, on a cashless basis, into the 2023 OP Secured Facility for the duration of the 2022 MK Metal Consolidated Gold and Silver Offtake Agreement. The 2023 OP Secured Facility bore interest at 12 month SOFR + 7.5%, is re-payable and re-drawable, on a revolving basis, in 4-month intervals, and secured by the same security granted to Ocean Partners by the Company under the 2021 OP Facility.

On March 16, 2023, the Company purchased the 15% net profits royalty over the surface stockpile of previously mined material at El Pinguico held by EMBSA for \$70,000 cash. See "*Financial Year Ended December 31, 2020*" above for details of the Company's option to purchase certain underlying royalties against the El Pinguico Project held by EMBSA.

In April 2023, Hernan Dorado Smith transitioned from Chief Operating Officer to Chief Strategy Officer of the Company to enable Mr. Smith to step back from his operational duties and focus more on strategic growth strategies and initiatives for the Company.

On June 12, 2023, the Company settled an outstanding advisory fee of C\$47,250 to Canaccord Genuity Corp. in exchange for the issuance of 81,465 Common Shares at a deemed price of C\$0.58 per Share.

On August 10, 2023, the Company completed a bought deal private placement financing of 22,250,000 units (the “**August 2023 Units**”) at a price of C\$0.36 per August 2023 Unit for gross proceeds of C\$8,010,000 (the “**August 2023 Financing**”). The proceeds of the August 2023 Units are intended to be used for working capital and general corporate purposes. Each August 2023 Unit consisted of one Common Share of the Company and one common share purchase warrant (each a “**August 2023 Warrant**”). Each August 2023 Warrant entitles the holder to purchase one Common Share at a price of C\$0.55 for a period of 18 months after closing. The Company also paid a cash commission in connection with the August 2023 Financing totalling \$480,600 and issued 1,335,000 broker warrants to purchase up to 1,335,000 Common Shares of the Company on the same terms as the August 2023 Warrants.

On October 13, 2023, the Company announced that it has issued a total of 2,928,330 common shares at a deemed price of \$0.23, (C\$0.32) per share in settlement of \$686,143 (CAD\$937,066) of debt, including 468,750 shares issued to related parties totalling \$109,834.

On December 16, 2022, Great Panther made a voluntary assignment into bankruptcy under the Bankruptcy and Insolvency Act of Canada, and a licensed insolvency trustee (the “**Trustee**”) was appointed by the Supreme Court of British Columbia. On November 7, 2023, the Company reached an agreement with the Trustee representing Great Panther to offset any contingent payments due pursuant to the terms of the MMR Acquisition with the working capital adjustment receivable owed by Great Panther. As a result, the Company’s obligation to make contingency payments that were due under the terms of the MMR Acquisition have been terminated (see “*Three Year History – Financial Year Ended December 31, 2022*”).

On November 27, 2023 the Company announced the commencement of development work and the processing of mineralized material from an existing stockpile at its 100% owned El Horcon mine (“**Horcon**”) located approximately 60 km NW of Guanajuato, Mexico. Metallurgical testing of the mineralized material at Horcon has been demonstrated compatible with the Cata mill processing circuit and is currently being blended with mineralized production from the Valenciana Mines Complex. The Company does not consider Horcon to be a material property.

On November 29, 2023 the Company announced the appointment of Mr. Carlos A. Silva as Chief Operating Officer. With a career spanning over 35 years, Mr. Silva has proven serially successful at advancing, expanding, and managing mining operations within Mexico & Bolivia. Mr. Silva is a graduate of mine engineering from the University of Guanajuato; he holds an MBA from ITESM, and he is a graduate of IPADE Business School.

On December 5, 2023, the Company announced that it has closed a \$7,500,000 gold loan credit facility (the “**2023 OP Gold Loan**”) with Ocean Partners. Approximately US\$4.6 million of the 2023 OP Gold Loan was used to extinguish in full one of the outstanding loans due to Ocean Partners; the remainder of the funds will be used for capex initiatives at the Company’s El Cubo Mines Complex and Valenciana Mines Complex, as well as for general working capital purposes.

The 2023 OP Gold Loan is unsecured loan facility for a term of 36 months, is repayable in equal fixed monthly installments of gold totalling approximately 191 troy ounces per month for a period of 30 months, following a six-month grace period. The number of ounces to be delivered per month is based on a discount to the LBMA (London Bullion Market Association) gold closing price of US\$2,046.95 on November 29, 2023.

Financial Year Ended December 31, 2024

On January 1, 2024, Mr. Danny Lee was appointed as Chief Financial Officer of the Company. Mr. Lee is a Chartered Professional Accountant and accomplished finance leader with more than 25 years of experience working mainly within the natural resources sector.

On January 17, 2024, the Company announced the commencement of a relationship with a Mexican silver mining company to process a portion of its surface inventory of mineralized material at the El Cubo-Villalpando Mine Complex.

On February 29, 2024, the Company announced that the 2023 OP Gold Loan has been increased to US\$13,300,000 (the "**Expanded 2023 OP Gold Loan**"). The additional principal amount of the Expanded 2023 OP Gold Loan was advanced in single draw to the Company. A portion of the Expanded 2023 OP Gold Loan was used to pay down a portion of the outstanding loan due to Ocean Partners under the 2022 OP Facility #1 totalling approximately US\$3.8 million. The remainder of the funds were used for capex initiatives and for general working capital purposes.

In connection with the Expanded 2023 OP Gold Loan, the Company and MK Metal have also extended the concentrate sales agreements related to the El Cubo Mine Complex, Valenciana Mines Complex, the San Ignacio mine and Topia Mine to December 31, 2028. This includes a new offtake agreement to sell MK Metals 100% of its concentrate derived from Topia (the "**2024 MK Metal Topia Offtake Agreement**"). The Expanded 2023 OP Gold Loan is required to be secured by a pledge of the shares and assets of GSilver's Mexican subsidiaries MMR and OMPSA. The Company has the option to repay all or part of the Expanded Facility at any time with 30 days' notice and the payment of a fee of 3.0% of the Expanded 2023 OP Gold Loan repaid.

On February 29, 2024, the Company announced that it had completed a shares-for-debt transaction totalling C\$414,727.89 through the issuance of 1,658,912 common shares, including 160,000 common shares issued to three non-arms-length parties to settle indebtedness totalling C\$40,000.

On March 14, 2024, the Company announced the signing of a new third party gold and silver processing agreement with a local Guanajuato-based miner, REM Marfil, S.A. De C.V. ("**Marfil**"). The agreement contemplates the processing of mineralized material from the past producing La Providencia mine project at the El Cubo and Cata processing facilities. The Agreement covers the processing of an initial 80,000 dry metric tonnes of mineralized material with a minimum head grade of 0.43 grams per tonne gold and 192 grams per tonne silver. This material will be sourced from historical mining facilities located in the municipality of Guanajuato, and in the municipality of San Felipe, located approximately 30km north of the city of Guanajuato, Mexico.

On April 18, 2024, the Company filed the 2024 San Ignacio Report, 2024 Valenciana Report and 2024 Topia Report prepared by APEX and P&E under its profile on SEDAR+. See Item 5.4 "DESCRIPTION OF THE BUSINESS – Mineral Projects" for a description of San Ignacio, Valenciana and Topia as derived from the 2024 San Ignacio Report, 2024 Valenciana Report and 2024 Topia Report, respectively.

On April 25, 2024 the Company appointed Miranda Werstiuk to the Board of Directors.

On May 9, 2024, the Company closed a brokered, best-efforts offering ("**May 2024 Offering**") for aggregate gross proceeds to the Company of C\$11,350,460 under a combined Listed Issuer Financing Exemption private placement under Part 5A of National Instrument 45-106 – Prospectus Exemptions (the "**LIFE Exemption**") and concurrent private placement to accredited investors (the "**May 2024 Private Placement**"). The May 2024 Offering consisted of units of the Company (the "**May 2024 Units**") at a price of C\$0.20 per May 2024 Unit (the "**May 2024 Offering Price**"). The May 2024 Offering was led by Research Capital Corporation and Red Cloud Securities Inc. as the co-lead agents and joint bookrunners, on behalf of a syndicate of agents, including Canaccord Genuity Corp. (collectively, the "**May 2024 Agents**").

Each May 2024 Unit consists of one Common Share and one Common Share purchase warrant (a "**May 2024 Warrant**"). Each May 2024 Warrant will entitle the holder to purchase an additional Common Share at an exercise price of C\$0.30, subject to customary anti-dilution adjustments, until May 9, 2026.

Net proceeds from the May 2024 Offering were to be used to, inter alia:

- add to the Company's underground fleet and ramp up production at GSilver's producing mines in Guanajuato and Durango.

- fund certain improvements to expand and modernize the processing facilities at the Topia mine and mill complex including capital expenditures and related costs.
- fund corporate head office general and administrative expenses including legal, audit, overhead and salaries for the ensuing 12 months.
- carry out detailed exploration at GSilver's mineral properties, particularly San Ignacio and VMC.

As part of the May 2024 Offering, 43,125,000 May 2024 Units ("**2024 LIFE Units**") were sold to purchasers pursuant to the LIFE Exemption in all provinces of Canada, except Quebec, and other qualifying jurisdictions, including the United States. In addition, 13,627,300 May 2024 Units (the "**2024 Accredited Investor Units**") were sold to accredited investors under the accredited investor exemption contained in National Instrument 45-106 – Prospectus Exemptions in all provinces of Canada, and other qualifying jurisdictions, including the United States pursuant to exemptions from the registration requirements of the United States Securities Act of 1933, as amended, (the "**1933 Act**"), and applicable U.S. state securities laws. The securities underlying the 2024 LIFE Units are not subject to a statutory hold period under applicable Canadian securities laws. Unless permitted under securities legislation, the securities underlying the Accredited Investor Units could not be traded before September 10, 2024.

In connection with the May 2024 Offering, the May 2024 Agents received a cash commission of \$525,982, a cash advisory fee of \$48,000 and 2,889,388 non-transferable broker warrants (the "**May 2024 Broker Warrants**"). Each May 2024 Broker Warrant entitles the holder to purchase one Common Share at an exercise price equal to the May 2024 Offering Price, subject to customary anti-dilution adjustments, until May 9, 2026.

On May 21, 2024, the Company announced the complete repayment of the 2022 OP Facility #1.

On June 20, 2024 the Company settled \$805,000 in outstanding liabilities of the Company by the issuance of 2,683,333 common shares in the capital of the Company at a deemed price of \$0.30 per share (the "**June 2024 Debt Settlement**"). The shares issued for the June 2024 Debt Settlement were subject to a four-month hold period that expired on October 21, 2024.

On July 4, 2024 the Company announced that Ramon Davila has resigned as President of the Company and a member of the Board of Directors. Mr. Davila has been replaced on the Company's Audit Committee by Ms. Miranda Werstiuk and Ms. Werstiuk has also been appointed as the new chair of the Audit Committee.

On August 27, 2024, the Company announced an operations update:

- At the Topia Mine, the commissioning of a new filter system for silver-gold-lead concentrates has been successfully completed. This new filter system is one of two that will be installed at the mine site; the second concentrator will be for silver-zinc concentrate production. Topia produces concentrates containing silver, gold, lead and zinc through a processing facility that comprises a 260-tonnes-per-day flotation plant; the new concentrate filters will contribute to helping the plant achieve, and potentially exceed, full production capacity, as well as potentially producing higher grade concentrates. It is anticipated that when both filters are activated, the result will be a 2% additional increase in both base and precious metal recoveries derived from minimizing wastage due to a lack of filtering capacity.
- At the San Ignacio Mine, located approximately 20 km from the Company's Cata processing facility, a new mineralized material sorter, which arrived on site in July 2024, is rapidly approaching the commissioning phase. The NUCTECH MC2000NF Intelligent Mineral Sorting System provides high-tech sorting accuracy, large processing capacity, environmental friendliness, and high reliability through a system that utilizes X-ray and structured light imaging technology to intelligently identify and then separate high-grade silver and gold material. The mineralized material sorter is expected to improve overall efficiencies at San Ignacio, raising the grade of transported material to the Cata mill.
- At the Company's Horcon Mine project, located in the state of Jalisco approximately 60km north-west of the Company's Cata processing facility in Guanajuato, the Company has recommenced the processing of surface stockpile material. Additionally, at Horcon the Company has completed an underground sampling program that has mapped and surveyed over 5 km of tunnels, adits, and old workings. The Company is now designing

an underground drill campaign intended to expand geological knowledge in advance of a decision to potentially restart commercial underground operations at this satellite mine in the future.

On September 1, 2024, Reynaldo Rivera Abundis, VP of Exploration, resigned.

On September 3, 2024 the Company announced that Juan Martin Pena would assume the role of VP Operations in Mexico. Mr. Pena is a 36-year veteran of the Mexican mining industry, having held senior roles with some of Mexico's most successful mining companies. From 2017 to 2024, Mr. Pena was the Operations Director for Grupo Mexico SAB de CV, one of Mexico's largest mining companies (BMV:GMEXICOB); prior to this, he was the General Manager at the Del Toro silver mine owned by First Majestic Silver Corp. (TSX:AG). For 22 years, Mr. Pena was employed by Industrias Penoles, S.A. de C.V. (BMV:PE&OLES), where he worked on numerous mining projects in increasingly senior roles. Mr. Pena is a graduate of the University of Guanajuato in Mine Engineering.

On September 3, 2024 the Company also announced the retirement of the father and son team of Gerardo and Hernan Dorado from the Company to pursue new business interests. Hernan Dorado resigned as a Director and Chief Strategy Officer of the Company, and Gerardo Dorado retired from his position as VP of Projects at the end of September 2024.

On September 19, 2024 the Company announced the complete repayment of its \$7,500,000 2022 OCIM Facility. The Company now has a single loan outstanding - the gold loan credit facility with Ocean Partners. The facility is repayable in equal fixed monthly installments of gold totalling approximately 338 troy ounces per month for a period of 30 months which commenced in June 2024.

On September 26, 2024 the Company announced that 3,000,000 ounces of AgEq had been produced at the El Cubo mill; this milestone triggered the last remaining contingent payment owed to Endeavour as part of the purchase of the El Cubo mine and mill complex located in Guanajuato, Mexico. AgEq was calculated using an 82.77:1 (Ag/Au) ratio from October 1, 2021, until September 20, 2024.

In 2021, the Company purchased El Cubo from Endeavour for US\$15,000,000; the transaction included a contingent payment that would see Endeavour paid an additional US\$1,000,000 once 3,000,000 AgEq² ounces had been produced at El Cubo (the "**Contingent Payment**"). The Contingent Payment has been settled entirely in shares of the Company totaling 5,506,530 Common Shares issued on October 30, 2024 at a deemed price of C\$0.245 per share (the "**Endeavour Debt Settlement**"). All shares issued thereunder will be subject to a statutory hold period of four months and a day from the date of issuance in accordance with applicable securities legislation.

On October 29, 2024 the Company closed a private placement (the "**October 2024 Private Placement**") for gross proceeds to the Company of C\$8,720,400. The October 2024 Private Placement consisted of 36,335,000 units of the Company ("**October 2024 Units**") at a price of C\$0.24 per Unit. Each October 2024 Unit consisted of one Common Share and one-half of one non-transferable Common Share purchase warrant (each whole warrant, a "**October 2024 Warrant**"). Each October 2024 Warrant entitles the holder thereof to purchase one additional Common Share (each, a "**October 2024 Warrant Share**") at an exercise price of C\$0.35 per October 2024 Warrant Share for a period of 24 months following the closing date of the October 2024 Private Placement. The October 2024 Private Placement includes an anchor order of C\$3,000,000 by a corporation beneficially owned and controlled by Mr. Eric Sprott. The Company intends to use the net proceeds of the October 2024 Private Placement for capital expenditures aimed at expanding precious metals production and for working capital and general corporate purposes.

In connection with the October 2024 Private Placement, Medalist Capital Advisors Inc. ("**Medalist Capital**") was paid a finder's fee equal to 6% of the gross proceeds of the October 2024 Private Placement and 6% broker's warrants (each, a "**October 2024 Broker's Warrant**") based on a total of C\$7,360,080 raised by Medalist Capital. Each October 2024 Broker's Warrant entitles the holder to purchase one common share of the Company at a price of C\$0.24

² AgEq has been calculated using an 82.77:1 (Ag/Au) ratio from October 1, 2021, until September 20, 2024.

for a period of two years. The cash commission portion of the finder's fee was paid in Common Shares issued at C\$0.24 per share.

All securities issued pursuant to the October 2024 Private Placement are subject to a hold period that ended on March 1, 2025 in accordance with applicable securities laws.

On October 30, 2024 the Company completed the settlement of US\$1,796,256 (C\$2,442,908.67) in outstanding liabilities to Ocean Partners by the issuance of 9,771,635 Common Shares at a deemed price of C\$0.25 per share (the "**OP Debt Settlement**"). The OP Debt Settlement covers two months of outstanding payments on the existing Gold Loan Credit Facility, which the Company began paying down in June 2024.

The Company also settled C\$77,480 in outstanding liabilities of the Company by the issuance of 309,920 Common Shares to three arm's length third party entities under the same terms as the OP Debt Settlement (the "**Third Party Debt Settlement**").

The shares issued for the OP Debt Settlement and the Third Party Debt Settlement were subject to a hold period that ended on March 1, 2025 in accordance with applicable securities laws.

On November 28, 2024 that Company announced that it has entered into an equity distribution agreement (the "**Distribution Agreement**") with Research Capital Corporation (the "**ATM Agent**") to establish an at-the-market equity program (the "**ATM Program**").

The Company may issue up to C\$7,500,000 of common shares of the Company (the "**Offered Shares**") from treasury under the ATM Program. The Offered Shares will be issued by the Company to the public from time to time, through the ATM Agent, at the Company's discretion. The Offered Shares sold under the ATM Program, if any, will be sold at the prevailing market price at the time of sale. Since the Offered Shares will be distributed at trading prices prevailing at the time of the sale, prices may vary between purchasers and during the period of distribution.

Sales of Offered Shares, if any, will be made through the ATM Agent in transactions that are deemed to be "at-the-market distributions" as defined in National Instrument 44-102 - *Shelf Distributions* on the TSXV or any other applicable "marketplace" (as such term is defined in National Instrument 21-101 - *Marketplace Operation*) for the Offered Shares in Canada. The Company is not obligated to make any sales of Offered Shares under the Distribution Agreement. Unless earlier terminated by the Company or the ATM Agent as permitted therein, the Distribution Agreement will terminate upon the date that the aggregate gross sales proceeds of the Offered Shares sold under the ATM Program reaches C\$7,500,000.

The Company will pay the ATM Agent a commission of 2.5% of the gross offering proceeds from each sale of Offered Shares and has agreed to provide the ATM Agent with customary indemnification and contribution rights. The Company will also reimburse the ATM Agent for certain specified expenses in connection with the entering into and performance of the Distribution Agreement.

The ATM Program is being made pursuant to a prospectus supplement dated November 28, 2024 to the Company's final short form base shelf prospectus dated August 21, 2024.

On December 19, 2024, the Company announced a new mineral resource estimate for the El Cubo-Villalpando Mine Complex. See Item 5.4 "DESCRIPTION OF THE BUSINESS – Mineral Projects – El Cubo-Villalpando Mine Complex" for a description of, among other things, the mineral resource estimate on the El Cubo-Villalpando Mine Complex.

Developments Subsequent to the Year Ended December 31, 2024

On January 30, 2025, the Company filed the 2025 El Cubo Report dated effective August 31, 2024 prepared by Apex and P&E on the El Cubo-Villalpando Mine Complex under its profile on SEDAR+. See Item 5.4 "DESCRIPTION

OF THE BUSINESS – Mineral Projects – El Cubo-Villalpando Mine Complex” for a description of, among other things, the El Cubo-Villalpando Mine Complex.

In April 2025, the Company amended its Expanded Facility with Ocean Partners (the "Enhanced Facility"). Under the terms of the Enhanced Facility, two-thirds of the outstanding balance, 4,741 gold ounces, will be amortized over 36 months starting April 2025, and repayable in equal fixed installments of 131.7 ounces of gold bullion. The remaining one-third of the outstanding balance, 2,369 gold ounces, will be paid on conclusion of the 36-month term. In connection with the terms of the Enhanced Facility, and subject to TSX Venture Exchange approval, 4,550,000 warrants with an exercise price of C\$0.24 will be issued to Ocean Partners. The warrants will have a 36-month term.

4.2 Significant Acquisitions

The Company did not complete any significant acquisitions during its most recently completed financial year ended December 31, 2024 for which disclosure was required under Part 8 - *Business Acquisition Report* of NI 51-102.

ITEM 5: DESCRIPTION OF THE BUSINESS

5.1 General

Summary

The Company is a precious metals producer engaged, indirectly through its Mexican subsidiaries, in reactivating past producing silver and gold mines in central Mexico. Since 2017, the Company has acquired five past producing silver and gold mines and three processing plants: the El Pinguico mine in 2017, the El Cubo mine and mill complex in 2021, and the San Ignacio mine, Valenciana Mines Complex including Cata Processing Plant and Topia mine and processing plant in 2022, as well as several exploration concessions within the Mexican silver belt of central Mexico.

In October 2021, the Company completed refurbishment of the El Cubo Mill and re-commenced mining operations at El Cubo and the processing of surface stockpile material from El Pinguico. In August 2022, the Company acquired MMR and restarted mining operations at San Ignacio and Valenciana Mines Complex (which had been placed on “*care and maintenance*” by Great Panther in late 2021 and early 2022) shortly thereafter. Mining at Topia has continued uninterrupted since the Company’s acquisition of MMR on August 4, 2022. See Item 4.1 “GENERAL DESCRIPTION OF THE BUSINESS – *Three Year History*” above. Currently, the Company is focused on increasing production at its existing mines, updating historical resources to current mineral resources and delineating additional silver and gold resources through underground and surface drilling. El Cubo, El Pinguico, San Ignacio and Valenciana are all located within the Guanajuato Mining District in the state of Guanajuato, Mexico, which has an established 480-year mining history. Topia is located in the state of Durango, Mexico.

Currently, the Company produces silver and gold concentrates from the El Cubo Mine, Valenciana Mines Complex, and San Ignacio mine located within the state of Guanajuato. Additionally, the Company produces a zinc concentrate and separate lead, silver and gold concentrate from the Topia mine in northwestern Durango. See “*Production and Services*” below for a description of the Company’s existing offtake agreements for the sale of its concentrates.

See also Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects*” for a further description of the Company’s current mining operations.

Production and Services

Currently, the Company provides feed to the El Cubo Mill from underground mining of the Villalpando and Santa Cecilia vein areas at El Cubo. The Company also processes mineralized material from San Ignacio and Valenciana at the Cata Processing Plant acquired from Great Panther in August, 2022. The Cata Processing Plant is centrally located within the Valenciana Mines Complex and only 30 kilometers from San Ignacio.

The Company has entered into concentrate sales agreements with Ocean Partners to sell 100% of its silver and gold

concentrate produced from material derived from El Cubo, El Pinguico, San Ignacio and Valenciana and 100% of its zinc concentrate produced at Topia. See Item 4.1 “GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History*”. The concentrate is shipped to Manzanillo, Mexico and sold to Ocean Partners for further smelting and refining. The Company also inherited as part of its acquisition of MMR a separate offtake agreement for the sale of its lead, silver and gold concentrate at Topia to an affiliate of Samsung C&T U.K. Limited. As of the date of this AIF the offtake agreement with Samsung C&T U.K. Limited has ended and lead, silver and gold concentrate at Topia is now sold under the 2024 MK Metal Topia Offtake Agreement.

The Company acquired El Cubo in April, 2021 and began producing silver and gold concentrate in October, 2021 following completion of the Company’s refurbishment and re-start of the El Cubo Mill. Commercial production of mineral resources from El Cubo’s Santa Cecilia vein area began in December 2021. In July 2022, the Company suspended processing of lower grade mineral resources from the above ground stockpile at El Pinguico to focus on the underground mining and processing of higher grade mineral resources and material from the Villalpando and Santa Cecilia vein areas at El Cubo.

In August 2022, the Company acquired MMR and restarted mining operations at San Ignacio and Valenciana shortly thereafter. Mining at Topia has continued uninterrupted since the Company’s acquisition of MMR on August 4, 2022.

The Company’s revenues in 2024 were made up of 56% of silver revenue (2023 – 52%), 36% of gold revenue (2023 – 40%), 5% of zinc revenue (2023 – 3%) and 3% of lead revenue (2023 – 5%).

As of the date of this AIF, the Company’s mining operations are not yet producing at nameplate capacity and the Company has not attained positive cash flow. The Company’s future cash flow and profitability will be dependent on, inter alia, the Company’s ability to ramp-up and increase production at its existing mines, increase mineral grades and recoveries and control operating costs. In addition, the Company’s profitability is highly dependent on the market prices of gold and silver. Gold and silver prices fluctuate widely and are affected by numerous factors beyond the Company’s control including global or regional demand, supply and consumption patterns for gold and silver, exchange rates, inflation or deflation, global economic conditions including the impact of higher inflation and interest rates, the ongoing global conflicts including in Ukraine and the Middle East, and the political and economic conditions of major gold and silver producing and gold and silver consuming countries throughout the world. Further, the price of gold and silver can be impacted by their role as safe havens during periods of market turmoil and perceived economic threats.

The Company’s decision to process mineralized material from its estimated mineral resources and other material at El Cubo, El Pinguico, San Ignacio, Valenciana and Topia is not based on a feasibility study of mineral reserves demonstrating economic and technical viability and therefore is subject to increased uncertainty and risk of failure, both economically and technically. Mineral resources and mineralized material that are not mineral reserves do not have demonstrated economic viability, are considered too speculative geologically to have economic considerations applied to them, and may be materially affected by environmental, permitting, legal, title, socio-political, marketing, and other relevant issues. There are no assurances that the Company’s projected production of silver, gold and other concentrates from El Cubo, San Ignacio, Valenciana or Topia will be realized.

See Item 5.4 “DESCRIPTION OF THE BUSINESS – *Mineral Projects*” below for further details regarding the production methods at the Company’s mining operations at El Cubo, San Ignacio, Valenciana and Topia.

Specialized Skill and Knowledge

Management is comprised of a team of individuals who collectively have extensive expertise and experience in mine development and production, mineral exploration and exploration finance and are complemented by an experienced board of directors. See Item 10 “DIRECTORS AND OFFICERS”.*Competitive Conditions*

The Company is engaged in the business of acquiring, reactivating and, if warranted, mining of past producing silver and gold mines in central Mexico. The Company is currently producing for sale silver and gold concentrate from mineral resources or mineralized material at El Cubo, San Ignacio and Valenciana and a lead, silver and gold concentrate and separate zinc concentrate at Topia. Prices for the Company's products are determined by world markets over which the Company has no influence or control. The Company also competes with other mining companies, many of which have greater financial resources, operating experience and technical facilities, for the acquisition of mineral properties, joint venture partners, equipment and supplies, qualified personnel and exploration and development capital. See Item 5.2 "DESCRIPTION OF THE BUSINESS - Risk Factors – The Company's competition is intense in all phases of its business" below.

Intangible Properties and Cycles

The Company's current business is not affected, in any material respect, by intangibles such as licences, patents and trademarks.

The Company's material mineral projects are located in central Mexico where the climate allows for exploration, mining and milling operations to be carried out year-round. Accordingly, the Company does not anticipate material variations in future revenues and cost of sales due to seasonality; save perhaps for periods of excessive rain which could limit or defer processing of mineralized material and/or concentrate. The rainy season in Mexico generally extends from June through September.

Economic Dependence and Changes to Contracts

See Item 4.2 "GENERAL DEVELOPMENT OF THE BUSINESS – Three Year History" above for a summary of the Company's existing offtake agreements.

The Company, indirectly through OMPSA and MMR, is a party to various collective bargaining agreements with unions representing workers at the Company's El Cubo, San Ignacio/Valenciana and Topia mining operations. Such agreements require the Company to, among other things, adhere to Mexican federal labour laws pertaining to health and safety within the mines and plants, and to basic federal standards of compensation, and are subject to review from time to time with respect to wages and other matters.

In October 2021, the Company entered into a new collective bargaining agreement ("**El Cubo CBA**") with El Sindicato Nacional De Trabajadores Mineros, Metalúrgicos, Siderúrgicos y Similares De La Republica Mexicana (the "**El Cubo Union**"), the union representing workers at the Company's El Cubo mining operations, significantly reducing annual labour costs compared with the former collective bargaining agreement at El Cubo. The long-term agreement calls for the Company to adhere to all Mexican federal labour laws pertaining to health and safety within the mine and plant, and to basic federal standards of compensation. As compensation to the El Cubo Union for terminating its prior collective bargaining agreement (which had been in place for over 70 years with multiple previous employers) and establishing a more modern and straightforward CBA, the Company is required to make a one-time payment (the "**One-Time Payment**") of 10 million Mexican pesos (approximately US\$488,634) to the El Cubo Union.

Save as aforesaid or otherwise disclosed in this AIF, the Company is not aware of any aspect of its business which it reasonably expects to be materially affected in the current financial year by renegotiation or termination of contracts.

Environmental Protection

The current and future operations of the Company, including mining activities at the Company's mineral properties, are subject to laws and regulations governing exploration, development, tenure, production, taxes, labour standard, occupational health, wastes disposal, greenhouse gas emissions, protection and remediation of environment, reclamation, mine safety, hazardous substances and other matters. Compliance with such laws and regulations increases the cost of and delays planning, designing, drilling and developing the Company's properties. The Company seeks to incorporate technically proven and economically feasible measures to advance protection of the environment throughout the exploration, development and mining process. Current costs associated with compliance are considered to be normal.

The Company's environmental permits at its mineral properties require that the Company reclaim certain lands it disturbs during mining operations. Significant reclamation and closure activities include land rehabilitation, decommissioning of buildings and mine facilities, ongoing care and maintenance and other costs. Although the ultimate amount of the reclamation and rehabilitation costs to be incurred cannot be predicted with certainty at this time, the Company's estimated reclamation obligations for the El Cubo-Villalpando Mine Complex, San Ignacio, Valenciana and Topia at December 31, 2024 was \$17,621,567 (December 31, 2023 – \$21,330,674).

In or about 2019 the State of Guanajuato, Mexico adopted a state program of urban development and territorial ecological planning which restricts mining and other exploration and development activities within certain non-core portions of the Company's Guanajuato area mines. Such program, managed by the State government in Guanajuato, has been analyzed with the surface lands and mining claims of the Company. The areas reviewed are considered as exploitation and exploration for mining purposes. For the El Cubo-Villalpando Mine Complex and San Ignacio, the working areas and platforms are located in areas considered compatible for metallic mining activities. For Valenciana, the areas are divided and where the current facilities are located it is non-compatible for mining. However, the current infrastructure was in place prior to this new alignment, which will not interrupt any activity but is good to know for future and potential expansion. For Valenciana, the tailings facilities are located in an area which is compatible for mining and which will not restrict the potential expansion of the tailings storage facility.

See also "*Foreign Operations*" below.

Employees and Consultants

The Company maintains a corporate head office in Vancouver, B.C. and operations offices in Guanajuato and Durango, Mexico.

As of December 31, 2024, the Company had 8 employees and consultants based in its Vancouver corporate office and employs through its Mexican subsidiaries approximately 998 full-time and part-time employees and contractors in Mexico. See "*Economic Dependence and Changes to Contracts*" above for further details of the Company's collective bargaining agreements with various unions representing workers at OMPSA's El Cubo operations and MMR's San Ignacio/Valenciana and Topia operations.

As operations require, the Company also retains geologists, engineers, and other consultants and contractors from time to time to assist or conduct specific mining, development and exploration programs or corporate activities.

Save and except as disclosed elsewhere in this AIF, the Company has not experienced, and does not, at present, expect to experience, significant difficulty in attracting and retaining qualified personnel. However, see "*Dependence on Key Personnel*" in Item 5.2 "DESCRIPTION OF THE BUSINESS - *Risk Factors*" below.

Foreign Operations

All of the Company's mining operations and material mineral properties are situated in Mexico and therefore the Company is subject to foreign operations including Mexico's Mining Law of June 1992, most recently amended in May 2023 (as discussed below). Mining activities in Mexico are administered by the Secretaría de Economía –

Dirección General de Minas in Mexico City. Under Mexican law, mining concessions may only be obtained by Mexican nationals or Mexican companies incorporated under Mexican laws. Surface land rights are distinct from the mining concessions.

Subject to compliance with all regulations, the holder of a mining concession is granted the exclusive right to explore and develop the concession area for a term of 50 years from the date of registration with the Public Registry of Mining, provided that in the last five years the holder may apply for an automatic one-time extension of the concession for an additional 50-year term if all other concession terms have been complied with. Mining rights in Mexico can be transferred by their private holders to other Mexican nationals or companies incorporated under Mexican law with no restrictions or requirements other than registering the transaction with the Public Registry of Mining.

In order to maintain a concession in good standing, the holder is required to pay biannual duties under the Federal Duties Law in January and July of each year based upon the number of hectares covered by the concession area and the year of granting. In addition, the holder must perform minimum work each year and file annual proof of the work performed each May. Failure to comply with these requirements is cause for cancellation only after the Secretariat of Economy of Mexico through the Dirección General de Minas notifies the concession holder of the default in writing and grants the holder a specified time frame in which to remedy the default. If a concession holder does not carry out exploration and exploitation activities for two consecutive years within the first 11 years of its concession grant, it will be required to pay an additional charge equal to 50% of the two-year concession duty. This duty increases to 100% for continued inactivity after the 12th year. Payment of the additional concession duty is due 30 days after the end of the two-year period.

There are no limitations in Mexico on the total number of mining concessions that may be held by an individual or a company, subject to compliance with the above payment and work requirements.

Mexican mining law also requires the payment of a discovery premium related to National Mineral Reserves, Concessions in Marine Zones, and Allotments to the Mexican Geological Society (formerly Council of Mineral Resources), provided the concessions have been granted through bidding. In addition, mining companies are currently subject to a special mining duty of 7.5% on profits derived from the sale of minerals, and an extraordinary mining duty of 0.5% on the gross value of sales of gold, silver and platinum.

Environmental protection regulations in Mexico require permits or authorizations for mine operations, exploration, for operating a processing plant, for the discharge and/or deposition of tailings and waste, and other activities. Generally speaking, common exploration activities (not impacting the environment) do not require prior environmental authorization or licenses; however, it is advisable to seek assurances from the applicable governmental authorities where planned operations may affect the water table or involve protected natural areas. Environmental regulations are covered under “Ley General del Equilibrio Ecológico y la Protección al Ambiente” (General Law of Ecological Balance and Environmental Protection) and its regulations with certain operations subject to other environmental laws, including “Ley de Aguas Nacionales” (Law of National Waters) and “Ley Forestal” (Forestry Law) and their associated regulations and there are four government departments that deal with and regulate such affairs including SEMARNAT and PROFEPA. The construction of processing plants requires further governmental approval.

Mexico has recently enacted comprehensive changes to its mining and water laws. The decree amending the Mexico’s Mining Law (*Ley Minera*), National Waters Law (*Ley de Aguas Nacionales*), General Law of Ecological Balance and Environmental Protection (*Ley del Equilibrio Ecológico y la Protección al Ambiente*), and General Law for the Prevention and Integral Management of Waste (*Ley General para la Prevención y Gestión Integral de los Residuos*) was published in the Official Gazette of the Federation on May 8, 2023 (the “**Decree**”). The Decree came into effect on May 9, 2023. The changes reserve most new mineral exploration activities in Mexico to the Mexican state, require all new mining concessions to be granted pursuant to a public tendering process, reduce the duration of mining concessions, impose new indigenous consultation requirements and new environmental safeguards, create new closure bonding requirements, eliminate legal procedures allowing miners to access surface properties, and generally tighten the requirements for water concessions, among other things. The new laws also contain subjective new standards for the revocation of concessions, and contain many ambiguities, including with respect to the manner in which existing

mining and water concessions will be treated. While some of these issues may be resolved via the promulgation of regulations, others may not be and the Decree creates additional risks for the Company's operations in Mexico. The Company has filed the corresponding constitutional injunctions (amparos indirectos) which are currently pending of resolutions in order to protect the interests of the Company in Mexico against the application of the new law and new standards that could adversely affect the Company's operations. Additionally, there is an unconstitutional action filed by the Chamber of Representatives (Camara de Diputados) against the Decree that will be heard and resolved by the Supreme Court of Mexico (SCJN) and which basis shall serve to resolve all constitutional injunctions pending of resolution by the time the SCJN resolves such action.

As a developing economy, operating in Mexico also involves certain risks. See Item 5.2 "DESCRIPTION OF THE BUSINESS - Risk Factors – Foreign Operations and Government Regulations" below.

Reorganizations

The Company has not completed any material reorganization within the three year period preceding the date of this AIF.

Social and Environmental Policies

The Company is committed to developing sustainability programs for all stakeholders for the long-term benefit of the Company and society at large. Sustainability programs implemented or planned by the Company include improving the Company's safety policies and practices; supporting health programs for the Company's employees and the local communities; sponsoring educational scholarships, job skills training programs, community cultural events and infrastructure improvements including road maintenance; supporting charitable causes including annual donations for multiple events such as mother's day, children's day and Christmas; and advancing environmental stewardship and reclamation. See Item 5.4 "MINERAL PROJECTS".

5.2 Risk Factors

The operations of the Company are highly speculative due to, among other things, the high-risk nature of the Company's business, which includes the acquisition, financing, exploration, development and mining of mineral properties, and any investment in Common Shares involves a high degree of risk and should be considered speculative. While the Company considers the risks set out below to be the most significant to potential investors, they are not the only ones facing the Company. Additional risks and uncertainties not currently known to the Company, or that the Company currently deems immaterial, may also materially adversely affect the Company's operations, business and financial condition. If any of these risks materialize into actual events or circumstances, the Company's assets, liabilities, financial condition, results of operations (including future results of operations), business and business prospects, are likely to be materially and adversely affected. In such circumstances, the price of the Company's Common Shares could decline and investors may lose all or part of their investment. Accordingly, potential investors should carefully consider the risks set out below and elsewhere in this AIF and the Company's public disclosure record before purchasing Common Shares.

Risks Associated with Acquisitions

The Company completed its acquisition of El Cubo on April 9, 2021 and MMR on August 4, 2022. The decisions to acquire El Cubo and MMR were based on a number of assumptions, including estimates of mineral resources and mineralized material, expected cost and timing of refurbishing existing mills and infrastructure and restarting mining operations, anticipated processing and production rates, ability of the Company to supply and deliver mineralized material from El Pinguico, San Ignacio and VMC for processing at the El Cubo Mill, anticipated future exploration results at the Company's mineral properties, future cost of reclaiming existing tailings facilities and other environmental matters, potential increases to the Company's resource base, anticipated cost of mine closure bond and indemnification obligations of the Company under the respective acquisition agreements (see Item 4.2 "GENERAL DESCRIPTION OF THE BUSINESS – Three Year History") including both past and future environmental conditions and liabilities at the Company's material properties including El Cubo, San Ignacio, VMC and Topia. If any of these

or other assumptions proves incorrect, the Company may not be able to achieve profitable operations at El Cubo, San Ignacio, VMC or Topia. The acquisitions of El Cubo and MMR are also subject to a numerous risks that may result in a materially adverse impact on the Company, including potential political risks involving the Company's operations in a foreign jurisdiction (see "*Foreign Operations and Government Regulations*" below), technical and operational difficulties that may be encountered with reactivation and operation of past producing mines and mills, uncertainty of production and cost estimates and the potential for unexpected costs and expenses, uncertainty in mineral resource estimation, physical risks inherent in mining operations, currency fluctuations, fluctuations in the price of silver, gold and other metals, completion of economic evaluations, changes in project parameters as plans continue to be refined, permitting risks, the inability or failure to obtain adequate financing on a timely basis, unanticipated increases in the cost of the tailings reclamation, increased mine closure costs and related bond requirements, potential fines, penalties, regulatory actions or charges from government authorities with respect to environmental plans and permits and the other risks and uncertainties described elsewhere in this AIF, any of which could have a material adverse impact on the Company and its results of operations.

Current Working Capital and Ability to Obtain Financing

Future production, development and exploration of the Company's existing mineral properties and any new properties in which the Company may acquire an interest will be dependent upon the Company's ability to obtain capital through equity financing and/or debt financing, to enter into joint venture arrangements or to obtain other means of financing. There is no assurance that the Company will be successful in obtaining required financing as and when needed or on terms and at rates reasonably acceptable to the Company. Volatile precious metals markets may make it difficult or impossible for the Company to obtain financing on favourable terms, or at all. The Company commenced production in October 2021 and has yet to generate positive cash flow from operating activities. There are no assurances that the Company will produce silver, gold and other concentrates in sufficient quantities and grades to make scheduled debt repayments and capital investments and the Company may need to raise other sources of capital. Further, there is no assurance that the Company's future cash flow from mining activities, along with its current cash and other working capital, will be sufficient to fund the Company's operations without requiring any additional capital to meet planned initiatives, and to fund investment and exploration, evaluation, and development activities for the foreseeable future. The Company's ability to fund its operations without additional capital will be highly dependent on metal prices and the ability of the Company to maintain cost and grade controls at its operations, and is subject to the Company's plans and strategy. Ultimate capital costs associated with the ongoing development of the Company's mining properties are presently unknown but will entail significant capital expenditures for additional equipment, machinery, fixed assets and facility upgrades. Such capital requirements will require the Company to obtain additional financing and there are no assurances that such financing will be available on commercially reasonable terms or at all when needed. Additional capital costs may also be required to extend mine life at the Company's operating mines. A material change in the Company's capital plans could significantly change the cash and working capital required by the Company.

The Company has a negative working capital balance of \$14,263,953 as at December 31, 2024 (December 31, 2023 - \$18,441,013). The Company also had outstanding loan payables of \$14,515,730 as at December 31, 2024 (December 31, 2023 - \$15,202,242). For additional details on these loans, see Item 4.2 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History*". The Company may enter into new debt arrangements in the future that may further increase its debt obligations. The Company is dependent upon its future ability to maintain and increase production at its mines in order to generate the cash flow required to repay its indebtedness in accordance with the required payment schedules. In the event production cannot be increased or maintained, the Company will be required to complete additional equity financings or sell assets in order to repay these creditors and avoid enforcement actions or an insolvency event. There is no assurance that any equity financing would be available to the Company in these circumstances or that the Company would be able to market and sell assets at the prices that the Company would consider to be fair and representative of their market value.

The Company may also require additional capital to carry out additional acquisitions to achieve growth. There is no assurance that the Company will be able to obtain additional capital when required. Failure to obtain additional financing on a timely basis may limit expansion, development and exploration plans, or even to suspend operations.

Historically, the Company has raised funds through equity financing and the exercise of options and warrants. The raising of equity capital may have a dilutive effect on the price of the Company's Common Shares. See "*Risk of Dilution Resulting from the Issuance of Additional Shares*" below.

See also "*Decommissioning and Reclamation Costs*" below for a discussion of the estimated present cost of reclamation and rehabilitation expenditures associated with the future closure of the El Cubo, El Pinguico, San Ignacio, Valenciana, Topia and El Horcon mines and risks associated therewith.

Metals and Mineral Prices Are Subject to Dramatic and Unpredictable Fluctuations

The profitability of the Company's mining operations and the value of its mining properties are directly related to the market price of silver, gold and other metals. The Company commenced production in October 2021 and anticipates deriving the majority of its revenue from the sale of silver concentrate, and to a lesser extent gold, zinc and lead concentrates, and as such the results of the Company's operations will fluctuate as the prices of these metals change.

Prices for precious and base metals fluctuate on a daily basis, have historically been subject to wide fluctuations and are affected by numerous factors beyond the Company's control such as supply and demand fundamentals, global economic conditions and political developments, expectations with respect to the rate of inflation, level of interest rates, central bank transactions with respect to gold and silver sales and loans, forward sales by metal producers, foreign currency exchange rates, international investments, monetary systems, and speculative activities. The exact effect of these factors cannot be accurately predicted, but the combination of these factors may result in the Company not receiving adequate returns on invested capital or the investments retaining their respective values. Declining market prices for silver, gold, zinc and/or lead could materially adversely affect the Company's operations and profitability, render mineral resource estimates unprofitable to develop or subject to restatement and projects could be significantly reduced or rendered uneconomic. In addition, the market price of the Company's Common Shares could suffer. Any period of significant and sustained lower silver, gold, zinc and/or lead prices could also adversely impact the Company's ability to continue to maintain, explore, develop and/or operate its existing properties or acquire new material properties worthy of exploration and development.

Currently, the Company engages in limited hedging activities with respect to silver and gold prices. To the extent the Company has not hedged it is exposed to further risk of price changes in silver and gold which could significantly impact the Company's cash flow from operations and adversely affect its ability to make debt repayments when due should these prices decline in circumstances when the Company does not have hedging arrangements in place.

Resource Estimates are Inherently Uncertain

To date, mineral resources have been estimated solely for the Company's El Cubo and San Ignacio properties. Such estimates are based on various interpretations and assumptions and therefore may yield less mineral production under actual conditions than is currently estimated. In determining whether or not to advance a project towards production, the Company must rely upon estimated calculations as to the mineral resources and grades of mineralization on its properties. Until mineralized zones are mined and processed, mineral resources and grades are only estimates based upon geological interpretation and statistical inferences drawn from drilling and sampling which may prove to be imprecise and unreliable. There are no assurances that the Company's mineral resources are accurate or that the mineralization can be mined or processed profitably. Any material changes in mineral resource estimates and grades will affect the economic viability of a mine or project and its return on capital. The Company's resource estimates have been determined and valued based on assumed future prices, cut-off grades and operating costs that may prove to be inaccurate. Extended declines in market prices for silver, gold and other metals may render portions of the Company's resources and mineralized material uneconomic and adversely affect the Company's ability to extract such resources and material on a profitable basis. The Company cannot assure that mineral recovery rates achieved in small scale tests will be duplicated in large scale tests under on-site conditions or in production scale. Mineral resources that are not mineral reserves do not have demonstrated economic viability. Due to the uncertainty which may be attached to inferred mineral resources, there is no assurance that inferred mineral resources will be upgraded to measured or indicated mineral resources as a result of continued exploration.

Historic Resource Estimates are not Current Resources

As of the date of this AIF, Valenciana and Topia do not contain any mineral resources or reserves as defined under NI 43-101. However, certain historical resources estimates were established for Valenciana and Topia by Great Panther as more particularly described in Item 5.4 “DESCRIPTION OF THE BUSINESS - *Mineral Projects*” below and the 2024 Valenciana Report and 2024 Topia Report, respectively. The Company is not treating these historical estimates, or any part thereof, as current mineral resources under NI 43-101 as a Qualified Person on behalf of GSilver has not done sufficient work to classify these estimates as current mineral resources. A thorough review by GSilver’s Qualified Person of all historic data, the key assumptions, parameters, and methods used to prepare such estimates and additional exploration and validation work to confirm results, estimation procedures, and the standards by which the estimates were completed and/or categorized would be required in order to produce current mineral resource estimates for Valenciana and Topia. For these reasons, among others, such historical estimates should not be relied upon as a guarantee of mineral resources. Actual mineral resources, if any, may differ significantly. The historical estimates have been included in this AIF to demonstrate the mineral potential of Valenciana and Topia and as a guide to future mining and exploration activities.

Mineral Reserves Have Not Been Established for any of the Company’s Projects

None of the Company’s projects currently have proven or probable mineral reserves. Only those mineral deposits that the Company can economically and legally extract or produce, based on a comprehensive evaluation of cost, grade, recovery and other factors, are considered mineral reserves. No assurance can be given that any particular level of recovery of silver, gold or other minerals from mineralized material will in fact be realized or that an identified mineralized deposit will ever qualify as a commercially mineable (or viable) reserve. Substantial additional work, including mine design and mining schedules, metallurgical flow sheets and process plant designs, would be required in order to determine if any economic deposits exist at any of the Company’s projects. Substantial expenditures would be required to establish mineral reserves through drilling and metallurgical and other testing techniques which the Company did or will not expect to complete before entering into production, and there is no assurance any such activities will ever take place. No assurance can be given that any level of recovery of any mineral resources will be realized or that any identified mineral deposit will ever qualify as a commercially mineable ore body that can be legally and economically exploited.

Even if such proven or probable mineral reserves were to be identified in respect of any of the Company’s projects, given that mines have limited lives based on proven and probable mineral reserves, the Company must continually replace and expand its mineral resources and mineral reserves, if and when available and discover, develop, or acquire mineral reserves for production. The Company’s ability to maintain or increase its annual production will depend in significant part on its ability to bring new mines into production and/or to expand mineral reserves or extend the life of its projects. Notwithstanding the foregoing, the Company has elected to commence mining operations on its El Cubo, San Ignacio, Valenciana and Topia mines, and may choose to commence mining operations on future projects, without basing its production decision on a feasibility or pre-feasibility study, which carries significant additional risks which include, but are not limited to, the inclusion of inferred mineral resources that are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves.

Production Decision Made without Identified Mineral Reserves

There are no mineral reserves at any of the Company’s mineral properties. The Company decided to enter into production at El Cubo, El Pinguico, San Ignacio, Valenciana and Topia without having completed any feasibility studies. Accordingly, the Company did not base its production decision on any feasibility studies of mineral reserves demonstrating economic and technical viability of the mines. Mineral properties that are placed into production without the benefit of a feasibility study have historically had a higher risk of failure. There are no assurances the Company’s operations will be profitable. The Company’s mineral properties also include inferred mineral resources which are considered too speculative geologically to have economic considerations applied to them that would enable them to be categorized as mineral reserves. Furthermore, the absence of proven or probable reserves increases the uncertainty that current resources and mineralized material at the Company’s mines can be economically produced or

if so, for what period of time, or that such mines will be profitable or that the Company will recover its money spent on acquisition, exploration and evaluation.

In the future, the Company may decide to extend mine operations at its existing mines beyond the mine life of its current mineral resources or estimated mineralized material by mining further mineral resources or material that are not classified as mineral reserves without the completion of a feasibility study to establish whether such additional resources or material can be converted into mineral reserves. As a result, there may be increased uncertainty and risks of achieving any particular level of recovery of minerals from the Company's mines or the costs of such recovery.

Global Conflicts

As the war in Ukraine, and Israel-Palestine conflict, continues to develop, the Company's business could be materially adversely affected by increased commodity prices and supply-chain disruptions. Oil and gas prices have fluctuated widely due to, inter alia, the ongoing conflict and the escalating sanctions threatened or imposed by various nations against Russia and Russian oil and gas exports have added to global uncertainty. In the event that the Russia-Ukraine war, or Israel-Palestine conflict, escalates and expands to other nations, such escalation could result in a global economic downturn that could adversely affect the Company's business. The Company cannot accurately predict the impact that the ongoing war in Ukraine, or Israel-Palestine conflict, will have on its financial position or operations.

Production and Cost Estimates

The Company prepares estimates of future production and costs based on, inter alia, the accuracy of mineral resource and mineralized material estimates, estimated rates and costs of mining and processing, assumptions regarding geological conditions and physical characteristics of mineralization (including grades and recoverability), availability of equipment, machinery and labour, and the ability to continue mining activities without disruption. Actual production and costs may vary from estimates due to, inter alia, actual mineralization mined varying from estimates of grade, tonnage, dilution and metallurgical and other characteristics, short-term operating factors relating to mineral resources including the necessity for sequential development of mineralized zones and processing of new or different grades of mineralization, the ability to continue mining in accordance with the Company's mine plans, availability and capacity of tailings storage facilities and other risks and hazards associated with mining. See "*Operating, Exploration and Development Risks and Hazards*" below. Furthermore, there are no assurances that silver and gold recoveries in small scale laboratory tests will be duplicated in larger scale tests under on-site conditions or during production, or that the existing known and experienced recoveries will continue. Production costs may also be affected by variability in grade or dilution, metallurgy, labour costs, costs of supplies and services (such as fuel and power), inflation, currency exchange rates, regulatory changes and other factors. Failure to achieve production or cost estimates, or increases in costs, could have a material negative impact on the Company's future cash flow, earnings, results of operations and financial condition.

Mining Operations and Infrastructure

The capital and operating costs required by the Company's projects may be significantly higher than currently anticipated. Delays to construction and exploration schedules may negatively impact the Company's estimated net present values and internal rates of return for its operating mines. Furthermore, there are no assurances that the Company will achieve the rates of production, grades of material processed, rates of recoveries or mining cash costs currently projected by the Company and actual mining operations may fluctuate or differ significantly from historic levels or current estimates over the course of the mining operations conducted by the Company. Also, there is no assurance that the Company will be able to continue to extend the production from its current operations through exploration and drilling programs or future acquisitions.

Mineral production, development and exploration are also dependent on adequate infrastructure. Reliable roads, bridges, power sources, fuel and water supply and the availability of skilled labour and other infrastructure are important factors, which affect capital and operating costs. The lack of availability on acceptable terms or the delay in the availability of any one or more of these factors could prevent or delay exploitation or development of the Company's projects and adversely impact the Company's ability to achieve the anticipated production volume, or

result in increased construction costs and ongoing operating costs associated with the exploitation and/or development of the Company's projects. In addition, adverse weather conditions, natural disasters, sabotage, theft, terrorism, government or other interference in the maintenance or provision of such infrastructure could adversely affect the Company's operations and profitability.

Mine Life at Existing Mineral Properties

The Company estimates a remaining mine life of four years at each of its El Cubo, San Ignacio, Valenciana and Topia mines. Such estimates are based on numerous assumptions and estimates regarding, inter alia, future production and costs (including both capital and operating costs), mineral resources and mineralized material (not including historical mineral resources), metallurgical characteristics of mineral resources and material, prices for silver, gold and other metals and rates of production. There are no assurances that the Company's operations will be profitable or that such life of mine length will be achieved at all or any of the Company's current mines. In order to extend mining the Company will need to expand its mineral resource base either by the development or discovery of additional resources and reserves or through the acquisition and development of one or more additional producing mines (see "Growth Strategy" below). There are no assurances that current and future exploration and drilling programs at El Cubo, San Ignacio, Valenciana or Topia or any additional acquisitions will result in the discovery of additional mineral reserves or resources capable of increasing mine life. There is also uncertainty regarding the amount of capital expenditures that may be required to be deployed to maintain and, if applicable, extend mine life at the Company's current mines and any related regulatory and permitting risks associated therewith. Based on actual operating results, the Company may need to evaluate whether to shut down operations at one or more of its current mines if it cannot economically operate the mine or develop or acquire additional mineral resources or mineralized material. Any shut-down or curtailment of production at one or more of the Company's existing mines would materially and adversely impact the Company's future cash flows, earnings, financial condition and results of operations and may impair the ability of the Company to pay its obligations, including outstanding debt and reclamation and decommissioning liabilities.

Furthermore, the Company has not completed an independent feasibility study of the potential remaining mine life at El Cubo, San Ignacio, Valenciana or Topia thereby further increasing the uncertainty and risk that the Company will successfully generate a profit from these operations or earn a satisfactory rate of return on the Company's costs of acquisition, development and mining or at all.

Decommissioning and Reclamation Costs

As at December 31, 2024, the Company had recorded a provision in the amount of \$17,621,567 for the estimated present value of future reclamation and remediation costs associated with the future retirement of its mineral properties, plants, and equipment at the El Cubo-Villalpando Mine Complex, San Ignacio, Valenciana and Topia. Decommissioning and reclamation costs generally commence towards the end of mine life and the present value of these costs may be subject to change as a result of management's estimates of ultimate decommissioning and reclamation costs, changes in the remediation technology or changes to applicable laws, regulations and interest rates. Such costs must also be funded from the Company's operations, can be significant and are subject to change. The Company cannot predict the final level of decommissioning and reclamation that may be required for its mineral properties in the future by regulators. If the Company is required to comply with significant new or additional regulations or if the actual cost of future decommissioning and reclamation is significantly higher than current estimates, this could have an adverse impact on the Company's future cash flow, earnings, results of operations and financial condition. There is no assurance that the Company will have sufficient capital resources to fund these reclamation expenses as and when required.

Operating, Exploration and Development Risks and Hazards

Mining, development and exploration operations are inherently dangerous and involve a high degree of risk, which even a combination of experience, knowledge and careful evaluation may not be able to overcome. Risks include, but are not limited to:

- difficult surface or underground conditions;

- water conditions;
- unexpected or unusual rock conditions, structures or formations;
- geological operating conditions, including mine or slope failures, ground fall, rock bursts, cave-ins, rock and landslides;
- fires, explosions, floods, droughts, inclement or adverse weather conditions, and earthquakes;
- unanticipated variations in grade and other geological problems;
- failure of pit walls, dams or tailings facilities;
- adverse environmental conditions or hazards;
- deleterious elements in mined resources;
- mechanical and equipment performance problems or failures or inability to obtain adequate equipment or machinery;
- power failures and interruptions;
- industrial and third party accidents;
- labour disruptions, strikes or lack of access to suitable labour;
- acts of God;
- interruptions due to war, rebellion, revolution, terrorism, sabotage, civil disobedience and protests;
- theft;
- delays in transportation;
- inaccessibility to property; and
- restrictions of courts and/or government authorities and other restrictive matters beyond the reasonable control of the Company. See also “*Risks Related to a Global Pandemic*” above.

These risks could result in damage to, or destruction of mines and other production facilities or property, personal injury or death, including to the Company's employees, environmental damage, work stoppages, delayed production and resultant losses, increased production costs, asset write downs, loss or suspension of permits as a result of regulatory actions, monetary losses and possible legal liability for any and all damages.

While the Company maintains insurance to insure against damage or loss of property and general commercial liability claims, such insurance will not cover all of the potential risks associated with the Company's operations at economically feasible premiums or at all. The Company may become subject to liability for pollution, environmental damage, cave-ins or hazards against which it cannot insure or against which it may elect not to insure due to, inter alia, the high cost of insurance premiums. Losses from any one or more of these events that are not covered by the Company's insurance policies may cause the Company to incur significant costs that could materially adversely affect its financial condition and ability to fund activities at its mineral properties. A significant loss could force the Company to reduce or terminate its operations and even result in bankruptcy. Currently, the Company is not insured against most environmental risks or nuclear or terrorism incidents.

Further, exploration and development of mineral properties involve a high degree of risk and few properties that are explored are ultimately developed into producing properties. There is no assurance that the Company's exploration activities will result in the discovery of additional mineral deposits, mineral resources or reserves. There is also no assurance that even if commercial quantities of mineralized material are discovered, a property will be brought into commercial production or that the metallurgical processing will produce economically viable saleable products. The commercial viability of a deposit once discovered and the decision as to whether it should be brought into production will depend upon the results of exploration programs and/or feasibility studies, and the recommendations of qualified engineers and/or geologists, all of which involves significant expense. This decision will also involve consideration and evaluation of several significant factors including, but not limited to:

- costs of bringing a property into production, including exploration and development work, preparation of feasibility studies and construction of production facilities;
- availability and costs of financing;
- ongoing costs of production;
- market prices for the minerals to be produced;

- environmental compliance regulations and restraints (including potential environmental liabilities associated with historical exploration activities); and
- political climate and/or governmental regulation and control.

Many of these factors are beyond the Company's control.

Also, mining and metallurgy are not exact sciences and, accordingly, there is always an element of risk that a mine may not prove to be commercially viable. Until a deposit is actually mined and processed, the quantity of mineral reserves, resources or mineralized material and grades must be considered as estimates only. In addition, the determination and valuation of mineral reserves, resources and/or mineralized material is based on, among other things, assumed metal prices. Market fluctuations and metal prices may render mineral reserves, resources or mineralized material uneconomic. Any material changes in quantity of mineral reserves, resources or mineralized material, grade, tonnage, percent extraction of those mineral reserves or resources recoverable by underground mining techniques or stripping ratio for those mineral reserves, resources or mineralized material recoverable by open pit mining techniques may affect the economic viability of a mining project.

There is also inherent variability between duplicate samples taken adjacent to each other and between sampling points that cannot be reasonably eliminated. There may also be unknown geologic details that have not been identified or correctly appreciated at the current level of delineation of the Company's mineral properties. This results in uncertainties that cannot be reasonably eliminated from the estimation process. Some of the resulting variances can have a positive effect and others can have a negative effect on exploration activities.

As mines have limited lives, the Company will need to continually replace and expand its mineral resources and mineralized material as production continues. The life of mine estimates for the El Cubo-Villalpando Mine Complex and the Company's other producing mines may not be correct. The ability of the Company to maintain or increase its production of silver, gold and other concentrates and the Company's future growth and productivity will be dependent in significant part on its ability to identify and acquire additional commercially mineable mineral rights, to bring new mines into production, to expand mineral resources and mineralized material at its properties, and on the costs and results of continued exploration and potential development programs. See "Growth Strategy" below. The inability of the Company to identify mineral resources, reserves and/or mineralized material in quantities sufficient to bring a mineral property into production may result in the write down of the value of the mineral property.

The Company has one primary customer for its production

The Company produces silver and gold concentrate at its El Cubo Mill and Cata Processing Plant from mineral resources and mineralized material derived from El Cubo, San Ignacio and Valenciana and a zinc concentrate and separate lead, silver and gold concentrate at its Topia mine and mill. Currently, the Company sells 100% of its silver and gold concentrate produced at the El Cubo Mill and Cata Processing Plant and 100% of the concentrate produced at Topia to MK Metal and Ocean Partners. See "See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – Three Year History" above for details of the Company's concentrate sales agreements with MK Metals and Ocean Partners. Although the Company is currently dependent primarily on one main customer for its concentrate, the Company does not view this as a significant economic risk given the existence of other potential metals traders or smelters capable of purchasing the Company's production. If, however, the Company were to lose such customer or the customer was no longer able to purchase the Company's production, the Company could face limited smelter availability and capacity, potential interruption of business beyond its control, or the inability to secure new customers on a timely basis or on similar terms, any of which may have a material adverse effect on the Company's business, financial condition, operating results and cash flows.

Outstanding Debt and other Financial Covenants

The Company has incurred significant debt to acquire and refurbish/re-start its existing mines in order to commercially produce and sell its concentrates and expects to continue to rely on debt financing to support mining operations hereafter. See “*Current Working Capital and Ability to Obtain Financing*” above. The Company’s ability to service this debt and other obligations will be dependent on its future performance and cash flow which are contingent, in part, on general economic, financial, competitive, legislative, regulatory and other factors, including the price of silver, gold and other metals, many of which are beyond its control. The Company has a limited history of mining operations and there are no assurances that the Company will generate sufficient cash flow from operations to satisfy its debt and other obligations, including reclamation obligations. Cash flow may vary and the Company’s mineral properties have limited life of mines based on their current mineral resources and estimates of mineralized material. Any inability to secure sufficient debt funding (including to refinance on acceptable terms) or to service its existing and new debt may have a material adverse effect on the Company’s financial performance and prospects or its ability to continue to meet its financial covenants.

Growth Strategy

The Company acquired the past-producing El Pinguico mine in 2017, the El Cubo mine in 2021 and the San Ignacio, Valenciana and Topia mines in 2022. As part of its growth strategy, the Company continues to seek new acquisition opportunities within the Guanajuato region of Mexico and elsewhere including both past-producing mines and exploration and development opportunities, with a focus on silver and/or gold. As such, the Company may from time to time acquire additional mineral properties or the securities of issuers which hold mineral properties. The Company’s success at completing any acquisitions will depend on numerous factors including, but not limited to, identifying acquisitions which fit the Company’s strategy, negotiating acceptable terms with the vendor of the business or property to be acquired, and obtaining approval from applicable regulatory authorities. Business or property acquisitions could place increased pressure on the Company’s cash flow if such acquisitions involve cash consideration or the assumption of obligations requiring cash payments. Acquisitions involving large share issuances by the Company would also result in dilution to existing shareholders. See “*Risk of Dilution Resulting from the Issuance of Additional Shares*” below. Failure to select appropriate acquisition projects (including failure to properly assess value, strengths, weaknesses, liabilities (contingent or otherwise), risks and potential profitability), negotiate acceptable arrangements (including financing arrangements) or integrate the acquired businesses and their personnel into the Company may result in unanticipated costs, diversion of management attention from existing businesses and day to day operations, loss of key employees and financial losses. There are no assurances that any acquisitions or business arrangements that the Company may pursue will be on favourable terms or ultimately benefit the Company. Acquisitions may involve a number of special risks, circumstances or legal liabilities including environmental liabilities. These and other risks related to acquiring and operating acquired properties and companies could have a material adverse effect on the Company’s results of operations and financial condition and the price of the Company’s Common Shares. Further, to acquire properties and companies, the Company may be required to use available cash, incur debt, issue additional securities, enter into off-take, royalty agreements or metal streaming agreements, or a combination of any one or more of these. Such uses could affect the Company’s future flexibility and ability to raise capital, operate, explore and develop its properties and could dilute existing shareholders and decrease the price of the Common Shares of the Company. Shareholders may have no right to evaluate the merits or risks of any future acquisition undertaken by the Company, save as required by applicable laws.

The Company also faces intense competition for natural resource acquisition opportunities. See “*The Company’s competition is intense in all phases of its business*” below.

Replacement of Resources and Mineralized Material

If the Company’s mineral resources and mineralized material are not replaced either by the development or discovery of additional resources or material and/or extension of the life-of-mine at its current operating mines or through the acquisition or development of one or more additional producing mines, this would have a material adverse impact on the Company’s future cash flows, earnings, financial performance and financial condition, including as a result of requirements to expend funds for reclamation and decommissioning.

The Company's competition is intense in all phases of its business.

The Company competes with many companies in the mining industry, including large, well established mining companies with substantial capabilities and significantly greater financial and technical resources and operational experience. There is also a limited supply of attractive mining properties in Mexico and, in particular, the Guanajuato region that would yield mineral reserves or resources or results for commercial mining operations on terms the Company considers acceptable or at all. As a result, the Company may be unable to either compete for or acquire rights to exploit additional mineral properties worthy of exploration or development. The Company's competitors may be able to respond more quickly to new laws and regulations or emerging technologies, or devote greater resources to the expansion or efficiency of their operations than the Company can. In addition, current and potential competitors may make strategic acquisitions or establish cooperative relationships among themselves or with third parties. The Company's inability to successfully compete with other companies would have a material adverse effect on its results of operation and business.

Dependence on Key Personnel

The Company's success and viability depends, in large part, on its ability to attract and maintain qualified key management personnel. The number of persons skilled in acquisition, exploration, development and operation of mining properties are limited and competition for such persons is intense. The Company's growth and viability has depended, and will continue to depend, on the efforts of key personnel and the Company's ability to retain such personnel and attract and retain additional key financial, administrative and mining personnel as well as additional operations staff. The loss of any key personnel or inability to recruit new skilled and experienced executives could result in increases in its recruiting and training costs and decreases in the Company's operating efficiency, productivity and cash flow which may have a material adverse effect on the Company's future operations, cash flows, earnings, financial position and financial condition. Although the Company has employment and/or management contracts with its key personnel it does not have key-man life insurance. The Company provides its key personnel with long-term incentive compensation which generally vests over several years and is designed to retain these employees and align their interests with those of the Company's shareholders.

Risks Associated with Permits

The Company's operations are subject to obtaining and maintaining permits (including environmental, blasting and other permits) from appropriate governmental authorities for the operation and expansion of existing operations or for the development, construction and commencement of new operations. Obtaining or renewing the necessary governmental permits is a complex and time-consuming process involving numerous jurisdictions and possibly involving public hearings and costly undertakings by the Company. The duration and success of the Company's efforts to obtain and renew permits are contingent upon many variables beyond its control including the interpretation of applicable requirements implemented by the permitting authority. There is no assurance that necessary permits will be obtained or that delays will not occur in connection with obtaining all necessary renewals of such permits for the Company's existing operations, or additional permits for any possible future changes to operations, or additional permits associated with new legislation. Additionally, it is possible that previously issued permits may become suspended for a variety of reasons, including through government or court action. There can be no assurance that the Company will continue to hold or obtain, as required, all permits necessary to develop or continue operating at any particular property. For permits that require renewal, there are no assurances that such renewals will be obtained on a timely basis or at all. Permitting authorities may impose conditions on the approval of such permits or other permits which may not be economically feasible or could substantially delay production plans. Any delay or failure to obtain a renewal of its permits on reasonable terms, or the expiry, revocation or failure by the Company to comply with the terms of any such permits, if obtained, would adversely affect the Company's ability to continue operating or expand mining operations at its mineral properties and adversely affect the Company's results of operations and financial condition.

Environmental Factors

All phases of the Company's operations are subject to environmental regulation in the jurisdictions in which it

operates. Environmental legislation is evolving in a manner which will require stricter standards and enforcement, increased fines and penalties for non-compliance, more stringent environmental assessments of proposed projects and a heightened degree of responsibility for companies and their officers, directors and employees. There is no assurance that any future changes in environmental regulation will not adversely affect the Company's operations, financial condition, liquidity or results of operations, and a breach of any such regulations could result in fines and penalties. The costs of compliance with changes in government regulations have the potential to reduce the profitability of future operations. Environmental hazards that may have been caused by previous owners or operators or the Company may exist on the Company's mineral properties, but are unknown to the Company at present.

Exploration activities and/or the pursuit of commercial production of the Company's mineral claims may be subject to an environmental review process under environmental assessment legislation. Compliance with an environmental review process may be costly and may delay commercial production. Furthermore, there is a risk that the Company would not be able to proceed with commercial production upon completion of the environmental review process if government authorities do not approve the proposed mine, or if the costs of compliance with government regulation adversely affect the commercial viability of the proposed mine.

The development and operation of a mine involves significant risks to personnel from accidents or catastrophes such as fires, floods, earthquakes, explosions or collapses. These risks could result in damage or destruction of mines, production facilities, casualties, personal injury, environmental damage, mining delays, increased production costs, monetary losses and legal liability. The Company may not be able to obtain insurance to cover these risks at economically feasible premiums. Insurance against certain environmental risks, including potential liability for pollution and other hazards as a result of the disposal of waste products occurring from production, is often not available to companies within the mining industry or otherwise cost prohibitive. The Company may be materially adversely affected if it incurs losses related to any significant events that are not covered by its insurance policies. At present, the Company does not carry insurance against environmental liabilities due to the high cost of obtaining and maintaining such insurance.

The Company has safety programs in place and continues to pursue further improvements on an ongoing basis. Safety meetings with employees and contractors are held on a regular basis to reinforce standards and practices. However, there is no assurance that safety incidents will not be experienced in the future, or that operations might not be materially affected by their occurrence. Further, a safety incident could have a material adverse effect on the Company's financial condition, liquidity or results of operations, and may result in the imposition of fines and penalties.

Risk Related to a Global Pandemic

A global pandemic could have material adverse effects on the Company's operations. As an example, the prior COVID-19 pandemic led to, inter alia, significant restrictions on travel and gatherings of individuals, quarantines, temporary business closures and a reduction in business and consumer activity in general. This in turn had a significant impact on third parties' ability to meet their obligations with the Company, including the timely delivery of personnel, machinery, goods and supplies and certain governmental permits and other third-party approvals. If a future pandemic were to arise and similar restrictions implemented, any sustained shut-down or significant curtailment to the Company's operations will have a material adverse impact on the Company's production, revenues and financial condition and may materially impact the Company's ability to meet its production targets and goals or satisfy its obligations and liabilities including debt obligations.

The extent to which a future pandemic may impact the Company's operations will depend on future developments which are highly uncertain and cannot be predicted with confidence. These future developments include, but are not limited to, the duration and severity of any new pandemic, the severity of any pandemic, and the future actions taken by governments of affected countries to contain a pandemic or treat it including travel restrictions and quarantines and the lengths thereof. For example, future restrictions as a result of a pandemic may impact the Company by delays in receiving permits and regulatory responses which could adversely impact its operations and exploration and development plans. Future restrictions may also result in the Company experiencing disruptions to its operations as a result of a pandemic including employee health and workforce shortages and the unavailability of contractors,

subcontractors or industry experts, interruption of supplies and the provision of services from third parties upon which the Company relies, regulatory restrictions that governments impose or that the Company voluntarily imposes to address a pandemic and to ensure the safety of employees and others. The Company may experience disruptions in transportation services as a result of a pandemic that could adversely impact the Company's ability to deliver silver and gold concentrate to refineries. A pandemic may also negatively impact global and regional economies including demand for the Company's production. A pandemic could also negatively impact stock markets, including the trading price of the Company's shares, adversely impact the Company's ability to raise capital, cause continued interest rate volatility and movements that could make obtaining financing or refinancing the Company's debt obligations more challenging or more expensive (if such financing is available at all), and result in any operations affected by a pandemic becoming subject to quarantine or shut down. Any of these developments, and others, could have a material adverse effect on the Company's business, results of operations and financial condition. To the extent the Company's operations are impacted or expected to be impacted, the Company may undertake measures to preserve cash resources including suspension of discretionary spending and other legal means to reduce and minimize contractual spending. However, any extended suspension of operations may ultimately impact on the Company's ability to repay its debt obligations and other creditors, with the result that the Company's financial position may be seriously jeopardized.

Title to Assets

There are no assurances that title to any property interest held or acquired by the Company or any of its subsidiaries is secured. While the Company has or will receive title opinions for any properties in which it has a material interest, there is no guarantee that title to such properties will not be challenged or impugned. The Company has not conducted surveys of the claims in which it holds direct or indirect interests and, therefore, the precise area and location of such claims may be in doubt. The Company's claims may be subject to prior unregistered agreements or transfers or indigenous land claims and title may be affected by unidentified or unknown defects or adverse laws and regulations. See "*Indigenous Land Claims*" below. See also Item 5.1 "DESCRIPTION OF THE BUSINESS – *Environmental Protection*" above for a description of the state program of urban development and territorial ecological planning adopted by the state of Guanajuato covering certain "non-core" portions of the Company's Guanajuato area mines including El Cubo, VMC and San Ignacio.

In Mexico, legal rights applicable to mining concessions are different and separate from legal rights applicable to surface lands; accordingly, title holders of mining concessions in such jurisdictions must agree with surface landowners on compensation in respect of mining activities conducted on such land. In addition, the failure to maintain concessions in good standing or comply with all applicable terms and conditions thereof could result in the loss or termination of the Company's mining concession and in turn a material adverse effect on the Company's financial condition or results of operations.

If title to the Company's properties is disputed, it may result in the Company paying substantial costs to settle the dispute or clear title and could result in the loss of the property, which events may affect the economic viability of the Company.

Indigenous Land Claims

Some of the Company's mining properties may be subject to the rights or asserted rights of various community stakeholders, including indigenous peoples. The presence of community stakeholders may impact the Company's ability to develop or operate its mining properties and projects or to conduct exploration activities. As such, the Company is subject to the risk that one or more groups may oppose the continued operation, further development, or new development or exploration of the Company's current or future mining properties and projects. Such opposition may be directed through legal or administrative proceedings, or through protests or other campaigns against the Company's activities. Governments in many jurisdictions must consult with, or require the Company to consult with, indigenous peoples with respect to grants of mineral rights and the issuance or amendment of project authorizations and permits, pursuant to various international and national laws, codes, resolutions, conventions and guidelines.

Consultation and other rights of indigenous peoples may require accommodation including undertakings regarding employment, royalty payments and other matters. This may affect the Company's ability to acquire within a reasonable

time effective mineral titles, permits or licenses in Mexico and the costs of development and operation of the Company's mineral properties. Further, the risk of unforeseen title claims by indigenous peoples could affect existing operations and development projects and/or the Company's ability to expand or transfer existing operations or to develop new projects.

Fluctuations in the Price of Consumed Commodities

Prices and availability of commodities or inputs consumed or used in connection with exploration, development and mining, such as natural gas, diesel, oil, electricity, water, and reagents fluctuate and affect the costs of production at the Company's operations. These fluctuations can be unpredictable, are beyond the control of the Company, can occur over short periods of time and may have a materially adverse impact on operating costs or the timing and costs of various projects.

Foreign Operations and Government Regulations

The Company's operations are currently conducted through subsidiaries in Mexico and subject to various levels of political, economic and other risks and uncertainties which could result in labor disruptions including strikes or work stoppages, blockades of the Company's mining operations and appropriation of assets. Risks and uncertainties vary from region to region and include, among others, terrorism, corruption of government officials, military repression, expropriation, theft, sabotage, extreme fluctuations in currency exchange rates, high rates of inflation, labour unrest, risks of war or civil unrest, illegal mining, renegotiation or nullification of existing concessions, licenses, permits and contracts, changes in taxation policies, restrictions on foreign exchange and repatriation, changing political conditions arising from changes in government and otherwise, currency controls and governmental regulations that favour or require the awarding of contracts to local contractors or require foreign contractors to employ citizens of, or purchase supplies from, a particular jurisdiction. Corruption of foreign officials could also affect or delay required permits, service levels by foreign officials, and protection by police and other government services. In addition, local opposition to mine development projects could arise, and such opposition could be violent. If the Company were to experience resistance or unrest in connection with its Mexican operations, it could have a material adverse effect on its operations and profitability.

Further, Mexico continues to face risks from drug cartels and organized crime including murders, kidnappings, blackmail, extortion, violence and threats of violence. While the Company takes security measures to protect both personnel and property, there is no guarantee that such measures will provide an adequate level of protection for the Company or its personnel. The occurrence of illegal activity against the Company or its personnel cannot be accurately predicted and could have a material adverse effect on the Company's operations.

The Company's operations, exploration and development activities are also subject to extensive foreign federal, state and local laws and regulations governing, among other matters, environmental protection and natural resources including biodiversity and water, soil and air quality and use, management and use of toxic substances and explosives, waste management, exploration and development of mines, production and post-closure reclamation, permitting, health and safety, labour (including local hiring and procurement), human rights, social matters (including historic and cultural preservation), taxes, mining law reform, restrictions on production, price controls, import and export laws, taxation, maintenance of claims, tenure, government royalties and expropriation of property. To comply with applicable laws and future laws, the Company may be required to make significant capital or operating expenditures or face restrictions on or suspensions of its operations and delays in development of its properties. There is no guarantee that more restrictive, or new constraints on the Company's operations or additional taxes will not be imposed, including those that might have significant economic impacts on the Company's operations and profitability. The Company's operations require licenses and permits from various governmental authorities. Further, the regulatory and legal framework in Mexico can at times be outdated, unclear and inconsistent and any failure to comply with these laws and regulations, including with respect to past and current operations, and possibly even actions of parties from whom the Company has acquired its mines or properties, could lead to, among other things, the imposition of substantial fines, penalties, sanctions, the revocation of licenses or approvals, expropriation, forced reduction or suspension of operations, and other civil, regulatory or criminal proceedings the extent of which cannot be reasonably predicted. The Company does not carry political risk insurance and the status of Mexico as a developing country may

make it more difficult for the Company to obtain financing for its projects.

Unauthorized Mining

Mining in Mexico faces incursions by illegal or “artisanal” miners who gain unauthorized access to mines or exploration areas to steal mineralized material primarily through manual mining methods as well as from organized crime. Both the Company’s El Cubo and El Pinguico projects have experienced illegal miners resulting in financial losses to the Company. In addition to the risk of losses and disruptions, illegal miners and/or organized crime pose a safety and security risk that can compromise underground structures, equipment and operations and lead to production stoppages thereby impacting the Company’s ability to meet production goals. The Company has hired security personnel and taken other security measures at its sites to address this issue and promote the safety and security of its employees, contractors and assets.

Risk of Loss of Concentrate in Storage or Transit

The concentrates produced by the Company have significant value and are currently stored at its facilities pending transport by truck to a local refinery in Mexico for processing. Such storage and transport of concentrate gives rise to a number of risks including concentrate theft, road blocks and terrorist attacks, losses caused by adverse weather conditions, delays in delivery of shipments, and environmental liabilities in the event of an accident or spill. While the Company takes additional steps to secure its concentrate, whether in storage or in transit, including insurance coverage, there remains a continued risk that theft or loss of concentrate may have a material impact on the Company’s financial results as insurance may not cover the full market value of any losses.

Relations with Local Communities and Indigenous Groups

The Company’s relationship with the communities in which it operates is important to ensure the future success of its existing operations and the construction and development of its projects. While the Company believes its relationships with the local communities and ejidos in which it operates are strong, public concerns regarding the perceived effect of mining activities on the environment and the communities impacted thereby are on the rise. Various non-governmental organizations (“NGOs”) opposed to globalization and resource development are often vocal critics of the mining industry and its practices. Adverse publicity generated by such NGOs or others regarding extractive industries generally, or the Company’s operations specifically, could have an adverse effect on the Company’s reputation or financial condition and may impact its relationship with the communities in which it operates. The Company believes that it operates in a socially responsible manner; however, there are no assurances that these efforts will mitigate this potential risk.

Foreign Currency Exchange Rate Fluctuations

The Company maintains bank accounts in United States, Canadian and Mexican currencies. In addition, the Company raises its funds through equity issuances which are priced in Canadian dollars and loan facilities priced in US dollars while the majority of its exploration and development costs are denominated in United States dollars or Mexican peso. As a result, the Company may suffer losses due to adverse foreign currency fluctuations.

Global Financial Conditions

Global financial markets are experiencing increased volatility due to, inter alia, wars, higher rates of inflation, higher interest rates and bank failures in the United States and Europe and global financial conditions have been subject to increased instability impacting many industries, including mining. Contraction in credit markets resulting in a widening of credit risk, devaluations and high volatility in global equity, commodity, foreign exchange and precious metal markets, and a lack of market liquidity may adversely affect the Company’s ability to secure equity or debt financing on terms favourable to the Company or at all, reduce or cease existing operations or planned growth, and the trading price of the Company’s Common Shares may be adversely affected.

Increased Interest Rates

Increases to benchmark interest rates may have an impact on any debt financing the Company may negotiate, resulting in reduced amounts available to fund the Company's exploration, development and production activities and could negatively impact the market price of its Common Shares and/or the price of silver, gold or other metals, which could have a material adverse effect on the Company's operations and financial condition.

Potential Conflicts of Interest

The directors and officers of the Company may serve as directors and/or officers of other public and private companies, and may devote a portion of their time to manage other business interests. This may result in certain conflicts of interest.

To the extent that such other companies may participate in ventures in which the Company is also participating, such directors and officers of the Company may have a conflict of interest. The directors and officers are required by law and the Company's Code of Ethics to act honestly, in good faith, and in the best interests of the Company and its shareholders. However, in conflict of interest situations, directors and officers of the Company may owe the same duty to another company and will need to balance the competing obligations and liabilities of their actions. There are no assurances that the needs of the Company will receive priority in all cases and, certain circumstances, such conflicting legal obligations may expose the Company to liability to others and impair its ability to achieve its business objectives. In determining whether or not the Company will participate in a particular venture and the interest to be acquired therein, it is expected that the directors and officers of the Company will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

Volatility of Share Price

The Company's share price is highly volatile and subject to significant price and volume fluctuations due to numerous factors, many of which are beyond the Company's control including fluctuations in the market price of silver, gold and other metals, government regulations, performance of competitors and general market conditions. Furthermore, the stock market in general and the market for precious metals producers in particular have experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to the operating performance of such companies. These broad market and industry factors including public perception of the prospects of mining companies in general may adversely affect the market price of the Company's shares, regardless of operating performance.

The Company's shares are also subject to wide price and volume fluctuations as a result of the public's reaction to Company announcements including announcements relating to the Company's prospects, litigation, arrival or departure of key personnel, operating performance, changes in guidance, recommendations by research analysts who track the Company's securities and the risk factors described in this AIF, all of which can individually or collectively can have a material detrimental impact on the market price of the Company's Common Shares.

In the past, following periods of volatility in the market price of a company's securities, securities class-action litigation has been known to be initiated. Such litigation, if instituted, could result in substantial costs and a diversion of management's attention and resources.

Lack of Dividends

The Company has never declared or paid any dividends on its Common Shares. The Company intends to retain its future earnings, if any, for the foreseeable future, to finance its exploration activities and the further development and expansion of its business. The payment of future dividends, if any, will be reviewed periodically by the Board and will depend upon, among other things, conditions then existing including earnings, financial conditions, cash on hand, financial requirements to fund the Company's exploration activities, development and growth, and other factors that the Board may consider appropriate in the circumstances.

Financial Reporting Standards and Internal Controls

The Company prepares its financial reports and statements in accordance with accounting policies and methods prescribed by IFRS. In the preparation of financial reports and statements, management may need to rely upon assumptions, make estimates or use their best judgment in determining the financial condition or results of operations of the Company. Significant accounting policies, assumptions and estimates are described in more detail in the notes to the Company's annual consolidated financial statements for the year ended December 31, 2024. In order to have a reasonable level of assurance that financial transactions are properly authorized, assets are safeguarded against unauthorized or improper use and transactions are properly recorded and reported, the Company has implemented and continues to analyze its internal control systems for financial reporting. Although the Company believes its financial reporting and financial statements are prepared with reasonable safeguards to ensure reliability, the Company cannot provide absolute assurance in that regard.

Furthermore, there are no assurances that the Company will be able to achieve and maintain the adequacy and effectiveness of its internal controls over financial reporting as such standards are modified, supplemented, or increased from time to time. The Company's failure to maintain effective internal controls over financial reporting could result in the loss of investor confidence in the reliability of its financial statements, result in harm to the Company's business and negatively impact the trading price of the Company's Common Shares. In addition, any failure to implement required new or improved controls, or difficulties encountered in their implementation, could harm the Company's operating results or cause it to fail to meet its reporting obligations. There can be no assurance that the Company will be able to remediate material weaknesses, if any, identified in future periods, or maintain all the controls necessary for continued compliance, and there can be no assurance that the Company will be able to retain sufficient skilled finance and accounting personnel, especially in light of the increased demand for such personnel among publicly traded companies. Future acquisitions of companies may provide the Company with challenges in implementing the required processes, procedures and controls in its acquired operations. Acquired companies may not have disclosure controls and procedures or internal control over financial reporting that are as thorough or effective as those required by the securities laws currently applicable to the Company.

No evaluation can provide complete assurance that the Company's internal control over financial reporting will detect or uncover all failures of persons within the Company to disclose material information otherwise required to be reported. The effectiveness of the Company's controls and procedures could also be limited by simple errors or faulty judgment. The challenges involved in implementing appropriate internal controls over financial reporting will likely increase with the Company's plans for ongoing development and growth of its business and this will require that the Company devote substantial time and costs, as necessary, to continually improve its internal controls over financial reporting. There are no assurances that the Company will be able to maintain or improve its internal controls over financial reporting in the future to ensure the reliability of its financial reporting and financial statements or compliance with applicable laws.

Financial Instruments

The Company may, from time to time, use certain financial instruments to manage risks associated with changes in commodity prices, interest rates and foreign currency exchange rates. Financial instruments involves certain inherent risks including, inter alia: (i) credit risk (see "*Credit and Counterparty Risk*" below); (ii) market liquidity risk (i.e. the risk that the Company will be unable to quickly close out a position by liquidating the financial instrument or establishing an offsetting position); and (iii) unrealized mark-to-market risk (i.e. the risk that an adverse change in market prices for commodities, currencies or interest rates will result in the Company suffering an unrealized mark-to-market loss). External factors beyond the Company's control may cause volatility in financial instruments resulting in substantial and permanent losses. Further, available investment alternatives to reduce such risks may result in limited or no return or be ineffective.

Credit and Counterparty Risk

Credit risk is the risk of financial loss if a customer or counterparty fails to meet its contractual obligations. The Company's credit risk relates primarily to cash and cash equivalents, trade receivables in the ordinary course of business, and value added tax refunds primarily due from Mexico taxation authorities, and other receivables. The Company sells and receives payment upon delivery of its concentrates primarily through large, established international organizations with good credit ratings. Payments for concentrate are scheduled, routine and received within the specific terms of the contract. If a customer or counterparty fails to meet its contractual obligations or becomes insolvent, the Company may incur losses for products already shipped and be forced to sell greater volumes of concentrate than intended in the spot market, or there may be no market for the concentrates, and the Company's future operating results may be materially adversely impacted.

Risk of Dilution Resulting from the Issuance of Additional Shares

Depending on the Company's exploration, development and capital investment plans, acquisition activities, and operating and working capital requirements, the Company may issue additional Common Shares as a means of raising capital. If the Company is required to issue additional shares or decides to enter into joint venture arrangements with other parties in order to raise financing through the sale of equity securities at prices per share different than the price per share paid by investors, investors' interests in the Company will be diluted and investors may suffer dilution in their net book value per share depending on the price at which such securities are sold.

The Company has also granted, and in the future may grant, to directors, officers, employees, and consultants, options to purchase Common Shares as non-cash incentives to those persons in accordance with the Company's stock option plan and the policies of the Exchange. The issuance of additional shares upon the exercise of incentive stock options will cause existing shareholders to experience dilution of their ownership interests. As at December 31, 2024, there were outstanding share options exercisable into 20,320,000 Common Shares at a weighted average exercise price of C\$0.37 per share.

Furthermore, the Company has adopted an omnibus equity compensation plan for its directors, officers, employees and consultants including, but not limited to, restricted share units, performance share units or deferred share units as awards for service to those persons. Upon settlement, such awards may entitle the recipient to receive Common Shares, a cash equivalent, or combination thereof, resulting in further dilution to existing shareholders. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*".

Information Systems and Cyber Security

The Company's operations depend, in part, upon information technology systems to securely process, maintain and transmit information and data critical to the Company's business. The Company and its third-party service providers also collect and store sensitive data in the ordinary course of business, including personal information of the Company's employees and contractors, as well as proprietary and confidential business information relating to the Company (including potential merger candidates or other parties with whom the Company may have entered into confidentiality agreements) and in some cases, the Company's customers, suppliers, lenders, investors and other stakeholders. With the increasing dependence and interdependence on electronic data communication and storage, including the use of cloud-based services and personal devices, the Company is exposed to evolving technological risks relating to this information and data. Disruption or damage to or failure of the Company's information technology systems may arise from a number of sources, including, but not limited to, hacking, computer viruses, malware, ransom ware, security breaches, natural disasters, power loss, vandalism, theft and defects in design.

Although the Company employs security measures in respect of its information and data including implementing systems to monitor and detect potential threats, the performance of periodic audits, and penetration testing, the Company cannot be certain that it will be successful in securing this information and data and there may be instances where the Company is exposed to malware, cyber or ransom ware attacks or other unauthorized access or use of the Company's information and data. Any data breach or other improper or unauthorized access or use of the Company's

information could have a material adverse effect on the Company's business and could severely damage the Company's reputation, compromise the Company's network or systems and result in the loss or escape of sensitive information, the destruction or corruption of data, the misappropriation of assets or incidents of fraud, the disruption of the Company's normal operations including delays and production downtimes, and cause the Company to incur additional time and expense to remediate and improve the Company's information systems. In addition, the Company could also be subject to legal and regulatory liability in connection with any such cyber-attack or breach, including potential breaches of laws relating to the protection of personal information.

Accordingly, due to the potential risk to the Company's reputation, business, results of operations, financial condition or share price resulting from a breach or failure of the Company's information systems, cyber security and the continued development and enhancement of controls, processes and practices designed to protect the Company's systems, computers, software, data and networks from attack, damage or unauthorized access remain a priority for the Company. As cyber threats continue to evolve, the Company will be required to expend additional resources to continue to modify or enhance protective measures or to investigate and remediate any security vulnerabilities.

Legal Proceedings

From time to time, the Company and its subsidiaries are subject to various claims and legal proceedings, including adverse rulings in current or future litigation against the Company and/or its directors or officers, covering a wide range of matters that arise in the ordinary course of the Company's business activities. Each of these matters is subject to various uncertainties and it is possible that some of these matters may be resolved unfavorably to the Company, which may result in a material adverse impact on the Company's financial performance, cash flow or results of operations. The Company carries liability insurance coverage and establishes reserves for matters that are probable and can be reasonably estimated; however, there can be no guarantee that the amount of such coverage is sufficient to protect against all potential liabilities.

Climate Change

Extreme weather events (such as prolonged drought, increased frequency and intensity of storms, flooding, landslides and wildfires) have the potential to disrupt the Company's operations and the transportation routes that the Company uses. The Company's ability to conduct mining operations also depends upon access to the volumes of water that are necessary to operate its mines and processing facilities. Changes in weather patterns and extreme weather events including flooding or wildfires, either due to normal variances in weather or due to global climate change, could adversely impact, disrupt or increase the costs of the Company's mining operations including the volume of water or other supply lines necessary to operate its facilities, or damage to facilities, plant and operating equipment, any of which would adversely impact the Company's cash flow and profitability. There can be no assurance that efforts to mitigate the risks of climate change will be effective and that the physical risks of climate change will not have an adverse effect on the Company's operations and profitability.

Also, various governments around the world have introduced or are moving to introduce climate change legislation and treaties at the international, national, state/provincial and local levels regulating, among other things, emission levels (such as carbon taxes) and energy efficiency is becoming more stringent. If current regulatory trends continue, this may result in increased costs at some or all of the Company's operations.

Anti-Corruption and Anti-Bribery Laws

The Company's operations are governed by, and involve interactions with, various levels of government in Mexico and therefore subject to anti-corruption and anti-bribery laws, including the *Corruption of Foreign Public Officials Act* (Canada) and the *Foreign Corrupt Practices Act* (US) and similar laws in México which prohibit a company and its employees or intermediaries from bribing or making improper payments to foreign officials or other persons to obtain or retain business or gain some other business advantage. In addition, the recent introduction of the *Extractive Sector Transparency Measures Act* (Canada) in Canada seeks to increase transparency and deter corruption in the extractive sector by requiring extractive entities active in Canada to publicly disclose, on an annual basis, specific payments made to all governments in Canada and abroad.

In recent years, there has been a general increase in both the frequency of enforcement and the severity of penalties under such laws, resulting in greater scrutiny and punishment to companies convicted of violating anti-corruption and anti-bribery laws. A company may be found liable for violations by not only its employees, but also by its contractors and third party agents. Although the Company has adopted internal procedures and policies to mitigate such risks, such measures may not be effective in ensuring that the Company, its employees, contractors or third-party agents will strictly comply with all such laws.

If the Company becomes subject to an enforcement action or is found to be in violation of such laws, this may have a material adverse effect on the Company's reputation, result in significant penalties or sanctions, and have a material adverse effect on the Company's operations, business and financial condition. The Company cannot predict the nature, scope or effect of future regulatory requirements to which the Company's operations might be subject or the manner in which existing laws might be administered, interpreted or changed.

Claims Under U.S. Securities Laws

The enforcement by investors of civil liabilities under the federal securities laws of the United States may be affected adversely by the fact that the Company is incorporated under the laws of British Columbia, Canada, that the independent chartered professional accountants who have audited the Company's financial statements and the majority of the Company's directors and officers are residents of Canada or elsewhere, and that all or a substantial portion of the Company's assets and said persons are located outside the United States. As a result, it may be difficult for holders of the Company's Common Shares to effect service of process within the United States upon people who are not residents of the United States or to realize in the United States upon judgments of courts of the United States predicated upon civil liabilities under the federal securities laws of the United States.

5.3 Asset-Backed Securities Outstanding

The Company has not issued any asset-backed securities.

5.4 Mineral Projects

As of the date of this AIF, the Company owns a 100% undivided interest in five mines and three processing plants in Mexico, including the El Cubo, El Pinguico, San Ignacio and Valenciana mines located in the state of Guanajuato, which currently produce silver and gold concentrate processed at the El Cubo Mill and Cata Processing Plant, and the Topia mine and mill in the state of Durango, which produces a zinc concentrate and a separate lead, silver and gold concentrate.

Currently, only El Cubo and San Ignacio contain mineral resources. Historical mineral resource estimates prepared by Great Panther exist for Valenciana and Topia which were acquired by GSilver on August 4, 2022. However, GSilver is not treating such historical estimates, or any part thereof, as current mineral resources under NI 43-101 as a Qualified Person on behalf of GSilver has not done sufficient work to classify these historic estimates as current mineral resources.

El Cubo-Villalpando Mine Complex, Guanajuato, Mexico

The following scientific and technical disclosure regarding the El Cubo-Villalpando Mine Complex and all figures and tables included under this Item 5.4 "DESCRIPTION OF THE BUSINESS - *Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico*" have been extracted or derived from the 2025 El Cubo Report dated January 16, 2025 (effective August 1, 2024). A complete copy of the 2025 El Cubo Report is available for review under the Company's profile on SEDAR+ at www.sedarplus.ca.

Property Description and Location

The El Cubo/El Pingüico Silver Gold Complex is located in the vicinity of the City of Guanajuato, Guanajuato State, Mexico, within the historical Guanajuato Mining District. The Property is approximately 50 km southeast of the City of León and 275 km northwest of México City. The mineral concessions are centered at approximately 21°00'17" N latitude and 101°12'25" W longitude (NAD 1983 UTM 270,600 m Easting and 2,324,255 m Northing) and are situated within the Instituto Nacional de Estadística Geografía (INEGI) 1:50,000 scale map sheets F14C42, F14C43 and F14C53.

The El Cubo Property comprises 2 mineral concession groups and 6 individual mineral concessions for a total of 49 mineral concessions encompassing 6,994.73 hectares (ha) (Table 4.1 and Figure 4.1). The Unificacion Villapando Norte group consists of 37 mineral concessions for a total of 4,112.02 ha, and the Agrupamiento Gracias a Dios group consists of 6 mineral concessions for a total of 2,500.68 ha. The El Pingüico Property comprises of 2 contiguous mineral concessions and encompasses a total area of 71.27 ha (Table 4.1 and Figure 4.1). The Unificacion Villapando Norte mineral concession group is located approximately 8 km east of the City of Guanajuato. The Agrupamiento Gracias a Dios group is located further south, and individual mineral concessions are located east of the main group, as well as immediately south and west of the City of Guanajuato. The El Pingüico mineral concessions are located approximately 5 km south-southeast of the City of Guanajuato.

The Property mining concessions are 100% owned by Obras Mineras El Pingüico S.A. de C.V. ("Obras Mineras El Pingüico" or "OMPSA"), a wholly owned subsidiary of GSilver. OMPSA was incorporated on February 23, 2017, under the laws of Mexico.

At present, save for applicable governmental duties and taxes on production of minerals, there are no underlying royalties at El Cubo. See Item 5.1 "DESCRIPTION OF THE BUSINESS – General – Foreign Operations" above.

The El Pingüico Property was subject to four underlying royalties in favour of EMBSA including a 4% net smelter return ("NSR") royalty and a 15% net profits interest ("NPI") royalty on minerals recovered from existing surface and underground stockpiles of mineralized rock, as well a 3% NSR and 5% NPI on all in situ mineralization. By amended and restated royalty purchase option agreement dated November 11, 2020, as amended, the Company acquired the option from EMBSA to purchase the 4% NSR on stockpiled material, as well as the 3% NSR and 5% NPI on in situ material for an aggregate sum of CAD\$1,675,000 cash and 3,750,000 common shares of the Company at a deemed price of CAD\$0.12. Upon exercise of this option, GSilver's Mexican subsidiary OMPSA will own an undivided 100% interest in the El Pingüico silver and gold project free and clear from the royalties purchased in this agreement.

On March 16, 2023, GSilver purchased the 15% NPI royalty over the surface stockpile of previously mined material at El Pingüico Property held by EMBSA for \$70,000 cash (Guanajuato Silver, 2024a). A 15% royalty remains solely on existing underground stockpiles of mineralized material.

Surface rights sufficient for mining operations at El Cubo and El Pinguico are maintained by GSilver. The Company, through its wholly owned Mexican subsidiary OMPSA, owns 100% interest in certain surface lands at El Cubo totalling approximately 1,198 hectares, acquired as part of the Endeavour Agreement. These areas include surface rights to the El Cubo processing plant, laboratory, core shack, office, tailings facilities and other related infrastructure.

Table 0.1 El Cubo and El Pingüico Mining Concessions

Mining Concession	Title No.	Area (ha)	Date of Record	Expiration Date
UNIFICACION VILLAPANDO NORTE				
UNIFICACION VILLALPANDO NORTE	229103	374.46	2007-03-09	2057-03-08
LA FRAGUA	165653	42.00	1979-11-19	2029-11-18
AMPL. DE LA FRAGUA	164851	130.89	1979-07-11	2029-07-10

Mining Concession	Title No.	Area (ha)	Date of Record	Expiration Date
LA SOLEDAD	165669	65.00	1979-11-28	2029-11-27
SANTA ROSA	157913	20.51	2022-12-07	2072-12-06
UNIFICACION VILLALPANDO SUR	240917	318.14	2012-08-09	2057-03-08
EDELMIRA II	165245	135.27	1979-09-14	2029-09-13
CANTA RANAS	210492	98.55	1999-10-08	2049-10-07
SAN CAYETANO DE ANIMAS Y PROVIDENCIA	181236	30.99	1987-09-11	2037-09-10
EL DURAZNO	164988	60.00	1979-08-13	2029-08-12
SOCAVON DE LOS ALISOS	182003	66.37	1988-04-08	2038-04-07
DURAZNO PRISCO	165109	43.75	1979-08-23	2029-08-22
HUEMATZIN	171591	37.50	1982-11-09	2032-11-08
EL CHUPIRO	171840	13.39	1983-06-15	2033-06-14
SANTA FE DEL MONTE	154139	15.35	2021-01-26	2071-01-25
SAN JUAN TACUITAPA	182004	24.00	1988-04-08	2038-04-07
LA ASUNCION	214133	10.00	2001-08-10	2051-08-09
VIOLETA	214134	75.67	2001-08-10	2051-08-09
VIOLETA	214136	45.68	2001-08-10	2051-08-09
SAN JUAN	165791	37.36	1979-12-11	2029-12-10
MINA VIEJAS	165794	16.00	1979-12-11	2029-12-10
NUEVA LUZ DEL NAYAT	165796	55.00	1979-12-11	2029-12-10
MARIA FRACC. NE	214135	146.14	2001-08-10	2051-08-09
LA CHINA	165797	48.58	1979-12-11	2029-12-10
EL CABRESTANTE	165792	9.00	1979-12-11	2029-12-10
AMPL.DE CABRESTANTE	165795	89.00	1979-12-11	2029-12-10
VIRJAN	214424	49.00	2001-09-06	2051-09-05
EL EDEN	212009	1675.77	2000-08-18	2050-08-17
LA PROVIDENCIA	211859	256.75	2000-07-28	2050-07-27
ENTRE EL VARAL	214132	3.90	2001-08-10	2051-08-09
LA LIBERTAD	165168	48.10	1979-09-12	2029-09-11
EL CUARTETO	182005	26.09	1988-04-08	2038-04-07
LUISA EVELIA	157855	22.22	2022-11-30	2072-11-29
SAN PATRICIO	212168	3.46	2000-09-22	2050-09-21
AMPL. LA PASADENA	182006	3.34	1988-04-08	2038-04-07
1er AMPL.DE LA ALBERTINA O LA MERCED	161513	8.87	2025-04-25	2075-04-24
ALBERTINA O LA MERCED	182007	5.93	1988-04-08	2038-04-07
AGRUPAMIENTO GRACIAS A DIOS				
LAS PALOMAS	214260	257.04	2001-09-06	2051-09-05
LOS PINGUICOS	214742	985.11	2001-11-22	2051-11-21
LA SAUCEDA	213305	747.67	2001-04-20	2051-04-19
SIGLO XXI	214614	47.18	2001-10-02	2051-10-01

Mining Concession	Title No.	Area (ha)	Date of Record	Expiration Date
MARISELA	213751	135.96	2001-06-15	2051-06-14
LA PALMA	213435	327.71	2001-05-11	2051-05-10
INDIVIDUAL				
PACO	217999	188.23	2002-09-30	2052-09-29
LETY FRACCION 3	235635	4.96	2010-02-03	2060-02-02
LETY FRACCION 1	235633	32.37	2010-02-03	2060-02-02
LETY FRACCION 2	235634	18.37	2010-02-03	2060-02-02
DON GUILLERMO	215926	9.08	2002-04-02	2052-04-01
DALIA	210951	129.02	2000-02-29	2050-02-28
EL PINGÜICO CONCESSIONS				
EL PINGÜICO	166665	48.00	1980-07-11	2030-07-10
2a AMPL. DEL PINGÜICO	165491	23.27	1979-10-30	2029-10-29

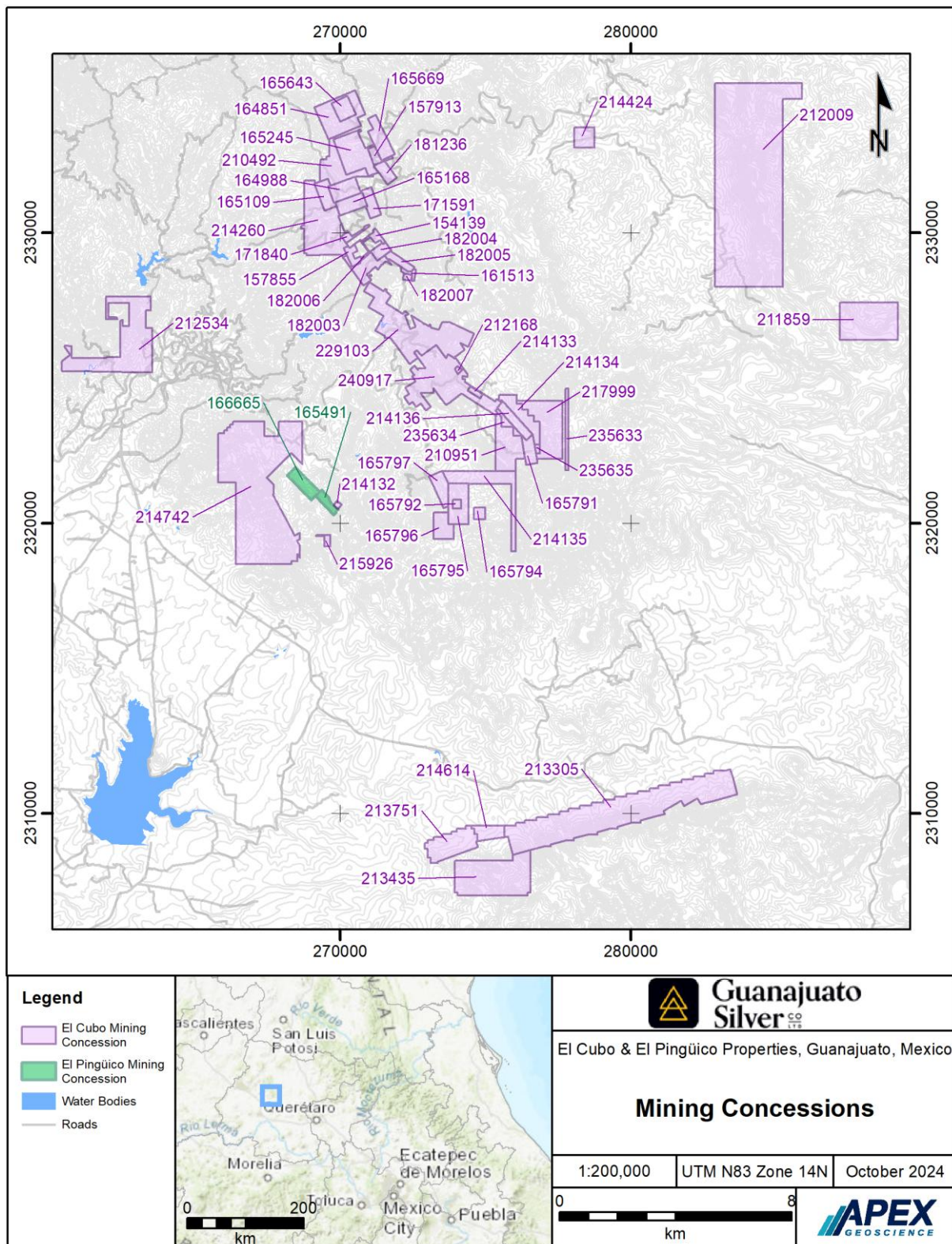


Figure 4.1. El Cubo and El Pingüico Mining Concessions

The Author of this Section of the 2025 El Cubo Report is not aware of any environmental liabilities, significant factors or risks that would affect access, title, or the ability to perform work at the Property.

Accessibility, Climate, Local Resources, Infrastructure and Physiography

Accessibility

The El Cubo main mine access, processing plant and associated infrastructure is located approximately 8 km east of the centre of the City of Guanajuato. From Guanajuato, it is accessed by a 40-minute (16 km) drive, via city streets and unpaved roadway Camina a Calderones, past the towns of Calderones, El Cedro and Mineral de Cubo. Numerous maintained and unmaintained gravel roads provide access to other areas of the Property.

El Pingüico is located approximately 7 km southeast of Guanajuato. From Guanajuato, the El Carmen mine at El Pingüico is accessed by a 40-minute (12 km) drive via city streets, unpaved roadway Camina a Calderones and an unpaved local road, south of the town of Calderones.

Climate

The El Cubo/El Pingüico Silver Gold Complex area is characterized by a temperate, warm sub-humid climate. It is generally dry for most of the year, with a wet season from June to September, during which time rainfall averages approximately 650 millimetres (mm). Weather records from the city of Guanajuato indicate that the average January maximum and minimum temperatures are 23 and 7 degrees Celsius (°C), respectively. July average maximum and minimum temperatures are 27 and 14°C (National Oceanic and Atmospheric Administration, 2024). The average annual temperature is 18°C. Exploration and mining work can be conducted year-round, uninterrupted by weather.

Local Resources

The Guanajuato Mining District has a lengthy history of mining; skilled labour, technical services, drilling contractors, mining and exploration supplies, and many other goods and services are available from the nearby cities of Guanajuato, León, Silao, and San Felipe. According to 2020 census data, the municipality of Guanajuato hosts a population of approximately 194,500 and the León metropolitan area hosts a population of approximately 2,140,354.

The Bajío International Airport, officially known as the Aeropuerto Internacional de Guanajuato (Guanajuato International Airport) is located in the city of Silao, approximately 18 km west of westernmost limit of El Cubo and 27 km east southeast of El Pingüico.

Electrical power for the Property is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. Overhead power transmission lines (13.8 kV) provide electrical power supply to the mine facilities.

Water from the El Cubo operations is pumped from the Dolores Mine into a series of water reservoirs at the surface where the water is stored and distributed.

Physiography

The El Cubo mine offices are located at an elevation of 2,265 m above sea level, and the mine workings range in elevation from 2,646 m to 1,905 m above sea level. The El Pingüico Property is approximately 2,200 m above sea level.

History

The Guanajuato Mining District has a lengthy history of mining and exploration dating back to 1548, when silver mineralization was discovered in the La Luz area by Spanish colonists. Since then, greater than 1 billion ounces of silver have been mined in the district.

El Cubo

Mining at El Cubo dates to the 17th Century. The Sierra structure, which includes El Cubo and the adjacent Peregrina Mine (part of the Las Torres complex), accounts for much of the gold produced in the Guanajuato district – on the order of 2,000,000 ounces of gold and 80,000,000 ounces of silver. Gold was originally mined from shallow pits near the San Eusebio vein, a vein within the El Cubo concessions which later produced significant amounts of gold and silver. In the 19th and 20th centuries, mining at El Cubo was primarily conducted on northwest striking veins known as the Villalpando, Dolores, La Loca, and La Fortuna. In the early 1900s, the Villalpando vein, located in the central portion of the modern day main El Cubo claim block, was the main source of production through the 1970s. Historical mining at El Cubo has occurred in both surface and underground pits in more than 50 veins, many of which are still actively being mined at present time.

El Cubo changed ownership multiple times since the 1970s when it was purchased by a private company owned by Messrs. Villagomez and Chommie. Production in 1979 to the early 1980s was from the Villalpando vein and the newly discovered San Nicolas vein.

In March 2004, El Cubo was purchased by Mexgold Resources Inc. (“Mexgold”). In 2006, Mexgold became a wholly owned subsidiary of Gammon Lake Resources Inc., later known as Gammon Gold Inc. On August 26, 2011, Gammon Gold Inc. changed its name to AuRico Gold Inc. (“AuRico”). In July 2012, Endeavour acquired the El Cubo property from AuRico. Historical production records indicate that approximately 5,906,544 tonnes of material were produced from El Cubo between 1993 and 2011 at average grades of 122.89 grams per tonne (g/t) Ag and 4.94 g/t Au. The head grades ranged from 80 to 162 g/t Ag and 1.24 to 11.4 g/t Au. Lower grades are attributed to the use of lower-grade material from old stope file after each mine expansion. Silver and gold production from 2012 to 2019 under Endeavour ownership totaled 12,112,892 ounces of silver and 144,100 ounces of gold. Endeavour ceased production at El Cubo in November 2019.

Historical exploration at El Cubo was largely conducted by drifting along known veins. Modern exploration has been conducted by Mexgold (2004 to 2012) and Endeavour (2012 to 2021), and has consisted of surface and underground geological mapping, channel sampling and diamond drilling, as well as underground development including sampling and mining.

GSilver’s current drill database for El Cubo contains 333 historical diamond drillholes (DDH) totalling 92,462 metres (m). These drillholes were completed between 2005 to 2019 by Mexgold and Endeavour. Of these holes, 195 DDH totalling 57,572.30 m completed by Endeavour from 2012 to 2019 were utilized in the estimation of the 2024 El Cubo MRE detailed in the 2025 El Cubo Report. Endeavour’s drill programs targeted primary and secondary structures near active mines, as well as other mineralized zones as potential targets for further exploration.

Historical channel sampling and drilling at El Cubo intersected silver and gold mineralization in the Villalpando, Dolores, La Loca, San Nicolas, San Eusebio, Pastora, Puertecito, and La Cruz structures, and guided historical production.

El Pingüico

Early work at El Pingüico dates to 1890 with significant mining commencing in 1904, following the acquisition of El Pingüico by the Guanajuato Development Company. Until 1913, the mine produced over 200,000 ounces of gold equivalent. Due to the Mexican Revolution, the El Carmen-El Pingüico mines prematurely closed, abandoning large surface and underground stockpiles of material.

Historical surface and underground stockpile sampling programs at El Pingüico have been completed by the Mexican Geological Survey (1959 and 2012) and the Dorado family (2012). The stockpile sampling programs returned average grades of 1.66 g/t Au and 143 g/t Ag from the underground stockpile, 0.46 g/t Au and 0.66 g/t Ag from the surface stockpile.

Geological Setting, Mineralization and Deposit Types

The El Cubo/El Pingüico Silver Gold Complex is located within the Guanajuato Mining District in the southern part of the Mesa Central physiographic province. The Guanajuato Mining District represents the central zone of a polymetallic mineralized belt that runs from south-central Mexico, through Guanajuato, and onwards to north-central Mexico.

The Mesa Central is an elevated plateau of Cenozoic volcanic and volcanoclastic rocks in central Mexico. The Mesa Central is bound to the north and the east by the Sierra Madre Oriental, to the west by the Sierra Madre Occidental, and to the south by the Trans-Mexican Volcanic Belt. The Mesa Central comprises a Paleocene to Pliocene sequence of dacite-rhyolite, andesite, and basalt, aged 66 Ma to present, with related intrusive bodies and intercalated local basin fill deposits of coarse sandstones and conglomerates. This Cenozoic volcanic-sedimentary sequence overlies a package of deformed and weakly metamorphosed Mesozoic submarine mafic volcanic and turbidite rocks.

Faults in the Guanajuato Mining District form three structural sets of different geological events and age. The oldest set includes pre-mineralization deformation during the Laramide orogeny (~80-40 Ma) and resulted in west-northwest trending folds and thrust faults. The intermediate set includes an early post-Laramide extension (~30 Ma) set of faults that are both pre-mineralization and mineralization stage. This intermediate set consists of three major systems: Veta Madre, La Luz, and the Sierra set of faults and fault zones. The major fault and vein direction is north-northwest accompanied by early-stage intermediate-sulphidation style mineralization, but somewhat younger movement created faults trending east-northeast to west-northwest in a basin and range and block faulting style perhaps accompanied by higher gold values. Intersections of the basin and range style faulting and the older northwest major faults represent intriguing exploration targets. The youngest fault set includes northeast striking faults, which are post mineralization.

There are several mines in the El Cubo area, situated along significant fault zones as mineralization occurs within the faults and associated splays as well as veins filling local fractures. Historically, there have been at least 37 mineralized veins within the El Cubo area with mineralization occurring from an elevation of 2,650 m down to an elevation of 1,825 m. The Villalpando and the Dolores veins have been actively mined since the early days of mining at El Cubo. The most productive veins are sub-parallel to the Veta Madre system as north-northwest striking veins and local stockwork style mineralization.

Mineralization at El Cubo consists of silver and gold occurring in several stratigraphic formations, with the La Bufa Formation, the Guanajuato Formation, and the Calderones Formation being the most important hosts. Mineralization is typical of the classic high-grade silver-gold, banded epithermal vein deposits with alteration characterized by silica-adularia-sericite. Mineralization typically occurs as open-space fillings in fracture/fault zones or impregnations in locally porous wall rock. The most productive veins are sub-parallel to the Veta Madre system as north-northwest striking veins and local stockwork style mineralization. Several transverse mineralized northeast striking veins also occur. Silver occurs in dark sulphide-rich bands within the banded veins with significant alteration minerals in the surrounding wall rocks. Silver-rich veins, such as Villalpando, contain quartz, adularia, pyrite, argentite (acanthite), naumannite, and native gold. Gold-rich veins, such as San Nicolas, contain quartz, pyrite, minor chalcopyrite and sphalerite, electrum, and aguilarite.

At El Pingüico the major vein consists of both silver and gold in crumbling sugary to white crystalline quartz and calcite veins, within brecciated rhyolitic rock, and as a replacement in the altered rhyolite. Mineralization consists of native gold and silver, polybasite, pyrrargyrite, tetrahedrite, marcasite, sphalerite, galena, pyrite, and chalcopyrite.

The Guanajuato Mining District in general is a high-grade, silver-gold, epithermal vein system with low sulphidation and adularia-sericite alteration. The primary deposit type of interest at the El Cubo and El Pingüico properties is low sulphidation epithermal silver-gold mineralization.

Mineralization of significance at the El Cubo and El Pingüico properties consists of veins containing significant silver- and gold-bearing metallic minerals including native silver, native gold, argentite or acanthite, electrum, pyrrargyrite, polybasite, naumannite, and aguilarite. Accessory metallic minerals include pyrite, galena, sphalerite, and chalcopyrite.

Epithermal type precious metal deposits at El Cubo and El Pingüico are strongly vertically controlled. In the Guanajuato region there is commonly a well-defined, sub-horizontal zone where the hydrothermal fluids deposited gold and silver mineralization. Regionally, mineralized material horizon thickness ranges from at least 300 m to greater than 500 m. High-grade material occurs where the hydrothermal fluids boiled, and below the higher-grade silver-gold mineralization zones, the silver and gold grades tend to decrease but the base metal grades tend to increase.

Exploration

At El Cubo and at El Pingüico, exploration included soil and rock sampling, prospecting, and drilling and some historic geophysical surveys.

El Cubo

The Company has collected a total of 26,806 underground chip channel samples from 5,871 channels at the Villalpando and Santa Cecilia areas of El Cubo. Chip channel sampling was completed in accessible stopes and development headings. Most of the samples were collected from the Villalpando vein (n=21,615), the San Luis vein (n=1,559), and the Dolores vein (n=1,306). The results of the sampling programs are summarized in Table 1.1.

Table 0.2 GSilver El Cubo 2021-2024 Underground Sampling Summary Statistics

	Count	Mean	Median	Min	Max	Standard Deviation	Percentiles			
							70th	90th	95th	98th
Au (ppm)	26,806	0.83	0.34	0.00	484.58	3.73	0.67	1.78	2.89	5.19
Ag (ppm)	26,806	74.78	26.95	0.00	18,765.96	227.68	62.33	170.76	274.54	464.42
AgEq (ppm)	26,806	139.79	60.05	0.00	39,670.75	425.37	122.88	306.78	486.13	801.82

Assay results in Table 1.1 are reported as silver (Ag), gold (Au), and/or silver equivalent (AgEq), with AgEq calculated using metal prices set at US\$1,950/oz Au and US\$25/oz Ag, with 85% recovery for both, yielding a Ag to Au ratio of 78:1. This remains consistent with the ratio that is utilized in the 2024 El Cubo MRE.

Underground channel sampling provided high-resolution geochemical data along significant strike lengths of the primary vein structures at El Cubo, aiding in the delineation of unmined resources and confidence in the continuity of mineralization. The underground sampling data was used in the 2024 El Cubo MRE.

El Pingüico

From 2017 to the Effective Date of the 2025 El Cubo Report, GSilver has completed surface and underground stockpile channel sampling and drilling, and surface and underground sampling at El Pingüico.

Surface stockpile channel sampling was conducted in two phases in 2017 to verify historical exploration results and to provide material for metallurgical testwork. Phase 1 returned average grades of 70.85 g/t Ag and 0.53 g/t Au,

verifying historical results obtained in 2012. Phase 2 returned lower values for both silver and gold with an average silver grade of 9.74 g/t and an average gold grade of 0.12 g/t.

Underground stockpile channel sampling was conducted in 2017 and 2020. The 2017 program returned average grades of 181.82 g/t Ag and 1.71 g/t Au and verified historical exploration results. In 2020, GSilver opened the El Pingüico shaft and completed an underground channel sampling program of the lower levels of the underground stockpile. The Pingüico North target area returned average grades of 256 g/t Ag and 1.7 g/t Au over a strike length of 47 m and the Pingüico shaft target returned average grades of 733 g/t Ag and 5.0 g/t Au over a strike length of 15 m. True widths are unknown.

Drilling

El Cubo

As of the Effective Date of the 2025 El Cubo Report, GSilver has completed 129 diamond drillholes (DDH), totalling 16,987.20 m, at El Cubo, excluding tailings basin drill programs. The drilling programs were a combination of production, infill, resource expansion, and exploration programs conducted between 2021 and June 19, 2024. Production drilling programs were primarily focused on the main Villalpando structure in the Cebolletas-1850 Stope and Villalpando Stope 4-1500 areas. The drilling provided high-resolution geochemical data along significant strike lengths of the primary vein structures at El Cubo, aiding in the delineation of unmined resources and confidence in the continuity of mineralization.

GSilver's exploration drilling programs targeted the Villalpando and Asuncion veins in the Capulin area, productive veins in the Santa Cecilia area, and the Dolores and San Luis vein structures. Select drill results are listed as follows:

- Cebolletas-1850 Stope: CEB21-004 returned 17.40 m core length of 1.91 g/t Au and 174 g/t Ag, within a broader interval of 25.85 m of 1.38 g/t Au and 124 g/t Ag. High grade intervals include 0.55 m core length of 6.80 g/t Au and 4,810 g/t Ag and 0.65 m of 5.80 g/t Au and 605 g/t Ag.
- Villalpando Stope 4-1500: VPO21-001 returned 2.85 m core length of 0.91 g/t Au and 95 g/t Ag, within a broader interval of 11.55 m core length of 0.69 g/t Au and 65 g/t Ag. Drillholes VPO21-007 and VPO21-008 drilled into a sub-parallel vein structure to Villalpando, called the Asuncion Vein, with significant results including 2.15 m core length of 0.83 g/t Au and 146 g/t Ag within a broader interval of 5.85 m core length of 0.41 g/t Au and 77 g/t Ag in drillhole VPO21-007; and 0.50 m core length of 0.29 g/t Au and 66 g/t Ag in drillhole VPO21-008.

Recent exploration drilling by GSilver returned intervals of high-grade silver and gold mineralization in the Capulin area, the Santa Cecilia area, and from the Dolores and San Luis vein structures. GSilver drilling data was used in the 2024 El Cubo MRE.

El Pingüico

As of the Effective Date of the 2025 El Cubo Report, GSilver has completed 36 drillholes totalling 6,290.85 m at El Pingüico. The drilling was conducted in three phases from January 2018 to June 2024.

In January 2018, GSilver drilled five DDH for 214 m into the underground stockpile at El Pingüico to provide information on the grade of the waste material. Four of the holes failed to confirm historical trench sample results; however, drillhole P5-N returned average grades of 0.228 g/t Au and 45.6 g/t Ag.

In 2021, GSilver drilled 27 diamond holes for 4,973.85 m to test the El Pingüico vein at depth and along its northwest and southeast extensions, as well as parallel veins located in the hanging wall and footwall of the El Pingüico vein. Notable results from this program include:

- Drillhole P21-003 returned 3 m core length (2.11 m true width) of 0.84 g/t Au and 73.83 g/t Ag, and 9.4 m core length (6.63 m true width) of 0.45 g/t Au and 58.65 g/t Ag.

- Drillhole P21-008 returned 7.95 m core length (7.36 m true width) of 1.35 g/t Au and 38.73 g/t Ag that includes 0.75 m of 8.81 g/t Au and 208 g/t Ag.

In June 2024, GSilver completed 4 DDH totalling 1,103 m at El Pingüico. The holes were designed to test the El Pingüico and San Jose veins along strike to the south and to provide information on the relationship between the Veta Madre and El Pingüico vein at depth. The results of this drill program are not available as of the Effective Date of the 2025 El Cubo Report

El Pingüico in situ mineralization and stockpile are not included in the MRE.

Sampling, Analysis and Data Verification

This section summarizes the sampling preparation, analyses, security, and quality control and quality assurance (QA-QC) protocols and procedures employed at the El Cubo/El Pingüico Silver Gold Complex by Endeavour between 2015 and 2018, and by GSilver from 2021 to the Effective Date of the 2025 El Cubo Report. The Endeavour and GSilver underground channel sampling and drillhole data are utilized in the MRE and discussed below.

The Author of this section of the 2025 El Cubo Report is unaware of any sample preparation, analyses, security, and QA-QC information regarding historical exploration programs completed prior to the Endeavour and GSilver work. Drilling and sampling data completed prior to the Endeavour work is poorly documented and is not utilized in the calculation of the MRE.

Sample Collection, Preparation and Security

Endeavour

Endeavour's underground chip channel sampling at El Cubo was carried out daily in accessible stopes and development headings by mine sampling technicians. Using a tape measure, samples were located by measuring from known survey points. The samples were taken perpendicular to the veins at 3 m to 5 m intervals along drifts. Walls were cleaned and marked with two parallel, red spray paint lines to guide the sampling. Chip samples were collected on all vein faces in drifts, crosscuts, raises, and stopes.

The chip channel samples were cut approximately 10 cm wide, and 2 cm deep using a hammer and chisel and were divided into several discrete samples based on geological characteristics. The rock chips were collected in a net, placed on a canvas, and fragments larger than 2.5 cm were broken with a hammer.

Field duplicate samples were inserted at the frequency of about 1 in 20 chip lines. The last sample taken was a duplicate sample. The sample interval to be duplicated was chosen at random from one of the vein intervals. Waste duplicates were not collected. The duplicate sample was collected from a point approximately 10 cm above the original sample. Duplicate samples were sent with the rest of the samples from the chip line.

The samples were sealed in plastic bags and transported to the geology storage facility on the surface. From there, the samples were taken for analysis to Endeavour's in-house laboratory at the Bolañitos Mine site by a contracted transporter.

Endeavour's drill core was HQ or NQ in diameter. Drill set-ups were surveyed for azimuth, inclination, and collar coordinates. Surface holes were surveyed using a Reflex multi-shot down-hole survey instrument at approximately 50 m intervals from the bottom of the hole back up to the collar. Inclination of underground holes was collected using the Reflex EX-Shot survey device prior to the start of drilling. The survey data obtained from the drillholes was transferred to databases in Vulcan and AutoCAD, and was corrected for local magnetic declination, as necessary.

Endeavour's exploration staff were responsible for logging surface and underground diamond drill core. Drill core was placed in boxes, which were sealed at the drill site. Endeavour's personnel then transported the core to the core facility. Sample handling at the core facility followed a standard general procedure, during which depth markers were

checked and confirmed; the outside of the boxes was labeled with interval information; core was washed and photographed; and the recovery and rock quality designation (RQD) logged for each drillhole.

All of Endeavour's surface and underground exploration drillholes were processed at the exploration core facility. As the core was received at the core facility, geotechnical data was logged on paper sheets and subsequently transcribed into Microsoft Excel. The core was then logged for geological data (such as texture, lithology, grain size, alteration, mineralization, structure) and marked for sampling. Geological data and sample information were entered directly into Microsoft Excel spreadsheets. A cutting line was drawn on the core with a colored pencil, and sample tags were stapled in the boxes or denoted by writing the sample number with a felt tip pen.

The core was split using a diamond saw, samples were placed in bags, ready for shipment to the ALS preparation facility in Zacatecas, Mexico. After preparation, the samples were shipped to the ALS laboratory in North Vancouver, Canada, for analysis.

Duplicate core samples were prepared by technicians at the core storage facility at El Cubo. Random sample intervals were utilized and collected at the same time as initial sampling by first splitting the core in half and then crushing and dividing the half-split into two portions, which were sent to the assay laboratory separately. The duplicate samples were ticketed with the consecutive number following the original sample. One duplicate sample was collected for each batch of 20 samples.

GSilver

Underground chip channel sampling is carried out daily in accessible stopes and development headings by mine sampling technicians. Prior to sampling, a geologist marks each channel line and sample with spray paint differentiating lithological changes, fault zones, mineralized structures and other geological characteristics, and the sample area was washed to remove the possibility of contamination. Rock chip samples were collected using appropriate tools for the location, including hammer and chisel, rock saw and other tools where required.

Channels are continuous, rectangular and cut with a minimum nominal width of 15 cm and a depth of 2.5 to 5.0 cm. Samples are collected moving perpendicular across the structure from the footwall to the hanging wall side. Sample lengths generally range from 20 cm to 1.20 m, according to Company protocols.

Rock chips are collected on a clean tarp, and larger fragments are broken with a hammer. Each sample is homogenized, formed into a cone and then flattened into a circle. The circle is divided into four equal triangles; two opposite triangles are selected for analysis and the remainder discarded. The selected samples are placed into pre-labelled sample bags along with a sample tag inscribed with the unique sample identification (ID) number and sealed for transport.

Each sample is located using a topographic control point in the field and the exact sample location recorded. With each sample taken, the following information is collected: date, sample type, sample medium (i.e., vein, dyke, etc.), measured thickness, vein bearing (azimuth), vein dip, geological description of the sample, the exact location (i.e. mine level, countershaft, face, crossing, etc.) and a pre-sample sketch. Once the sample is collected and the data recorded, aluminum plates with the sample ID are placed at the sampling site.

Channel samples are sequenced with standards, blanks, and field duplicates inserted according to the Company's predefined QA-QC procedure.

For the underground stockpile sampling at El Pingüico, the bottom of each trench was cleaned of debris and rock fall material and excavated further to extract new samples, using the procedure described above. The 2017 surface and underground stockpile samples collected from El Pingüico were secured by FINDORE and/or GSilver prior to shipment to the laboratory. QA-QC samples including standards and blanks were inserted into the sample stream at a 5% insertion rate.

To date, only diamond drilling has been utilized at the El Cubo and El Pingüico Properties, with both surface and underground drilling. GSilver has established protocols for drilling, core collection, logging and sampling that are

documented in several detailed and illustrated manuals. Drill core was logged and sampled at the on-site El Cubo core facility located near the processing plant and laboratory.

Whenever possible, surface diamond drillholes were oriented to intersect veins perpendicular to dip. The drillholes are typically drilled from the hanging wall, perpendicular to, and passing through the target structure into the footwall. Underground drillholes are typically drilled from the hanging wall, and are ideally drilled perpendicular to structures; however, oblique intersection is required in some instances due to limitations of the drill station.

On the drill site, the drill set-up is surveyed for azimuth, inclination, and collar coordinates, with the drilling subject to daily scrutiny and coordination by geologists. Drillholes are surveyed at 20-25 to 50 m intervals from the bottom of the hole back up to the collar using a Reflex or DeviShot down-hole survey instrument. The survey data obtained from the drillholes are transferred to GSilver's databases, and are corrected for local magnetic declination, as necessary.

Each drill core box is labeled by the drillers on the drill site with information including project name, project code, box number, and an arrow indicating the start of the box and the direction of the hole downwards. The hole ID is composed as follows: the first one to three letters of the project/target, followed by the last two numbers of the year, then a hyphen and finally the consecutive number of the hole as 3 digits (e.g., "DOL23-001" for the first hole drilled in 2023, targeting the Dolores vein structure). Sealed core boxes are transported daily to the secure core logging and storage facility. Security measures at the core storage facility include high level security fences and 24-hour surveillance by security personnel.

At the core logging facility, core boxes are first checked for labels and depth markers. Recovery and rock quality designation (RQD) forms are then filled out, and logging begins. The drill core is logged by a Company geologist, using a Company template. Prior to describing the core, the geologist records the drillhole collar and survey information (coordinates, azimuth, inclination, date, drill rig, diameter, etc.). The core is then marked with blue wax pencil to indicate contacts and/or geological changes (rock type, faults, alterations, breccias, veins etc.). Once the core is marked, the geologist logs observations comprising rock type, colour, hardness, alteration, mineralization, veining, weathering, and structural features, utilizing standardized codes.

When the logging and core markup is complete, the core is photographed in boxes, first dry, then wet, ensuring sample numbers and other information is visible. The core boxes are then moved to the cutting area. Marked sample intervals are cut in half with a diamond saw; half of the core is left in the core box, and the other half is placed in pre-labeled plastic bags along with a sample tag bearing the unique sample number. The sample bags are sealed for transport to the laboratory with the requisite report to be signed upon receipt by the laboratory.

Intervals and unique sample numbers are recorded on the drill logs and the samples are sequenced with standards, blanks and duplicates inserted according to a Company QA-QC procedures. The samples are maintained under security on site until they are shipped to the analytical lab.

Analytical Procedures

Endeavour

Historical channel samples were sent to Endeavour's in-house Bolañitos mine assay laboratory for analysis. The Bolañitos laboratory is ISO certified (ISO-9001:2008) and is set up with separate enclosed sections for sample preparation and analysis. The Bolañitos laboratory is independent of the Authors of the 2025 El Cubo Report and GSilver; however, it is not independent of Endeavour.

Channel samples were analyzed by conventional fire assay, with an atomic absorption (AA) finish for gold and a gravimetric finish for silver. Gold and silver lower detection limits were 0.03 ppm Au and 5 ppm Ag.

All Endeavour drill core samples were bagged and tagged at the El Cubo core facility and shipped to the ALS preparation facility in Zacatecas, Mexico. Upon arrival at the ALS preparation facility, samples were logged into the

laboratory's tracking system (LOG-22). Then the entire sample was weighed, dried if necessary, and fine crushed to better than 70% passing 2 mm (-10 mesh). The sample was then split through a riffle splitter and a 250-gram split was then taken and pulverized to 85% passing 75 microns (-200 mesh).

After preparation, the samples were shipped to the ALS laboratory in North Vancouver, Canada, for analysis. Gold was analyzed by 30-gram fire assay with AA finish (ALS code Au-AA23) and silver was analyzed by Aqua Regia digestion with AA finish (ALS code Ag-AA45). Lower detection limits were 0.005 ppm for gold and 0.2 ppm for silver. Overlimit gold (>10 ppm Au) and silver (>20 ppm Ag) samples were analyzed by fire assay with a gravimetric finish (ALS code Au, Ag ME-GRA21). Select samples were also subject to multielement analysis (35 elements) via Aqua Regia digestion followed by Inductively coupled plasma atomic emission spectroscopy (ICP-AES) analysis (ALS code ME-ICP41).

ALS is an independent, ISO certified, analytical laboratory company that services the mining industry around the world. ALS North Vancouver is an ISO 9001:2015 certified and ISO/IEC 17025:2005 accredited geoanalytical laboratory and is independent of Endeavour, the Company, and the Authors of the 2025 El Cubo Report.

GSilver

El Cubo underground channel samples were analyzed at Corporación Química Platinum S.A de C.V. ("QPSV") in Silao, Guanajuato, until the establishment of the on-site El Cubo laboratory in December 2021. The El Cubo laboratory is also known as the Villalpando laboratory ("VPO").

The preparation process at both laboratories involved initial receipt of samples by laboratory staff followed by oven-drying of samples. Dry samples were then run through a crusher (10 mesh) and subsequently a 200 g split was run through a disc mill for pulverizing to 98% passing 200 mesh.

At QPSV, gold determination was performed via standard 30-gram fire assay analysis with either an atomic absorption spectroscopy finish (FA-AAS) or a gravimetric finish (FA-GRAV). Lower detection limit for gold was 0.05 ppm for FA-AAS and 0.6 ppm for FA-GRAV. Silver determination was performed via FA-GRAV, with a lower detection limit of 5 ppm Ag. Select samples were also subject to multielement analysis (33 elements) via multi-acid digestion followed by ICP-AES. QPSV is independent of GSilver and the Authors of the 2025 El Cubo Report and is accredited by Entidad Mexicana de Acreditación, A.C. ("EMA"), which is part of the International Accreditation Forum ("IAF"). EMA also works in conjunction with the International Organization for Standardization ("ISO") Committee for Conformity Assessment ("CASCO").

At the El Cubo laboratory, gold and silver were analyzed by FA-AAS, with lower detection limits of 0.01 ppm Au and 5 ppm Ag. The El Cubo laboratory is independent of the Authors of the 2025 El Cubo Report; however, it remains under GSilver management and is not independent of the Company.

El Cubo drill core samples were submitted to QPSV in Silao, Guanajuato, Mexico, for preparation and analysis. Core samples were subject to crushing at a minimum of 70% passing 2 mm (-10 mesh), followed by pulverizing of a 250-gram split to 85% passing 75 microns (-200 mesh). Gold determination was performed via standard 30-gram fire assay analysis with either an atomic absorption spectroscopy finish (FA-AAS) or a gravimetric finish (FA-GRAV). Gold lower detection limit was 0.05 ppm for FA-AAS and 0.6 ppm for FA-GRAV. Silver determination was performed via FA-GRAV, with a lower detection limit was 5 ppm Ag. Select samples were also subject to multielement analysis (33 elements) via multi-acid digestion followed by ICP-AES.

To validate assay results and preparation procedures, GSilver systematically sent additional random samples representing approximately 20% of all analytical samples to Bureau Veritas in Hermosillo, Sonora, Mexico, and approximately 10% of all analytical samples to SGS Mexico, S.A de C.V, Durango, Mexico ("SGS Durango").

At Bureau Veritas, gold was analyzed by FA-AAS with a lower detection limit of 0.005 ppm Au; and silver either by four-acid digestion followed by ICP-AES with a lower detection limit of 0.5 ppm Ag, or by FA-GRAV with a lower detection limit of 20 ppm Ag. In addition, 34-element analysis was performed by four-acid ICP-AES. At SGS, gold

was analyzed by FA-AAS with a lower detection limit of 0.005 ppm Au; and silver either by four-acid ICP-AES with a lower detection limit of 2 ppm Ag, or by FA-GRAV with a lower detection limit of 10 ppm Ag. In addition, 34-element analysis was performed by four-acid ICP-AES.

QPSV is independent of GSilver and the Authors of the 2025 El Cubo Report and is accredited by EMA, which is part of the IAF. EMA also works in conjunction with ISO CASCO. Bureau Veritas and SGS are ISO/IEC certified geoanalytical laboratories independent of GSilver and the Authors of the 2025 El Cubo Report.

The El Pingüico drill core samples were sent for analysis to QPSV in 2018, and to SGS Durango and QPSV in 2021. Check samples were performed on approximately 20% of samples at Bureau Veritas in Hermosillo, Sonora, and on approximately 10% of samples at SGS Durango. The preparation and analytical procedures utilized on the El Pingüico drill core samples are the same as described in the text above.

Quality Assurance – Quality Control

Endeavour

Endeavour's QA-QC procedures for the 2015-2018 channel sampling programs at El Cubo included the insertion of blanks and duplicates into the sample stream at regular intervals. It is not known whether any commercially available certified reference materials (standards) were utilized but the data was not available to the Authors of the 2025 El Cubo Report.

Blank samples were inserted into the sample stream to check for potential contamination during the sample preparation and analytical procedures. A total of 207 blank samples were submitted to the assay laboratory along with channel samples and analyzed as described above for channel samples. The control limit for blank samples is 3x and 10x the minimum limit of detection of silver and gold, respectively. The results indicate a moderate occurrence of contamination with a failure rate of 14.98% for silver and 30.43% for gold.

Duplicate samples were collected by Endeavour to assess the repeatability of individual analytical values. Field duplicate samples were inserted at the frequency of about 1 in 20 chip lines. Silver analyses show a 42.23% overall failure rate and gold analyses show a 53.37% overall failure rate.

Endeavour's QA-QC procedures for drill programs consisted of the insertion of certified reference materials (CRMs), also called standards, as well as blanks and duplicates into the sample stream. Only QA-QC results for the 2016 drill program were available to the Author of the 2025 El Cubo Report. During Endeavour's 2016 surface and underground drilling campaign at El Cubo, each batch of 20 samples included one blank, one duplicate, and one standard. In 2016, a total of 2,563 QA-QC samples were submitted for analysis. Umpire laboratory check assay data was not available to the Authors of the 2025 El Cubo Report.

Blank samples were inserted into the sample stream to check for potential contamination during the sample preparation and analytical procedures at an average rate of approximately 1 blank for every 20 samples. A total of 849 blank samples were submitted to the assay laboratory with the drill core samples. The control limit for blank samples is 3x and 10x the minimum limit of detection of the assay method of silver and gold, respectively. Only 0.35% of blank samples returned assay values above the detection limits for gold, and no failure was observed for silver. CRMs were inserted into the sample stream by Endeavour to verify the overall analytical precision and accuracy of assay results.

Duplicate samples were collected by Endeavour to assess the repeatability of individual analytical values. Duplicates were collected during preparation using crushed sample material. One duplicate sample was collected for each batch of 20 samples. Discrepancies and inconsistencies in the duplicate sample data were resolved by re-assaying either the pulp or reject or both.

GSilver

GSilver's QA-QC protocol for underground channel sampling programs at El Cubo consisted of insertion of standard, blank and duplicate samples at a rate of approximately one QA-QC sample per 20 channel samples. During GSilver's

2021-2024 underground channel sampling campaigns at El Cubo, a total of 1,480 QA-QC samples were submitted for analysis. No QA-QC data was available to the Authors of the 2025 El Cubo Report for the stockpile sampling programs carried out by GSilver at El Pingüico.

Blank samples were inserted into the sample stream to check for potential contamination during the sample preparation and analytical procedures. The blank material used in the GSilver sampling programs was sourced from a barren andesite from El Pingüico. Blank samples were inserted randomly into the sample batch and given unique sample numbers in sequence with the other samples before being shipped to the assay laboratory. A total of 1,008 blank samples were submitted to the assay laboratory along with the channel samples.

The control limit for blank samples is 3x and 10x the minimum limit of detection of silver and gold, respectively. The results indicate a moderate occurrence of contamination with a failure rate of 5.56% for silver and 14.78% for gold, with the failures observed in samples analyzed by gravimetric methods for silver and in AAS methods for gold. CRMs were inserted into the sample stream by GSilver to verify the overall analytical precision and accuracy of assay results.

Duplicate samples were collected by GSilver to assess the repeatability of individual analytical values. Field duplicates were collected at the same time as original samples. Approximately one duplicate sample was collected for each batch of 20 channel samples. No waste duplicates were taken. A total of 296 duplicate samples were submitted for analysis. The duplicate failure rate was 24.32% for silver and 30.74% for gold.

GSilver's QA-QC protocol for drill core sampling programs at El Cubo consisted of insertion of standard, blank and duplicate samples at a rate of approximately one QA-QC sample per 20 drill core samples. During GSilver's 2021-2024 drilling programs at El Cubo, a total of 661 QA-QC samples were submitted for assay. In addition, umpire checks were carried out on 308 coarse and 241 pulp duplicates.

Blank samples were inserted into the sample stream to check for potential contamination during the sample preparation and analytical procedures. The blank material used in the GSilver sampling programs was sourced from a barren andesite from El Pingüico. Blank samples were inserted randomly into the sample batch and given unique sample numbers in sequence with the other samples before being shipped to the assay laboratory. A total of 43 blank samples were submitted to the assay laboratory along with core samples. The control limit for blank samples is 3x the lower detection limit for silver and 10x the minimum limit of for gold: 3.0 ppm for silver and 0.05 ppm for gold. All blank samples returned results lower than the detection limit for silver and gold.

Although no failure rates were returned in the blank analyses for the GSilver 2021-2024 drilling completed at El Cubo, several areas of concern were identified by the Author of this section of the 2025 El Cubo Report. The Author of the 2025 El Cubo Report noted that the dataset includes QA-QC results from a variety of different analytical methods with variable sensitivities and lower detection limits. Using the tolerance limits for the gravimetric method when investigating performance of blanks analyzed by AA has the potential to produce "false negatives". CRMs were inserted into the sample stream by GSilver to verify the overall analytical precision and accuracy of assay results.

Duplicate samples were collected by GSilver to assess the repeatability of individual analytical values. One duplicate sample was collected for each batch of 20 samples approximately. No waste duplicates were taken. Coarse (n=196) and pulp (n=139) duplicates, from GSilver's 2021-2024 drill program at El Cubo were submitted to the assay laboratory along with original core samples.

GSilver carried out umpire checks during the 2021-2024 drilling programs at El Cubo. Umpire check analyses are utilized to evaluate the accuracy of the primary laboratory (QPSV in Silao, Guanajuato, Mexico). GSilver systematically sent random samples representing approximately 20% of all analytical samples to Bureau Veritas in Hermosillo, Sonora, Mexico, and approximately 10% of all analytical samples to SGS Durango for umpire check assaying.

GSilver's QA-QC protocol for drill core sampling at El Pingüico consisted of insertion of standard, blank and duplicate samples at a rate of approximately one QA-QC sample per 20 drill core samples. During GSilver's 2021-2022 drilling programs at El Pingüico, a total of 615 QA-QC samples were submitted for analysis. In addition, umpire checks were

completed on 134 coarse and 375 pulp duplicates. CRMs were inserted into the sample stream by GSilver to verify the overall analytical precision and accuracy of assay results.

In conclusion, the data within GSilver's databases are considered suitable for use in the further evaluation of the Property and for its intended use in the 2025 El Cubo Report, including the Mineral Resource Estimation. Ongoing evaluation of the QA-QC data should be conducted to proactively identify opportunities for improvement in sampling, preparation, and analytical protocols.

Data Verification

GSilver provided APEX with three separate Microsoft Access relational databases for drillhole data and underground sampling data, including CMC Drillholes Master DataBase, CMC UGSamples Master DataBase, and CMC UGSamples Old DataBase 1. The calculation of the MRE utilized drilling and underground channel sample data extracted from the GSilver Microsoft Access relational databases June 19, 2024, and July 31, 2024, respectively. El Pingüico data contained in CMC Drillholes Master DataBase included 19 underground and 6 surface drillholes completed by GSilver in 2021 and 2022.

APEX personnel, under the direct supervision of the Author of this section of the 2025 El Cubo Report, conducted data verification on approximately 10% of the data used in the 2024 El Cubo MRE, including i) surface and underground drillhole samples, assays and sample intervals (where possible), downhole surveys, and collar coordinates; and ii) underground channel samples assays. Surface and underground drillhole samples were selected for verification based on their drillhole location (within the 2024 El Cubo MRE area), grade (mineralized material grade of ≥ 90 g/t AqEq), and buffer grade. A few lower-grade buffer samples on either side of the mineralized material samples were added. Approximately 10% of underground channel samples were selected from within each mineralization domain. Overall GSilver's databases were deemed to be well organized but contained some minor errors.

Mr. Christopher W. Livingstone, P.Geo., Senior Geologist of APEX and a Qualified Person, conducted a site inspection of the El Cubo Property for verification purposes on August 12, 2023. Mr. Livingstone did not visit the El Pingüico Property. The inspection comprised a tour of the El Cubo Property, including entering several active underground workings, a review of recent drill core to verify reported geology and mineralization, collection of verification samples, and a review of the El Cubo three-dimensional (3D) data compilation. In addition, Mr. Livingstone also toured the El Cubo mining operation offices, core shack, processing plant, and analytical laboratory, and observed active mining and mineral processing to verify the mining methods, equipment, and infrastructure utilized in the production process.

The Author of this section of the 2025 El Cubo Report has reviewed the adequacy of the exploration and mining information and the Property's physical, visual, and geological characteristics. No significant issues or inconsistencies were discovered that would call into question the validity of the data. In the opinion of the Author of this section of the 2025 El Cubo Report, the Property data is adequate and suitable for use in the 2025 El Cubo Report, including the MRE.

Mineral Processing and Metallurgical Testing

The Author of this section of the 2025 El Cubo Report is not aware of any third-party laboratory-based mineral processing and metallurgical testing completed by GSilver or Endeavour. Metallurgical parameters have been determined using operating data.

Historically, flotation was the primary method of silver and gold recovery at El Cubo. Cyanide was applied to the flotation concentrate at El Cubo to recover approximately 96% of the precious metals contained in 88% of the values recovered in the flotation concentrate. The total overall recovery was 84%. Endeavour operated the El Cubo processing plant from 2013 to 2019, with historical operating records from 2017 to 2018 indicating a historical processing rate of 1,500 to 2,000 tonnes per day.

The mineralized material produced from El Cubo and from surface stockpiles at El Pingüico is processed at the El

Cubo processing plant, located within the El Cubo/El Pingüico Silver Gold Complex. The El Cubo plant consists of a two-stage crushing circuit, ball mill grinding, reagent storage, flotation, gravity treatment, and concentrate filtration for product shipment. Since the refurbishment of the plant by GSilver and modifications to the secondary crushing area and grinding discharge crates, the El Cubo processing plant operates at a capacity of 1,350 tonnes per day. A recent upgrade to the El Cubo plant is the addition of a gravity circuit for the recovery of native silver gold and electrum from the hydrocyclone underflow stream.

From October 2021 to the Effective Date of the 2025 El Cubo Report, a total of 862,979 dry metric tonnes (DMT) of material extracted from the El Cubo/El Pingüico Silver Gold Complex was processed at the El Cubo processing plant producing a total of 1,437,248 silver ounces and 21,008 gold ounces.

Material extracted from the El Cubo Mastrantos tailings from Q1 2021 to the Effective Date of the 2025 El Cubo Report returned an average head grade of 81.90 g/t Ag with a recovery of 28.26% for silver and an average head grade of 1.88 g/t Au with a recovery of 38.65% for gold.

Average head grades and recoveries for El Pingüico from Q1 2021 to the end of July 2024 were 41.37 g/t Ag with an 69.14% recovery for silver and 0.48 g/t Au with an 71.84% recovery for gold at the El Cubo plant.

Mineral Resource Estimates

El Cubo Resource Estimate

The 2025 El Cubo Report details an Updated MRE prepared in accordance with NI 43-101 and CIM guidance for El Cubo.

The 2024 El Cubo MRE with an Effective Date of August 1, 2024, incorporates data from surface and underground drillholes and underground channels. The drillhole database includes collar locations, surveys, assays, and geological data from drillholes completed between 2012 and 2024. The underground channel database contains channel locations, surveys, and assays from channels completed between 2014 and 2024. Both datasets were utilized for domain interpretation and metal grade estimation.

Mineral Resource modelling was conducted in mine grid coordinate system. The MRE utilized a block model with a size of 1.5 metres (X) by 1.5 metres (Y) by 1.5 metres (Z) to honour the mineralization wireframes for estimation. Silver and gold grades were estimated for each block using Ordinary Kriging (OK) with locally varying anisotropy (LVA) to ensure grade continuity in various directions is reproduced in the block model.

Three types of material were identified during the calculation of the MRE: In Situ, Remnant, and Mined Out. Blocks within, in contact with, or adjacent to underground workings were flagged as Mined Out using a 10 m by 5 m by 1 m search ellipse, aligned along the dip direction of the domain's trend at 0° dip with no third-axis rotation. Blocks within 10 m of the underground workings wireframe in any direction were classified as Remnant material, which is under evaluation but not included in the MRE. Only In Situ material, unaffected by mining, is included in the 2024 MRE.

The 2024 El Cubo MRE block model was used to develop various scenarios focusing on achieving a minimum grade for mined material. The longhole open-stope mining method was selected for the underground 2024 El Cubo MRE. The mining shape optimization scenario with a minimum grade of 135 g/t AgEq constrains the MRE in the 2025 El Cubo Report. All material within the mining shapes is reported using a "take-all" approach, regardless of whether its estimated grades exceed the reporting cutoff grade.

The 2024 El Cubo MRE comprises Indicated Mineral Resources of 3.9 million troy ounces (Moz) AgEq at 283.9 g/t AgEq within 429 thousand tonnes (kt) and Inferred Mineral Resources of 35.6 Moz AgEq at 298.5 g/t AgEq within 3,711 kt. Table 1.2 presents the complete 2024 El Cubo MRE statement. The effective date of the MRE is August 1, 2024.

Table 0.1 Summary of Indicated and Inferred Underground Mineral Resources, El Cubo ⁽¹⁻⁹⁾

AgEq Cutoff (g/t)	Classification	Tonnes (kt)	AgEq (g/t)	Ag (g/t)	Au (g/t)	AgEq (Moz)	Ag (Moz)	Au (koz)
135	Indicated	429	283.9	144.1	1.79	3.9	2.0	25
	Inferred	3,711	298.5	141.7	2.01	35.6	16.9	240

Notes:

- 1) Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability.
- 2) The Author of this section of the 2025 El Cubo Report is unaware of any other significant material risks to the 2024 MRE besides the risks inherent to mineral exploration and development. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or "lupios", who gain access to mines or exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations.
- 3) The Inferred Mineral Resource in this estimate has a lower level of confidence than that applied to an Indicated Mineral Resource and must not be converted to a Mineral Reserve. It is reasonably expected that the majority of the Inferred Mineral Resource could potentially be upgraded to an Indicated Mineral Resource with continued exploration.
- 4) The Mineral Resources were estimated in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum (CIM), CIM Standards on Mineral Resources and Reserves, Definitions (2014) and Best Practices Guidelines (2019) prepared by the CIM Standing Committee on Reserve Definitions and adopted by the CIM Council.
- 5) Historically mined areas were removed from the block-modelled Mineral Resources.
- 6) The Mineral Resources include the main El Cubo resource area and the El Naya/Cabrestantes area.
- 7) Economic assumptions used include US\$25/oz Ag, US\$1,950 /oz Au, process recoveries of 85% for both Ag and Au, a US\$15/t processing cost, and a G&A cost of US\$15/t. The resulting gold equivalency ratio of Au:Ag ratio was 1:78.
- 8) The Underground Mineral Resources include blocks within underground mining shapes. A mining cost of US\$63/t mineralized, in addition to the economic assumptions above, results in an underground AgEq cutoff of 135 g/t. Mining shapes are generated using stope optimization with the objective of maximizing the total metal above the cutoff with a minimum dimension of 1.0 m (W) by 10 m (H) by 20 m (L). All "take all" material within the mining shapes is reported, regardless of whether the estimated grades are above the optimized cutoff grade.

El Pinguico Resource Estimate

As of the Effective Date of the 2025 El Cubo Report, no current Mineral Resources exist at El Pinguico.

A Mineral Resource estimate with an effective date of December 31, 2023, was previously calculated for the surface and underground stockpiles at El Pinguico by Behre Dolbear on behalf of GSilver. This mineral resource was supported by a technical report titled, "Technical report – El Cubo/El Pinguico Silver Gold Complex Project".

As of the Effective Date of the 2025 El Cubo Report, the surface stockpile at El Pinguico has been partially depleted by mining and is under further evaluation by the Company. A new resource will be reported when available.

Mineral Reserves Estimate

No Mineral Reserve estimates have been defined at the El Cubo/El Pinguico Silver Gold Complex. The Author of the 2025 El Cubo Report cautions that the Company decided to commence production at the Property in 2021. The Company did not base this production decision on any feasibility study of Mineral Reserves demonstrating economic and technical viability of the mines. As a result, there may be increased uncertainty and risks of achieving any level of recovery of minerals from the mines at the El Cubo/El Pinguico Silver Gold Complex or the costs of such recovery. As the Property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs will not be achieved, each of which risks could have a material adverse impact on the Company's ability to continue to generate anticipated revenues and cash flows to fund operations from the El Cubo/El Pinguico Silver Gold Complex and ultimately the profitability of the operation.

Mining Operations

Following the acquisition of El Cubo in April 2021, GSilver completed refurbishment of the El Cubo Mill in September 2021 and commenced mining and processing of mineralized material from underground mining operations at El Cubo and surface stockpiled material at El Pingüico in October 2021. El Cubo mineralized material was originally mined from deactivated stopes and required no pre-production development. It was reported by Endeavour that approximately 9,000 tonnes of material was ready for drilling and blasting, and had been accessed. Recent production at El Cubo has been from the Villalpando and Santa Cecilia vein areas.

El Cubo is an underground mining operation that includes the Villalpando and Santa Cecilia mines. The production process consists of conventional mining incorporating Cut and Fill, and Resue methods. The Cut and Fill method allows for some degree of resuing to minimize the amount of waste rock and hydraulic backfill required to fill the stope. Development methods at El Cubo include conventional drill-blast-muck using jumbos and jacklegs for drilling and load-haul-dump (LHD) scooptram machines and trucks for haulage. Ground support is installed as needed.

GSilver has mined surface stockpiled material from El Pingüico intermittently from October 2021 to the Effective Date of the 2025 El Cubo Report. Underground mining activities resumed at El Pingüico in July 2024, focusing on advancing Level 4 of the mine. No mining methods have been utilized for recovery of the underground stockpiles at El Pingüico as of the Effective Date of the 2025 El Cubo Report.

From October 2021 to the Effective Date of the 2025 El Cubo Report, a total of 862,979 dry metric tonnes (DMT) of material extracted from the El Cubo/El Pingüico Silver Gold Complex was processed at the El Cubo processing plant producing a total of 1,437,248 silver ounces and 21,008 gold ounces. This includes 75,656 DMT of material extracted from surface stockpiles and development at El Pingüico, producing a total of 68,765 silver ounces and 873 gold ounces. Average head grades and recoveries for El Pingüico material from Q1 2021 to July 31 2024 were 41.37 g/t Ag with a 69.14% recovery for silver and 0.48 g/t Au with a 71.84% at the El Cubo plant.

Mine development at El Cubo totalled 1,281 m in 2023 and 837 m from January 2024 to the end of July 2024. Recent development at El Cubo includes the following:

- Extension of the 1850 ramp with 57 m of development to access the mineralized material blocks. Compressed air and water infrastructure was completed concurrently, to allow full production to occur at mine levels 0 to 12.
- Development of the 1790 ramp to the San Luis vein.
- Development of the 10-2099 block.
- Development on Level 3 in the southeast portion of Villalpando deep. The block was reached after 60 m and is being prepared for a long hole mining campaign.

Planned development by GSilver for the remainder of 2024 and 2025 will be focused on the Villalpando and Santa Cecilia mines.

Mine development at El Pingüico is focused on advancing the Level 4 crosscut towards the historical underground backfill stockpile

Processing and Recovery Operations

The mineralized material produced from El Cubo and from surface stockpiles at El Pingüico is processed at the El Cubo processing plant, located within the El Cubo/El Pingüico Silver Gold Complex. The El Cubo processing plant was constructed in 2013. Endeavour Silver operated the plant from 2013 to 2019, with historical operating records from 2017 to 2018 indicating a historical processing rate of 1,500 to 2,000 tonnes per day. Since the refurbishment of the plant by GSilver and modifications to the secondary crushing area and grinding discharge crates, the El Cubo

processing plant operates at a capacity of 1,350 tonnes per day. There is potential to increase the capacity to 1,584 tonnes per day by changing various operational areas, such as reconfiguration of the crushing area, installing pumping equipment with a higher capacity in the grinding area, clarification area, and filtration areas, and tailings dam adjustments.

The El Cubo plant consists of a two-stage crushing circuit, ball mill grinding, reagent storage, flotation, gravity treatment, and concentrate filtration for product shipment. A recent upgrade to the El Cubo plant is the addition of a gravity circuit for the recovery of native silver gold and electrum from the hydrocyclone underflow stream.

Major crushing equipment at the El Cubo plant includes a primary jaw crusher (150 horsepower (HP)), a “grizzly” vibratory feeder measuring 46 inches x 16 ft (30 hp), a secondary crusher feed screen (150 hp), and a tertiary crusher (200 hp). Major grinding equipment includes three ball mills: 1) Mill 1 measures 9 by 9 ft; 2) Mill 2 measures 9 by 10 ft; and 3) Mill 3 measures 12 by 14 ft. Major flotation equipment includes 5 rougher circuit 30 ft³ Outotec cells (60 hp), 6 Tipo Wemco 11 ft³ (15 hp; 20 hp), and 2 kaiser blowers (100 hp). El Cubo is located at an elevation of approximately 2,200 m above sea level, which was considered in the equipment and motor design.

Infrastructure, Permitting and Compliance Activities

Infrastructure

The surface and underground infrastructure at the El Cubo Property includes the following:

- Underground works from surface to approximately 740 m below surface, including ramps, shafts, vents and multiple levels.
- Conventional and mechanized underground mining equipment.
- Access roads to the mines and other areas of the Property.
- Connection to the national electrical power grid and functioning substation facilities.
- El Cubo processing plant and laboratory.
- Mine, geology, processing and administrative offices in several locations.
- Mine maintenance shop and associated office and stores.
- Water source and air ventilation systems.
- Seven tailings basins.

Electrical power for the Property is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. Overhead power transmission lines (13.8 kV) provide electrical power supply to the mine facilities. Functioning electrical substations distribute power throughout the mine site, including the office areas and processing plant. There is adequate electrical capacity to support all planned mine operations.

The Company’s main office and several other buildings are located at the Dolores Mine at El Cubo. A Company warehouse and second office site are located near the village of El Cubo. The maintenance shop and another office building are situated adjacent to the Santa Cecilia Mine. To increase productivity, the Company is rehabilitating the diesel maintenance shop inside the mine to provide space for shift changes, a training room and dining room to reduce personnel delays and equipment movements.

Water supply for the El Cubo processing plant is sourced from existing underground workings and recirculated water from the tailings basins. As of the effective date of the 2025 El Cubo Report, there is sufficient water for the processing plant and other requirements.

The primary mine at the El Pinguico Property is the El Carmen Mine, which consists of 10 historical mining levels and several vertical shafts, including: the Humboldt shaft of 397 meters depth, the Pinguico shaft of 283 meters, the Fortuna shaft of 303 meters, the El Centro shaft of 200 meters and the Carmencitas shaft of 61 meters. Most entrances

are inaccessible, and most operating infrastructure have been removed from the El Pingüico Mine, as it has been dormant since 1913. GSilver has erected a small hoist and headframe to facilitate the rehabilitation of an access shaft to support their exploration and rehabilitation activities. Additional rehabilitation work has been completed on several adits, which access the Level 4 and Level 7 of the mine.

The surface land area at El Pingüico is adequate to support currently planned operations, such as the loading and shipment of the surface and underground stockpiles to the El Cubo mill. No milling is completed at the El Pingüico site; therefore, there is no need for tailings storage areas or basins at the site.

Seven tailings basins for tailings and process water management at El Cubo are situated upstream of the village of El Cubo and were constructed using upstream dam construction methods. The tailings basins at El Cubo include active Tailing Basin III-B, inactive Tailing Basin VI, and five closed tailings basins (I, II, III-A, IV and V). The closed basins are in various stages of reclamation and re-vegetation.

Permitting, and Compliance Activities

All necessary permits are in place for the El Cubo mine, processing plant, and other operations. After discussion with the Company and a review of environmental regulations, no permits are required for removing the surface and underground stockpiles at El Pingüico and transporting the mineralized material to the El Cubo plant. The Company is required to notify the municipality prior to transporting material from El Pingüico to the El Cubo plant.

GSilver employs a community relations team to implement stakeholder engagement and social investment programs, focused on five main areas: health, education, environment, infrastructure, and culture. The Company has also prioritized local hiring; of the 377 staff at the El Cubo/El Pingüico Silver Gold Complex, 328 are from the Guanajuato area, including 144 from communities in the vicinity of the Property.

In the opinion of the Author of this section of the 2025 El Cubo Report, there does not appear to be any apparent significant legal, environmental, or political considerations that would have an adverse effect on the extraction and processing of El Cubo Mineral Resources or additional material from El Pingüico besides the risks inherent to mineral exploration and development. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or "lupios", who gain access to mines or exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations. However, environmental and social issues at the Property appear to be conducted to adequate standards with cooperation from local communities

Capital and Operating Costs

Capital Cost

Capital costs for 2024 are presented in Table 21.1 (such amounts have been updated to reflect actual 2024 results).

Table 21.1 Sustaining Capital Cost Summary

Description	Actual 2024 (USD\$)
Accretion of ARO	490,322
Development & Exploration	\$699,037
Property, Plant & Equipment	\$3,039,681
Lease Payments	\$452,738

Major capital expenditures in 2024 included the development of the 1850 and 1790 ramps and the development on Level 3 in the southeast portion of Villalpando deep. During 2023, the Company completed an electrification project to enable the use of electricity from the power grid at the Southern stopes of the mine and in the second quarter of 2024, electrical installation at the Deep Villalpando Center area was completed to allow future development of mineralized material on Level 13 of the Mine. The electrification project has eliminated the use of portable diesel generators and associated costs. The exploration costs are associated with diamond drilling and associated labour.

Construction costs in 2024 included costs to increase the capacity in Tailings Storage Facility III-B. The construction of Tailings Storage Facility III-B will be completed by 2026, for an estimate total cost of USD\$6,000,000. Additional construction costs include mining shelter construction, as well as the construction of a retaining wall in the mill area. Equipment costs include the purchase of four front loaders, a scooptram, truck, and longhole drill, as well as three compressors and two capacitor systems.

Operating Costs

Operating costs for 2024 are summarized in Table 21.2 (such amounts have been updated to reflect actual 2024 results).

Table 21.2 Operating Costs Summary

Cost Item	Actual 2024 (USD\$/t)
Mining	\$32.44
Processing	\$22.78
Indirect	\$11.71
Mexico G&A	\$7.61
Total	\$74.54

Economic Analysis

There are no current estimates of Mineral Reserves on the Property. While the Property has a current Mineral Resource Estimate, the future production forecast is not based on that MRE. The Company made decisions to enter production at the Property without having completed final feasibility studies. Accordingly, the Company did not base its production decisions on any feasibility studies of Mineral Reserves demonstrating economic and technical viability of the Property, with positive cash flow. As a result, there is increased uncertainty and risks of achieving any level of recovery of minerals from the Property or the costs of such recovery. As the Property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs, such as those provided in the technical report, will not be achieved. These risks could have a material adverse impact on the Company's ability to continue to generate anticipated revenues and cash flows to fund operations from and ultimately achieve or maintain profitable operations at the property.

The 2024 El Cubo MRE includes Inferred Resources. Inferred Mineral Resources are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. In addition, NI 43-101 prohibits the disclosure of the results of an economic analysis that includes or is based on Inferred Mineral Resources. As a result, the Author of this section of the 2025 El Cubo Report has determined that it is not permitted to provide an economic analysis of the El Cubo/El Pingüico Silver Gold Complex.

Exploration, Development and Production

The 2024 Updated El Cubo MRE drillhole database includes assay data from various drilling campaigns, each utilizing different laboratories and QA-QC protocols. Currently, some lab files appear disorganized, with instances of mislabeling and duplicate sample IDs. Moving forward, efforts should focus on improving data organization and ensuring consistent labelling practices.

Several underground channel samples fall outside the 3D underground workings wireframe, which is unexpected and requires further investigation. This uncertainty is managed by restricting classification in these instances to only Inferred. Moreover, some underground channels run along the walls and roof of the workings instead of cutting across mineralization. For future sampling, channels must be oriented to intersect mineralization perpendicularly to ensure representative data.

While the estimation domains align with underground stopes and workings for the most part, there are areas where additional work is required to reconcile their locations with existing workings. Future work should include additional validation by reviewing existing underground mapping and completing additional detailed underground mapping to verify their locations.

Infill drilling is critical to confirm grade continuity in Inferred resource areas. Without this, these zones carry significant uncertainties, adversely impacting resource planning and mining operations.

Uncertainty around the mineability of Modern Remnant material is substantial and has led to its exclusion from the current MRE update. Future work should prioritize identifying areas where mining is viable so that this material can be incorporated into subsequent MRE assessments.

The success of El Cubo beyond the ongoing 2024-2025 mining is dependent upon the discovery of additional Mineral Resources and their conversion to Mineral Reserves. The El Cubo/El Pingüico Silver Gold Complex is subject to the same types of risks and uncertainties as other similar precious and base metal mining projects. GSilver will attempt to reduce risk/uncertainty through effective project management, engaging technical experts, and developing contingency plans. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or “lupios”, who gain access to mines or exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations.

There is no guarantee that further exploration at the El Cubo/El Pingüico Silver Gold Complex will result in the discovery of additional mineralization or an economic mineral deposit. Nevertheless, in the QPs opinion there are no significant risks or uncertainties, other than mentioned above, that could reasonably be expected to affect the reliability or confidence in the currently available exploration information with respect to the Property. There appears to be no apparent impediments to developing the MRE at El Cubo.

As a property of merit, a 2-phase work program is recommended to delineate additional precious metal mineralization at the El Cubo/El Pingüico Silver Gold Complex to support future Mineral Resource expansion and ongoing production.

Phase 1 at El Cubo should focus on step out and infill surface and underground exploration drilling and development at the Villalpando and Santa Cecilia mines. The Author of this section of the 2025 El Cubo Report recommends a diamond drilling program of approximately 5,500 metres to: a) test along strike and down dip at the Villalpando, Dolores and San Luis veins in the Villalpando Mine, as well as the San Nicolas vein in the Santa Cecilia Mine; and b) infill areas of Inferred Mineral Resources to increase confidence in the mineralization model, inform underground mining activities, and work towards upgrading the MRE classification. To facilitate underground exploration drilling

and channel sampling, exploration development should be completed at the Villalpando and Santa Cecilia mines, totalling approximately 185 metres and 155 metres, respectively.

At El Pinguico, exploration drilling should be completed targeting extensions of the El Pinguico and San Jose veins along strike to the south. Deep drilling should also be undertaken to targeting the intersection of the Veta Madre structure and El Pinguico vein. The Author of the 2025 El Cubo Report recommends a diamond drilling program of approximately 2,000 metres.

Phase 2 exploration is dependent on availability of funds and the results of Phase 1. Additional exploration drilling and channel sampling should be completed at new targets identified during Phase 1 and high-priority existing targets at El Cubo and El Pinguico. Exploration development should be completed as necessary to facilitate drilling and channel sampling in new and underexplored areas. Phase 2 should also include an updated MRE and technical report.

Mine development at Villalpando and Santa Cecilia during 2025 is expected to include approximately 1,600 metres and 700 metres of underground development, respectively. Underground mine development at El Pinguico resumed in mid-2024 and will continue to advance level 4 towards the historical underground stockpile. Approximately 550 metres of drifting is required to complete the crosscut. Mining of the underground stockpile will commence once the crosscut is complete.

Capital Expenditures

Overall, the Company has budgeted \$3,775,466 million towards capital expenditures to improve production efficiencies and mine health and safety at El Cubo and El Pinguico for the fiscal year ending December 31, 2024.

San Ignacio, Guanajuato, Mexico

Except for the heading “2024 Update”, the following scientific and technical disclosure regarding San Ignacio and all figures and tables included under this Item 5.4 “DESCRIPTION OF THE BUSINESS - *Mineral Projects – San Ignacio, Guanajuato, Mexico*” have been extracted or derived from the 2024 San Ignacio Report dated March 7, 2024 (effective December 31, 2023). A complete copy of the 2024 San Ignacio Report is available for review under the Company’s profile on SEDAR+ at www.sedarplus.ca.

Property Description and Location

The San Ignacio Property is located approximately 8 km northwest of the city of Guanajuato in Guanajuato State, Mexico, within the historical Guanajuato Mining District. It is approximately 35 km east-southeast of the city of León and 290 km northwest of Mexico City. The San Ignacio Property comprises 7 contiguous and 2 non-contiguous mining concessions that cover approximately 398.18 hectares (ha). See Figure 4.1 below.

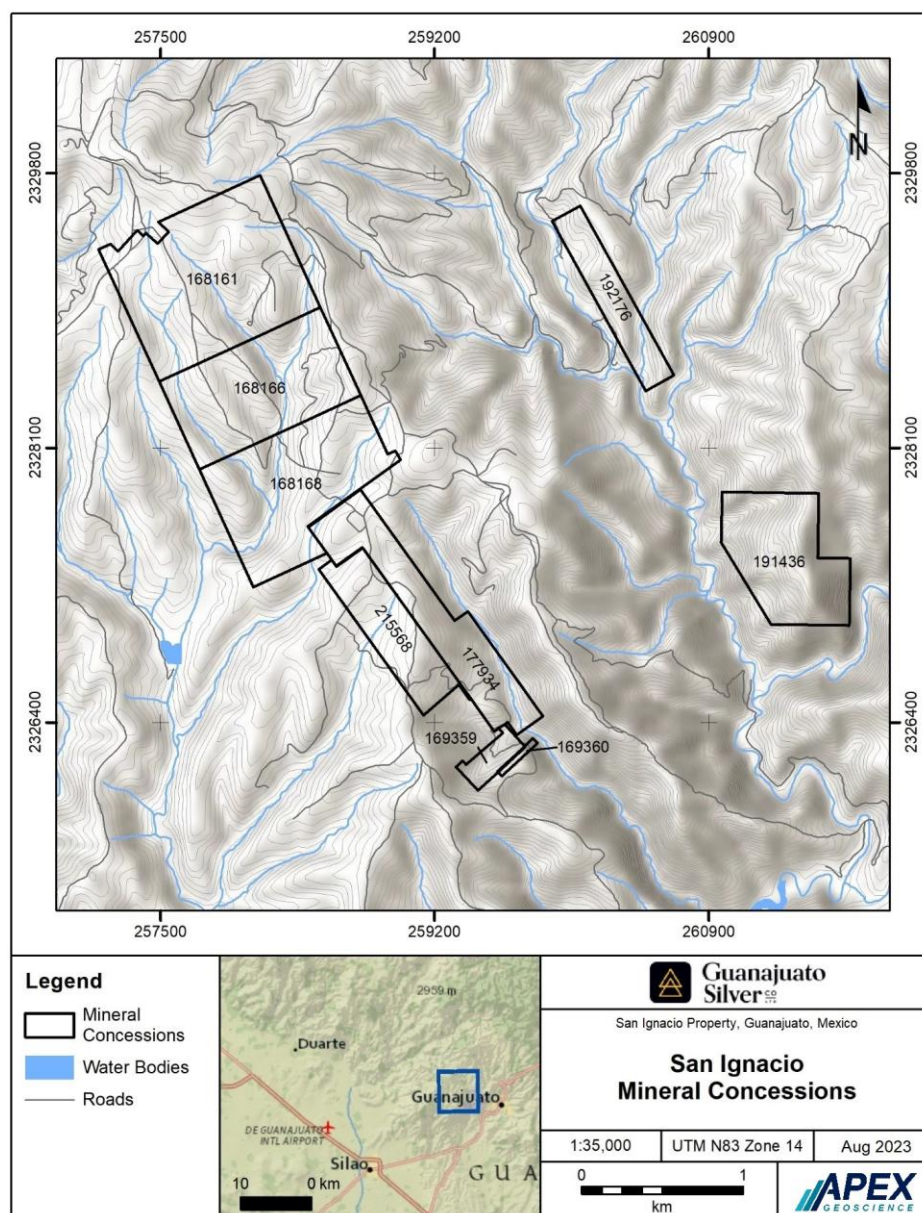
The concessions are held 100% by MMR, a wholly owned subsidiary of the Company, have varying expiry dates ranging from March 1, 2031 to March 4, 2052 and are free and clear of any liens or encumbrances except for applicable governmental taxes and royalties (see Item 5.1 “DESCRIPTION OF THE BUSINESS – *General - Foreign Operations*”). The mining concessions are not subject to any royalties.

To maintain a concession in good standing holders are required to provide evidence of the exploration or exploitation work carried out on the claim under the terms and conditions stipulated in the Mexican Mining Law, and to pay semi-annual mining duties based on the number of hectares covered by the concession area, established under the Federal Duties Law. Mining companies are subject to an annual special mining duty of 7.5% on profits derived from the sale of minerals minus authorized deductions, and an annual extraordinary mining duty of 0.5% on the gross value of sales of gold, silver, and platinum. Both duties are payable on the last business day of March of the year following the levied year.

Surface rights sufficient for underground mining operations at San Ignacio are maintained by the Company. The Company, through MMR, owns a 100% interest in certain surface rights at the San Ignacio Property, totalling 19.4 hectares, covering the waste rock dump, surface infrastructure, main access road, and the San Ignacio ramp entrance. The Company also holds surface rights to a smaller block surrounding the historical San Ignacio shaft. Surface access is negotiated with various individual owners.

There are no known environmental liabilities associated with the San Ignacio mining concessions, other than the provisions recognized in the Company's Consolidated Financial Statements, for the estimated present value of future reclamation, rehabilitation, and monitoring of the San Ignacio Mine. This value comprises the costs associated with mining infrastructure and waste stockpile at the San Ignacio operation. As of December 31, 2022, the cost for closure of the San Ignacio site is estimated to be USD\$662,521.

Figure 4.1 - San Ignacio Mineral Concession Groups



Accessibility, Climate, Local Resources, Infrastructure and Physiography

Accessibility

San Ignacio is located approximately 8 km northwest of the city of Guanajuato and is accessed via a 35-minute (20 km) drive from the outskirts of the city, mostly by paved road through the towns of Santa Ana and El Arenal. Several small towns and villages are located within the San Ignacio concessions, including Mexiamora, San Pedro Gilmonene, Santo Niño, and San Ignacio de Purísima. Numerous maintained and unmaintained gravel roads provide access to most areas of San Ignacio.

Climate

The San Ignacio area is characterized by a temperate, semi-humid climate. It is generally dry for most of the year, with a wet season from June to September, during which time rainfall averages approximately 600 millimetres. Weather records from the city of Guanajuato indicate that the average January maximum and minimum temperatures are 23 and 7 degrees Celsius (°C), respectively. July average maximum and minimum temperatures are 27 and 14°C (National Oceanic and Atmospheric Administration, 2022). Exploration and mining work can be conducted year-round, uninterrupted by weather.

Local Resources

The Guanajuato Mining District has a lengthy history of mining; skilled labour, technical services, drilling contractors, mining and exploration supplies, and many other goods and services are available from the nearby cities of Guanajuato, León, Silao, and San Felipe. Modern mining completed at the San Ignacio operation by Great Panther and GSilver was conducted primarily by contractors sourced from nearby communities. According to 2020 census data, the municipality of Guanajuato hosts a population of approximately 194,500 and the León metropolitan area hosts a population of approximately 2,140,354. Both cities offer extensive infrastructure and support for the mining industry. The Bajío International Airport, officially known as the Aeropuerto Internacional de Guanajuato (Guanajuato International Airport) is located in the city of Silao, 20 km southeast of León and approximately 17 km southwest of the Property.

Infrastructure

The surface and underground infrastructure at San Ignacio includes the following:

- Underground workings from surface to approximately 250 m below surface, including ramps, shafts, vents, and multiple levels.
- Connection to the national electrical power grid and substation facilities.
- Conventional and mechanized underground mining equipment.
- Mine maintenance shop and associated office and stores.
- Diesel storage facility.
- Access road and mine waste dumps.

Surface rights sufficient for underground mining operations are maintained by the Company. Grid power is available, and some buildings and storage sheds exist on site at the old San Ignacio shaft. New surface facilities near the ramp include roads, a mechanical shop, an electrical sub-station, diesel storage, waste dumps and security facilities.

Electrical Power for San Ignacio is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. Water for the operations comes from storage in historical underground workings.

San Ignacio mineralized material is processed at the Company-owned VMC Cata facility, located in the city of Guanajuato or the El Cubo processing plant, at the Company's El Cubo Mines Complex, located east of Guanajuato.

In addition to the processing plant, the Cata facility includes an analytical laboratory, core storage and logging facilities, and geological and administrative offices, which are used to support activities at San Ignacio, the VMC, and the Company's other exploration projects in the Guanajuato region.

Access to San Ignacio is sufficient for year-round operations, and all facilities and infrastructure required to continue exploration and mining operations are in place and appear to be in good working condition. Sources of power, water, and personnel are adequate for continued mining operations.

Physiography

San Ignacio is located within the Sierra de Guanajuato physiographic sub-province of the Central Mexican Plateau. The area is characterized by rolling hills with small, incised drainages that provide windows through thin soil cover to bedrock exposures. Elevations range from approximately 2,200 m to 2,400 m above mean sea level. A portion of the San Ignacio Property hosts cultivated land used by local farmers for agriculture.

History

Historical Exploration

The Guanajuato Mining District has a lengthy history of mining and exploration dating back to 1548, when silver mineralization was discovered in the La Luz area by Spanish colonists. Since then, greater than 1 billion ounces of silver have been mined in the district.

The Sociedad Cooperativa Minera Metalurgica Santa Fe de Guanajuato ("the Cooperative") operated several mines in the district throughout the latter half of the 20th century into the 2000s. During this time the Cooperative amassed the San Ignacio property located within the La Luz mining camp. The Cooperative initiated diamond drilling at San Ignacio in 1979 with drilling from underground workings at the San Ignacio shaft. Holes from surface were drilled sporadically during the period from 1982 until 1990 and focused on a vein system parallel to, and to the east, of the current target area of interest at San Ignacio.

Exploration at San Ignacio by Great Panther from 2010 to 2021 consisted of surface and underground geological and structure mapping, channel and rock chip sampling, and diamond drilling, as well as underground development including geological mapping, sampling, and mining. From 2010 to 2021, Great Panther completed 604 drillholes, totalling 115,581.70 m, at San Ignacio. The Great Panther drill programs led to the delineation of nine veins in the northern portion of San Ignacio, between grid line 100N and 1150N, and nine veins in the southern part of the property (San Pedro area) between 100N and 1100S and led to the calculation of several historical MREs. Historical exploration results are reported as silver (Ag), gold (Au), and/or silver equivalent (AgEq). Historical AgEq values for exploration are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1.

Historical Mineral Resource Estimate (2021)

On February 28, 2022, Great Panther reported a MRE for San Ignacio (Table 1.1). This MRE was supported by a technical report titled, “NI 43-101 Mineral Resource Update Technical Report on the Guanajuato Mine Complex, Guanajuato and San Ignacio Operations, Guanajuato State, Mexico”, prepared for Great Panther by Brown and Nourpour (2022), with an effective date of July 31, 2021. The authors of the 2024 San Ignacio Report are referring to the 2021 Great Panther MRE as a “historical resource” and the reader is cautioned not to treat it, or any part of it, as a current resource.

The authors of the 2024 San Ignacio Report have not done sufficient work to classify any of the historical estimates discussed in this section as current Mineral Reserves or Mineral Resources. The authors have referred to these estimates as “historical resources” and the reader is cautioned not to treat them, or any part of them, as current Mineral Resources. The historical resources summarized below have been included in the 2024 San Ignacio Report to demonstrate the mineral potential of San Ignacio, and to provide the reader with a complete history of the Property. These historical resource estimates were not completed by the Company and a significant amount of drilling and underground sampling has been conducted since the completion of these historical resources.

A current MRE on San Ignacio has been prepared and is disclosed in the section “*Mineral Resource Estimate*” below and supersedes the historical Mineral Resource Estimate in Table 1.1.

Table 1.1. Summary of Great Panther Historical Mineral Resource Estimate 2021, San Ignacio (Effective Date July 31, 2021; Brown and Nourpour, 2022)

Class	Tonnes	Ag (g/t)	Ag (oz)	Au (g/t)	Au (oz)	Ag eq (g/t)	Ag eq (oz)	Au eq (g/t)	Au eq (oz)
Total Measured	202,682	148	967,124	2.8	18,267	387	2,523,073	4.56	29,683
Total Indicated	65,146	134	281,611	2.79	5,839	372	779,653	4.38	9,172
Total M&I	267,828	145	1,248,73	2.8	24,106	384	3,302,72	4.51	38,856
Total Inferred	445,217	178	2,551,71	2.65	38,002	404	5,781,94	4.75	68,023

Notes:

1. Cut-offs were based on the marginal operating costs per mining area being USD\$127.40/tonne for San Ignacio.
2. Block model grades converted to USD\$ value using plant recoveries of 87.15% Ag, 86.70% Au, and net smelter terms negotiated for concentrates.
3. Rock Density for San Ignacio is 2.64t/m³.
4. Totals may not agree due to rounding.
5. Grades in metric units.
6. Contained silver and gold in troy ounces.
7. Minimum true width 0.5m.
8. Metal Prices USD\$20.00/oz silver, and USD\$1,650.00/oz gold.
9. Ag eq oz were calculated using 85:1 Ag:Au ratio.

The historical MRE was classified using the definitions set out in the CIM Definition Standards (May 2014). Geological modelling and subsequent Mineral Resource estimation were performed by Great Panther under the supervision of a QP in accordance with the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines (November 2019).

The historical MRE was completed using Leapfrog and Micromine three-dimensional (3D) geological software, and the inverse distance cubed (ID3) estimation technique for the estimation of grade to each of the block model blocks. The estimated Mineral Resources are a categorized compilation of blocks greater than the full operational costs of the various mining areas. The historical resources at San Ignacio were estimated from 18 block models. A set of wireframes representing the mineralized zones served to constrain the block models and data subsequently used in ID3 Au and Ag grade interpolation.

Underground channel and drillhole sample data were compiled and stored within a Microsoft SQL database. Sample intervals with assay values lower than the detection limit for silver and gold were imported at the detection limit. The SQL database used in the modelling consisted of 573 drillholes and 76,299 underground channel samples.

All drill samples were composited to a length of 1.5 m prior to use in grade interpolation. The capped drillhole samples were composited to a length of 1.5 m. Underground samples were composited to a length of 1 m prior to use in grade interpolation. The underground grades were then compared using a Q-Q plot to a subset of the drillhole grades in all domains. Grade caps were applied to all samples. The net impact of the capping on drilling was to reduce the average Au and Ag assay grades by 31% and 15%, respectively.

The block dimensions used in the block model for all models were 2.5 m by 2.5 m by 2.5 m. Each block located at least partly within a wireframe was assigned a domain name, the per cent of the wireframe occupying the block, the average distance of, and number of, holes/composites used in the estimate of grade for the block, the distance to the nearest hole, and the grade of the closest composite. Grades were estimated only to those blocks coincident with one of the zones.

Variogram analysis was undertaken for both Au and Ag to characterize the spatial variance of each vein. Grade interpolation for both Au and Ag was executed as a series of three passes, each of which were performed via the ID3 method.

Historical Production

Twelve known historical workings exist at San Ignacio, including major shafts at San Ignacio, Purisima, Pili and San Jose de Gracia. No production figures for these workings are available to the authors of the 2024 San Ignacio Report, except for those relating to the mining by the Cooperative from the San Ignacio shaft. Cooperative records from 1977 to 2001 indicate that 617,455 tonnes at an average grade of 113 g/t Ag and 1.01 g/t Au were extracted from the San Ignacio shaft along the Purisima vein structure, at an average rate of 85 tpd.

Great Panther commenced production at San Ignacio in 2013. San Ignacio is an underground operation, and the production process consists of conventional mining incorporating cut and fill and rescue methods. Most of the mineralized material from the San Ignacio is treated at the Cata processing plant. The Cata processing plant utilizes five stages, including: crushing, milling, flotation, thickening and filtering, as well as concentrate dewatering circuits to generate sulphide concentrates containing silver and gold, which are sent offsite for smelting and refining.

A summary of Great Panther's production from San Ignacio and the VMC from 2013 to 2021 is presented in Table 1.2. The blending of mineralized material from San Ignacio and the VMC commenced in 2016; therefore, the 2016-2021 reported figures in Table 1.2 reflect total production from both operations. The reader is cautioned that the Company's VMC Guanajuato operation is situated off-property.

The increase in production shown in the years 2014 to 2017 reflects the increase in production from San Ignacio. In 2018, production declined at Guanajuato and was increasingly dominated by San Ignacio. In 2019 and 2020, production was almost entirely from San Ignacio, with Guanajuato placed on care and maintenance from January to

July 2019, with limited production once operations resumed. On the account of the directive of the Mexican Federal Government, both mining operations were suspended from April 2 to June 3, 2020, to mitigate the spread of the COVID-19 virus. Guanajuato and the Cata processing plant were placed on care and maintenance effective late November 2021 and San Ignacio was placed on care and maintenance effective early January 2022 while awaiting permits to extend the tailings facility.

Table 0.2 Production Summary and Metal Produced, San Ignacio and Guanajuato (Off-Property) Operations

Year¹	Tonnes Mill/Mine Guanajuato	Tonnes Mill/Mine San Ignacio	Tonnes (milled)	Production Ag (oz)	Production Au (oz)
2013	220,463	1,082	221,545	1,079,980	15,063
2014	213,658	54,154	267,812	1,239,009	15,906
2015	180,691	129,253	309,944	1,708,061	21,126
2016	136,349	183,694	320,043	1,473,229	21,626
2017	131,335	185,475	316,810	1,386,964	21,501
2018	88,364	212,650	301,014	1,096,757	19,073
2019	7,610	179,886	187,610	590,781	11,588
2020	33,248	119,560	151,001	520,903	6,779
2021	37,975	111,354	149,329	485,315	6,659
Totals	1,049,693	1,177,108	2,225,108	9,580,999	132,662

Notes:

1. 2013-2015 reported figures reflect tonnes milled; 2016-2021 reported figures reflect tonnes mined which has a small discrepancy to tonnes milled.

Great Panther commenced production at San Ignacio without having completed final feasibility studies and the Company has not undertaken one since acquiring MMR. Accordingly, both Great Panther's and the Company's production decisions were not based on any feasibility studies of mineral reserves demonstrating economic and technical viability of San Ignacio. As a result, there may be increased uncertainty and risks of achieving any particular level of recovery of minerals from San Ignacio, or the costs of such recovery, which could have a material impact on the ability to generate revenues and cash flows to fund operations from and achieve or maintain profitable operations at San Ignacio.

Geological Setting

San Ignacio lies within the Guanajuato Mining District in the southern part of the Mesa Central physiographic province.

The Mesa Central is an elevated plateau of Cenozoic volcanic and volcanoclastic rocks in central Mexico. The Mesa Central is bound to the north and the east by the Sierra Madre Oriental, to the west by the Sierra Madre Occidental and to the south by the Trans-Mexican Volcanic Belt. The Mesa Central comprises a Paleocene to Pliocene sequence of dacite-rhyolite, andesite and basalt, aged 66 Ma to present, with related intrusive bodies and intercalated local basin fill deposits of coarse sandstones and conglomerates. This Cenozoic volcanic-sedimentary sequence overlies a package of deformed and weakly metamorphosed Mesozoic submarine mafic volcanic and turbidite rocks.

Within the Mesa Central, the San Ignacio Property is situated within the Sierra de Guanajuato, a northwest-trending anticlinal structure measuring approximately 100 km long and 20 km wide. The strata within the belt are transected by northwest, north, east-to-west, and northeast trending regional scale faults. The northwest trending structures predominantly control the position of mineralization. Normal fault movement along northeast trending faults resulted in the downward displacement of certain blocks and the preservation of strata that was eroded in other areas. The

northwest faults and structural intersections along these faults are therefore important locators of mineral camps within the belt.

The Guanajuato Mining District is underlain by Mesozoic marine sediments and predominantly mafic submarine lava flows, (252 Ma – 66 Ma), of the Luz and Esperanza Formations, which are weakly metamorphosed and intensely deformed. This basal sequence is cut by a variety of intrusive bodies ranging in composition from pyroxenite to granite with tonalitic and dioritic intrusive being the most volumetrically significant. The three main north-west trending precious metal-bearing vein systems in the region include the Veta Madre, La Luz and Sierra systems.

San Ignacio is underlain by a monotonous package of basalt and andesite volcanic rocks belonging to the lower Cretaceous La Luz andesite. The basalt generally has subtle to well-developed pillow structures that are locally flattened. In a few localities, inter-pillow hyaloclastite is present and is characterized by a fine breccia composed of devitrified glass shards in a fine groundmass. Andesite is generally massive to locally feldspar-phyric and was likely formed by the accumulation of a series of extrusive flows and ash falls. The mapped distribution of basalt and andesite units is consistent with open, shallowly plunging, property-scale folding.

Mineralization

Mineralization at San Ignacio is closely associated with the structural history of the region.

The most important phase of mineralization in the Guanajuato district consists of epithermal Ag-Au veins contained within northwest-trending, Cenozoic-age faults. The La Luz structure consists of numerous mineralized fractures in a north-westerly trending orientation, which extends for a known strike of approximately 8 km long.

Mineralization at San Ignacio is contained within tabular veins, vein stockwork and breccias. The eighteen veins with structural continuity inferred from surface mapping and diamond drilling from surface, and now with extensive underground development, have been defined up to 2,200 m along strike and 150 m down dip. The five Melladito and Intermediate veins are very steeply dipping, the five Nombre de Dios veins are shallowly dipping (45-50° west) and are likely off-shoots of the Intermediate veins, and the eight Purisima veins are shallowly dipping at 45-50° to the west. The veins are accompanied by hydrothermal alteration, consisting of argillic, phyllic, silicic and propylitic facies.

The primary commodities of San Ignacio are silver and gold with approximately equal contributions, by value, of each. Mineralization consists of fine-grained disseminations of acanthite and pyrargyrite (silver minerals), electrum (gold-silver mineral), with accessory pyrite, as well as very minor sphalerite and chalcopyrite. Mineral textures in this zone are typically fracture filling, drusy and coliform masses.

Average grades of the eighteen San Ignacio veins range from 58 to 237 g/t Ag and 1.65 to 3.84 g/t Au.

Melladito Veins

The Melladito vein dips steeply to the east, with a true width ranging from 0.25 to 19.5 m. The vein has been delineated to a maximum of 1,450 m along strike and to a depth of 350 m. The structure is open at depth and along strike; however, the strongest mineralization has been observed in a core zone 550 m in strike length and from surface to 150 m down dip.

The Melladito Bo vein is a sigmoidal loop on the footwall side of the Melladito vein between 200 to 500N. It dips steeply to the east and has an average width of 2.5 m. Silver-gold grades in the thicker sections are often on the footwall side.

The Melladito South vein, dips steeply to the east and has an average width of 1 to 2 m. It is noted from 0S to ~650S where it traces off the property and plunges below the Purisima vein.

Intermediate Veins

The Intermediate vein is steeply dipping and narrow with a true width ranging from 0.25 to 8.5 m. It has been delineated for 400 m along strike and 350 m below surface. It is a splay of the Melladito vein and merges into the Melladito vein at approximately 475N. Further south, the structure continues as the Melladito vein.

The Intermediate 2 vein is positioned east of the Intermediate vein. It is a near vertically dipping relatively narrow (approximately 1.0 m in width) vein.

Nombre de Dios Veins

The Nombre de Dios vein is narrow, ranging from 0.25 to 4 m in width, and shallowly dipping at 45 to 60° to the southwest. It has been delineated for 600 m along strike and 180 m down dip. The vein is open to the south. At depth, the Nombre de Dios vein appears to intersect the Intermediate and Melladito veins and is therefore limited in its potential down dip extent. To the north, it terminates at line 850N where it may continue in Nombre de Dios 2N with a 40 m offset to the east.

The Nombre de Dios 2S runs parallel to the Nombre de Dios and Nombre de Dios 1.5 structures. It has been delineated for 300 m from 150 to 450N. The vein dips 70° to the southwest. The average width of this vein is 1.5 m.

The Nombre de Dios 2N is narrow, ranging in width from 0.25 to 4 m, and shallowly dipping at 45° to the southwest. It has been delineated for 400 m along strike and 100 m down dip. The vein is open to the north. To the south, it terminates at line 850N where it may continue in Nombre de Dios 1 with a 40 m offset to the west.

The Nombre de Dios 1.5 is a parallel vein located between the Nombre de Dios and Nombre de Dios 2S veins. It has been delineated for 400 m from 150 to 550N. The vein dips 60° to the southwest. The average width of this vein is 1 m.

The Nombre de Dios 3 vein is a small segment which is near vertical dipping. It could be a fault offset of the Intermediate 2 vein.

Purísima Veins

The Purísima vein dips at 45 to 50° to the southwest, and ranges in width from 0.5 to 3 m. It strikes to the north-northwest, north of the old San Ignacio mine shaft, but at the shaft the vein swings to a northwest orientation, then merges with the Melladito South vein at 400S where it bends back to a north-northwest orientation.

The Purísima Bo is a footwall splay to Purísima dipping at 75° to the southwest. It includes a 10 m wide bulge in the northern part, but generally averages 1 to 2 m in thickness. Both the Purísima and Purísima Bo were sites of mining from the 17th to early 20th centuries (the historical San Pedro and Mexiamora shafts).

The Purísima Int vein occurs between the Purísima Bo and Purísima vein, in a complex area where the Purísima veins merge with the Melladito vein system.

The Purísima HW vein is ~20 m above the Purísima vein. Most of the Purísima HW vein, typically 0.5 to 2 m thick, seems to be mostly in-situ; however, some historical mining has occurred along the structure. Recent development by Great Panther has noted the Purísima HW veins (Purísima W5 and Purísima Bo 2) to be steeper dipping splays of the Purísima structure.

The Santo Niño vein is the northern continuation of the Purísima structure in the old Santo Niño shaft area. The Santo Niño vein is approximately 20 m into the footwall of the Purísima vein in the old San Ignacio shaft area. Some mining has occurred along the Santo Niño vein, where width is typically 0.5 to 1.5 m.

Deposit Types

The primary deposit type of interest at the San Ignacio Property is low sulphidation epithermal silver-gold mineralization.

Epithermal systems are hydrothermal deposits formed near surface (<1km below the water table) from low temperature fluids (100-320°C) that originate from meteoric, magmatic or a combination of these sources. Epithermal systems may form in association with hot springs, and at depths in the order of several hundred's meters below the paleosurface. Hydrothermal processes are driven by remnant heat from volcanic activity, which in the case of Guanajuato occurred in the middle to late Tertiary. Circulating thermal waters, rising through fissures, eventually reach the "boiling level" where the hydrostatic pressure is low enough to allow boiling to occur. This can impart a limit to the vertical extent of the mineralization as the boiling and deposition of minerals is confined to a relatively narrow band of thermal and hydrostatic conditions. However, in many cases repeated healing and reopening of host structures can occur, which causes cyclical vertical movement of the boiling zone, resulting in mineralization that spans a much broader range of elevations. This appears to have occurred at Guanajuato.

The mineral deposits in the region are classic fissure-hosted low sulphidation epithermal gold-silver-bearing quartz veins and stockwork. Low sulphidation epithermal mineralization are vein type deposits that form at shallow from dominantly meteoric fluids with neutral to near neutral pH and low temperature. Banded veins, drusy veins, crustiform veins, and lattice textures are common. Low sulphidation deposits typically have Au-Ag mineralization, occasionally with banded adularia, sericite, rhodonite and rhodochrosite. Alteration in these systems is often sericite-illite proximal to mineralization grading to illite-smectite and to chlorite \pm epidote \pm calcite alteration on the outer margins of the system. Mineralization in low sulphidation systems generally consists of Au \pm Ag with minor Zn, Pb, Cu, Mo, As, Ab and Hg.

Mineralization of significance at the San Ignacio Property consists of fine-grained disseminations of acanthite, electrum, aguilarite and naumannite with accessory pyrite, and relatively minor sphalerite, galena and chalcopyrite. Gangue minerals include quartz, calcite, adularia and sericite. The veins are accompanied by hydrothermal alteration consisting of argillic, phyllic, silicic and propylitic facies. Mineral textures in this zone are typically fracture-filling, drusy and coliform masses.

Epithermal type precious metal deposits in the La Luz vein system and in the San Ignacio Property area are strongly vertically controlled and pinch to centimeter scale at surface, associated with weak shear zones, minor argillic alteration and weakly anomalous precious metal values. The mineralized vertical interval typically is 100 to 150 m; however, it can range from 50 m to well beyond 250 m.

San Ignacio includes low sulphidation epithermal system deposits characterized by a quartz-calcite vein/breccia system; silver (acanthite and pyrargyrite), gold (electrum); very low sulphide (pyrite) content; shear controlled; and vertical extension of 200 m.

Exploration

As of the effective date of the 2024 San Ignacio Report, the Company has collected 9,378 underground channel samples from 4,110 channels at San Ignacio. The underground sampling was completed after GSilver's acquisition of San Ignacio, between August 11, 2022 and December 31, 2023. Channel sampling was completed in accessible stopes and development headings. Most of the samples were collected from the NDD veins (n=4,334) and the Melladito veins (n=3,068), with additional samples collected from the Purisima and Intermedia veins. The results of the August 11, 2022 to December 31, 2023 GSilver underground channel sampling are presented in Figures 9.1 to 9.3.

The 2023 San Ignacio MRE detailed below included data from GSilver and historical Great Panther underground channel samples collected up to a sampling cutoff date of May 31, 2023. The data used in the MRE was provided to the authors of the 2024 San Ignacio Report in a Microsoft Access relational database current to June 26, 2023. After the MRE sampling cutoff date, GSilver collected a total of 3,697 underground channel samples from 1,612 channels between June 2, 2023 and December 31, 2023. These samples were not included in the 2023 San Ignacio MRE. The majority (approximately 95%) of these samples were collected in active mining areas for the purposes of grade

definition ahead of mining and the remaining samples (approximately 5%) were collected from exploratory areas in Melladito and Purisima Bo South.

Exploration results in this section are reported as silver equivalent (AgEq*), with AgEq* calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1.

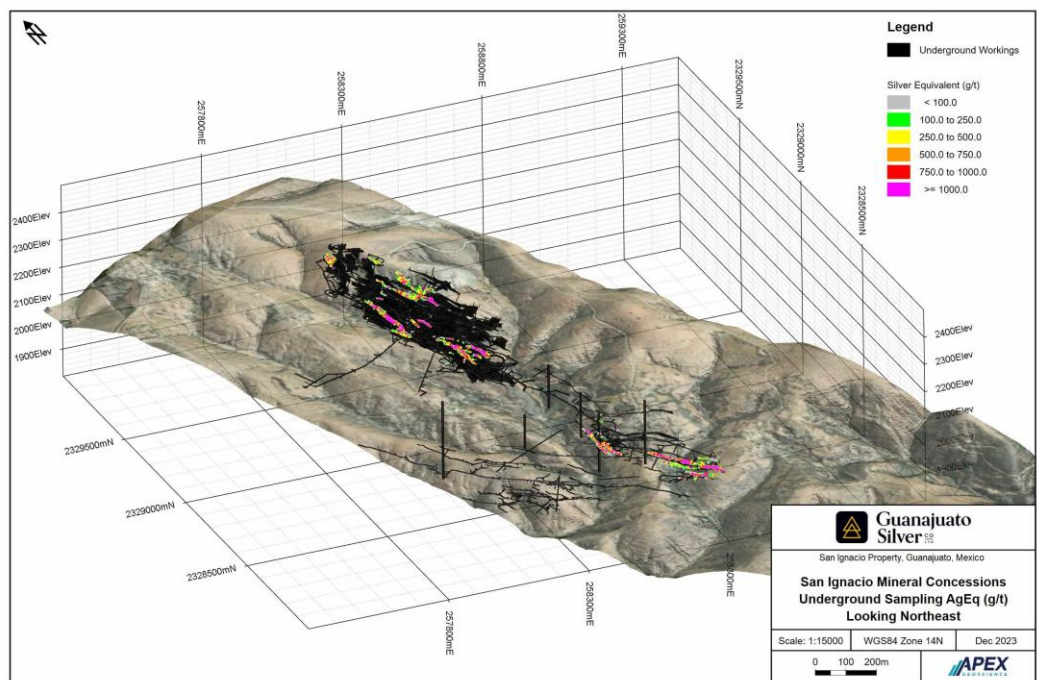
Nearly half of the samples (47.9%; n=4,492) returned greater than 100 g/t AgEq* up to a maximum value of 89,439 g/t AgEq*, 14.2% of the samples (n=1,336) returned greater than 500 g/t AgEq* ranging from 501 g/t AgEq* to 89,439 g/t AgEq*, and 4.5% of the samples (n=421) returned greater than 1,000 g/t AgEq*, ranging from 1001 g/t AgEq* to 89,439 g/t AgEq*. Significant values from each vein returned in GSilver's 2022-2023 underground channel sampling include:

- 89,439 g/t AgEq* (89,426 g/t Ag and 0.16 g/t Au) over a sample length of 0.7 m returned from sample 547447 collected from NDD on mine level 2283 and 13,628 g/t AgEq* (13,607 g/t Ag and 0.27 g/t Au) over a sample length of 1 m returned from sample 548088 collected from NDD 3 on mine level 2215.
- 7,380 g/t AgEq* (6,260 g/t Ag and 14.00 g/t Au) over a sample length of 0.5 m returned from sample 544469 collected from the Melladito vein on mine level 2145 and 5,803 g/t AgEq* (4,584 g/t Ag and 15.24 g/t Au) over a sample length of 0.7 m returned from sample 541443 collected from the Melladito vein on mine level 2143.
- 5,132 g/t AgEq* (647 g/t Ag and 56.07 g/t Au) over a sample length of 0.5 m returned from sample 549569 collected from the Intermedia vein on mine level 2208 and 4,221 g/t AgEq* (1,811 g/t Ag and 30.13 g/t Au) over a sample length of 0.2 m returned from sample 555217 collected from the Intermedia II vein on mine level 2265.
- 4,291 g/t AgEq* (2,100 g/t Ag and 27.39 g/t Au) over a sample length of 0.3 m returned from sample 548837 and 2,987 g/t AgEq* (2,077 g/t Ag and 11.38 g/t Au) over a sample length of 0.4 m from sample 548843, both collected from the Purisima vein on mine level 2140.

Underground channel sampling provided high-resolution geochemical data along significant strike lengths of the primary vein structures at San Ignacio, aiding in the delineation of unmined resources and confidence in the continuity of mineralization. The underground sampling data collected up to May 31, 2023, led directly to increases in both scale and confidence in the 2023 San Ignacio MRE detailed below. Most (approximately 95%) of the underground samples collected after the May 31, 2023 cutoff were collected in active mining areas.

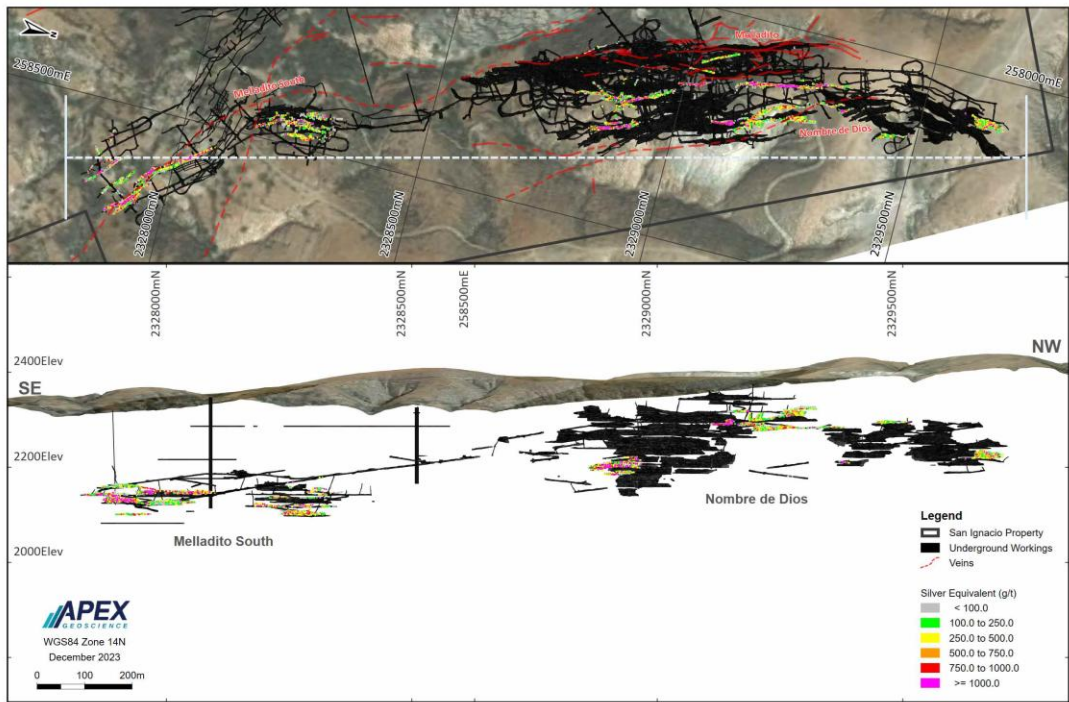
***AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1**

Figure 0.1 GSilver 2022-2023 Underground Sampling Results San Ignacio (AgEq*), Looking Northeast



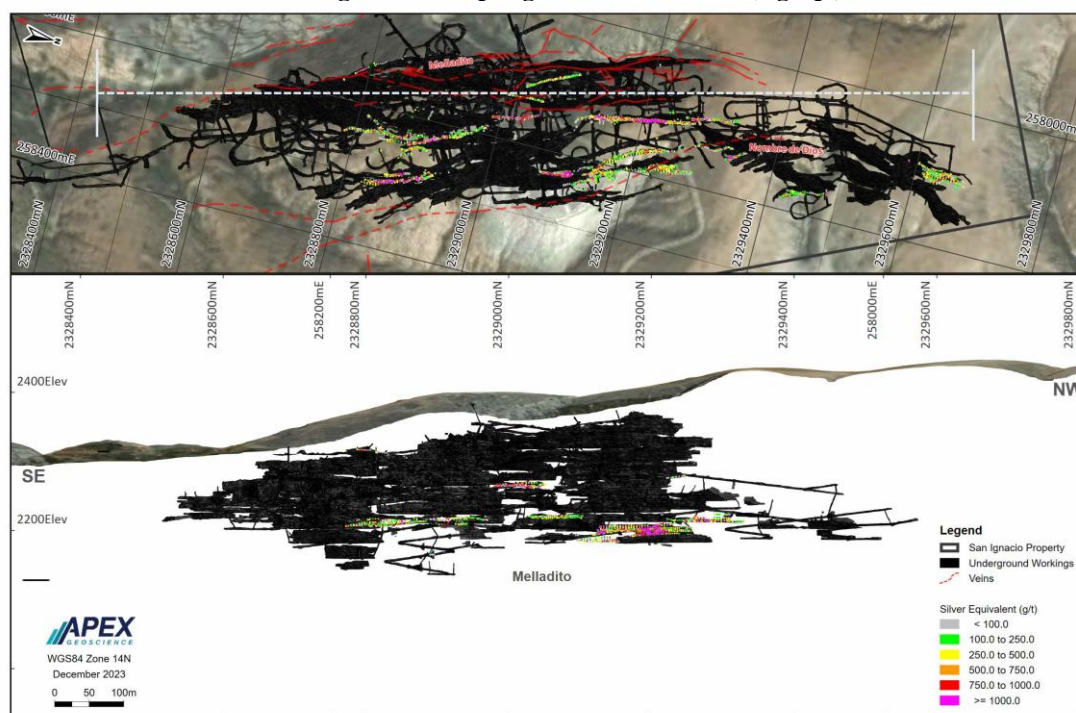
* AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1

Figure 0.2 GSilver 2022-2023 Underground Sampling Results Melladito South and NDD (AgEq*)



* AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1

Figure 0.3 GSilver 2022-2023 Underground Sampling Results Melladito (AgEq*)



* AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1

Drilling

As of the effective date of the 2024 San Ignacio Report, the Company has completed 36 diamond drillholes (DDH), totalling 5,092.7 m, at San Ignacio. The drilling was conducted after the Company's acquisition of San Ignacio from November 5, 2022 to June 4, 2023. The drillholes were completed at several veins and at several mine levels with varying orientations, and azimuths ranging from 7 to 356° and inclinations ranging from -1 to -90° and +10 to +61°. The depths of the holes ranged from 43.5 to 295 m and averaged 141.5 m.

Initially, the primary focus of the drilling at San Ignacio was to target the Melladito vein system and extend mineralization in the southern and northern areas of the mine. The latter half of the drill program focused on the extension of mineralization from the Melladito, Purisima, and the Nombre de Dios vein systems. The drilling confirmed the continuity of the mineralization at depth within the Melladito vein and confirmed the mineralization extension at depth of the Purisima vein.

The Company's recent drilling at San Ignacio was used in the MRE detailed below in "*Mineral Resource Estimate*". Significant results of the Company's drilling at San Ignacio are presented in Table 10.3. Drilling results in this section are reported as gold, silver, and silver equivalent (AgEq*), with AgEq* calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1.

The 2022 and 2023 drilling was conducted by KAV Drilling Mexico of Guanajuato, on behalf of the Company. The core drilling was HQ in diameter. Drillhole collar surveys were completed using total station instruments and uploaded directly to a database for merging with the downhole logging data. Downhole surveys were generally performed at 10 m, 50 m and every 50 m thereafter using a Reflex survey instrument with the survey data manually input into the database.

Table 0.1. Significant Results of GSilver's 2022-2023 San Ignacio Drill Programs

Hole ID	Vein	From (m)	To (m)	Width (m)	True Width (m)	Au (g/t)	Ag (g/t)	AgEq* (g/t)
UGSI22-002	Melladito	67.80	68.40	0.60	0.56	1.65	12	144
UGSI22-004	Melladito (Branch)	61.95	62.60	0.65	0.62	1.92	11	165
UGSI22-004	Melladito	68.30	70.80	2.50	1.82	3.11	14	263
UGSI22-004	Including	68.30	68.80	0.50	0.36	3.32	12	278
UGSI22-004	Including	68.80	69.55	0.75	0.55	2.37	12	202
UGSI22-004	Including	69.55	70.30	0.75	0.55	3.32	21	287
UGSI22-004	Including	70.30	70.80	0.50	0.36	3.70	7	304
UGSI22-005	Melladito (Branch)	38.50	39.85	1.35	1.31	0.74	87	146
UGSI22-006	Melladito	93.75	100.20	6.45	4.92	5.11	810	1,219
UGSI22-006	Including	93.75	94.30	0.55	0.42	25.84	4,914	6,981
UGSI22-006	Including	94.30	94.85	0.55	0.42	28.23	1,693	3,951
UGSI22-006	Including	94.85	96.35	1.50	1.14	0.70	84	140
UGSI22-006	Including	96.35	97.40	1.05	0.81	0.37	123	153
UGSI22-006	Including	97.40	98.50	1.10	0.84	0.54	434	478
UGSI22-006	Including	98.50	99.50	1.00	0.77	0.71	610	667
UGSI22-006	Including	99.50	100.20	0.70	0.53	0.71	354	411
UGSI22-008	Melladito (Branch)	57.15	58.05	0.90	0.89	1.58	2	129
UGSI22-009	Melladito (Branch)	70.20	71.10	0.90	0.46	1.01	76	158
UGSI22-014	Melladito (Branch)	66.75	67.85	1.10	0.63	1.91	5	158
UGSI23-002	Hanging Wall Vein	25.30	26.00	0.70	0.57	1.28	26	129
UGSI23-003	Wall vein	35.25	35.60	0.35	0.17	4.03	52	374
UGSI23-005	Melladito	87.50	89.00	1.50	1.50	0.85	8	76
UGSI23-006	Melladito	109.25	111.75	2.50	2.48	1.08	6	9.3
UGSI23-008	HW Purisima	1.00	3.70	2.70	1.90	1.95	501	657
UGSI23-008	Including	1.00	2.00	1.00	0.70	3.42	744	1018
UGSI23-008	Purisima	16.55	16.90	0.35	0.22	2.01	2	163
UGSI23-008	Melladito	151.55	152.00	0.45	0.35	0.23	94	113
UGSI23-009	HW Purisima	0.00	3.00	3.00	1.93	1.26	415	516
UGSI23-009	Including	1.85	2.20	0.35	0.22	4.14	2020	2351
UGSI23-009	Melladito (Branch)	123.35	124.30	0.95	0.77	0.25	113	133
UGSI23-009	Including	123.80	124.30	0.50	0.40	0.46	215	252
UGSI23-010	HW Purisima	4.35	5.25	0.90	0.45	1.78	557	699
UGSI23-010	Purisima	17.80	21.30	3.50	2.14	1.68	8	142
UGSI23-010	Including	20.30	21.30	1.00	0.64	2.57	9	215
UGSI23-010	Melladito	109.80	113.20	3.40	1.74	1.72	122	260
UGSI23-010	Including	111.80	113.20	1.40	0.60	2.94	151	386
UGSI23-010	Melladito	124.00	131.90	7.90	4.89	0.32	334	359
UGSI23-010	Including	128.55	129.30	0.75	0.37	1.25	1947	2047
UGSI23-010	Including	131.00	131.90	0.90	0.52	0.44	383	418

Hole ID	Vein	From (m)	To (m)	Width (m)	True Width (m)	Au (g/t)	Ag (g/t)	AgEq* (g/t)
UGSI23-011	HW Purisima	0.00	3.40	3.40	2.22	0.78	112	175
UGSI23-011	Including	3.90	4.15	0.25	0.24	1.00	254	334
UGSI23-011	HW2 Purisima	6.00	6.55	0.55	0.48	3.26	260	520
UGSI23-011	Purisima	26.25	27.90	1.65	1.06	1.11	1	89
UGSI23-011	Including	27.35	27.90	0.55	0.35	1.79	0	143
UGSI23-012	Purisima	60.00	61.10	1.10	0.55	0.32	85	111
UGSI23-012	HW Purisima	70.90	72.95	2.05	1.50	0.06	89	94
UGSI23-012	Including	70.90	71.60	0.70	0.40	0.09	221	228
UGSI23-012	HW2 Purisima	115.65	116.30	0.65	0.50	0.48	60	98
UGSI23-013	Melladito	70.50	72.15	1.65	0.95	1.33	14	120
UGSI23-013	Including	70.00	70.50	0.50	0.32	1.77	9	150
UGSI23-015	NDD3 (Loop)	92.50	93.65	1.15	0.58	2.77	4	226
UGSI23-015	NDD3	106.55	107.15	0.60	0.25	4.05	2	326
UGSI23-017	NDD3	56.90	59.40	2.50	1.90	2.25	63	243
UGSI23-019	NDD1 Loop	43.20	43.60	0.40	0.27	0.11	85	94
UGSI23-019	NDD1	44.55	45.75	1.20	0.80	1.07	67	152
UGSI23-019	NDD1.5	58.60	59.50	0.90	0.61	0.51	99	139
UGSI23-019	NDD2	94.20	94.90	0.70	0.54	2.22	13	191
UGSI23-019	NDD3	135.50	136.65	1.15	0.71	2.32	4	189
UGSI23-020	NDD1	33.60	34.45	0.85	0.72	0.35	204	232
UGSI23-020	NDD1.5	40.10	40.30	0.20	0.17	0.04	2	5
UGSI23-020	NDD2	77.65	78.55	0.90	0.82	1.01	38	119
UGSI23-021	Mell Comp Gral	103.10	110.85	7.75	4.11	1.26	35	136
UGSI23-021	NDD2	136.45	137.30	0.85	0.85	0.23	3	21
UGSI23-021	NDD3	185.20	187.45	2.25	1.62	2.55	5	209
UGSI23-021	Loop NDD3	192.05	194.10	2.05	1.37	4.20	6	342
UGSI23-021	HW Vein	199.20	200.40	1.20	0.69	2.93	5	239
UGSI23-022	Melladito	125.50	128.55	3.05	1.29	1.51	180	301
UGSI23-022	NDD2	141.00	142.00	1.00	0.98	0.60	2	50
UGSI23-022	NDD3	175.10	177.10	2.00	1.29	3.41	6	279
UGSI23-022	NDD3 (Loop)	185.15	185.35	0.20	0.12	3.44	8	283

* AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1

Sampling, Analyses and Security of Samples

This section summarizes the sampling preparation, analyses, security, and quality control and quality assurance protocols and procedures employed by Great Panther between 2010 and 2021, and by the Company from 2022 to the effective date of the 2024 San Ignacio Report, at the San Ignacio Property. The Great Panther and Company underground channel sampling and drillhole data are utilized in the MRE and discussed in the sections below.

The authors of the 2024 San Ignacio Report are unaware of any sampling preparation, analyses, security, and quality control and quality assurance information regarding historical exploration programs completed prior to the Great Panther work. Drilling and sampling data completed prior to the Great Panther work is poorly documented and not utilized in the MRE. Therefore, it is not discussed further below. However, these results may have been used to guide modern exploration targeting.

Great Panther Historical Channel Sampling and Drilling

Channel sampling was completed in accessible stopes and development headings. The mine geologist marked out the sample position and completed a detailed drawing of the face prior to sampling. The sampling was completed by Great Panther technicians using a rock hammer and chisel to break rock chips along a line across the structure.

The quality of the channel samples was reported to have been more variable than the drill samples. The rock was observed to be highly variable in hardness and competence and was therefore difficult to achieve volumetrically consistent representation along the entire sample length. Sample bias may result where higher grades happen to correlate with zones of differing hardness characteristics. It has been noted that the increased variance may also be due to the use of the mat rolling technique used to reduce the channel sample mass.

Prior to mid-2016, all San Ignacio channel and drillhole sampling and geological data was entered into a DataShed database using LogChief software. Post 2016, Great Panther utilized an internal in-house software that loaded data directly into a Microsoft SQL database, with all of the San Ignacio data stored digitally in this database. In 2012, Great Panther initiated the recording of continuous channel sampling in the form of a pseudo-drillhole to allow the compositing of samples. All channel sampling by Great Panther personnel was carried out in this manner with the data recorded in the database.

Great Panther's protocol for Quality Assurance and Quality Control (QA-QC) sample insertion was one duplicate in every 19 samples and one blank and one standard for every 40 samples.

All phases of the sampling, transport, and analysis were carried out by authorized Great Partner personnel. Channel samples were sent for analysis to the Cata laboratory, located within the Cata facility in the city of Guanajuato. The Cata facility is fully fenced with 24-hour on-site security.

From 2010 to 2021, Great Panther completed 604 drillholes, totalling 115,581.70 m, at San Ignacio. The diamond drilling was completed by BD Drilling, Servicios Drilling, Rock Drill of Aguascalientes, Mexico, Maza Drilling, Versa Perforaciones SA de CV and KAV Drilling.

The drill core was transported twice a day from the drill site via pick up truck to the core storage and logging facility located at the gated Cata plant site. At the logging facility the core boxes were laid out by field technicians. The technicians fitted the core pieces together and cleaned the core surface in preparation for logging by the geologist. Depth markers were checked for proper labelling, and the boxes were labelled with the drill core intervals. The technicians completed measurements of core recovery and rock quality designation (RQD) and recorded the data onto paper logs.

Prior to mid-2016, all San Ignacio channel and drillhole sampling and geological data was entered into a DataShed database using LogChief software. Post 2016, Great Panther utilized an internal in-house software that loaded data directly into a Microsoft SQL database, with all of the San Ignacio data stored digitally in this database.

The drill core samples were prepared by technicians working under the direction of Great Panther's mine and exploration geologists. HQ and NQ diameter core were cut in half longitudinally using a diamond bladed saw. AQ and BQ diameter core was sample whole. The sample lengths were determined using mineralogical or lithological characteristics and marked on the core boxes by the geologists.

For exploration drilling, the minimum and maximum sample lengths were 0.5 and 1.5 m, respectively. For production drilling, in areas of little or no obvious mineralization, maximum sample lengths measured from 1.5 to 2.0 m. In mineralized or silicified zones, the maximum sample length was reduced to 0.6 m, while the minimum length was 0.3 m. There are several instances where drill samples with lengths greater than 2.0 m occur in the database, this is due to broken and/or small-diameter core.

Once the sample length was determined, a technician recorded the sample intervals in a numbered and perforated ticket book. The numbered part of each ticket was stapled to the core tray at the appropriate sample interval and the butt portion of the ticket book was marked with the drillhole number and sample interval information. For each sample interval, the core (or half core) was placed along with a numbered ticket inside a pre-numbered clear plastic sample bag. The bag was then tied with string and delivered with other samples from the same hole to the onsite Cata laboratory. Sample numbers and intervals were written on the ticket books for future data capture.

The first nine diamond core holes at San Ignacio were completed under the management of the Guanajuato geology department. Mine geologists logged and sampled the core. Following an internal audit by Great Panther, which identified deficiencies in core handling and sampling procedures, the responsibility for diamond drilling and exploration at San Ignacio changed to Great Panther's exploration department. The exploration staff re-logged and re-sampled all nine drillholes. The remaining surface drillholes were completed under the management and direction of the exploration department.

Chain of custody was established upon sample collection with the use of unique sample IDs, documentation of samples per shipment to the lab, as well as sign-off forms for receipt of samples by the laboratory. Great Panther's protocol for Quality Assurance and Quality Control sample insertion was one duplicate in every 19 samples and one blank and one standard for every 40 samples.

Bulk density (specific gravity, or "SG") determinations were conducted on samples measuring approximately 10 cm in length. The sample lengths were selected by a field technician from whole or half-core (NQ or HQ). The test work was completed on-site by field technicians and followed the water submersion method on air-dried samples. Non-friable, non-porous core samples were weighed in air and then weighed while suspended from the scale in a basket, which was submerged in water. The raw information was recorded on paper logs. The samples were returned to the core box once the determinations were completed. No formal quality control quality assurance was completed during the bulk density determinations.

GSilver Channel Sampling and Drilling

From August 2022 to December 2023, GSilver collected a total of 9,378 underground channel samples from 4,110 sample locations at San Ignacio. GSilver sampling personnel collected the channel samples from development drifts and production stopes and extracted the rock chip samples using a hammer and chisel, along a line across the structure.

Prior to sampling, each sample line was marked by a mine geologist and each individual sample was marked with purple spray paint, differentiating lithological changes, fault zones, mineralized structures, and other geological characteristics. Samples were collected using a hammer and chisel moving from the footwall to the hanging wall side of the structure. A maximum sample length of 1.5 m was observed. Nominal sample widths of 0.10 m and depths of 0.02 to 0.03 m were maintained. Sample weights generally ranged from 0.50 to 5.0 kg.

The rock chips were captured on a 1.5 by 1.5 m canvas sheet. The sheet was cleaned between samples to mitigate the risk of contamination. The sample was then crushed to approximately ¼ inch size fraction on a square steel plate and homogenized. The sample was divided into four equal parts by dividing the square plate into four equal triangles. The two opposite parts were selected, and the rest of the sample was discarded.

The selected sample parts were placed in 40 by 30 cm poly sample bags inscribed with the unique sample identification (ID) number. Each sample was labelled with the sample ID, date, mine, site (drift, stope, shaft, etc.), and the name of the sampler. The sample ID was marked in the field along the sample line using spray paint and the sample width was recorded in a field notebook.

Each sample was located using a topographic control point in the field and was marked on a topographic map along with the sample number. A sampling report was prepared and included the following data: mine, name of sampler, date, dispatch number, line ID, sample ID, sample width, sample type, vein code, location taken (roof, wall, etc.), underground level, site, topographic point reference, and distance to topographic point reference. GSilver personnel recorded this information in the San Ignacio underground sample Microsoft SQL database, along with sample coordinates, azimuth, and inclination.

GSilver's QA-QC procedures for the 2022 and 2023 underground channel sampling programs included the insertion of certified reference materials (standards), blanks, and duplicates into the sample sequence. The rate of QA-QC material insertion was approximately 1 per 20 samples.

The samples were subsequently delivered to the Cata laboratory for analysis.

As of the effective date of the 2024 San Ignacio Report, the Company has drilled 36 NQ sized diamond drillholes (DDH), totalling 5,092.7 m, at San Ignacio, from November 2022 to June 2023. The drilling was completed by Kav Drilling Mexico from the city of Guanajuato.

San Ignacio drill core was logged and sampled at the Cata core storage and logging facility in Guanajuato. Upon receiving drill core sampling personnel first cleaned the core and verified the sequence and hole depth in accordance with the block system used by the drill contractor, whereby a block labelled with the hole depth was inserted into the box after each drill run. The sampler marked the core boxes with depth ranges and recovery and rock quality designation (RQD) was measured for each core interval between blocks. Recovery and RQD measurements were captured manually and delivered to the geologist at the end of the shift, or upon completion of RQD for the drillhole.

GSilver drill log data were input directly to the project database by the logging geologist. Prior to describing the core, the geologist recorded the drillhole collar and survey information (coordinates, azimuth, inclination, date, drill rig, diameter, etc.). The core was then marked with yellow, red, and blue wax pencil to indicate contacts and/or lithological changes (rock type, faults, alterations, breccias, veins etc.). Yellow was used to mark rock type and alteration, blue was used for structures such as faults and fractures, and red was used for veins and hydrothermal breccias. Once the core was marked, the geologist logged observations comprising rock type, colour, hardness, alteration, mineralization, veining, weathering, and structural features, utilizing standardized codes. Descriptions and notes were also allowed in the database.

The geologist marked out samples based on the areas of interest identified during the core logging. Sample breaks generally corresponded to geological changes and were marked with red arrows indicating the beginning and end of each sample. Tags inscribed with the unique sample number and hole depth range were stapled to the box at the beginning of each sample. The maximum nominal sample length was 1.5 m, and the minimum nominal sample length was 0.3 m. Shoulder samples of 5 to 10 m were included above and below each mineralized structure.

Core segments with a length between 10 and 20 cm, and weighing at least 500 g, were selected for SG measurements. Non-porous samples representative of the geology and mineralization of the interval were selected. Measurements were collected for all vein and mineralized breccia samples, as well as wallrock at the top and bottom of the interval. SG values were determined using the water submersion method on air-dried samples. QA-QC measures included ensuring clean water was used for submerged measurements, re-measuring samples that returned values outside of the expected range, and utilizing standard weights to calibrate the digital balance.

Prior to cutting, core was photographed, ensuring that sample numbers and ranges were visible. The core boxes were then moved to the cutting area in the Cata core facility. Marked sample intervals were cut in half with a diamond saw.

One half of the core was left in the core box, the other half was placed in pre-labeled plastic bags along with a sample tag bearing the unique sample number. The sample bags were sealed for transport to the laboratory with the requisite report to be signed upon receipt by the laboratory. All logging and sampling information was recorded in the San Ignacio drillhole Microsoft SQL database.

GSilver's QA-QC procedures for the 2022 and 2023 drill core sampling programs included the insertion of certified reference materials (standards), blanks, and field duplicates into the sample sequence. The rate of QA-QC material insertion was approximately 1 per 20 samples.

The samples were subsequently delivered to the Cata laboratory for analysis.

Analytical Procedures

The underground channel and drill core samples collected by Great Panther were analysed at the Cata laboratory within the Cata facility. The Cata laboratory is equipped to perform analyses via aqua regia digest, fire assay, gravimetric, and atomic absorption spectroscopy (AAS).

The analytical process for the historical samples involved initial receipt of samples by Cata laboratory staff from the company personnel followed by oven-drying of samples. Dry samples were then run through a crusher (10 mesh) and subsequently a 200 g split was run through a disc mill for pulverizing to 98% passing 200 mesh. Samples were analysed by aqua regia with an AAS finish, and any that reported greater than 10 g/t Au or 300 g/t Ag were re-analysed by fire assay with a gravimetric finish. The laboratory can also perform determinations for arsenic (As), copper (Cu), lead (Pb), zinc (Zn) and antimony (Sb) via AAS; however, these elements were not typically analysed for core samples. Assay certificates were sent directly from the laboratory to the Great Panther geology department via e-mail.

All of GSilver's channel and drill core samples were submitted to the Cata laboratory (MVS-GTO) for analysis. GSilver has managed the Cata laboratory as of the acquisition date of the Property, and the equipment and procedures remain unchanged.

The analytical process for the samples involved initial receipt of samples by Cata laboratory staff from the Company personnel followed by oven-drying of samples. Dry samples were then run through a crusher (10 mesh) and subsequently a 200 g split was run through a disc mill for pulverizing to 98% passing 200 mesh. Samples were analysed by Aqua Regia with an AAS finish, and any that reported greater than 10 g/t Au or 300 g/t Ag were re-analysed by fire assay with a gravimetric finish. Gold and silver detection limits are 0.005 g/t Au and 5 g/t Ag. The Cata laboratory is also configured perform determinations for As, Cu, Pb, Zn and Sb via AAS; however, these elements were not typically analysed for core samples. Assay certificates were sent directly from the laboratory to the GSilver geology department via e-mail.

The Cata laboratory was constructed by SGS Group (SGS), under the supervision of Great Panther, and was managed and operated by the SGS from 2006 to 2018 (coded as SGS-GTO in the San Ignacio database). During this period, the Cata laboratory was ISO accredited under the SGS Group. The Cata laboratory reverted to Great Panther management at the beginning of 2019, and therefore, lost its SGS accreditation (coded as MVS-GTO in the San Ignacio database). However, the Cata laboratory staff and SGS procedures were maintained. The Cata laboratory is not independent of Great Panther or the Company.

All pulps are stored in an on-site warehouse in a safe and well-organized manner, in sealed containers with proper labels, including the project name, lot number and sample IDs contained in each lot. The rejects are stored in closed containers and properly labelled with container number and the number of samples contained within the container. They are kept in storage for the necessary time indicated by industry standards.

Quality Assurance – Quality Control

A routine QA-QC program, including instrument calibration and a database of results of the testing, was implemented by SGS for the Cata laboratory (SGS-GTO) until the end of 2018. Under Great Panther, and recently under GSilver management, the Cata laboratory (MVS-GTO) has continued the QA-QC program.

In addition to the internal laboratory QA-QC monitoring, the analytical portion of the QA-QC program employed by both Great Panther and GSilver aimed to provide a means by which the accuracy and precision of the assaying that is performed on its drilling and underground channel samples can be measured to ensure the highest possible data quality. The QA-QC procedures included the insertion of certified reference materials (CRMs or standards), blanks, and quarter-core duplicates into the sample sequence, as well as arranging regular umpire checks with a third-party certified laboratory.

GSilver's QA-QC procedures for the 2022 and 2023 channel and drill core sampling programs included the insertion of certified reference materials (CRMs or standards), blanks, and field duplicates into the sample sequence. The rate of QA-QC material insertion rates is presented in Table 11.1. All samples were analyzed at the Company's Cata laboratory (MVS-GTO). Regular umpire checks were undertaken for reject and pulp material using a third-party, ISO accredited laboratory. Umpire checks were completed either by SGS Durango (SGS-DGO) or Corporación Química Platinum S.A. de C.V.

Table 0.1 GSilver QA-QC Material Insertion Rates

Sample Type	Frequency	Responsibility
Coarse blank	1/20	Logging Geologists / Grade Control
Fine blank (pulp)	1/20 only for Pulps	
Duplicate Reject	Random 5%	QA-QC Analyst
Duplicate Pulp		
Low-grade CRMs	Alternating 1/20	Logging Geologists / Grade Control
Medium-grade CRMs		
High- grade CRMs		

Adequacy of Sample Collection, Preparation, Security and Analytical Procedures

In the opinion of the authors of the 2024 San Ignacio Report, there were no significant issues with respect to the sample collection methodology, sample security, sample preparation or sample analyses in the San Ignacio exploration programs completed by Great Panther historically from 2010 to 2021 or by GSilver in 2022 and 2023.

The QA-QC measures including the insertion rates and performance of blanks, standards, and duplicates for GSilver indicate the following:

- No significant contamination issue was observed in the blank performances for the Au and Ag analysis of both the drill and underground samples.
- Duplicate results from the underground samples showed a fair correlation for gold. This is likely due, at least in part, to sample bias resulting from nuggety gold observed within various mineralized zones.
- Standard GTS16 returned an overall failure rate of 16.2% for Ag and 2.9% for Au in drill samples. No failure was observed in underground samples for both Ag and Au analysis. As for the drill samples, the failures were on the high side and require further investigation.
- Standard GTS17 returned no failures for both Ag and Au analysis in the drilling and Ag and Au failure rates of 2.6% and 2.0%, respectively, for underground samples. Although few failures were observed, there is a systematic negative bias in Ag analysis in both drill and underground samples, which requires investigation.

- Standard GTS19 is only used for the underground samples and returned no (0%) failures for both Ag and Au. However, a positive bias on the high side is observed for the Ag analysis, which requires investigation.

GSilver should reconsider using standards GTS16 and GTS17 as these materials include the following disclaimer: “reference material is characterized by limited laboratory testing and is not certified according to best practice principles of ISO 17034. Caution should be used when applying this material to evaluate a laboratory performance.”

The authors of the 2024 San Ignacio Report recommend that in addition to the commercially produced CRMs, the Company use custom developed matrix-matched CRMs that are produced from particular styles of mineralization in the deposits, with the Round Robin prepared by different laboratories. The custom CRMs should be inserted with similar grades of dispatch samples, based on mineralization observed in the sample and recorded in the drill log or sample description. The CRMs should be inserted randomly in a dispatch by automatic dispatch creation tools in the database system rather than fixed interval, manual insertion.

The use of blank and CRM samples for the underground channels was suspended after October 30, 2023 due to a shortage of CRMs. The authors of the 2024 San Ignacio Report recommend that the Company immediately recommence their QA-QC protocols for underground channel samples utilizing CRMs as recommended above, in addition to GSilver’s established protocols for duplicate and umpire analyses. Without a suitable QA-QC program in place, the underground channel data may not be reliable for use in any future MREs.

Regarding bulk density determinations on GSilver drill core, the authors of the 2024 San Ignacio Report note that no formal QA-QC program was in place to provide confidence in the precision or accuracy of the results of the testing. However, the results are within the range of expected density values for the material tested and the SG determination procedures are consistent with industry standard practices. The authors recommend that any future bulk density determinations select duplicate samples at a standard frequency and send them to an independent laboratory for testing. In addition, the scale should be monitored regularly using a standard weight.

The authors of the 2024 San Ignacio Report note that although the Cata laboratory is non-independent, and managed by GSilver, the umpire checks undertaken at the independent and certified SGS-Durango laboratory is sufficient to verify the performance of the Cata laboratory and the reproducibility of the Ag-Au analyses.

In conclusion, the data within GSilver’s databases are considered suitable for use in the further evaluation of the San Ignacio Property and for its intended use in the 2024 San Ignacio Report, including the mineral resource estimation. Ongoing evaluation of the QA-QC data should be conducted to proactively identify opportunities for improvement in sampling, preparation, and analytical protocols.

Data Verification

The calculation of the MRE detailed below in “*Mineral Resource Estimate*” utilized drilling and underground sample data extracted from the GSilver SQL databases to Microsoft Access relational databases on July 11, 2023 and June 26, 2023, respectively. The drillhole database contained 640 unique drillhole collar records with a total core length of over 120,674 m, and the underground sample database contained 35,288 channels with a total of 86,083 individual samples. The drillhole database included drilling completed between October 12, 2010 and June 4, 2023, and the underground sample database included sampling completed between October 28, 2012 and May 31, 2023. Overall, both databases were deemed to be well organized and free from any systematic errors.

GSilver provided two separate Microsoft Access databases for drillhole data and underground sampling data. The authors of 2024 San Ignacio Report were also provided with a three-dimensional (3D) topographic surface, as well as 3D wireframes representing the existing mine workings in Micromine (.tridb) and AutoCAD (.dxf) formats. The authors imported the underground and drillhole data into Micromine Origin & Beyond 2023.5, along with the 3D topography, mine workings, and historical resource wireframes and block models. A visual examination of the data in 3D did not demonstrate any obvious spatial issues.

Approximately one-third of the assays returned from exploration drilling completed post-2021, and included in the Drillholes San Ignacio.accdb database, were reviewed and compared to laboratory certificates from the Cata and SGS Durango laboratories.

During the initial stage of data verification, some negligible discrepancies were identified in the third decimal place of assay results returned from exploration drilling conducted between March and May 2021. It transpired that only the Cata laboratory certificates were provided to APEX. Umpire checks performed by SGS Durango supersede the Cata results in the database. APEX personnel requested the finalized umpire check laboratory certificates, the assay results in the database were re-compared with the SGS laboratory certificates, and the results were verified.

Assays returned from underground samples completed post-2021, totalling 5,873 samples and included in the Drillholes San Ignacio.accdb database, were reviewed and compared to laboratory certificates from the Cata and SGS Durango laboratories (Table 12.2). A total of 26 errors, including 12 from samples within the MRE estimation domains, were identified, accounting for only 0.4% of the data checked. These errors have since been corrected.

Monthly San Ignacio production and mineral processing data were provided to the authors of the 2024 San Ignacio Report in Microsoft Excel spreadsheet format. The production and processing data were reviewed by the authors, and where possible, were compared against publicly available company listings. In the opinion of the authors, no significant discrepancies were identified in the production and mineral processing data provided by GSilver.

Mr. Christopher W. Livingstone, P.Geo., Senior Geologist of APEX and a Qualified Person, conducted a site inspection for verification purposes from August 13 to 14, 2023. Mr. Livingstone previously visited the Property from April 7 to 8, 2022.

The August 2023 site inspection comprised an inspection of recent San Ignacio diamond drill core at the Cata core logging facility, the collection of two quarter drill core samples, and a review of the San Ignacio 3D data compilation. Mr. Livingstone was unable to visit the underground workings at San Ignacio during the 2023 visit due to a serious accident, resulting in a temporary closure of the mine site. The April 2022 site inspection comprised a tour of the Property, including entering several underground workings at the San Ignacio operation, collar verification from recent drilling, the collection of two verification samples, and a review of recent drill core to verify reported geology and mineralization. Mr. Livingstone observed the mining infrastructure and equipment utilized in the San Ignacio production process. Mr. Livingstone also toured the Cata offices, core shack, processing plant, and analytical laboratory. The plant was not operational at this time; however, Mr. Livingstone was able to observe all circuits and equipment used for processing mineralized material. The analytical laboratory was found to be clean, organized, professional, and appeared to be following industry standard practices. The core processing facility was similarly found to be in line with industry standards.

Based on the site inspection, verification sampling, and data review, the authors of the 2024 San Ignacio Report have no reason to doubt the reported geology, exploration, and production results. The authors have reviewed the adequacy of the exploration and mining information and the San Ignacio Property's physical, visual, and geological characteristics. No significant issues or inconsistencies were discovered that would call into question the validity of the data. In the authors' opinion, the San Ignacio data is adequate and suitable for use in the 2024 San Ignacio Report, including the MRE.

Mineral Processing and Metallurgical Testing

The authors of the 2024 San Ignacio Report are not aware of any third-party laboratory-based mineral processing and metallurgical testing completed by GSilver or Great Panther.

Historically, Great Panther conducted metallurgical test work aimed at improving the operation of the Cata processing plant. In 2011, Great Panther added a new flotation section, with the installation of five new fully automated Outotec cells which replaced the old sections of rougher cells. In 2012, a small regrind mill was installed with improvements in metallurgical recoveries. In 2012 and 2013 the primary crushing units were upgraded with a new Metso HP300

crusher, and new vibrating twin screens. Lastly, in 2013, a new state of the art filter press was installed to reduce water content in the concentrate.

In 2015, Great Panther completed internal test work to optimize the consumption of reagents and the overall milling process to obtain maximum recovery and to comply with the concentration of required grades. The metallurgical samples were collected throughout active areas of San Ignacio and the VMC and were considered representative of the mineralization present at both operations. There are no deleterious elements or processing factors that significantly affect the extraction of silver and gold into the concentrate.

Mineralized material from San Ignacio is treated at the Cata processing plant. The processing plant utilizes five stages, including: crushing, milling, flotation, thickening and filtering, as well as concentrate dewatering circuits to generate sulphide concentrates containing silver and gold, which are sent off site for smelting and refining.

The mineralized material produced from San Ignacio has been processed at two GSilver subsidiary owned processing plants: the Cata processing plant located 21.5 km from the Property and the El Cubo plant, which is also referred to as the CMC processing plant, located at GSilver's El Cubo Mines Complex approximately 51 km from the Property, by road.

Mineralized material from the San Ignacio operation was blended with mineralized material from GSilver's VMC Guanajuato operation prior to processing at the Cata plant, and with mineralized material from GSilver's El Cubo operation prior to processing at the El Cubo (CMC) plant. The total tonnage values for each operation were determined using haul truck tonnage weights compared against a control file. The silver and gold grades were estimated using monthly mine grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries are based on total plant production from all operations. Metal production values are pro-rated for each operation using the tonnage and grade data.

From August 2022 to December 2023, a total of 158,005 dry metric tonnes (DMT) of material extracted from San Ignacio were processed at Cata and El Cubo plants, producing 341,712 silver ounces and 5,934.3 gold ounces. A total of 104,802 tonnes were hauled to the Cata plant and 53,203 tonnes were hauled to the El Cubo plant. The San Ignacio mineralized material produced a total of 232,324 silver ounces and 4,169.6 gold ounces at Cata, and 109,388 silver ounces and 1,764.7 gold ounces at El Cubo. Average head grades and recoveries in 2023 were 85.0 g/t Ag with an 83.0% recovery for silver and 1.49 g/t Au with an 85.0% recovery for gold at the Cata plant, and 73.9 g/t Ag with an 86.2% recovery for silver and 1.16 g/t Au with an 88.3% recovery for gold at the El Cubo plant. A summary of GSilver's San Ignacio production is shown in Table 13.2.

Table 0.1 Summary of San Ignacio Production (August 2022 to December 2023)

Year	Month	San Ignacio to El Cubo			San Ignacio to Cata			TOTALS		
		Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²
2022	August	3,422	103.8	9,115	0	0	0	3,422	103.8	9,115
	September	6,993	268.2	12,296	0	0	0	6,993	268.2	12,296
	October	7,874	285.8	15,174	0	0	0	7,874	285.8	15,174
	November	8,447	274.3	15,745	0	0	0	8,447	274.3	15,745
	December	6,594	228.0	16,755	3,232	61.1	3,767	9,826	289.1	20,522
2023	January	2,146	53.7	3,099	7,682	303.8	22,367	9,828	357.5	25,466
	February	1,607	39.4	2,718	10,196	429.6	28,145	11,803	469.0	30,863
	March	1,849	43.7	3,026	11,118	331.7	22,934	12,967	375.4	25,960
	April	1,747	22.9	2,440	10,408	380.1	23,527	12,155	403.0	25,967
	May	0	0	0	11,292	517.6	31,309	11,292	517.6	31,309

June	0	0	0	11,415	490.9	19,191	11,415	490.9	19,191
July	0	0	0	9,194	374.4	17,910	9,194	374.4	17,910
August	0	0	0	6,628	304.3	16,145	6,628	304.3	16,145
September	0	0	0	3,149	151.5	8,579	3,149	151.5	8,579
October	786	28.0	1,678	9,601	328.9	14,724	10,387	356.9	16,402
November	5,477	204.0	12,791	6,368	302.3	12,468	11,845	506.3	25,259
December	6,261	212.9	14,551	4,519	193.4	11,258	10,780	406.3	25,809
Totals	53,203	1,764.7	109,388	104,802	4,169.6	232,324	158,005	5,934.3	341,712

Notes:

1. Tonnage values for San Ignacio were determined using haul truck tonnage weights compared against a control file.
2. Metal production values are pro-rated for the San Ignacio operation using tonnages with plant grade and recovery data. Silver and gold grades were estimated using monthly grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries were based on total plant production from all operations.

Mineral Resource Estimate

The 2023 San Ignacio MRE discussed in this 2024 San Ignacio Report was classified in accordance with guidelines established by the CIM “Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines” dated November 29, 2019, and CIM “Definition Standards for Mineral Resources and Mineral Reserves” dated May 14, 2014.

The 2023 San Ignacio MRE used samples collected from surface and underground drillholes and underground channels. It utilized a drillhole database with 640 unique drillholes totalling 120,674 m, drilled between 2010 and 2023. This database included collar locations, surveys, assays, and geological details. Additionally, the MRE used an underground channel sample database with 86,083 samples collected from 2012 to 2023, containing channel locations, surveys, and assays. Both databases were considered during domain interpretation and metal estimation. The 2023 MRE was based on newly constructed domain models and used drilling and underground channel sampling databases updated to July 11, 2023, and June 26, 2023, respectively.

Mineral Resource modelling was conducted in the San Ignacio local mine grid. The Mineral Resource block model utilized a selective mining unit parent block size of 2.5 m (X) by 2.5 m (Y) by 2.5 m (Z) with a minimum subblock size of 0.5 m (X) by 0.5 m (Y) by 0.5 m (Z). Sub-blocks were utilized for stope optimization and resource reporting. The gold and silver grades were estimated for each block using Ordinary Kriging, considering capped drillhole and underground composites, with locally varying anisotropy to ensure grade continuity in various directions is reproduced in the block model. Sub-blocks retained the grade of the parent block. The MRE was reported as undiluted within a series of underground mining shapes. The 2023 San Ignacio MRE used a silver equivalent grade (AgEq) based on metal prices of \$1,850/oz for gold (Au) and \$22/oz for silver (Ag). Both metals assume an 87% recovery rate. Therefore, all AgEq calculations in the current MRE employ an Ag to Au ratio of 84.1:1. This ratio was determined based on current Reasonable Prospects for Eventual Economic Extraction (RPEEE) parameters.

Three types of material were identified during the calculation of the MRE: In Situ (unaffected by mining), Modern Remnant, and Historical Remnant. A three-dimensional wireframe of modern workings, current to May 31, 2023, was used to exclude already-mined areas from the block model. Volumes within the estimation domains that lie in between and immediately next to modern stopes were categorized as Modern Remnant material. This material was not removed from block modelling as it was classified as unmined. Underground mining shapes were generated to constrain the Mineral Resources, and each shape was assessed to classify its blocks as either Modern Remnant or In Situ. For In Situ classification, the block's centroid must be a minimum of 10 meters from the 3D workings wireframe. Modern Remnant material is still under evaluation for potential resources; however, it is not included in the MRE statement.

Historical Remnant material was classified as material within a 60 by 45 by 30 m search ellipsoid of modern logging data logged as either backfill or stope. Blocks within a 40 by 30 by 5 m search ellipsoid of these logged intervals were

considered previously mined material and removed from the model. These logged intervals were interpreted to be historical workings intercepted during drilling.

Modern Remnant and Historical Remnant material were not included in the current MRE. The 2023 San Ignacio MRE was based solely on In Situ material, unaffected by current or historical mining activities.

For Measured Resources, blocks required a minimum of three drillholes within a search ellipse measuring 25 m by 25 m by 15 m, based primarily on the first variogram structure. For Indicated Resources, blocks required a minimum of three drillholes within a search ellipse measuring 45 m by 35 m by 15 m. For Inferred Resources, blocks required at least one drillhole within a search ellipse of 80 m by 50 m by 15 m, based primarily on the second variogram structure. As a final step, the classification of resources within 10 m of channel composites was upgraded by one level of confidence (i.e., inferred to indicated or indicated to measured). Because the channel samples were collected underground, where geologists could observe and verify the geological continuity of the mineralized material, the confidence in the interpretation was increased significantly. This final classification step had a minor influence on the reported In Situ resources, as the channel samples influence is primarily limited to the Modern Remnant potential resource area.

The 2023 San Ignacio MRE comprises Measured and Indicated Mineral Resources of 7.621 million (“M”) troy ounces (“oz”) AgEq** at 300 g/t AgEq** within 0.79M tonnes (t), and Inferred Resources of 22.167M oz AgEq** at 318 g/t AgEq** within 2.166M t. These figures represent increases in contained metals of approximately 4.318M oz AgEq** in the Measured and Indicated category (130% increase) and 16.385M oz AgEq** in the Inferred category (283% increase) versus the previously reported historical resource estimate (Brown and Nourpour, 2022). The 2023 MRE for the San Ignacio mine is presented in Table 14.20.

Table 0.1 2023 San Ignacio Mineral Resource Estimate – Effective Date September 21, 2023

Classification	Tonnes	Average Grade (g/t)			Contained Metal (troy ounces)		
		Ag	Au	AgEq ⁸	Ag	Au	AgEq ⁸
Measured	171,000	105	2.16	287	578,000	12,000	1,575,000
Indicated	619,000	128	2.08	304	2,557,000	41,000	6,046,000
Measured & Indicated	790,000	123	2.10	300	3,136,000	53,000	7,621,000
Inferred	2,166,000	127	2.27	318	8,877,000	158,000	22,167,000

Notes:

1. The 2023 San Ignacio Mineral Resources were estimated and classified in accordance with the Canadian Institute of Mining, Metallurgy and Petroleum (“CIM”) “Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines” dated November 29, 2019, and the CIM “Definition Standards for Mineral Resources and Mineral Reserves” dated May 10, 2014.
2. The 2023 MRE was prepared by Warren Black, M.Sc., P.Geo., Tyler Acorn, M.Sc., and Kevin Hon, B.Sc., P.Geo. of APEX Geoscience Ltd under the supervision of the Qualified Person (“QP”), Michael Dufresne, M.Sc., P.Geo., President of APEX Geoscience Ltd.
3. Mineral resources which are not mineral reserves do not have demonstrated economic viability. No mineral reserves have been calculated for San Ignacio. There is no guarantee that any part of mineral resources discussed herein will be converted to a mineral reserve in the future.
4. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, market, or other relevant factors discussed in Section 14.12.
5. The quantity and grade of the reported Inferred Resources are uncertain in nature and there has not been sufficient work to define these Inferred Resources as Indicated or Measured Resources. It is reasonably expected that most of the Inferred Mineral Resources could be upgraded to Indicated Mineral Resources with continued exploration.
6. All figures are rounded to reflect the relative accuracy of the estimates. Totals may not sum due to rounding.
7. Specific gravity of 2.64 is used for 2023 MRE.
8. Metal prices are set at US\$1,850/oz Au and US\$22/oz Ag, with 87% recovery for both. This yields an Au:Ag ratio of 84.1:1 for the calculation of AgEq.
9. Costs are US\$40.0/t for mining, US\$16.0/t for processing, and US\$18/t for G&A, leading to a 120 g/t AgEq reporting cutoff grade.
10. Underground resources are confined to potentially minable shapes defined by a slope optimizer. The resulting stopes have a minimum horizontal width of 1 m and length and height dimensions of 20 m by 20 m, which can be sub-stopped to 10 m by 10 m. They must also contain a minimum grade of 120 g/t AgEq.

** AgEq values are calculated using metal prices set at US\$1,850/oz Au and US\$22/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 84.1:1

The 2023 San Ignacio MRE was subject to depletion resulting from GSilver production at San Ignacio between June 1, 2023 and the Effective Date of the 2024 San Ignacio Report, primarily in areas of Measured and Indicated Resources. An estimated 55,200 t of mineralized material was mined out primarily from Measured and Indicated Resources, totalling approximately 172,500 oz Ag and 4,070 oz Au. Some of the production was sourced from Inferred Resources and includes a small percentage of blocks mined outside of the mineable shapes used to constrain the reported 2023 San Ignacio MRE. The Author considers the amount of depletion (less than 2% of tonnage and contained metal) to be immaterial to the size of the 2023 San Ignacio MRE and have therefore not included a depleted Mineral Resource table.

Modelling structurally controlled precious metal deposits has inherent risk. This style of deposit is very complex regarding geological and mineralization continuity along with potential nugget effects. Broader zones with a high density of veins, breccia zones, or structural features favourable to mineralization provide much less uncertainty as they are easier to map and predict. Connecting drill hole intercepts of thin mineralized discrete veins or vein zones into continuous interpretations is a more significant source of uncertainty. De-risking the geological continuity for this deposit style requires rigorous interpretation and high-quality oriented structural data from drilling. The current mineralized grade estimation domain interpretations are well-founded and supported by modern drilling and underground mapping. There are some areas with wider-spaced drilling that, with additional drilling, may cause changes in the mineralized grade estimation domain interpretations. Moreover, as additional drilling is completed, updating the mineralization model on an ongoing basis and working to remove internal dilution as much as possible will increase confidence in the mineralized grade domain interpretation.

The 3D wireframes for underground workings supplied by GSilver have a few-meter discrepancy with the surface drillholes. This inaccuracy has led to the inclusion of waste material in drillhole assays flagged within these domains, consequently lowering the grade of the intersections. However, the impact is mitigated by using underground channel samples, which provide substantial support in the affected areas. Additionally, this issue is primarily confined to zones dominated by Modern Remnant material and poses less of a concern in In Situ unmined material which is the basis for the MRE reported in this Section. Future work could evaluate if this could be mitigated.

Uncertainty exists regarding the precise locations of historical mining operations. While resource drilling will help identify the locations of mining voids and backfill material, rigorous mapping will still be necessary in future work to establish a robust model of these historically mined-out areas.

Infill drilling is essential for confirming the grade continuity in areas with Inferred resources. Lacking this step, these zones introduce elevated uncertainties in both mining operations and resource planning.

The uncertainty around the mineability of Modern Remnant material is significant enough to exclude it from this MRE update. Future work should focus on identifying areas that can be mined effectively to allow for this material to be included in subsequent MRE assessments.

Underground channel sample intervals are typically small and require 1 m compositing, contrasting with drillhole sampling intervals that extend up to 1.5 m. Future assessments should evaluate if these two datasets can be composited at different lengths and determine if the difference in support is material to the robustness of the estimate.

The authors of the 2024 San Ignacio Report are unaware of any other significant material risks to the MRE besides the risks inherent to mineral exploration and development. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or “lupios”, who gain access to mines or

exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations.

In the authors' opinion there are no significant risks or uncertainties, other than mentioned above, that might materially affect the results of this Mineral Resource Estimate, and there appears to be no apparent impediments to developing the MRE at the San Ignacio Property.

Mineral Reserves Estimates

No Mineral Reserve estimates have been defined at the San Ignacio Property. The authors of the 2024 San Ignacio Report caution that the Company decided to commence production at San Ignacio in 2022. The Company did not base this production decision on any feasibility study of Mineral Reserves demonstrating economic and technical viability of the mines. As a result, there may be increased uncertainty and risks of achieving any level of recovery of minerals from the mines at San Ignacio or the costs of such recovery. As the San Ignacio Property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs will not be achieved, each of which risks could have a material adverse impact on the Company's ability to continue to generate anticipated revenues and cash flows to fund operations from the San Ignacio Property and ultimately the profitability of the operation.

Mining Operations

San Ignacio is an underground mining operation, and the production process consists of conventional mining incorporating cut and fill, and rescue methods. In addition, GSilver extracts potentially mineralized material from surface waste stockpiles at San Ignacio using hand sorting. There is no processing plant or tailings facility at the San Ignacio Property. San Ignacio mineralized material is transported by road and processed at the Company-owned Cata and El Cubo processing plants.

From August 2022 to December 31, 2023, a total of 104,802 tonnes were hauled to the Cata plant and 53,203 tonnes were hauled to the El Cubo plant, producing a total of 5,934.3 ounces of gold and 341,712 ounces of silver. The San Ignacio mineralized material produced a total of 232,324 silver ounces and 4,169.6 gold ounces at Cata, and 109,388 silver ounces and 1,764.7 gold ounces at El Cubo. Average head grades and recoveries in 2023 were 85.0 g/t Ag with an 83.0% recovery for silver and 1.49 g/t Au with an 85.0% recovery for gold at the Cata plant, and 73.9 g/t Ag with an 86.2% recovery for silver and 1.16 g/t Au with an 88.3% recovery for gold at the El Cubo plant. The Cata mill operates at approximately 1,200 tonnes per day and the El Cubo Mill operates at approximately 1,500 tonnes per day.

Mineralized material from the San Ignacio operation was blended with mineralized material from GSilver's VMC Guanajuato operation prior to processing at the Cata plant, and with mineralized material from GSilver's El Cubo operation prior to processing at the El Cubo plant. The total tonnage values for each operation were determined using haul truck tonnage weights compared against a control file. The silver and gold grades were estimated using monthly mine grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries are based on total plant production from all operations. Metal production values are pro-rated for each operation using the tonnage and grade data.

Processing and Recovery Operations

The mineralized material produced from San Ignacio is processed at two GSilver subsidiary owned processing plants: the Cata processing plant located 21.5 km from the Property and the El Cubo plant, which is also referred to as the CMC processing plant, located at GSilver's El Cubo Mines Complex approximately 51 km from the Property, by road.

Prior to the full re-opening of the Cata processing plant, mineralized material extracted from San Ignacio was sent to the El Cubo plant for processing. In August to December 2022, production at San Ignacio increased from 50 tpd to 300 tpd. As a result of this increase in production, and with the reopening of the Cata plant in December 2022, the San Ignacio mineralized material was sent to both the El Cubo plant and the Cata plant for processing from January to April 2023, and October to December 2023. From May to September 2023 all San Ignacio mineralized material was processed at the Cata plant. The mineralized material was split according to the needs of each plant, to maximize the installed capacity and the continuous ramp up of the production.

The Cata processing plant utilizes five stages, including: crushing, milling, flotation, thickening and filtering, as well as concentrate dewatering circuits to generate sulphide concentrates containing silver and gold, which are sent off site for smelting and refining.

The El Cubo, or CMC, plant consists of a two-stage crushing circuit, ball mill grinding, reagent storage, flotation, gravity treatment, and concentrate filtration for product shipment. A recent upgrade to the El Cubo plant is the addition of a gravity circuit for the recovery of native silver gold and electrum from the hydrocyclone underflow stream.

The Company plans to send all 2024 San Ignacio mineralized material to the Cata processing plant. If the Cata plant capacity is reached, overflow material will be sent to the El Cubo processing plant. Table 17.1 summarizes the 2023 throughput for San Ignacio mineralized material.

Table 17.1 2023 San Ignacio Mineralized Material Throughput Summary

	2023 (actual)
Tonnes mined	121,443
Tonnes milled	121,443
Ag grade (g/t)	81.0
Au grade (g/t)	1.37
Ag recovery (%)	83.9
Au recovery (%)	86.2
Silver ounces produced	268,860
Gold ounces produced	4,713.1

Infrastructure, Permitting and Compliance Activities

Infrastructure, such as power supply, water supply, and roads, are established and operational.

The surface and underground infrastructure at San Ignacio includes the following:

- Underground workings from surface to approximately 250 m below surface, including ramps, shafts, vents, and multiple levels.
- Connection to the national electrical power grid and substation facilities.
- Conventional and mechanized underground mining equipment.
- Mine maintenance shop and associated office and stores.
- Diesel storage facility.
- Access road and mine waste dumps.

Electrical power for the Property is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. There is one power transmission line (13,200 V) that provides the electrical power supply for the plant and mine.

There is no processing plant or tailings facility at the San Ignacio Property. San Ignacio mineralized material is transported by road and processed at the Company-owned VMC Cata processing plant, located in the city of Guanajuato, approximately 21.5 km away, or at the El Cubo processing plant, located at the CMC east of Guanajuato, approximately 51 km away. Tailings from the Cata plant are stored at the VMC Jolula tailings storage facility (Tailing Dam No. 9), where the Company holds surface rights.

All necessary permits and authorizations are in place for mining at the San Ignacio Property, as well as operation of the Cata and El Cubo processing plants and associated tailings storage facilities. Tailings from the El Cubo plant are stored at the El Cubo tailings and process water management complex at the CMC.

A site restoration and abandonment program (Programa de Restauración y Abandono del Sitio) is required for the commencement of operations and prepared in compliance with the provisions of the MIA, ETJ, and/or in the Norma Oficial NOM-141-SEMARNAT-2003, as applicable.

The San Ignacio site restoration and abandonment plan includes securing mine openings and remaining buildings, proper disposal of buildings, equipment and petroleum products, reclamation and recontouring of transportation corridors, ponds, waste rock and stockpiles, treatment and removal of any contaminated soils, hazardous waste storage reclamation, removal of drainage works, and post-closure monitoring.

GSilver employs an internal team supervising San Ignacio community relations activities focused primarily on the nearby communities of Sangre de Cristo and La Luz. Approximately 50% of the personnel employed at the mine are residents of these communities, and the rest are from the surrounding areas including the City of Guanajuato and other communities in the region.

GSilver engages in public health and safety initiatives including support for youth sports activities in nearby communities. The Company also participates in programs aimed at creating awareness and promoting prevention of addiction and domestic violence, working in conjunction with the Sistema para el Desarrollo Integral de la Familia (“DIF”). GSilver was awarded the Planet Youth Badge by the Ministry of Health, Guanajuato, for work on these issues.

In the opinion of the authors of the 2024 San Ignacio Report, there does not appear to be any apparent significant legal, environmental, or political considerations that would have an adverse effect on the extraction and processing of the San Ignacio Mineral Resources. Environmental and social issues at San Ignacio appear to be conducted to adequate standards with cooperation from local communities.

Capital and Operating Costs

2023 Sustaining Capital Cost Summary (such amounts have been updated to reflect actual 2023 results).

Description	Actual 2023 (USD\$)
Accretion of ARO	\$42,827
Property, Plant & Equipment	\$110,608
Lease Payments	\$62,208

2023 Operating Costs Summary (such amounts have been updated to reflect actual 2023 results).

Cost Item	Actual 2023 (USD\$/t)
Mining	\$48.90
Processing	\$16.46
Indirect	\$14.01
Mexico G&A	\$6.44
Total	\$85.81

Economic Analysis

The 2023 San Ignacio MRE includes inferred resources. Inferred Mineral Resources are considered too speculative geologically to have the economic considerations applied to them that would enable them to be categorized as mineral reserves. In addition, NI 43-101 prohibits the disclosure of the results of an economic analysis that includes or is based on inferred Mineral Resources. As a result, the authors of the 2024 San Ignacio Report have determined that it is not permitted to provide an economic analysis of the San Ignacio Property.

Exploration, Development and Production

The San Ignacio Property has been in operation since the Company took control in 2022. The San Ignacio Property consists of both current and former producing mines, as well as a number of targets that warrant further exploration. The Property has continued to improve its operational parameters and production output under the Company's direction.

The success of the property beyond the ongoing 2023-2024 mining is dependent upon the discovery of additional Mineral Resources and their conversion to Mineral Reserves. San Ignacio is subject to the same types of risks and uncertainties as other similar precious and base metal mining projects. GSilver will attempt to reduce risk/uncertainty through effective project management, engaging technical experts, and developing contingency plans. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or "lupios", who gain access to mines or exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations.

There is no guarantee that further exploration at San Ignacio will result in the discovery of additional mineralization or an economic mineral deposit. Nevertheless, in the opinion of the authors of the 2024 San Ignacio Report there are no significant risks or uncertainties, other than mentioned above, that could reasonably be expected to affect the reliability or confidence in the currently available exploration information with respect to the property. There appears to be no apparent impediments to developing the MRE at the San Ignacio Property.

Recommendations

As a property of merit, a 2-phase work program is recommended by the authors of the 2024 San Ignacio Report to delineate additional precious metal mineralization at San Ignacio to support future Mineral Resource expansion and ongoing production.

Phase 1 should include drilling at the Melladito, Purisima, Nombre de Dios, and Santo Niño vein systems, with an initial focus on deep drilling at Purisima and Santo Niño. The Author recommends a diamond drill program of approximately 4,250 metres intended to expand mineralized material areas, delineate additional Mineral Resources, and upgrade existing inferred resources. Oriented core instruments should be utilized, and measurements captured as

part of the logging. Ongoing underground mine development should be leveraged to aid in accessing exploration target areas at depth with limited data. This should include ongoing ramp development between the Melladito and Purisima/Santo Niño areas.

Phase 2 exploration is dependent on budget availability and the results of Phase 1. Should the budget permit, the authors of the 2024 San Ignacio Report recommend additional drilling at the Melladito, NDD, Purisima, and Santo Niño areas, as well as testing new mineralized domains included in the current MRE to increase confidence in the resources. If feasible, additional underground exploration development should be undertaken concurrently as needed to access new and underexplored areas.

2024 Update

2024 Sustaining Capital Cost Summary

Description	Actual 2024(USD\$)
Accretion of ARO	\$46,097
Development & Exploration	\$106,672
Property, Plant & Equipment	\$983,795
Lease Payments	\$309,478

2024 Operating Costs Summary

Cost Item	Actual 2024 (USD\$/t)
Mining	\$63.17
Processing	\$18.96
Indirect	\$8.88
Mexico G&A	\$9.14
Total	\$100.15

Capital Expenditures

Overall, the Company has budgeted \$3.0 million towards capital expenditures to improve production efficiencies and mine health and safety at San Ignacio for the fiscal year ending December 31, 2025.

Valenciana Mines Complex, Guanajuato, Mexico

Except for the heading “2024 Update”, the following scientific and technical disclosure regarding the Valenciana Mines Complex (“VMC”) and all figures and tables included under this Item 5.4 “DESCRIPTION OF THE BUSINESS - Mineral Projects – Valenciana Mines Complex, Guanajuato, Mexico” have been extracted or derived from the 2024 Valenciana Report dated March 7, 2024 (effective December 31, 2023). A complete copy of the 2024 Valenciana Report is available for review under the Company’s profile on SEDAR+ at www.sedarplus.ca.

Property Description and Location

The VMC is situated within and to the north and northeast of the city of Guanajuato, approximately 380 km to the northwest of Mexico City and includes the Guanajuato (“**Guanajuato**”) operations, the Cata Processing Plant and associated infrastructure and comprises 19 contiguous mineral concessions that cover approximately 679.76 hectares.

See Figure 4.2 below. References to the “*Guanajuato*” operations below as derived from the 2024 Valenciana Report (often referred to as “*Valenciana*” and/or the “*Valenciana Mines Complex*” elsewhere in this AIF) consists of a series of previously independent, now interconnected, mines that include Promontorio, Santa Margarita, Rayas, Los Pozos, Cata, Valenciana and Guanajuatito.

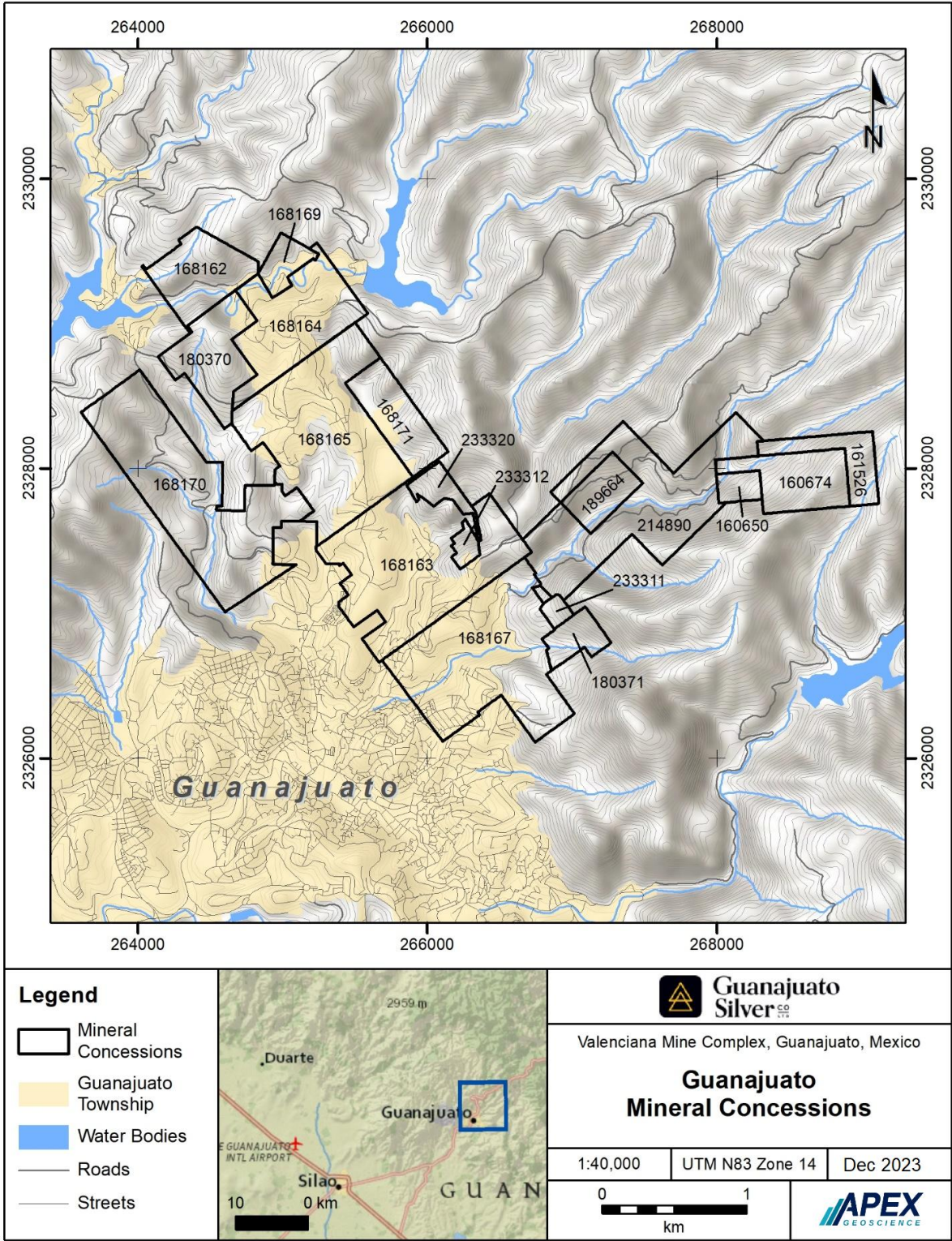
The concessions are held 100% by MMR, a wholly owned subsidiary of the Company, have varying expiry dates ranging from September 10, 2024 to April 2, 2059 and are free and clear of any liens or encumbrances except for applicable governmental taxes and royalties (see Item 5.1 “DESCRIPTION OF THE BUSINESS – *General - Foreign Operations*”) and concessions “Reducción Salaverna”, title 219875; “Reducción Salaverna Norte I”, title 217140; “Clavellina”, title 211241 and “Nuevo Guerrero”, title 186242, which are subject to a 1.3% NSR.

To maintain a concession in good standing holders are required to provide evidence of the exploration or exploitation work carried out on the claim under the terms and conditions stipulated in the Mexican Mining Law, and to pay semi-annual mining duties based on the number of hectares covered by the concession area, established under the Federal Duties Law. Mining companies are subject to an annual special mining duty of 7.5% on profits derived from the sale of minerals minus authorized deductions, and an annual extraordinary mining duty of 0.5% on the gross value of sales of gold, silver, and platinum. Both duties are payable on the last business day of March of the year following the levied year.

Surface rights sufficient for underground mining operations at VMC are maintained by GSilver. The Company, through its wholly owned Mexican subsidiary MMR, owns certain surface rights at the VMC including the area surrounding the Cata processing plant, laboratory, and office, as well as the tailings storage facility. The Company also owns several blocks of ground over the present underground development (new roads, mine rock dumps, and surface infrastructure). Surface access elsewhere on the Property is negotiated with various individual owners.

All necessary permits are in place to conduct planned exploration at Guanajuato and monitoring activities to monitor and control possible environmental impacts related to VMC activities have been established to complement select permits. The VMC was placed on care and maintenance by Great Panther in November 2021 pending receipt of permits to extend the tailings facility, or to find other alternatives to maximize the value of the VMC. See “*Company Update and Current and Contemplated Production, Exploration and Development*” below for details of the Company’s current mining operations at VMC and the implementation of an underground hydraulic fill system to deposit tailings material into select voids and open stopes created over VMC’s 450 years of underground mining. Save for future reclamation and remediation obligations at VMC including the Cata Processing Plant, tailings storage facilities and related infrastructure, there are no known environmental liabilities associated with the VMC mineral concessions.

Figure 4.2 - Mineral Concessions Guanajuato



Accessibility

Guanajuato is accessible via Guanajuato city streets in the northern and northeast portion of the city. Panoramica street leads to the Guanajuato operation.

Climate

The climate of the VMC area is generally dry for most of the year, with a wet season from June to September, during which time rainfall averages 600 millimetres. Weather records from the city of Guanajuato indicate that the average January maximum and minimum temperatures are 23 and 7 degrees Celsius (°C), respectively. July average maximum and minimum temperatures are 27 and 14°C (National Oceanic and Atmospheric Administration, 2022). Exploration and mining work can be conducted year-round, uninterrupted by weather.

Local Resources

The VMC area has a lengthy history of mining; skilled labour and goods and services are available from the nearby cities of Guanajuato, León and San Felipe. Mining completed at the Guanajuato operations by Great Panther from 2006 to 2021 was conducted by contractors, primarily sourced from nearby communities. The municipality of Guanajuato hosts a population of approximately 184,239, according to 2015 census data, and is located approximately 50 km from the Guanajuato International Airport (Del Bajío international airport at León), Mexico. León hosts a population of approximately 2,140,094, according to 2020 census data, and is a full-service community.

Infrastructure

The surface and underground infrastructure at Guanajuato includes the following:

- Extensive underground workings from surface to approximately 600 m below surface, including multiple shafts and adits from surface, as well as internal shafts, ramps, and drives within and linking to adjacent mines.
- Two main shafts: the Rayas, for personnel and materials, and the Cata shaft, for rock hoisting.
- Conventional and mechanized underground mining equipment.
- Access roads to the mines.
- Cata processing plant: nominal 1,200 tpd flotation concentrator with surface bins, crushing facilities, grinding mills, flotation cells, and concentrate dewatering circuit.
- Tailings storage facility.
- Historical tailings storage facility.
- Cata analytical laboratory.
- Mine, geology, processing, and administrative offices in several locations. Primary location is adjacent to the Cata processing plant and laboratory.
- Connection to the national electrical power grid.
- Water and compressed air reticulation systems.
- Utility water is available for the mine and plant.
- Communications systems (internet based).

Energy, water, and waste disposal services are well established at VMC. The infrastructure at VMC also includes ancillary infrastructure for senior management, technical services, assay laboratory, warehousing, finance and other administrative services, and are located adjacent to the Cata Processing Plant. There are other smaller mine buildings located at San Vicente.

Electrical Power for VMC is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. Water for the operations comes from storage in historical underground workings.

Access to VMC is sufficient for year-round operations, and all facilities and infrastructure required to continue exploration and mining operations are in place and appear to be in good working condition. Sources of power, water, and personnel are adequate for continued mining operations.

Physiography

The VMC is situated in the Central Plateau of Mexico in the Sierra Guanajuato Mountains. The topography of Guanajuato is moderately rugged, with elevations ranging from 1,600 to 2,400 m above sea level. Hillsides are deeply incised by drainage and slopes are moderately to extremely steep. Vegetation consists of grasses, small trees, shrubs, and cacti. Larger trees grow in the valley bottoms.

History

The Guanajuato Mining District has a lengthy history of mining and exploration dating back to 1548, when silver mineralization was discovered in the La Luz area by Spanish colonists. In 1550, an outcrop of the Veta Madre was found on what is now the Rayas mineral claim. Mining in the district took place on a relatively small scale until the early 1700s, when the application of explosives for tunnelling resulted in a significant increase in mining productivity.

The discovery and development of the Valenciana mine (within the present Valenciana Mines Complex) occurred in the latter portion of the 18th century, and at the time, the Valenciana mine accounted for a third of global annual silver production.

Since the 1548, greater than 1 billion ounces of silver have been mined in the Guanajuato Mining District.

The Sociedad Cooperativa Minera Metalurgica Santa Fe de Guanajuato (the “**Cooperative**”) operated several mines in the district throughout the latter half of the 20th century into the 2000s, including Guanajuato. The Cooperative conducted limited surface and underground diamond drilling at Guanajuato, with the last drill program completed in 2000. The historical drilling intersected silver-gold mineralization at depth under the existing workings at Guanajuato.

Great Panther acquired VMC from the Cooperative in 2005.

Historical Exploration by Great Panther

Exploration at VMC by Great Panther from 2005 to 2021 has consisted of geological mapping, underground channel sampling and diamond drilling, as well as underground development including geological mapping, sampling and mining. From 2005 to 2021, Great Panther completed 1,593 drillholes, totalling 208,167.40 m, at the VMC. The drilling intersected significant precious metal mineralization at the VMC and led to the calculation of several historical mineral resource estimates.

Historical Mineral Resource Estimate (2021)

The most recent historical mineral resource estimate was calculated by Brown and Nourpour (2022), with an effective date of July 31, 2021, and is presented in Table 1.1 below.

The authors of the 2024 Valenciana Report are referring to the 2021 Great Panther MRE as “historical resources” and the reader is cautioned not to treat them, or any part of them, as a current resource. The assumptions, parameters and methods used to prepare the 2021 Great Panther historical MREs are summarized from Brown and Nourpour (2022) in the following text. Based on this information, as well as literature and data review, and the recent site visit conducted for the 2024 Valenciana Report, the authors consider the 2021 Great Panther MRE to be relevant and reliable. The resource was prepared by a reputable company that is intimately familiar with, and knowledgeable about, the property, as well as the geology and resource potential of the property. The historical resource provides an indication of the extent of mineralization identified by previous operators at the VMC. To verify the historical MRE as a current Mineral Resource, a Qualified Person would need to complete database validation, undertake a full review of estimation parameters and procedures, and complete an updated Mineral Resource estimate and NI 43-101 technical report incorporating additional production (mining depletion), drilling and underground sampling completed at the VMC since July 31, 2021.

Table 1.1. Great Panther Historical Mineral Resource Estimate 2021, Guanajuato (Effective Date July 31, 2021; Brown and Nourpour, 2022)

Class	Tonnes	Ag(g/t)	Ag(oz)	Au(g/t)	Au(oz)	Ag eq	Ag eq	Au eq	Au eq
Total Measured	166,262	255	1,362,426	1.81	9,681	409	2,185,272	4.81	25,709
Total Indicated	85,404	240	658,767	1.68	4,600	382	1,049,757	4.5	12,350
Total M&I	251,666	250	2,021,193	1.76	14,280	400	3,235,029	4.7	38,059
Total Inferred	220,760	225	1,597,357	1.95	13,873	391	2,776,596	4.6	32,666

Notes:

1. Cut offs were based on the marginal operating costs per mining area being USD\$135.70/tonne for Cata, USD\$135.70/tonne for Santa Margarita, USD\$96.50/tonne for Los Pozos, USD\$124.90/tonne for Guanajuato, USD\$148.50/tonne for Promontorio, and USD\$113.10/tonne for Valenciana.
2. Block model grades converted to USD\$ value using plant recoveries of 87.15% Ag, 86.70% Au, and net smelter terms negotiated for concentrates.
3. Rock Density for Cata is 2.66t/m³, 2.65t/m³ Santa Margarita, Los Pozos 2.68t/m³, Guanajuato 2.69t/m³, Promontorio and Valenciana 2.67t/m³.
4. Totals may not agree due to rounding.
5. Grades in metric units.
6. Contained silver and gold in troy ounces.
7. Minimum true width 0.5m.
8. Metal Prices USD\$20.00/oz silver, and USD\$1,650.00/oz gold.
9. Ag eq oz were calculated using 85:1 Ag:Au ratio.

The historical MRE was classified using the definitions set out in the CIM Definition Standards (May 2014). Geological modelling and subsequent Mineral Resource estimation were performed by Great Panther under the supervision of a QP in accordance with the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines (November 2019).

The MRE was completed using Leapfrog and Micromine three-dimensional (3D) geological software, and the inverse distance cubed (ID3) estimation technique for the estimation of grade to each of the block model blocks. The estimated Mineral Resources are a categorized compilation of blocks greater than the full operational costs of the various mining areas (Great Panther Mining Ltd., 2021). The resources were estimated from 6 area-specific block models. A set of wireframes representing the mineralized zones served to constrain the block models and data subsequently used in ID3 Au and Ag grade interpolation.

Underground channel and drillhole sample data were compiled and stored within a Microsoft SQL database. Sample intervals with assay values lower than the detection limit for silver and gold were imported at the detection limit. The SQL database used in the modelling consisted of 1,584 drillholes and 189,867 underground channel samples.

A total of 67,643 recovery and rock quality designation (RQD) measurements were returned from the Microsoft SQL database. Of these, only 921 were found to be within the mineralized zones showing a 63% RQD and 93% recovery.

All drill samples were composited to a length of 1.5 m (maximum allowable drill assay interval length as documented in core processing protocols) prior to use in grade interpolation. Underground samples were stored as intervals and composited to a length of 1 m prior to use in grade interpolation. Area specific grade caps were applied to assay values for Au and Ag. The net impact of the capping on drilling was to reduce the average Au and Ag assay grades by 36% and 48%, respectively. For underground sampling, the average reductions related to capping were 40% and 45% respectively.

The block dimensions used in the block model for all models were 2.5 m by 2.5 m by 2.5 m. Each block located at least partly within a wireframe was assigned a domain name, the per cent of the wireframe occupying the block, the average distance of, and number of, holes/composites used in the estimate of grade for the block, the distance to the nearest hole, and the grade of the closest composite. Grades were estimated only to those blocks coincident with one of the zones.

An overview of Great Panther's drilling and historical mineral resource estimates at Guanajuato is presented in Figure 6.8 below.

Historical Production (2006 to 2021)

Mining of the Veta Madre trend, the principal host structure of the VMC, has occurred since the 16th century. Limited information is available regarding production at the VMC prior to Great Panther's ownership.

Mine development by Great Panther commenced in October 2006. The VMC, formerly known as the Guanajuato, operation consists of previously independent, now interconnected, mines that include Promontorio, Santa Margarita, Rayas, Los Pozos, Cata, Valenciana and Guanajuatito. The mining method is predominately Cut and Fill stoping, with some pillar recovery in old workings and a few zones of mineralized extensions. Mining was generally more selective using jacklegs; however, whenever possible mechanical Cut and Fill was used. Two main shafts provide access to the active mine areas and several older shafts provide ventilation support. The Rayas shaft was used for the transportation of personnel and supplies. The Cata shaft was used to transport the mineralized material for milling. These are currently de-energized; the access of personnel, supplies and mineralized material is via the Rayas ramps, San Vicente and Guanajuatito.

The material extracted was trucked to the Cata processing plant, a pyrite-silver-gold flotation circuit. Blending of the VMC mineralized material and mineralized material from Great Panther's San Ignacio operation began in July 2016 and the processing (milling) of the blended material continued until the VMC was placed on care and maintenance in November 2021.

A summary of Great Panther's production at VMC from 2006 to 2021 is presented in Table 1.2.

Table 1.2. Production Summary and Metal Produced, the VMC Operation and Great Panther's San Ignacio Operation (Off-Property)

Year	Tonnes Mill/Mine VMC	Tonnes Mill/Mine San Ignacio	Tonnes (milled)⁽¹⁾	Ag (oz)	Au (oz)
2006	86,111	-	86,111	105,480	988
2007	203,968	-	203,968	521,225	3,794
2008	155,079	-	155,079	848,083	5,488
2009	138,517	-	138,517	1,019,751	6,748
2010	144,112	-	144,112	1,019,856	6,619
2011	169,213	-	169,213	959,490	7,515
2012	174,022	-	174,022	1,004,331	10,350
2013	220,463	1,082	221,545	1,079,980	15,063
2014	213,658	54,154	267,812	1,239,009	15,906
2015	180,691	129,253	309,944	1,708,061	21,126
2016 ⁽²⁾	136,349	183,694	320,043	1,473,229	21,626
2017	131,335	185,475	316,810	1,386,964	21,501
2018	88,364	212,650	301,014	1,096,757	19,073
2019	7,610	179,886	187,610	590,781	11,588
2020	33,248	119,560	151,001	520,903	6,779
2021	37,975	111,354	149,329	485,315	6,659
Totals	1,685,834	1,177,108	3,296,130	15,059,215	180,823

Source: Great Panther Annual reports for 2006 to 2021 inclusive

1. 2006-2015 reported figures reflect tonnes milled; 2016-2021 reported figures reflect tonnes mined which has a small discrepancy to tonnes milled.
2. Blending of the Guanajuato and San Ignacio mineralized material began in July 2016, therefore, the 2016-2021 reported figures reflect total production from both operations.

The reader is cautioned that there are no current estimates of Mineral Resources or Reserves for the VMC. Mineral Reserves were estimated in the Cata, Los Pozos, and Santa Margarita zones of the VMC, but they have been depleted. Great Panther commenced production at the VMC without having completed final feasibility studies. Accordingly, the production decisions were not based on any feasibility studies of mineral reserves demonstrating economic and technical viability of the VMC. As a result, there may be increased uncertainty and risks of achieving any particular level of recovery of minerals from the VMC, or the costs of such recovery. As the VMC does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs. These risks could have a material impact on the ability to generate revenues and cash flows to fund operations from and achieve or maintain profitable operations at the VMC.

Geological Setting

The VMC lies within the Guanajuato Mining District in the southern part of the Mesa Central physiographic province. The Mesa Central is an elevated plateau of Cenozoic volcanic and volcanoclastic rocks in central Mexico.

The Guanajuato Mining District represents the central zone of a polymetallic mineralized belt that runs from south-central Mexico, through Guanajuato, and onwards to north-central Mexico. The mineralized belt is related to

subduction processes occurring in the Middle Tertiary and by extensional stress defined by the northwest trend of the mineralized veins. The three main northwest trending precious metal-bearing vein systems in the Guanajuato Mining District are Sierra, Veta Madre and La Luz.

At the VMC, Cenozoic volcanic and volcanogenic sediments unconformably overlie the Mesozoic basement rocks. In the area, the oldest Cenozoic unit is the Paleocene Comanja granite, (66 Ma – 56 Ma), followed by the Eocene extrusion of andesite (56 Ma – 33.9 Ma) which was sporadically deposited and contemporaneous with the deposition of the Guanajuato conglomerate in localized grabens. The Guanajuato conglomerate underlies an unconformity beneath a sequence of felsic to mafic volcanic rocks that consist of Oligocene ignimbrites, lava flows and domes (33.9 Ma – 23 Ma).

Mineralization

Mineralization at VMC is closely associated with the structural history of the region.

The Veta Madre quartz-adularia vein/breccia system is closely associated with the Veta Madre fault and an associated diorite dyke (thickness varying from discontinuous lenses at Guanajuatito to a 50-100 m thick body in the Cata, Los Pozos and Santa Margarita areas), oriented 325-degrees with a 45-degree southwest dip. The Veta Madre forms along the dyke contacts, and in the footwall Esperanza Formation. Plan and longitudinal map depictions of the Guanajuato mineralized zones along the Veta Madre are shown in Figures 7.5 and 7.6 below.

Figure 0.1 Plan View of the VMC Mineralized Zones (Brown and Nourpour, 2022)

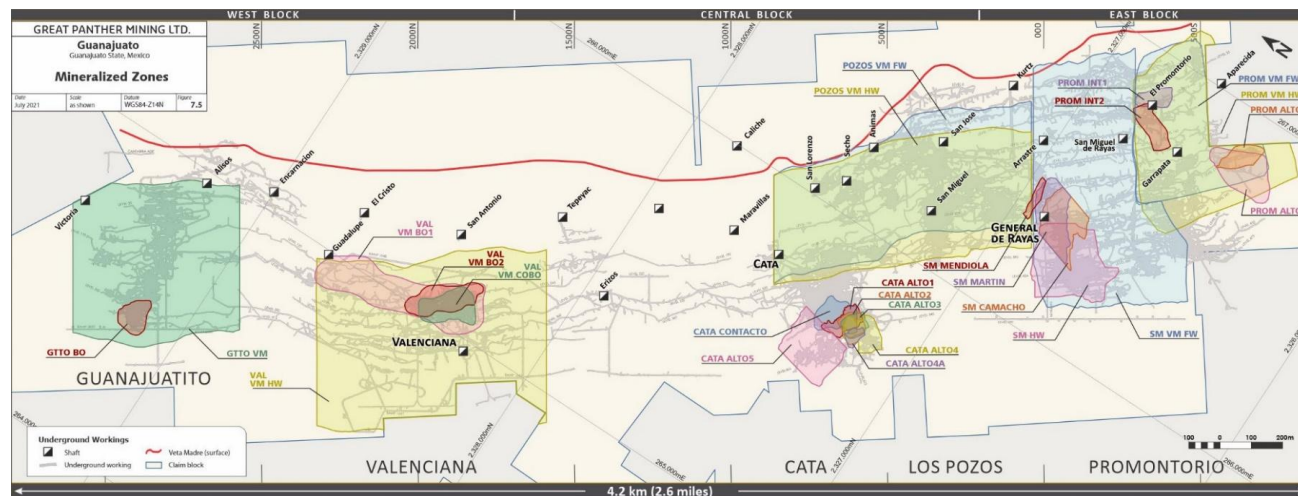
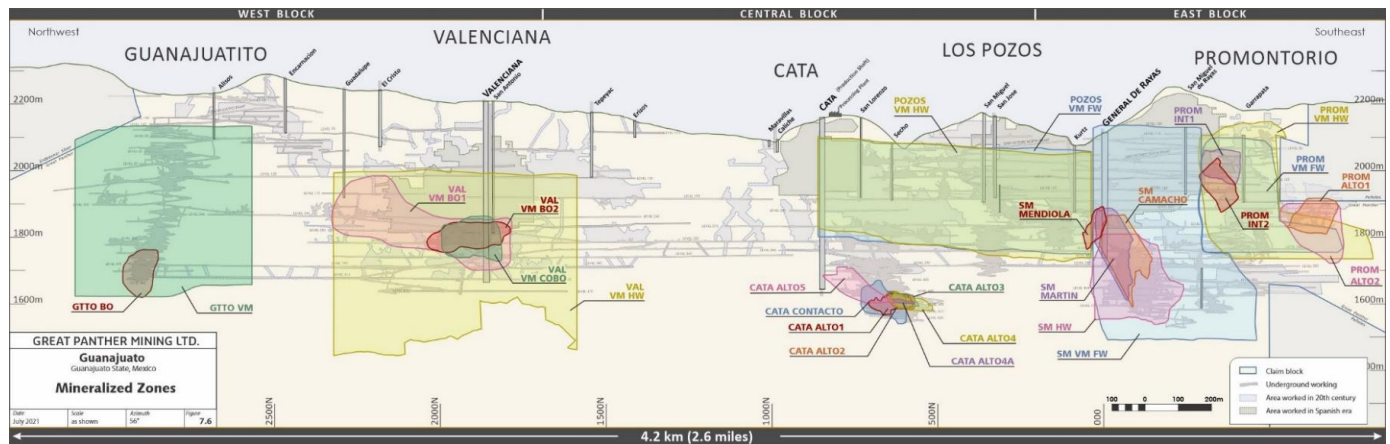


Figure 0.2 Longitudinal View of the VMC Mineralized Zones (Brown and Nourpour, 2022)



The mineralizing event is thought to have taken place during the early Oligocene, a period of intense felsic volcanic activity in the area and comprised three stages: i) the first stage of mineralization consists of trace silver and gold with accessory quartz and adularia; ii) the second stage comprises an early silver-rich phase associated with adularia, as well as a later low-silver variant, which is typified by calcite and quartz; and iii) the final “post-mineralization” stage is precious metal poor, with accessory calcite, dolomite, and fluorite. Zone thickness ranges from centimeter-scale to tens of meters.

The vertical extent of the deposits at Guanajuato spans over 600 m ranging from above 2,100 m in elevation to below 1,700 m in elevation. Fluid inclusion data from over 850 samples gathered through the mine and in deep drilling from the Santa Margarita area, indicated boiling zones from the 2,100 m to 1,500 m (deepest drilling at the VMC) elevations with previous work and structural observations suggesting up to 8 stages of crosscutting brecciation. The variable range of Ag:Au ratios indicate that the mineralization along the Veta Madre is associated with multi-phase structural activity and fluid flow.

The best mineralization is often found related to bends in the Veta Madre orientation such as at San Vicente in the Rayas area, and at Cata and Santa Margarita. These structural bends may be due to changes in rock type competencies, and varying thickness of the diorite dyke. There is potential to find further mineralization both laterally, and in parallel breccia structures to known precious metal mineralization zones.

The primary commodities of significance are silver and, to a lesser extent, gold. Base metals do not normally occur in significant concentrations. Average silver grades of the mineralized material are typically in the 100 to 500 g/t Ag range, but locally can be over 1,000 g/t Ag. Gold grades are generally in the 0.5 to 2 g/t Au range, except for Santa Margarita where average grades are in the range of 5 to 7 g/t Au. Relative gold and silver contents at Santa Margarita are quite different from Cata, Los Pozos and Guanajuatito. The average silver to gold ratio in Cata is roughly 225:1, at Pozos 250:1, at Guanajuatito 275:1 while at Santa Margarita 3.5:1. Within the mine, drill core and channel samples are not normally analysed for base metals therefore an average grade for Cu, Pb or Zn is not available.

Deposit Types

The primary deposit type of interest at VMC is low sulphidation epithermal silver-gold mineralization. Epithermal systems are hydrothermal deposits formed near surface (<1km below the water table) from low temperature fluids (100-320°C) that originate from meteoric, magmatic or a combination of these sources.

The mineral deposits in the Guanajuato area are classic fissure-hosted low sulphidation epithermal gold-silver-bearing quartz veins and stockwork. Low sulphidation epithermal mineralization are vein type deposits that form at shallow

from dominantly meteoric fluids with neutral to near neutral pH and low temperature and typically have Au-Ag mineralization, occasionally with banded adularia, sericite, rhodonite and rhodocrosite. Alteration in these systems is often sericite-illite proximal to mineralization grading to illite-smectite and to chlorite \pm epidote \pm calcite alteration on the outer margins of the system. Mineralization in low sulphidation systems generally consists of Au \pm Ag with minor Zn, Pb, Cu, Mo, As, Sb and Hg.

Mineralization of significance at VMC consists of fine-grained disseminations of acanthite, electrum, aguilarite and naumannite with accessory pyrite, and relatively minor sphalerite, galena and chalcopryrite. Gangue minerals include quartz, calcite, adularia and sericite. The veins are accompanied by hydrothermal alteration consisting of argillic, phyllic, silicic and propylitic facies. Mineral textures in this zone are typically fracture-filling, drusy and coliform masses.

Epithermal type precious metal deposits in the Veta Madre vein system and specifically in the Guanajuato operation area are strongly vertically controlled. The mineralization at Guanajuato is more related to fault filling silica breccias than specific veins. Historically, mineralization was between 2,100 and 1,800 m above sea level, with specific steep plunging shoots going down to 1,600 m above sea level. The Company is focusing exploration attention on the upper portion of the system, specifically on parallel structures both in the hanging and footwall of the Veta Madre.

The low sulphidation epithermal system deposit characteristics encountered in the Rayas, Cata, Valenciana, Guanajuatito, Pozos, Promontorio, and Santa Margarita zones in the Guanajuato operation include a quartz-adularia vein/breccia system; native silver; electrum; sulphides and silver-sulphides; sulphosalts; quartz and calcite; accessory pyrite, galena, sphalerite and chalcopryrite; shear controlled; and vertical extension of over 700 m.

Exploration and Drilling

Exploration completed by GSilver at the VMC from September 2022 to December 31, 2023 has included underground sampling, diamond drilling, surface and underground development and mining. Exploration and drilling results were reported as silver (Ag), gold (Au), and/or silver equivalent (AgEq*), with AgEq* calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1.

From September 2022 to December 2023, GSilver collected a total of 15,993 underground channel samples from 6,613 channels at the VMC. Channel sampling, of variable lengths ranging from 0.3 to 14.8 m and averaging 1.5 m in length, was completed in accessible stopes and development headings. Most of the samples were collected in the Los Pozos mineralized area (n=11,040), with additional samples collected from Santa Margarita (n=1,744), Cata (n=1,348), Rayas (n=1,081), Valenciana (n=631) and SVS (n=149) mineralized areas.

Greater than 100 g/t AgEq* was returned from 27% of the samples (n=4,381), with assays ranging from 101 g/t AgEq*, 7% of the samples (n=1,171) returned greater than 500 g/t AgEq* ranging from 502 g/t AgEq* to 42,478 g/t AgEq*, and 3% of the samples (n=544) returned greater than 1,000 g/t AgEq*, ranging from 1,002 g/t AgEq* to a maximum value of 42,478 g/t AgEq*. Significant values include 42,478 g/t AgEq* (416 g/t Ag and 525.78 g/t Au) over a sample length of 0.5 m returned from sample 568682 collected from Santa Margarita on mine level 390 and 16,683 g/t AgEq* (11,195 g/t Ag and 68.61 g/t Au) over a sample length of 0.8 m returned from sample 1168514 collected from Los Pozos on mine level 275.

***AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1**

The underground channel sampling at the VMC aided in the delineation of un-mined mineralized material and provided confidence in the continuity of mineralization in several underground areas. In addition, underground sampling at El Borrego vein returned anomalous silver and gold mineralization, including 56 g/t Ag and 0.033 g/t Au from the intermediate adit and 84 g/t Ag and 0.488 g/t Au from the southern adit.

GSilver completed 3 diamond drillholes (DDH) totalling 1,151.5 m at the VMC in June to August 2023. The diamond drill program was designed to intersect and define the orientation of the El Borrego vein that runs parallel to the Veta Madre. The El Borrego vein represents a new target for potential gold and silver mineralization at the VMC. Results from the drill program are presented in Table 10.2.

Table 10.2. GSilver 2023 Drilling Significant Intercepts

Hole ID	Prospect	From (m)	To (m)	Width (m) ¹	Au (g/t)	Ag (g/t)	AgEq ² (g/t)
UGBO23-001	El Borrego	144.80	145.45	0.65	5.435	<2	434.80
UGBO23-001	El Borrego	518.35	519.10	0.75	0.600	<2	48.00
UGBO23-002	El Borrego	1.20	2.00	0.80	0.214	75	92.12
UGBO23-002	El Borrego	13.75	15.35	1.60	0.206	78	94.15
including	El Borrego	14.70	15.35	0.65	0.492	181	220.36
UGBO23-002	El Borrego	17.00	17.75	0.75	3.430	1041	1,315.40
UGBO23-002	El Borrego	53.45	56.20	2.75	0.047	72	76.02
including	El Borrego	55.45	56.20	0.75	0.040	187	190.20
UGBO23-003	El Borrego	27.20	28.05	0.85	0.237	98	116.96
UGBO23-003	El Borrego	145.85	146.75	0.90	0.095	52	59.60

Notes:

1. True width is estimated to be approximately 80-100% of width of drill intercepts.
2. AgEq values are calculated using metal prices set at US\$1,800/oz Au and US\$22.50/oz Ag, with 87% recovery for both, yielding an Ag to Au ratio of 80:1.

Sampling, Analyses and Data Verification

This section summarizes the sampling preparation, analyses, security, and quality control and quality assurance protocols and procedures employed by Great Panther between 2005 and August 2022, and by GSilver from September 2022 to December 2023, at the VMC Property. There is limited information available regarding exploration programs completed at the VMC prior to the Great Panther work.

Historical Channel Sampling and Drilling

Channel sampling was completed in accessible stopes and development headings by Great Panther technicians using a rock hammer and chisel and consisted of chips broken along a line across the structure.

From 2005 to 2021, Great Panther completed several extensive underground and surface drill programs at VMC. A total of 1,593 historical diamond drillholes, totalling 208,167.40 m, are reported to have been completed by Great Panther at VMC by various third party drilling contractors. The management, monitoring, surveying and logging of Great Panther's 2010 to 2021 series of exploration and production holes were carried out under the supervision of the Great Panther mine geological and/or exploration staff. Drill core was transported twice a day from the drill site via pick up truck to the core storage and logging facility located at the gated Cata Processing Plant. The drill core samples were prepared by technicians working under the direction of Great Panther's mine and exploration geologists. HQ and NQ diameter core were cut in half longitudinally using a diamond bladed saw. AQ and BQ diameter core was sample whole. The sample lengths were determined using mineralogical or lithological characteristics and marked on the core boxes by the geologists.

Chain of custody was established upon sample collection with the use of unique sample IDs, documentation of samples per shipment to the lab, as well as sign-off forms for receipt of samples by the laboratory. All phases of the sampling, transport, and analysis were carried out by authorized Great Panther personnel. The Cata laboratory and geology department and exploration core sheds are located within the Cata Processing Plant in the city of Guanajuato. The Cata Processing Plant is fully fenced with 24-hour on-site security.

GSilver Channel Sampling and Drilling

From September 2022 to December 2023, GSilver collected a total of 15,993 underground channel samples from 6,613 channels at the VMC. GSilver sampling personnel collected the channel samples from development drifts and production stopes and extracted the rock chip samples using a hammer and chisel, along a line across the structure. The

rock chips were captured on a 1.5 by 1.5 m canvas sheet. The sample was divided into four equal parts by dividing the square plate into four equal triangles. The two opposite parts were selected, and the rest of the sample was discarded. The selected sample parts were placed in 40 by 30 cm poly sample bags inscribed with the unique sample identification (ID) number. Each sample was labelled with the sample ID, date, mine, site (drift, stope, shaft, etc.), and the name of the sampler. Each sample was located using a topographic control point in the field and was marked on a topographic map along with the sample number.

From June to August 2023, GSilver completed 3 NQ sized diamond drillholes totaling 1,151.5 m, in the el Borrego area of the VMC. VMC drill core was logged and sampled at the Cata core storage and logging facility in Guanajuato. Upon receiving drill core, sampling personnel first cleaned the core and verified the sequence and hole depth in accordance with the block system used by the drill contractor, whereby a block labelled with the hole depth was inserted into the box after each drill run. The sampler marked the core boxes with depth ranges and recovery and rock quality designation (RQD) was measured for each core interval between blocks. Recovery and RQD measurements were captured manually and delivered to the geologist at the end of the shift, or upon completion of RQD for the drillhole. GSilver drill log data were input directly to the project database by the logging geologist.

Core segments with a length between 10 and 20 cm, and weighing at least 500 g, were selected for SG measurements. QA-QC measures included ensuring clean water was used for submerged measurements, re-measuring samples that returned values outside of the expected range and utilizing standard weights to calibrate the digital balance.

Prior to cutting, core was photographed, ensuring that sample numbers and ranges were visible. The core boxes were then moved to the cutting area in the Cata core facility. Marked sample intervals were cut in half with a diamond saw. One half of the core was left in the core box, the other half was placed in pre-labeled plastic bags along with a sample tag bearing the unique sample number. The sample bags were sealed for transport to the laboratory with the requisite report to be signed upon receipt by the laboratory. All logging and sampling information was recorded in the VMC drillhole Microsoft SQL database.

GSilver's QA-QC procedures for the 2022 and 2023 underground channel sampling and drill core sampling programs included the insertion of certified reference materials (standards), blanks, and field duplicates into the sample sequence. The rate of QA-QC material insertion was approximately 1 per 20 samples.

Analytical Procedures

The historical VMC channel and drill core samples were analysed at Great Panther's Cata laboratory within the Cata Processing Plant. The Cata laboratory was constructed by SGS Group ("SGS"), under the supervision of Great Panther, and was managed and operated by the SGS Group from 2006 to 2018. During this period, the Cata laboratory was ISO accredited under the SGS Group. The Cata laboratory reverted to Great Panther management at the beginning of 2019, and therefore, lost its SGS accreditation and was no longer independent of Great Panther. However, the Cata laboratory staff and SGS procedures were maintained. The laboratory is equipped to perform Aqua Regia digest, fire assay, gravimetric and atomic absorption spectroscopy (AAS).

All of GSilver's channel and drill core samples were submitted to the Cata laboratory for analysis. GSilver has managed the Cata laboratory as of the acquisition date of the VMC, and the equipment and procedures remain unchanged.

The analytical process for the samples involved initial receipt of samples by Cata laboratory staff from the company personnel followed by oven-drying of samples. Dry samples were then run through a crusher (10 mesh) and subsequently a 200 g split was run through a disc mill for pulverizing to 98% passing 200 mesh. Samples were analysed by aqua regia with an AAS finish, and any samples that reported greater than 10 g/t Au or 300 g/t Ag were re-analysed by fire assay with a gravimetric finish. Gold and silver detection limits are 0.005 g/t Au and 5 g/t Ag. The Cata laboratory is also configured to perform determinations for As, Cu, Pb, Zn and Sb via AAS; however, these elements were not typically analysed for core samples. Assay certificates were sent directly from the laboratory to the GSilver geology department via e-mail.

Quality Assurance – Quality Control

A routine QA-QC program, including instrument calibration and a database of results of the testing, was implemented by the SGS Group (Cata laboratory) until the end of 2018. Under Great Panther management, the Cata laboratory continued the QA-QC program.

In addition to internal laboratory QA-QC monitoring, Great Panther's QA-QC procedures included the insertion of certified standard reference material (standards), quarter-core duplicates or blanks into the sample sequence. With the Cata laboratory reverting to Great Panther management, an enhanced umpire assay regime was commenced in early 2019 with VMC core sample pulps submitted for re-assay to an independent, certified laboratory operated by SGS in Durango, Mexico ("SGS-Durango"). The umpire assay regime included re-assay of core samples and Great Panther inserted standard reference materials and duplicates. SGS Durango is ISO/IEC 17025 accredited.

GSilver's QA-QC procedures for the 2022 and 2023 channel and drill core sampling programs included the insertion of certified reference materials (CRMs or standards), blanks, and field duplicates into the sample sequence. The rate of QA-QC material insertion is presented in Table 11.1. All samples were analyzed at the Company's Cata laboratory.

Table 0.1 GSilver QA-QC Material Insertion Rates

Sample Type	Frequency	Responsibility
Course blank	1/20	Logging Geologists /Material control
Fine blank (pulp)	1/20 only for Pulps	
Duplicate Reject	Random 5%	QA-QC Analyst
Duplicate Pulp		
Low-grade CRMs	Alternating 1/20	Logging Geologists /Material control

GSilver QA-QC personnel reviewed the channel and drill core sampling QA-QC results monthly. If more than 5% of the standards returned values outside of two standard deviations of the suggested value, the batch was considered a failure and was re-analyzed. For blanks, if more than 10% of the samples returned values greater than 2 times the detection limit, contamination was considered and the remaining diamond core was quartered, re-numbered and re-submitted to the laboratory with control samples.

Coarse blank samples provide a means by which the sample preparation procedures at laboratories can be tested for potential issues related to sample-to-sample contamination, usually due to poor procedures related to incomplete clearing/cleaning of crushing and pulverizing machines between samples. Blanks were analysed for Ag and Au by Aqua Regia digest with AAS finish at the Cata laboratory, with subsequent umpire checks completed at SGS-Durango.

Standards were inserted into the analytical sample stream in order to provide a means by which overall analytical precision and accuracy can be measured. Two standards (GTS16 and GTS17) were utilized in GSilver's exploration drilling from June to August 2023 and the underground sampling program between October 2022 and June 2023 at VMC.

Adequacy of Sample Collection, Preparation, Security and Analytical Procedures

In the opinion of the authors of the 2024 Valenciana Report, there were no significant issues with respect to the sample collection methodology, sample security, sample preparation or sample analyses in the exploration programs completed by Great Panther at the VMC from August 2020 to December 2021.

The QA-QC measures including the insertion rates and performance of blanks, standards, and duplicates for the GSilver sampling and drilling programs indicate the following:

- No significant contamination issue was observed in the blank performances for the Au and Ag analysis of both the drill and underground samples.
- Duplicate results from the drill core samples showed a poor to fair correlation for gold. This is likely due, at least in part, to sample bias resulting from nuggety gold observed within various mineralized zones.
- Standard GTS16 returned an overall failure rate of 9.1% for Ag and 15.2% for Au in drill samples. A failure rate of 4.9% for Ag and 6.5% for Au was observed in underground samples.
- Standard GTS17 showed an overall failure rate of 2.9% for Ag (excluding four standard results returning >150 ppm due to insufficient material size) and 5.3% for Au in drill samples. A 2% failure rate was observed for underground samples, with a 5.1% failure rate for Au analysis. Additionally, a systematic negative bias was observed in Ag analysis in underground samples, which requires investigation.

GSilver should reconsider using standards GTS16 and GTS17 as these materials include the following disclaimer: “reference material is characterized by limited laboratory testing and is not certified according to best practice principles of ISO 17034. Caution should be used when applying this material to evaluate a laboratory performance.”

The authors of the 2024 Valenciana Report recommend that, in addition to commercially produced CRMs, the issuer should utilize custom-developed matrix-matched CRMs. These CRMs should be produced from specific styles of mineralization found in the deposits, with round-robin testing conducted by different laboratories. The custom CRMs should be inserted with similar grades of dispatch samples, based on the mineralization observed in the sample and recorded in the drill log or sample description. Furthermore, the CRMs should be inserted randomly in a dispatch using automatic dispatch creation tools in the database system, rather than fixed interval, manual insertion.

The use of blank and CRM samples for the underground channels was suspended after June 30, 2023, due to a shortage of CRMs. The authors of the 2024 Valenciana Report recommended that the Company immediately recommence their QA-QC protocols for underground channel samples utilizing custom-developed matrix matched CRMs, in addition to GSilver’s established protocols for duplicate analyses. The authors of the 2024 Valenciana Report recommend that GSilver arrange for regular umpire checks to be conducted on the underground channel and drill samples using a reputable third-party laboratory.

In conclusion, the data within GSilver’s databases are deemed suitable for further evaluation of the VMC Property and for its intended use in the 2024 Valenciana Report, including Mineral Resource estimation. Continuous evaluation of the QA-QC data should be carried out to proactively identify opportunities for improvement in sampling, preparation, and analytical protocols.

Data Verification

Underground sampling and drilling data were provided to the authors in Microsoft Access databases. The authors were also provided with a three-dimensional (3D) topographic surface, as well as 3D wireframes representing the existing mine workings in Micromine (.tridb) and AutoCAD (.dxf) formats. Monthly VMC production and mineral processing data were provided to the authors of the 2024 Valenciana Report in Microsoft Excel spreadsheet format.

The authors imported the underground and drillhole data into Micromine 2021, along with the 3D topography and mine workings. A visual examination of the data in 3D did not demonstrate any obvious spatial issues. Mineralized underground samples and drill intercepts are spatially coincident with past and present mine production levels and/or vein models. Surface drillhole locations are consistent with areas of disturbance in satellite imagery.

Copies of underground channel sample and drill core assay certificates from the Cata laboratory were reviewed and compared against the VMC underground dataset. A total of 830 underground samples and 814 drill samples were reviewed by the authors of the 2024 Valenciana Report. No errors were identified in the underground data. One error was identified in the drill data. GSilver monthly production and mineral processing data records were reviewed by the authors, and where possible, were compared against publicly available company listings. In the opinion of the authors of the 2024 Valenciana Report, no significant discrepancies were identified.

Mr. Christopher W. Livingstone, P.Geo., Senior Geologist of APEX and a Qualified Person, conducted a site inspection for verification purposes from August 13 to 14, 2023. Mr. Livingstone previously visited the VMC Property from April 7 to 8, 2022. Mr. Dufresne, Ms. Clarke, and Mr. Pearson did not visit the VMC Property, as Mr. Livingstone’s visits were deemed sufficient by the QPs.

The August 2023 site inspection comprised a tour of the VMC Property, including entering several underground workings, collection of two underground verification samples, and a review of the VMC 3D data compilation. In addition, Mr. Livingstone observed active mining and verified the mining methods, equipment, and infrastructure utilized in the VMC production process.

The April 2022 site inspection comprised entering several underground workings, a review of drill core to verify reported geology and mineralization, and collection of verification samples. Mr. Livingstone also toured the Cata offices, core shack, processing plant, and analytical laboratory. A tour of the Cata processing plant was conducted by the plant manager. The plant was not operational at this time; however, Mr. Livingstone was able to observe all circuits and equipment used for processing mineralized material. The analytical laboratory was found to be clean, organized,

professional, and appeared to be following industry standard practices. The core processing facility was similarly found to be in line with industry standards.

The authors of the 2024 Valencian Report have reviewed the adequacy of the exploration and mining information and the VMC Property's physical, visual, and geological characteristics. No significant issues or inconsistencies were discovered that would call into question the validity of the data. In the opinion of the authors, the VMC data is adequate and suitable for use in the 2024 Valenciana Report.

Mineral Processing and Metallurgical Testing

The authors of the 2024 San Ignacio Report are not aware of any third-party laboratory-based mineral processing and metallurgical testing completed by GSilver or Great Panther.

Historically, Great Panther conducted metallurgical test work aimed at improving the operation of the Cata processing plant. In 2011, Great Panther added a new flotation section, with the installation of five new fully automated Outotec cells which replaced the old sections of rougher cells. In 2012, a small regrind mill was installed with improvements in metallurgical recoveries. In 2012 and 2013 the primary crushing units were upgraded with a new Metso HP300 crusher, and new vibrating twin screens. Lastly, in 2013, a new state of the art filter press was installed to reduce water content in the concentrate.

In 2015, Great Panther completed internal test work to optimize the consumption of reagents and the overall milling process to obtain maximum recovery and to comply with the concentration of required grades. The metallurgical samples were collected throughout active areas of VMC and GSilver's San Ignacio operation and were considered representative of the mineralization present at both operations. There are no deleterious elements or processing factors that significantly affect the extraction of silver and gold into the concentrate.

The mineralized material produced from the VMC has been processed at two GSilver subsidiary owned processing plants: the Cata processing plant, and the El Cubo plant, which is also referred to as the CMC processing plant.

Mineralized material from the VMC operation was blended with mineralized material from GSilver's San Ignacio operation prior to processing at the Cata plant, and with mineralized material from GSilver's El Cubo operation prior to processing at the El Cubo (CMC) plant. The total tonnage values for each operation were determined using haul truck tonnage weights compared against a control file. The silver and gold grades were estimated using monthly mine grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries are based on total plant production from all operations. Metal production values are pro-rated for each operation using the tonnage and grade data.

From November 2022 to December 2023, a total of 118,952 dry metric tonnes (DMT) of material extracted from the VMC were processed at Cata and El Cubo plants: 116,064 DMT were processed at the Cata plant, and 2,888 DMT were processed at the El Cubo plant. The VMC mineralized material produced a total of 320,818 silver ounces and 3,952.9 gold ounces at Cata, and 5,786 silver ounces and 95.3 gold ounces at El Cubo. Average head grades and recoveries in 2023 averaged 105 g/t Ag with an 81.7% recovery for silver and 1.22 g/t Au with an 86.5% recovery for gold at the Cata plant (Table 13.2).

Table 0.1 Summary of VMC Production (November 2022 to December 2023)

Year	Month	VMC to El Cubo			VMC to Cata			TOTALS		
		Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²
2022	November	2,286	75.7	4,343	0	0	0	2,286	75.7	4,343
	December	602	19.6	1,444	1,399	74.0	3,265	2,001	93.6	4,709
2023	January	0	0	0	6,046	190.5	21,439	6,046	190.5	21,439
	February	0	0	0	6,702	241.0	22,564	6,702	241.0	22,564
	March	0	0	0	9,908	351.6	24,771	9,908	351.6	24,771
	April	0	0	0	9,543	313.7	28,464	9,543	313.7	28,464
	May	0	0	0	9,350	383.6	30,415	9,350	383.6	30,415
	June	0	0	0	9,586	313.9	23,953	9,586	313.9	23,953
	July	0	0	0	10,944	342.4	34,047	10,944	342.4	34,047
	August	0	0	0	10,731	356.6	29,793	10,731	356.6	29,793
	September	0	0	0	12,483	367.9	28,732	12,483	367.9	28,732
	October	0	0	0	8,992	238.2	18,687	8,992	238.2	18,687
	November	0	0	0	10,217	369.6	26,169	10,217	369.6	26,169
	December	0	0	0	10,163	410.0	28,519	10,163	410.0	28,519
Totals		2,888	95.3	5,786	116,064	3,952.9	320,818	118,952	4,048.2	326,604

Notes:

1. Tonnage values for the VMC were determined using haul truck tonnage weights compared against a control file.
2. Metal production values are pro-rated for the VMC using tonnages with plant grade and recovery data. Silver and gold grades were estimated using monthly grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries were based on total plant production from all operations.

Mineral Resource Estimates

GSilver has yet to conduct mineral resource modelling or estimations and there are no current mineral resources outlined at VMC. Historical mineral resource estimates by Great Panther are summarized under the heading “*History - Historical Mineral Resource Estimate (2021)*” above.

Mineral Reserve Estimates

No Mineral Reserve estimates have been defined at the VMC Property.

The authors of the 2024 Valenciana Report cautions that the Company decided to commence production at the VMC in 2022. The Company did not base this production decision on any feasibility study of Mineral Reserves demonstrating economic and technical viability of the mines. As a result, there may be increased uncertainty and risks of achieving any level of recovery of minerals from the mines at the VMC or the costs of such recovery. As the property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs will not be achieved, each of which risks could have a material adverse impact on the Company’s ability to continue to generate anticipated revenues and cash flows to fund operations from the VMC Property and ultimately the profitability of the operation.

Mining Operations

Production was halted and the VMC was placed on care and maintenance by Great Panther in November 2021 due to a lack of tailings capacity; however, after acquiring the Property, GSilver engineering staff determined that the existing tailings facility had sufficient capacity to restart operations, in conjunction with the implementation of a hydraulic fill system utilizing select voids and open stopes in the historical workings to store tailings. It is estimated that 618,800 cubic metres of hydraulic tailing storage capacity has been identified underground, enough to store 990,100 tons of tailing over a 44 month production period.

Based on the newly identified tailings capacity, production was restarted at the VMC in November 2022. The VMC is an underground mining operation, and the production process for mining insitu material consists of conventional non-captive Cut and Fill, and Resue mining methods. The Cut and Fill method allows for some degree of resuing to minimize the amount of waste rock and hydraulic backfill required to fill the stope.

From November 2022 to December 2023, a total of 118,952 dry metric tonnes (DMT) of material extracted from the VMC were processed at the Cata and El Cubo plants: 116,064 DMT were processed at the Cata plant, and 2,888 DMT were processed at the El Cubo plant. The VMC mineralized material processed resulted in a total of 320,818 silver ounces and 3,952.9 gold ounces produced at Cata, and 5,786 silver ounces and 95.3 gold ounces produced at El Cubo. Average head grades and recoveries in 2023 averaged 105 g/t Ag @ 81.7% recovery for silver and 1.22 g/t Au @ 86.5% recovery for gold at the Cata plant.

A summary of production at the VMC since November 2022 is presented in Table 16.3.

Table 0.1 Summary of VMC Production (November 2022 to December 2023)

Year	Month	VMC to El Cubo			VMC to Cata			TOTALS		
		Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²	Tonnes ¹	Oz Au ²	Oz Ag ²
2022	November	2,286	75.7	4,343	0	0	0	2,286	75.7	4,343
	December	602	19.6	1,444	1,399	74.0	3,265	2,001	93.6	4,709
2023	January	0	0	0	6,046	190.5	21,439	6,046	190.5	21,439
	February	0	0	0	6,702	241.0	22,564	6,702	241.0	22,564
	March	0	0	0	9,908	351.6	24,771	9,908	351.6	24,771
	April	0	0	0	9,543	313.7	28,464	9,543	313.7	28,464
	May	0	0	0	9,350	383.6	30,415	9,350	383.6	30,415
	June	0	0	0	9,586	313.9	23,953	9,586	313.9	23,953
	July	0	0	0	10,944	342.4	34,047	10,944	342.4	34,047
	August	0	0	0	10,731	356.6	29,793	10,731	356.6	29,793
	September	0	0	0	12,483	367.9	28,732	12,483	367.9	28,732
	October	0	0	0	8,992	238.2	18,687	8,992	238.2	18,687
	November	0	0	0	10,217	369.6	26,169	10,217	369.6	26,169
	December	0	0	0	10,163	410.0	28,519	10,163	410.0	28,519
Totals		2,888	95.3	5,786	116,064	3,952.9	320,818	118,952	4,048.2	326,604

Notes:

1. Tonnage values for the VMC were determined using haul truck tonnage weights compared against a control file.
2. Metal production values are pro-rated for the VMC using tonnages with plant grade and recovery data. Silver and gold grades were estimated using monthly grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries were based on total plant production from all operations.

Processing and Recovery Operations

The mineralized material produced from San Ignacio is processed at two GSilver subsidiary owned processing plants: the Cata processing plant and the El Cubo plant, which is also referred to as the CMC processing plant.

Prior to the full re-opening of the Cata processing plant in December 2022, mineralized material extracted from VMC was sent to the El Cubo plant for processing. The Cata processing plant is considered the primary processing plant for mineralized material extracted from the VMC. The processing methods utilized at the Cata and El Cubo processing plants are summarized in the following sub-sections.

The Cata processing plant utilizes five stages, including: crushing, milling, flotation, thickening and filtering, as well as concentrate dewatering circuits to generate sulphide concentrates containing silver and gold, which are sent off site for smelting and refining.

Mineralized material from the VMC operation was blended with mineralized material from GSilver's San Ignacio operation prior to processing at the Cata plant, and with mineralized material from GSilver's El Cubo operation prior to processing at the El Cubo plant. The total tonnage values for each operation were determined using haul truck tonnage weights compared against a control file. The silver and gold grades were estimated using monthly mine grade control data as the primary reference, with grades refined based on monthly plant production grades. Recoveries were based on total plant production from all operations. Metal production values are pro-rated for each operation using the tonnage and grade data.

The El Cubo, or CMC, plant consists of a two-stage crushing circuit, ball mill grinding, reagent storage, flotation, gravity treatment, and concentrate filtration for product shipment. A recent upgrade to the El Cubo plant is the addition of a gravity circuit for the recovery of native silver gold and electrum from the hydrocyclone underflow stream.

Table 17.1 2023 VMC Mineralized Material Throughput Summary

	2023 (actual)
Tonnes mined	114,664
Tonnes milled	114,664
Ag grade (g/t)	105
Au grade (g/t)	1.22
Ag recovery (%)	81.7%
Au recovery (%)	86.5%
Silver ounces produced	317,553
Gold ounces produced	3,879

Infrastructure, Permitting and Compliance Activities

The surface and underground infrastructure at VMC includes the following:

- Extensive underground workings from surface to approximately 600 m below surface, including multiple shafts and adits from surface, as well as internal shafts, ramps, and drives within and linking to adjacent mines.
- Two main shafts: the Rayas, for personnel and materials, and the Cata shaft, for rock hoisting.
- Conventional and mechanized underground mining equipment.
- Access roads to the mines.
- Cata processing plant: nominal 1,200 tpd flotation concentrator with surface bins, crushing facilities, grinding mills, flotation cells, and concentrate dewatering circuit.
- Tailings storage facility.
- Historical tailings storage facility.
- Cata analytical laboratory.
- Mine, geology, processing, and administrative offices in several locations. Primary location is adjacent to the Cata processing plant and laboratory.
- Connection to the national electrical power grid and substation facilities.
- Water and compressed air reticulation systems.
- Utility water is available for the mine and plant.

- Communications systems (internet based).

Energy, water, and waste disposal services are well established at the VMC. As listed above, the infrastructure at the VMC includes ancillary infrastructure for senior management, technical services, assay laboratory, warehousing, finance and other administrative services, and are located adjacent to the Cata processing plant. There are other smaller mine buildings located at San Vicente.

Electrical power for the Property is provided by the Federal Electricity Commission (CFE Comision Federal de Electricidad) which is owned by the Mexican Government. There is one power transmission line (13,200 V) that provides the electrical power supply for the plant and mine. Water for the operations comes from storage in historic underground workings.

The Cata processing plant has a nominal capacity of approximately 1,200 tonnes per day. Tailings from the Cata plant are stored at the VMC Jolula tailings storage facility (Tailing Dam No. 9), where the Company holds surface rights.

All necessary permits and authorizations are in place for mining at the VMC, as well as operation of the Cata and El Cubo processing plants and associated tailings storage facilities.

A site restoration and abandonment program (Programa de Restauración y Abandono del Sitio) is required for the commencement of operations and prepared in compliance with the provisions of the MIA, ETJ, and/or in the Norma Oficial NOM-141-SEMARNAT-2003, as applicable.

The VMC site restoration and abandonment plan includes securing mine openings and remaining buildings, proper disposal of buildings, equipment and petroleum products, reclamation and recontouring of transportation corridors, ponds, waste rock and stockpiles, treatment and removal of any contaminated soils, hazardous waste storage reclamation, removal of drainage works, and post-closure monitoring. It also includes provisions for the closure of the Jolula tailings storage facility.

GSilver employs a community relations team at the VMC to implement stakeholder engagement and social investment programs, focused on three main areas: socio-economic development, public health and safety, and natural and cultural heritage.

The Company works in cooperation with local communities and government on the creation and promotion of jobs, including promoting and participating in a job fair with over 2,000 people in attendance and 13 companies offering various employment opportunities.

In the opinion of the authors of the 2024 Valenciana Report, there does not appear to be any apparent significant legal, environmental, or political considerations that would have an adverse effect on the extraction and processing of the VMC mineralized material. Environmental and social issues at the VMC appear to be conducted to adequate standards with cooperation from local communities.

Capital and Operating Costs

2023 Sustaining Capital Cost Summary (such amounts have been updated to reflect actual 2023 results).

Description	Actual 2023 (USD\$)
Accretion of ARO	\$606,260
Development & Exploration	\$546,666
Property, Plant & Equipment	\$1,652,031
Lease Payments	\$481,981

2023 Operating Costs Summary (such amounts have been updated to reflect actual 2023 results).

Cost Item	Actual 2023 (USD\$/t)
Mining	\$53.56
Processing	\$16.48
Indirect	\$15.97
Mexico G&A	\$5.06
Total	\$90.87

Economic Analysis

The authors of the 2024 Valenciana Report have determined that it is not permitted to provide an economic analysis of the VMC Property, as there are no current estimates of Mineral Resources or Mineral Reserves on the property.

Exploration, Development and Production

The success of the Property beyond the ongoing 2023-2024 mining is dependent upon the discovery and delineation of Mineral Resources and their conversion to Mineral Reserves. The VMC is subject to the same types of risks and uncertainties as other similar precious and base metal mining projects. GSilver will attempt to reduce risk/uncertainty through effective project management, engaging technical experts, and developing contingency plans. Potential risk factors include changes in metal prices, increases in operating costs, fluctuations in labour costs and availability, availability of investment capital, infrastructure failures, changes in government regulations, community engagement and socio-economic community relations, civil disobedience and protest, permitting and legal challenges, and general environmental concerns. The mining industry in Mexico is also prone to incursions by illegal miners, or “lupios”, who gain access to mines or exploration areas to steal mineralized material. These incursions pose a safety, security and financial risk and can potentially compromise underground structures, equipment, and operations.

There is no guarantee that further exploration at the VMC will result in the discovery of additional mineralization or an economic mineral deposit. Nevertheless, in the QPs’ opinion there are no significant risks or uncertainties, other than mentioned above, that could reasonably be expected to affect the reliability or confidence in the currently available exploration information with respect to the property.

Recommendations

As a property of merit, a 2-phase work program is recommended to increase the confidence level of the precious metal mineralization at the VMC and to advance the property toward potential Mineral Resource estimation and support ongoing production.

Phase 1 should focus on step out and infill surface drilling, underground exploration drilling, and development at the VMC. A diamond drill program of approximately 2,800 metres is recommended, intended to a) drill test targets along strike and down dip for additional zones of mineralization, as well as extensions to existing zones of mineralization, with focus on the Valenciana, Los Pozos, Promontorio and Guanajuatito mineralized zones; and b) to define the orientation and test the mineralization potential of the El Borrego vein.

Phase 2 exploration is dependent on the results of Phase 1 and should comprise additional drilling and development at the VMC. The Phase 2 drilling should follow up on the results of the Phase 1 exploration program at the Valenciana, Los Pozos, Promontorio, Guanajuatito, and El Borrego mineralized zones. Furthermore, it is recommended that GSilver complete a new Mineral Resource estimate and NI 43-101 technical report incorporating GSilver production, drilling and underground sampling.

2024 Update

2024 Sustaining Capital Cost Summary

Description	Actual 2024(USD\$)
Accretion of ARO	\$650,086
Development & Exploration	\$106,672
Property, Plant & Equipment	\$1,284,548
Lease Payments	\$729,855

2024 Operating Costs Summary

Cost Item	Actual 2024 (USD\$/t)
Mining	\$50.57
Processing	\$18.18
Indirect	\$17.23
Mexico G&A	\$6.91
Total	\$92.89

Capital Expenditures

Overall, the Company has budgeted \$2.8 million towards capital expenditures to improve production efficiencies and mine health and safety at VMC for the fiscal year ending December 31, 2025.

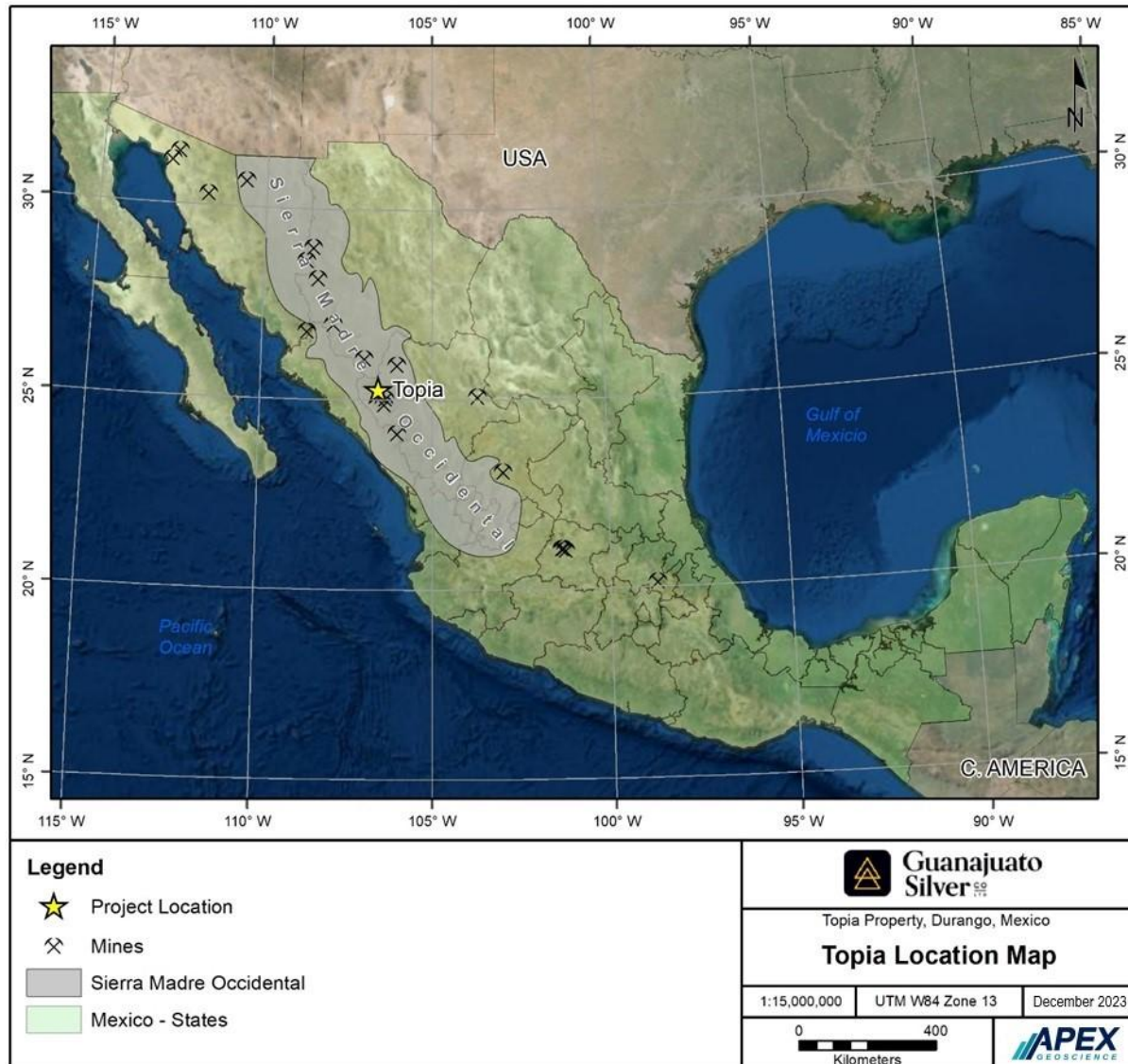
Topia Property, Durango, Mexico

Except for the heading “2024 Update”, the following scientific and technical disclosure regarding the Topia Property and all figures and tables included under this Item 5.4 “DESCRIPTION OF THE BUSINESS - *Mineral Projects – Topia Property, Durango, Mexico*” have been extracted or derived from the 2024 Topia Report dated March 7, 2024 (effective December 31, 2023). A complete copy of the 2024 Topia Report is available for review under the Company’s profile on SEDAR+ at www.sedarplus.ca.

Property Description and Location

The Topia Property is situated in and surrounding the town of Topia, Durango State, Mexico, located approximately 235 km northwest of the city of Durango, and 100 km northeast of Culiacan, Sinaloa. See Figure 4.1 below.

Figure 4.1 - Topia Property Location Map



The Topia Property comprises 55 contiguous mining concessions plus 7 outlier concessions, covering a combined area of approximately 6,767 hectares in the Sierra Madre Mountains in the state of Durango, Mexico. The concessions are held 100% by MMR, are valid and in force for varying terms expiring from August 15, 2028 to November 29, 2072 and free and clear of any liens or encumbrances save for applicable governmental taxes and royalties. See Item 5.1 “DESCRIPTION OF THE BUSINESS – General - Foreign Operations” above.

To maintain a concession in good standing holders are required to provide evidence of the exploration and/or exploitation work carried out on the claim under the terms and conditions stipulated in the Mining Law, and to pay semi-annual mining duties based on the number of hectares covered by the concession area, established under the Federal Duties Law. Exploration work can be evidenced with investments made on the lot covered by the mining claim, and the exploitation work can be evidenced the same way, or by obtaining economically utilizable minerals. Non-compliance with these requirements is cause for cancellation only after the Secretariat of Economy of Mexico communicates in writing to the concessionaire of any such default, granting the concessionaire a specified time frame in which to remedy the default.

Mining companies are subject to an annual special mining duty of 7.5% on profits derived from the sale of minerals minus authorized deductions, and an annual extraordinary mining duty of 0.5% on the gross value of sales of gold, silver, and platinum.

Surface Rights

The Company, through its wholly owned Mexican subsidiary MMR, owns surface rights for the land on which the Topia processing plant sits and maintains agreements for the properties covering the operating mines and tailings facilities.

Environmental Liabilities

There are no known environmental liabilities associated with the Topia concessions, other than provisions recognized in GSilver's Consolidated Financial Statements and detailed in the document "Topia Mina Asset Retirement Obligation (ARO) Calculation", for the estimated present value of future reclamation and remediation associated with the future reclamation, rehabilitation, and monitoring of Topia. This value comprises the costs associated with mining infrastructure, waste stockpile, the Topia processing plant, the tailings storage facility, and related infrastructure at Topia. As of December 31, 2022, the cost for closure of Topia is estimated to be USD\$8,208,513.57.

Significant Factors

The authors of the 2024 Topia Report are not aware of any other environmental liabilities, significant factors or risks that would affect access, title, or the ability to perform work at the Topia Property

Accessibility, Climate, Local Resources, Infrastructure and Physiography

Accessibility

Topia is a relatively small town in the Sierra Madre Mountains. Ground access is provided via 350 km of paved and gravel road from the city of Durango. Travel is north from Durango via Highway 23 to Santiago Papasquiaro, and west to Topia via Highway 36 and is reported to be eight hours.

Climate

The climate is generally dry for most of the year, with a wet season from July to September, during which time rainfall averages 665 mm. The annual mean temperature is 17.7°C, but winters can be cool with frosts and light snow, particularly at higher elevations. Exploration and mining work can be conducted year-round.

Local Resources

The population of Topia is approximately 3,500 people, although many have worked in the mines and there is a good local source of labour. The town is serviced by road, air service, power grid, telephone, and high-speed satellite internet. There are restaurants, hotels, and medical services but no bank or ATMs. All minor supplies (fuel, food, retail) can be purchased in Topia, but equipment, parts and major repair must be sourced from Durango. Water is available from numerous springs, streams, and adits.

Physiography

The Topia Property lies within the Sierra Madre Occidental, in a remote region of rugged terrain. Hillsides are quite steep with elevations ranging from 600 m above sea level to over 2,000 m above sea level.

Vegetation consists of thickly inter-grown bush, comprising mesquite, prickly pear, nopal, and agave, giving way to pine and oak forest at higher elevations.

Land use in the area is predominantly mining, forestry and agriculture.

History

Mining in the Topia district dates back to 1538, and the first Spanish mineral concessions were granted in the early 1600's. By 1870, Topia entered an era of prosperity with the exploitation of the near surface deposits until the Mexican Revolution in 1910. Production from Topia between the late 19th century and 1910 was reportedly between \$10 million and \$20 million. This is estimated to have been the equivalent of between 15 and 30 million ounces of silver and between 25 and 50 thousand ounces of gold.

Compania Minera Peñoles, S.A. (“**Peñoles**”) acquired the mines in the district in 1944 and completed the construction of a flotation plant in 1951. Peñoles operated at Topia from 1951 to 1989 when the operations were reportedly shut down due to low metal prices and labour difficulties. Topia was subsequently acquired by Compania Minera de Canelas y Topia S.A. de C.V. (“**MCT**”) which continued operations intermittently throughout the 1990s.

Great Panther acquired the Topia Property in 2005, after completing a surface diamond drilling program to test the strike, dip, and grade continuity of veins to assess the exploration potential at Topia. During 2005 and 2006, Great Panther carried out refurbishment and sampling of underground workings at Topia, confirming earlier work by Peñoles. Since 2005, Great Panther has collected approximately 51,979 underground channel samples and completed approximately 73,480.6 metres of drilling, both surface and underground.

At Topia, surface and underground drilling demonstrate continuity of veins, and channel sampling across the vein on development faces, generally every 3 m, provides grade and thickness variability data. Underground drilling focused primarily on short term production-oriented issues in the mining areas at Topia. This includes interpretation and delineation of fault offsets and vein splays, as well as gathering data on the grade and width of veins prior to exploitation. The nature of underground development at Topia, along vein strike, limits the ability to drill test dip and strike continuity of the veins ahead of the mining fronts underground. Surface diamond drilling is critical to establish continuity of the veins, which can be hundreds to thousands of metres; however, steep topography and limited access hinders the ability to drill from surface.

Historical Mineral Resource Estimates

The most recent historical mineral resource estimate for Topia was calculated by Brown and Nourpour (2022) for Great Panther, with an effective date of March 31, 2021, and is presented in Table 1.1 below. The Great Panther Historical MRE was completed prior to the acquisition of the Project by GSilver and has seen continuous ongoing mining depletion along with significant underground sampling and drilling since the effective date of March 31, 2021. Therefore, the Author is referring to the Great Panther Historical MRE as a “historical resource” and the reader is cautioned not to treat it, or any part of it, as a current resource. The Great Panther Historical MRE was classified using the definitions set out in the CIM Definition Standards (May 2014). Geological modelling and subsequent Mineral Resource estimation were performed by Great Panther under the supervision of the Qualified Persons in accordance with the CIM Estimation of Mineral Resources and Mineral Reserves Best Practice Guidelines (November 2019).

Table 1.1 - Great Panther Historical Mineral Resource Estimate for Topia

Classification	Tonnage (kt)	Ag (g/t)	Au (g/t)	Pb (%)	Zn (%)
Total Measured	176.0	630	1.92	4.63	4.80
Total Indicated	155.8	587	1.75	4.15	4.16
Total M & I	331.8	609	1.84	4.40	4.50
Total Inferred	274.6	592	1.44	3.35	3.63

Notes:

1. Area-Specific vein bulk densities as follows: Argentina - 3.04t/m³; 1522 - 3.15t/m³; Duranguense - 3.15t/m³; El Rosario - 2.92t/m³; Hormiguera - 2.61t/m³; La Prieta - 2.86t/m³; Recompensa - 3.32t/m³; Animas - 3.02t/m³; San Miguel - 2.56t/m³; San Juan - 3.39t/m³; Laura (Hipolito) - 2.85t/m³; and Unión del Pueblo - 2.61t/m³.
2. Historical measured, indicated, and inferred mineral resources were reported at a cut-off Net Smelter Return (NSR) in US\$, include 1522 Mine \$280/t, Argentina Mine \$257/t, Duranguense Mine \$202/t, Recompensa Mine \$245/t, Hormiguera Mine \$230/t, El Rosario Mine \$345/t, La Prieta \$254/t, Animas \$287/t, San Miguel \$241/t, San Juan \$233/t, Laura (Hipolito) \$252/t, and Unión del Pueblo \$241/t.
3. Total estimates may not agree due to rounding.
4. A minimum mining width of 0.30 metres was used.

5. *Historical mineral resources were estimated using metal prices of US\$1,650/oz Au, US\$20.00/oz Ag, US\$0.85/lb Pb, and US\$1.20/lb Zn; and metallurgical recoveries of 92.4% for Ag, 55.4% for Au, 94.3% for Pb, and 90.5% for Zn.*
6. *2021 historical mineral resource AgEq oz were calculated using 85:1 Ag:Au ratio, and ratios of 1:0.041 and 1:0.049 for the price/ounce of silver to price/pound of lead and zinc, respectively. The ratios are reflective of average metal prices for 2021.*

The historical Mineral Resources were estimated from 10 mine area-specific block models. A set of 62 wireframes representing the mineralized zones (veins) served to constrain both the block models and data subsequently used in Inverse Distance Cubed (ID3) gold, silver, lead, and zinc grade interpolations. Each block residing at least partly within one of the wireframes received a grade estimate.

The full operational cost cut-off value as calculated by the mine operating staff ranged from US\$202 to US\$345/tonne for different areas based on full mine operating costs (mining, milling, administration). Block model silver, gold, lead, and zinc grades were converted to an US\$ NSR value using an NSR “calculator” which takes into effect metal prices (long term projected to be US\$20.00/oz silver, US\$1,650/oz gold, US\$0.85/lb lead, and US\$1.20/lb zinc), plant metallurgical recoveries of 92.4% for Ag, 55.4% for Au, 94.3% for Pb, and 90.5% for Zn, concentrate shipping charges, and proprietary smelter terms. Blocks with an NSR value equal to or greater than the operations full cut-off costs were tabulated into the historical Mineral Resource estimate for each zone. The cut-off value was applied to each block estimated in the resource block model. Historical Mineral Resource blocks are only considered Measured or Indicated if they are within 10 m or 20 m, respectively, of underground channel sampling associated with mine development.

Underground and drillhole sample data were compiled in MS SQL Server© 2019, where they were validated and accessed directly from the Surpac© 2021 v7.4.24655.0 GMP which was used for block modelling. The validated SQL database consisted of 697 drill holes and 40,256 underground channel samples. The validated assay database contained 7,865 sample intervals from drill holes and 40,256 intervals from underground development and mining.

Validation of the interpolation techniques and resulting block model were completed via the following:

- Visual inspection of block grades compared with surrounding composite grades;
- Use of swath plots to compare composite vs. block model grades on 10 m-spaced northings or eastings;
- Checking of all 60 models in MS SQL Server© via a variety of logical check scripts;
- Comparison of block model grades with actual production figures; and
- Comparison of overall block vs composite means.

Based on the assumptions, parameters and methods in Brown and Nourpour (2022), as well as literature and data review, and the recent site visit conducted for the 2024 Topia Report, the authors consider the 2021 Great Panther Historical MRE to be relevant and reliable. The resource was prepared by a reputable company that is intimately familiar with, and knowledgeable about, the Topia Property, geology, and resource potential of the property. The historical resource does provide an indication of the extent of mineralization identified by previous operators at the Topia Property. To verify the historical MRE as a current Mineral Resource, a Qualified Person would need to complete database validation, undertake a full review of estimation parameters and procedures, and complete an updated Mineral Resource estimate and NI 43-101 technical report incorporating additional production (mining depletion), drilling and underground sampling completed at Topia since March 31, 2021.

Historical Production

Peñoles completed construction of a flotation plant at Topia in 1951, which they operated until 1989. In addition to Peñoles’ own mine output, they toll processed an additional 5% of material from nearby small miners’ operations. Total production during this time was recorded as 1.3 million tonnes (Mt) with approximate metal sales of 0.6 t Au, 504 tonnes Ag, 50,000 tonnes Pb, 46,000 tonnes Zn, and 1,000 tonnes Cu. After acquiring Topia from Peñoles, MCT operated intermittently throughout the 1990s by selective mining and toll processing, processing a total of approximately 65,000 tonnes of material.

Total production by Great Panther from the Topia Mine to July 2022, includes 879,933 tonnes of material milled for 9,404,001 oz Ag, 12,282 oz Au, 19,145 t Pb, and 25,574 t Zn (Table 6.6). Until the end of 2019 Great Panther also purchased material from other mines in the district and performed custom milling. Production during 2020 was adversely affected by the COVID-19 pandemic and the mandatory closing of the Topia operation from mid-March to mid-June, in addition to a two-week closure in mid-November. The average head grade processed by the mill from 2006 to 2021 was 369 g/t Ag, 0.67 g/t Au, 2.36% Pb, and 3.21% Zn from 840,947 tonnes of mill feed. Average metal recoveries during the same period were 90.8% Ag, 64.5% Au, 93.1% Pb, and 91.8% Zn.

Table 0.2 Topia Annual Metal Production 2005-2022

Year	Tonnes¹	Silver (oz)	Gold (oz)	Lead (tonnes)	Zinc (tonnes)
2006 ²	22,445	208,004	406	627	742
2007	33,605	279,441	643	735	847
2008	35,318	366,199	812	876	1,074
2009	30,045	437,079	403	871	1,057
2010	38,281	515,101	597	1,092	1,358
2011	46,968	535,881	500	941	1,315
2012	56,098	555,710	573	962	1,477
2013	62,063	631,235	651	1,116	1,673
2014	67,387	667,635	555	1,154	1,675
2015	65,387	677,967	614	1,198	1,850
2016	55,836	574,031	612	1,034	1,496
2017	53,745	595,720	999	1,291	1,758
2018	73,605	761,107	1,087	1,958	2,361
2019	79,257	938,581	1,344	1,960	2,576
2020	57,390	579,190	835	1,233	1,714
2021	63,518	716,521	1,046	1,338	1,600
2022 ³	38,985	364,599	605	759	1,001
Total	879,933	9,404,001	12,282	19,145	25,574

Notes:

1. Includes purchased tonnes milled. Excludes custom tonnes milled.
2. Production re-started by Great Panther in December 2005.
3. Production up to GSilver acquisition in August 2022.

Topia is an operating mine, and the above data is based on grade and recovery balances averaged over time from material processed by the Topia plant from the multiple active mining fronts that compose the Topia Mine. GSilver has continued mining at Topia since its acquisition in August, 2022.

The reader is cautioned that there are no current estimates of Mineral Resources or reserves for the Topia Property. The Company has continued production at Topia without having completed final feasibility studies. The production decisions were not based on any feasibility studies of Mineral Reserves demonstrating economic and technical viability of the Topia Property. As a result, there may be increased risk and uncertainty of achieving any particular level of recovery of minerals from Topia or the costs of such recovery. Without established Mineral Reserves, the Company faces a higher risk that anticipated rates of production and production costs will be achieved. These risks could have a material impact on the ability to generate revenues and cash flows to fund operations from and achieve or maintain profitable operations at Topia.

Geological Setting, Mineralization and Deposit Types

Geological Setting

The Topia Mining District lies on the western flank of the Sierra Madre Occidental, a north-northwest trending belt of Cenozoic-age rocks extending from the US border south toward the Trans-Mexican Volcanic Belt of central Mexico.

The Topia area is underlain by a kilometer-thick package of late Cretaceous to early Tertiary andesite lavas and pyroclastic rocks which are, in turn, overlain by younger rhyolitic flows and pyroclastic rocks.

The volcanic sequence is transected by numerous faults, some of which host the mineralized veins in the district. There are two sets of faults: one which strikes 320° to 340° and dips northeast, the other striking 50° to 70° and dipping steeply southeast to vertically. The northeast-trending faults are the principal host structures for precious and base metal mineralization. The north-northwest-striking faults are observed to disrupt the vein-bearing structures and are sometimes host to post-mineralization diabase and rhyolite dikes. These dikes are thought to be feeders to the overlying rhyolitic units.

Mineralization

Mineralization at Topia is hosted by a series of steeply-dipping, dominantly northeast-trending, parallel polymetallic veins that have historically been mined for gold, silver, lead, and zinc. Mineralization within the veins consists mainly of massive galena, sphalerite, with lesser pyrite, arsenopyrite, and tetrahedrite in a gangue of quartz, barite, and calcite. The vein constituents often include minor adularia and sericite, and the wider fault zones contain significant proportions of clay as both gouge and alteration products. The veins range in thickness from a few centimeters to two meters. They are very continuous along strike, with the main veins extending more than 4 km. The main host rock is andesite of the lower volcanic series, which is usually competent, making for generally good ground conditions within the various mines.

Deposit Types

The primary deposit type of interest at Topia is adularia-sericite-type, silver-rich, polymetallic epithermal veins. Silver-gold-lead-zinc mineralization is found in fissure-filling veins along sub-parallel faults cutting andesitic flows, breccias, and pyroclastic rocks. Deposits are usually characterized by multiple veins in areas measuring 10 to 15 km² with individual veins generally less than 2 m in thickness but up to 3 to 4 km in length.

Epithermal systems form near surface, usually in association with hot springs, and at depths on the order of a few hundred metres. These deposits are commonly formed during the later stages of igneous events and are derived from hydrothermal activity generated from intrusive bodies. Mineralization at Topia is reported to occur within a zone spanning 100 m to 200 m in elevation, which is consistent with the epithermal model. The silver to gold ratio in these deposits is generally more than 300:1 and production from these deposits averages about 400 g/t silver.

Exploration

From August 2022 to December 2023, GSilver collected a total of 6,939 underground channel samples from 16 mine areas. Channel sampling was completed in accessible stopes and development headings between August 4, 2022, to December 27, 2023. Most of the samples were collected in the El Rosario (n=1,679), El Durangueno (n=1,675), M1522 (n=1,230), and La Prieta (n=850) mineralized areas. The majority of samples (89.51%, n=6,211) returned greater than 100 g/t AgEq*, 58.57% of the samples (n=4,064) returned greater than 500 g/t AgEq*, and 36.59% of the samples (n=2,539) returned greater than 1,000 g/t AgEq*, with a maximum value of 14,310 g/t AgEq*. Summary statistics for individual metals are presented in Table 9.1.

*AgEq values for exploration results are calculated using metal prices set at US\$1,800/oz Au, US\$22.50/oz Ag, US\$0.90/lb Pb, and US\$1.13 Zn, yielding long-term metal price ratios of 80 oz Au to 1 oz Ag, 0.04 lbs Pb to 1 oz Ag, and 0.05 lbs Zn to 1 oz Ag. Recoveries are set at 62.1% Au, 93.3% Ag, 89.2% Pb, and 83.5% Zn, based on weighted average Topia plant recoveries for the period of August 2022 to December 2023.

Table 9.1 - GSilver 2022-2023 Underground Sampling Summary Statistics

	Au (g/t)	Ag (g/t)	Pb %	Zn %
Count	1,950	7,654	7,654	7,654
Mean	1.45	701	5.16	6.27
Median	0.21	336	2.19	3.72
Min	0.00	0	0.00	0.00
Max	34.05	13,057	74.10	315.89

Standard Deviation	2.87	1,034	7.88	7.91
70th Percentile	1.17	718	5.08	7.20
90th Percentile	3.98	1,767	13.83	16.17
95th Percentile	7.39	2,512	20.82	21.10
98th Percentile	11.39	3,773	30.40	27.57

Drilling

From August 2022 to December 2023, GSilver completed 56 surface and underground diamond drill holes, totalling 3,174.4 m, at the 1522, El Condor, El Rosario, La Escondida, La Marquesa, La Prieta, Laura, Madueño, Rosario, and Union del Pueblo mineralized areas of the Topia Property. This included 10 underground blast holes, totalling 226.6 m at the 1522 and Laura mineralized areas. The drill holes were completed at various underground mine sites and mine levels.

Surface drilling was completed by independent contractors using NQ diameter (4.76 cm) or BQ diameter (3.65 cm) core. Underground drilling was completed by the Topia operations team using small, portable rigs drilling AQ diameter (2.7 cm) or BQ diameter core. Drillhole collar surveys were completed using total station instruments and uploaded directly to a database for merging with the downhole logging data.

Significant results of the Company's drilling at Topia are presented in Table 10.2, reported as silver equivalent (AgEq). AgEq values for exploration results are calculated using metal prices set at US\$1,800/oz Au, US\$22.50/oz Ag, US\$0.90/lb Pb, and US\$1.13 Zn, yielding long-term metal price ratios of 80 oz Au to 1 oz Ag, 0.04 lbs Pb to 1 oz Ag, and 0.05 lbs Zn to 1 oz Ag. Recoveries are set at 62.1% Au, 93.3% Ag, 89.2% Pb, and 83.5% Zn, based on weighted average Topia plant recoveries for the period of August 2022 to December 2023. Au, Ag, Pb, Zn, and AgEq values for each intercept are presented in Table 10.2.

Table 10.2 - Significant Intercepts of GSilver's 2022-2023 Drill Programs

Year	Hole ID	Vein	From (m)	To (m)	Width (m)	True Width (m)	Au (g/t)	Ag (g/t)	Pb %	Zn %	AgEq (g/t) ¹
2022	UT22-440	Prieta	30.08	30.77	0.69	0.43	1.22	455	1.36	2.07	621
		Including	30.61	30.77	0.16	0.10	3.69	1,854	2.49	4.61	2,262
		and	50.87	51.93	1.06	0.81	1.38	42	4	1.96	283
		Including	51.40	51.68	0.28	0.18	4.67	122	17.37	8.12	1,087
	UT22-441	Rosario	11.74	12.83	1.09	1.09	0.05	373	1.3	0.39	422
		Including	12.00	12.30	0.30	0.30	0.05	589	3.63	0.37	699
	UT22-442	Rosario	17.91	19.64	1.73	0.50	0.05	394	0.93	0.29	430
		and	26.40	29.60	3.20	0.60	0.07	944	9.26	4.18	1,323
	UT22-445	Rosario	7.10	8.96	1.86	1.55	0.08	206	1.18	2.77	328
		Including	7.76	8.36	0.60	0.50	0.06	436	2.45	3.82	623
		and	32.25	32.95	0.70	0.70	0.05	334	2.65	1.49	453
		and	56.85	57.12	0.27	0.20	0.05	1,211	0.78	4.39	1,371
	UT22-446	Prieta	19.97	20.21	0.24	0.20	9.74	404	7.18	1.93	1,179
	UT22-448	Dos Amigos	64.11	64.66	0.55	0.50	3.98	808	8.06	4.38	1,372
	UT22-449	Prieta	20.05	21.65	1.60	1.12	1.74	39	3.37	0.73	245
		Including	20.78	21.28	0.50	0.35	5.57	105	10.39	1.88	739
	UT22-450	Dos Amigos	63.40	63.87	0.47	0.47	1.78	285	1.23	2.24	483
		Including	63.73	63.87	0.14	0.14	2.49	840	2.4	4.18	1168
	UT22-451	Prieta	38.10	39.08	0.98	0.98	4.48	107	7.98	13.72	987
	UT22-453	Prieta	59.06	60.41	1.35	1.15	3.38	2,173	6.68	12.86	2,933
2023	UT23-458	Prieta	39.26	39.83	0.57	0.45	4.39	660	3.20	8.48	1,245

Year	Hole ID	Vein	From (m)	To (m)	Width (m)	True Width (m)	Au (g/t)	Ag (g/t)	Pb %	Zn %	AgEq (g/t) ¹
		and	42.30	42.46	0.16	0.10	13.89	152	1.00	5.57	1,100
	UT23-459	Dos Amigos	46.80	47.40	0.60	0.42	2.02	938	24.57	9.80	2003
	UT23-460	Prieta	62.30	63.00	0.70	0.45	8.16	113	2.08	1.86	665
	UT23-461	Dos Amigos	44.66	44.86	0.20	0.10	3.53	905	1.07	7.83	1,367
	UT23-462	Dos Amigos	87.65	89.10	1.45	1.00	1.19	65	0.58	2.02	207
	UT23-463	Prieta	57.70	58.40	0.70	0.60	6.55	1,424	4.83	13.77	2,334
	UT23-464	Rosario	60.75	62.15	1.40	1.05	0.00	26	0.18	0.41	44
	UT23-465	U. D Pubelo	33.55	33.70	0.15	0.15	0.00	731	4.00	0.24	845
	UT23-468	Argentina	80.05	80.41	0.36	0.36	0.19	202	2.30	0.80	298
	UT23-470	Argentina	84.71	85.16	0.45	0.35	0.09	132	0.20	1.10	176
	UT23-471	Argentina	76.30	77.15	0.85	0.80	0.10	547	1.10	1.80	638
	UT23-473	Rosario	55.58	56.48	0.90	0.80	0.05	51	0.10	0.50	72
	UT23-474	Santa Cruz	56.80	57.00	0.20	0.18	0.06	490	0.70	0.20	518
	UT23-476	San Gregorio	69.35	69.55	0.20	0.15	0.16	1,180	5.10	23.90	2,068
		and	77.50	79.80	2.30	1.91	0.19	161	0.30	10.60	509
		and	82.30	82.60	0.30	0.25	0.33	124	0.40	7.20	377

Notes:

1. AgEq values for exploration results are calculated using metal prices set at US\$1,800/oz Au, US\$22.50/oz Ag, US\$0.90/lb Pb, and US\$1.13 Zn, yielding long-term metal price ratios of 80 oz Au to 1 oz Ag, 0.04 lbs Pb to 1 oz Ag, and 0.05 lbs Zn to 1 oz Ag. Recoveries are set at 62.1% Au, 93.3% Ag, 89.2% Pb, and 83.5% Zn, based on weighted average Topia plant recoveries for the period of August 2022 to December 2023.

Sampling, Analysis and Security of Samples

This section summarizes the sample preparation, analyses, security, and quality control and quality assurance protocols and procedures employed by Great Panther between August 2018 to August 2022, and by GSilver from August 2022 to December 31, 2023, at the Topia Property.

Sample Preparation

Great Panther Historical

Topia geologists define lengths of underground channels to be sampled and the intervals of samples within those zones. Channel samples are collected either across the back or at waist height across the drift face using a hammer and moil. The veins at Topia tend to be very steeply dipping to vertical, so these samples are considered to be close to representing the true width of the structure. Channel samples are prepared at the Topia mine laboratory, operated by Great Panther via MMR. Samples are dried, crushed in two stages, riffle split, and pulverized to 92% passing 100 mesh. A nominal 25 g to 30 g split is taken from each pulp for analysis by atomic absorption (AA). The remaining pulp or reject material is kept in storage.

Diamond drill core samples are marked out and tagged by Topia geologists. Mineralized structures and the material adjacent to them are always sampled. For sets of veins with less than 5 m separation, the material between veins is sampled entirely.

Specific gravity data are collected by analyzing dried core samples, with a minimum weight of 500 g, selected by a geologist. A set of three samples are measured: one from the vein, one from the hanging wall, and one from the footwall. Great Panther personnel took density measurements of the core specimens using a water immersion method.

For HQ or NQ diameter core, primarily from surface exploration drilling, samples are sawn in half longitudinally using a diamond bladed saw. For each sample, one half core is submitted for analysis and the other half remains in the box. For BQ or AQ diameter core, primarily from underground drilling, whole core is sent for analysis. Duplicates are produced by riffle splitting after crushing.

Drill core samples are prepared at the Topia mine laboratory. The sawn split core samples are dried, crushed in two stages, riffle split, and pulverized to 92% passing 100 mesh. A nominal 25 g to 30 g split is taken from each pulp for analysis by AA. The remaining pulp or reject material is kept in storage.

GSilver

GSilver sampling personnel collected the channel samples from development drifts and production stopes and extracted the rock chip samples using a hammer and chisel, along a line across the structure.

Prior to sampling, each sample line was marked by a mine geologist and each individual sample was marked with purple spray paint, differentiating lithological changes, fault zones, mineralized structures, and other geological characteristics.

The rock chips were captured on a 1.5 by 1.5 m canvas sheet. The sheet was cleaned between samples to mitigate the risk of contamination. The sample was then crushed to approximately ¼ inch size fraction on a square steel plate and homogenized. The sample was divided into four equal parts by dividing the square plate into four equal triangles. The two opposite parts were selected, and the rest of the sample was discarded. The selected sample parts were placed in 40 by 30 cm poly sample bags inscribed with the unique sample identification (ID) number.

GSilver's QA/QC procedures for the 2022 and 2023 underground channel sampling programs included the insertion of certified reference materials (standards), blanks, and duplicates into the sample sequence. The rate of QA/QC material insertion was approximately 1 per 5 samples (20%).

Topia drill core was logged and sampled at the onsite core logging facility. Upon receiving drill core, sampling personnel first cleaned the core and verified the sequence and hole depth in accordance with the block system used by the drill contractor. The sampler marked the core boxes with depth ranges and recovery and rock quality designation (RQD) was measured for each core interval between blocks.

GSilver drill log data were input directly to the project database by the logging geologist. Prior to describing the core, the geologist recorded the drillhole collar and survey information (coordinates, azimuth, inclination, date, drill rig, diameter, etc.). Core segments with a length between 10 and 20 cm, and weighing at least 500 g, were selected for SG measurements.

Prior to cutting, core was photographed, ensuring that sample numbers and ranges were visible. The core boxes were then moved to the cutting area in the Topia core facility. Marked sample intervals were cut in half with a diamond saw. One half of the core was left in the core box, the other half was placed in pre-labeled plastic bags along with a sample tag bearing the unique sample number. The sample bags were sealed for transport to the laboratory with the requisite report to be signed upon receipt by the laboratory. All logging and sampling information was recorded in the Topia drillhole Microsoft SQL database.

GSilver's QA/QC procedures for the 2022 and 2023 drill core sampling programs included the insertion of certified reference materials (standards), blanks, and field duplicates into the sample sequence. The rate of QA/QC material insertion was approximately 1 per 10 samples (10%).

All samples were subsequently delivered to the Topia laboratory for analysis.

Analyses

Great Panther Historical

Prepared channel and drill core samples were analyzed at the Topia mine laboratory. A nominal 5 g to 30 g (generally around 25 g) sample split is digested in aqua regia and analyzed by AA for lead, zinc, iron, and where necessary copper. Gold is analyzed by fire assay with AA finish. Samples returning greater than 20 g/t Au are re-analyzed by fire assay with a gravimetric finish. Silver is analyzed by fire assay with a gravimetric finish. Samples returning less than 10 g/t Ag are re-analyzed by fire assay with AA finish. The Topia mine laboratory is not independent nor certified; however, an independent audit by Stanley (2019) found that the laboratory is well managed and assay quality is generally good. Based on a review of the QA/QC procedures and data, and inspection of the laboratory facility, the authors of the 2024 Topia Report agree with the assessment and recommendations provided by Stanley (2019).

A representative batch of underground channel sample pulps (~25 samples) were sent monthly to the independent, certified SGS Durango laboratory for confirmation analysis. SGS Durango received ISO/IEC 17025 accreditation in 2009. All drill core pulps and QA/QC samples were re-analyzed at an independent laboratory, being SGS Durango since 2019.

At the SGS Durango laboratory, samples are crushed and pulverized to 98% passing 200 mesh. A nominal 25g to 30g sample split is digested in aqua regia and assayed by AA for copper, lead, zinc, arsenic, and antimony. Gold and silver are analyzed by fire assay with AA finish. Samples with gold values exceeding 10 g/t Au or silver values exceeding 300 g/t Ag are re-analyzed by fire assay with a gravimetric finish.

GSilver

All of GSilver's channel and drill core samples were submitted to the Topia laboratory for analysis. GSilver has managed the Topia laboratory since the acquisition date of the Property, and the equipment and procedures remain unchanged.

The Topia laboratory is equipped to perform fire and wet assays for a variety of sample types and elements. For the GSilver channel and drill core samples, a nominal 5 g to 30 g (generally around 25 g) sample split was digested in aqua regia and analyzed by AA for lead (Pb), zinc (Zn), iron (Fe), and where necessary copper (Cu). Gold (Au) was analyzed by fire assay with AA finish. Samples returning greater than 20 g/t Au were re-analyzed by fire assay with a gravimetric finish. Silver (Ag) was analyzed by fire assay with a gravimetric finish. Samples returning less than 10 g/t Ag were re-analyzed by fire assay with AA finish.

Security of Samples

The Topia Mine laboratory and core handling facility are enclosed within the mill compound, which is constantly supervised and reasonably secure.

Quality Assurance and Quality Control

The Topia mine laboratory is not certified; however, the quality of preparation and analyses is monitored through a program of QA/QC samples and interlaboratory check analyses. QA/QC procedures at the Topia mine laboratory since implementing changes in 2018 include the regular insertion of blanks, duplicates, and standards into the daily sample batches consistent with industry standards. Umpire analysis was carried out on all drill core and representative underground sample data using an independent, certified laboratory operated by SGS in Durango, Mexico.

Great Panther's field QA/QC procedures for the Topia drill core and underground channel samples included inserting blanks, standards, and duplicates into the sample stream at regular intervals, as well as umpire comparison of Topia Mine laboratory results with re-analyzed sample pulp results received from the SGS Durango laboratory. The bulk of the Great Panther channel samples were prepared and analyzed at the Topia Mine Laboratory. The bulk of the Great Panther drill core samples were analyzed at both the Topia Mine Laboratory and the SGS Durango Laboratory.

GSilver's QA/QC procedures for the 2022 and 2023 drill core and underground channel sampling programs included the insertion of certified reference materials (CRMs or standards), blanks, and field duplicates into the sample sequence. For drill core sampling, the rate of QA/QC material insertion was approximately 1 per 10 samples (10%). The rate of QA/QC material insertion for underground channel sampling was approximately 1 per 5 samples (20%). All samples were analyzed at the Company's Topia Mine laboratory with regular umpire checks undertaken at SGS Durango for drill and channel sample reject and pulp material. SGS Durango received ISO/IEC 17025 accreditation in 2009 and is independent of GSilver, Great Panther, and the authors of the 2024 Topia Report.

Adequacy of Sample Preparation, Analyses and Security

The Author considers the results of the QA/QC analyses for the GSilver and Great Panther underground sampling and drilling acceptable for use in the 2024 Topia Report; however, several areas of concern were identified during review of the QA/QC data.

Results of the insertion of blanks into the underground and drill core sample streams at Topia produced an overall high failure rate, suggesting that the rhyolite blank material used may not be completely barren or that the rhyolite was contaminated during preparation. The Great Panther QA/QC blank analysis was conducted utilizing tolerance limits of Au <0.015 g/t, Ag <0.9 g/t, Pb <0.03%, and Zn <0.03%, which are 3x the lower detection limits of SGS Durango

analysis using fire assay with AA finish for silver and gold, and aqua regia with ICP finish for lead and zinc. The Author notes that the lower detection limits at the Topia laboratory are relatively high compared to those at SGS Durango and should be reviewed as a potential trigger for blank failures for underground samples. The significantly lower failure rate of blanks inserted into the drill core samples analyzed by SGS support this as a cause; however, blank failures are still high in the drill core data. The analytical sensitivities are immaterial in comparison to the mineralized material cut-off grades for the Topia Mine; however, the high failure rates are a concern for any MRE work going forward that would include the Great Panther underground channel samples and drill core samples prepared and assayed at the Topia Mine laboratory.

Results of the insertion of certified standards into the Great Panther sample streams at the Topia Mine laboratory and SGS Durango showed acceptable performance, except for the silver analysis of CDN-ME-1801, and the lead and zinc analyses of CDN-ME-1306 and 1606, which require further investigation. Results of the insertion of certified standards into the GSilver sample streams showed acceptable performance for silver, lead, and zinc in both drill core and underground channel samples. The analytical results for standards CDN-ME-1403 and 1405 had the greatest number of analytical failures for gold and should be investigated further. An overall low bias with respect to the certified values was observed in the standard sample analyses, likely accounting for a significant portion of the failures. The low bias could be reflective of the different analytical methods used to determine the certified values of the standards.

Duplicate sample results in both Great Panther and GSilver underground channel samples and Great Panther and GSilver drill core duplicates showed a fair correlation for all four elements. However, the small number of samples and narrow range of grades in each dataset limits the statistical usefulness of the core duplicate data and may not be representative of the entire low to high grade population of assay data. It could also be due, at least in part, to sampling bias resulting from nuggety gold and silver mineralization. The original analyses were conducted using half core, and the duplicate analyses were conducted using quarter core. Umpire analysis of Topia underground and drill core samples by SGS Durango provided good coefficients of correlation, showing that overall, the Great Panther Topia Mine laboratory produces accurate analysis.

While blank failures are a cause for concern, it is the opinion of the authors of the 2024 Topia Report that the sample preparation, analyses, security, and quality control and quality assurance protocols and procedures are generally adequate and consistent with common industry standards. However, investigation and remedial action on the specific issues identified above should be undertaken by the Company as soon as practicable. Ongoing evaluation of the QA/QC data should be conducted to proactively identify opportunities for improvement in sampling, preparation, and analytical protocols. A full, independent audit of the Topia QA/QC data should be undertaken prior to any future Mineral Resource estimates.

Data Verification

The Topia Property database is currently maintained and validated by the Company (MMR) personnel at the Guanajuato Mine office in Guanajuato, with the assistance of exploration personnel based in Vancouver. The total database encompasses three components: diamond drilling, production channel sampling, and the historical Peñoles development channel sampling.

Drill holes logs and sample data tables are completed on site at Topia and sent to the Guanajuato Mine exploration office where they are entered, along with analysis, into a Microsoft SQL database specific to Topia. All underground samples and associated description data, along with analysis are stored in Excel spreadsheet format at Topia.

Underground sample data were provided to the Authors in Microsoft Excel files listing the sample number, coordinates in 3D space, sample width, assay values for Au, Ag, Pb, Zn and Fe, and other data including mine, mine level, and vein name. Drill hole data were provided in Microsoft Access database format with separate tables for collar, survey, assay, and lithology data. The authors of the 2024 Topia Report were also provided with a three-dimensional (3D) topographic surface, as well as 3D wireframes representing the existing mine workings in Micromine (.trdb) and AutoCAD (.dxf) formats. Monthly Topia production and mineral processing data were provided to the Authors in Microsoft Excel spreadsheet format.

The authors imported the underground and drillhole data into Micromine 2023.5, along with the 3D topography and mine workings. A visual examination of the data in 3D did not demonstrate any obvious spatial issues. Mineralized underground samples and drill intercepts are spatially coincident with past and present mine production levels and/or vein models. Surface drill hole locations are consistent with areas of disturbance in satellite imagery.

Copies of 23 underground channel sample assay certificates from the Topia Mine laboratory were reviewed and compared against the Topia underground dataset. Copies of 5 drill core dispatches and corresponding assay certificates from Topia Mine laboratory were reviewed and compared against the Topia drillhole database. A total of 806 underground samples were reviewed by the authors and found to contain one error and one omission. A total of 825 drill samples were reviewed by the authors and found to contain no errors.

Christopher W. Livingstone, P.Geo., Senior Geologist of APEX and a Qualified Person, conducted a site inspection of the Topia Property for verification purposes on April 5, 2022. The site inspection comprised a tour of the Topia Property including entering several active underground workings to verify mining methods, equipment, and infrastructure utilized in the Topia production process, as well as a review of drill core to verify reported geology and mineralization. Mr. Livingstone also toured the Topia mine analytical laboratory and core processing facility and collected a total of 8 independent verification samples. Results from Mr. Livingstone's samples verify the presence of significant, high-grade Ag, Pb, and Zn mineralization, with lower-grade Au mineralization both in active mine areas and in exploration drilling at Topia. Rock types, alteration, and mineralization observed underground, in drill core, and at surface while touring the Property are consistent with the reported geology and historical exploration results. The mining infrastructure observed is consistent with reported historical production. In addition, a review of the Topia underground dataset and drill hole database was found to be reasonably free of any material or systematic errors.

Based on the Topia Property inspection, verification sampling, and data review, the authors of the 2024 Topia Report have no reason to doubt the reported geology and exploration results. The authors also reviewed the adequacy of the exploration information and the Topia Property's physical, visual, and geological characteristics. No significant issues or inconsistencies were discovered that would call into question the validity of the data. In the authors' opinion, the Topia data is adequate and suitable for use in the 2024 Topia Report.

Mineral Processing and Metallurgical Testing

The authors of the 2024 Topia Report are not aware of any third-party laboratory-based mineral processing and metallurgical testing conducted by the Company, Great Panther, or previous operators. However, mine production records provide grade, concentrate, and recovery data.

The average historical head grade processed by the Great Panther controlled Topia plant from 2006 to 2021 was 369 g/t Ag, 0.67 g/t Au, 2.36% Pb, and 3.21% Zn from 840,947 tonnes of mill feed. Average metal recoveries during the same period were 90.8% Ag, 64.5% Au, 93.1% Pb, and 91.8% Zn. The average grade of lead concentrate from 2008 to 2021 was 7,972 g/t Ag, 8.51 g/t Au, and 52.83% Pb while the average grade of zinc concentrate was 509 g/t Ag, 1.52 g/t Au, and 51.01% Zn.

From August 2022 to December 2023, a total of 84,784 dry metric tonnes (DMT) of mineralized material extracted from the Company's Topia mines were processed at the Topia plant. During this time, an additional 11,342 tonnes of mineralized material purchased from other local miners were also processed at the Topia plant. The Topia mineralized material produced a total of 779,867 ounces of silver, 1,377 ounces of gold, 3,960,890 lbs of lead, and 4,581,328 lbs of zinc. The purchased material produced a total of 199,194 ounces of silver, 444 ounces of gold, 943,675 lbs of lead, and 1,151,690 lbs of zinc.

Mineral Resource Estimates

There are no current Mineral Resources for the Topia Property.

Mineral Reserves Estimates

No Mineral Reserve estimates have been defined at the Topia Property.

The authors of the 2024 Topia Report cautions that the Company decided to commence production at Topia in August 2022. The Company did not base this production decision on any feasibility study of Mineral Reserves demonstrating economic and technical viability of the mines. As a result, there may be increased uncertainty and risks of achieving any level of recovery of minerals from the mines at Topia or the costs of such recovery. As the property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs will not be achieved, each of which risks could have a material adverse impact on the Company's ability to continue to generate anticipated revenues and cash flows to fund operations from the Topia Property and ultimately the profitability of the operation.

Mining Operations

Mining operations at Topia have been ongoing since the Company's acquisition of the Topia Property in August 2022. Topia is an underground mining operation, and the production process consists of conventional mining incorporating Cut and Fill, and Resue methods. The Cut and Fill method allows for some degree of resuing to minimize the amount of waste rock backfill required to fill the stope.

Production continued uninterrupted at Topia during the transition from Great Panther to GSilver ownership on August 4, 2022. From August 2022 to December 2023, a total of 84,784 dry metric tonnes (DMT) of material extracted from the Company's Topia mines were processed at the Topia plant. The Topia mineralized material produced a total of 779,867 ounces of silver, 1,377 ounces of gold, 3,960,890 lbs of lead, and 4,581,328 lbs of zinc. Head grades and recoveries over this period for the Topia material averaged 313.6 g/t Ag with a 92.3% recovery for silver, 0.78 g/t Au with a 62.2% recovery for gold, 2.41% Pb with an 89.3% recovery for lead, and 3.07% Zn with an 83.6% recovery for zinc. Grades and recoveries are based on production from mineralized material extracted from Topia.

A summary of production at Topia between August 2022 and December 2023 is presented in Table 16.2. GSilver production is based on assessment of mineralized material via existing and ongoing underground channel sampling and drilling. Data from channel sampling and drilling ahead of mining provide the impetus for a production decision in any given area.

Table 0.1 Summary of Topia Production (August 2022 to December 2023)

Year	Month	Tonnes Mined	Oz Ag	Oz Au	lbs Pb	lbs Zn
2022	August	5,103	39,021	103	203,716	289,257
	September	5,791	52,017	84	250,561	229,936
	October	5,582	38,782	84	206,304	365,626
	November	6,012	43,552	115	233,264	380,518
	December	5,094	39,210	71	212,710	313,824
2023	January	5,495	46,295	87	245,992	243,747
	February	4,684	40,399	87	186,801	264,074
	March	6,458	61,332	80	277,175	345,366
	April	5,746	54,257	57	255,697	258,996
	May	5,473	49,404	78	248,363	244,288
	June	5,608	46,280	77	238,008	222,835
	July	4,548	36,037	50	180,680	154,808
	August	4,832	45,050	46	212,758	185,892
	September	4,538	53,413	52	251,034	207,026
	October	3,193	41,505	104	241,295	253,344
	November	3,675	48,075	90	272,988	298,241
	December	2,952	45,239	112	243,543	323,550
Totals		84,785	779,867	1,377	3,960,890	4,581,328

Recovery Operations

The mineralized material produced from Topia is processed at the Topia processing plant. The Topia processing plant is situated immediately north of the Topia townsite, near the Argentina mine entrance. The Topia mill employs conventional crushing, grinding, and flotation to produce lead and zinc sulphide concentrates. The processing plant utilizes four stages: crushing, milling, flotation, and drying. Coarse mineralized material is placed in one of six bins, which are used to sort the mineralized material for batch processing and blending. A grinding circuit comprising three ball mills and two ten-inch diameter cyclones separates the sulphide particles. The mineralized material stream passes to a lead flotation circuit comprising primary and secondary rougher and cleaner flotation cells, followed by a similarly configured zinc circuit.

The conventional wet tailings handling system was transitioned to dry stack by construction of a filtration facility that commenced operation in 2017. In 2019 and 2020, additional upgrades to the crushing plant, flotation circuits and ball mills improved the overall operational efficiencies of the Topia plant.

Mineralized material that is delivered to the Topia processing plant by local miners in the area is processed separately to ensure accurate monitoring of grades and recoveries of this mineralized material.

Table 17.1. Topia Processing Plant Mineralized Material Throughput Summary

	August to December 2022	January to December 2023	Total ⁵
Tonnes mined Topia	27,582	57,203	84,785
Tonnes mined other	2,562	8,780	11,342
Tonnes milled ¹	30,145	65,982	96,127
Ag grade (g/t) ²	294.10	364.90	342.71
Au grade (g/t) ²	0.88	0.98	0.95
Pb grade (%) ²	2.28	2.75	2.60
Zn grade (%) ²	3.31	3.29	3.30
Ag recovery (%) ³	92.28	92.27	92.27
Au recovery (%) ³	62.85	61.79	62.12
Pb recovery (%) ³	90.43	88.65	89.21
Zn recovery (%) ³	87.48	81.69	83.51
Silver ounces produced ⁴	262,947	716,113	979,060
Gold ounces produced ⁴	548	1,273	1,822
Lead pounds produced ⁴	1,349,099	3,555,467	4,904,566
Zn pounds produced ⁴	1,864,754	3,868,263	5,733,017

Notes:

1. Tonnes milled includes mineralized material mined at the Company's Topia mines plus mineralized material purchased from other local miners. Topia production accounted for approximately 91% of material processed during 2022 and 87% of the material processed during 2023.
2. Silver, gold, lead, and zinc grades represent total plant production of mineralized material derived from the Company's Topia mines plus mineralized material purchased from other local miners.
3. Silver, gold, lead, and zinc recoveries represent total plant production of mineralized material derived from the Company's Topia mines plus mineralized material purchased from other local miners.
4. Metal production values include production from mineralized material mined at the Company's Topia mines plus production from mineralized material purchased from other local miners.
5. Totals may not sum due to rounded figures.

Infrastructure, Permitting and Compliance Activities

The surface and underground infrastructure at the Topia Mine includes the following:

- Multiple adits (mines) from surface accessing underground infrastructure including drifts, sub-levels, ramps, and raises.

- Mine ventilation, dewatering, and compressed air facilities.
- Conventional and mechanized underground mining equipment.
- Access by roads to the mines, mill, and tailings facility.
- A nominal 260 tpd flotation concentrator with surface bins, crushing facilities, grinding mills, flotation cells, and a concentrate dewatering circuit.
- Tails thickener and filter press plant.
- Tailings storage facility.
- Topia analytical laboratory which processes ~75-80 samples per day for gold, silver, lead, zinc, copper, and iron.
- Mine, geology, processing, and administrative offices.
- Workshops, warehouses, and dry facilities.
- Connection to the national electrical power grid.
- Water supply from artesian springs.
- Sewage treatment facilities.

The Topia access road is sufficient for 30 tonne articulated concentrate trucks. Topia has a runway sufficient for small single or twin-engine aircrafts which can be used to access either Durango or Culiacan (in Sinaloa state). The town is connected to the national power grid, which is used to power mine and mill operations. Water for the milling operation comes from underground workings and recirculated water from the tailings facilities.

The Topia processing plant has a nominal capacity of approximately 260 tonnes per day. Tailings from the Topia plant are stored at the Victoria Phase II tailings storage facility.

The Company actively engages with the communities in and around Topia to create and maintain mutually beneficial relationships founded on understanding and optimizing the benefits the mine can have on local and regional development. GSilver employs a community relations team at Topia to implement stakeholder engagement and social investment programs, focused on three main areas: socio-economic development, public health and safety, and education.

All necessary permits are in place for mining at Topia. In the opinion of the authors of the 2024 Topia Report, there does not appear to be any apparent significant legal, environmental, or political considerations that would have an adverse effect on the extraction and processing of the Topia mineralized material. Environmental and social issues at the Topia Property appear to be conducted to adequate standards with cooperation from local communities.

Capital and Operating Costs

2023 Sustaining Capital Cost Summary (such amounts have been updated to reflect actual 2023 results).

Description	Actual 2023 (USD\$)
Accretion of ARO	\$589,450
Development & Exploration	\$1,989,761
Property, Plant & Equipment	\$653,170
Lease Payments	\$454,151

2023 Operating Costs Summary (such amounts have been updated to reflect actual 2023 results).

Cost Item	Actual 2023 (USD\$/t)
Mining	\$233.18
Processing	\$49.52
Indirect	\$32.48
Mexico G&A	\$4.41
Total	\$319.59

Mineral Reserves Estimates

There are no current estimates of Mineral Reserves on the Property. In addition, GSilver has yet to conduct Mineral Resource modelling or estimations and there are no known current Mineral Resources outlined at the Topia Property. However, production continued uninterrupted at Topia during the transition from Great Panther to GSilver ownership on August 4, 2022. The Company made decisions to continue production at the Property without having completed final feasibility studies. Accordingly, the Company did not base its production decisions on any feasibility studies of Mineral Reserves demonstrating economic and technical viability of the property. As a result, there is increased uncertainty and risks of achieving any level of recovery of minerals from the property, with positive cash flow. As the property does not have established Mineral Reserves, the Company faces higher risks that anticipated rates of production and production costs, such as those provided in the 2024 Topia Report, will not be achieved. These risks could have a material adverse impact on the Company's ability to continue to generate anticipated revenues and cash flows to fund operations from and ultimately achieve or maintain profitable operations at the Topia Property.

Economic Analysis

The authors of the 2024 Topia Report have determined that it is not permitted to provide an economic analysis of the Topia Property, as there are no current estimates of Mineral Resources or Mineral Reserves on the Topia Property.

Exploration, Development and Production

Recommendations

As a property of merit, additional work is recommended for Topia to identify new precious and base metal mineralization and to advance the property towards a potential future Mineral Resource estimation and support ongoing production. A 2-phase exploration work program is recommended:

Phase 1 should include surface and underground exploration drilling, as well as development, primarily targeting lateral extensions of the La Prieta, El Rosario, and Dos Amigos veins. Work should also be completed targeting the Higuera, Argentina, Santa Cruz, Dos Amigos, Unión del Pueblo, and La Prieta veins with infill and brownfield drilling being split evenly.

Phase 2 is contingent on the results of Phase 1 and should comprise additional surface and underground drilling, as well as development, at Topia. The Phase 2 drilling and development should follow up on the results of the Phase 1 exploration program in the areas mentioned above. Furthermore, the authors of the 2024 Topia Report recommend completing a new Mineral Resource estimate and NI 43-101 technical report incorporating GSilver production, drilling and underground sampling.

2024 Update

2024 Sustaining Capital Cost Summary

Description	Actual 2024(USD\$)
Accretion of ARO	\$631,708
Development & Exploration	\$128,085
Property, Plant & Equipment	\$336,413
Lease Payments	\$365,476

2024 Operating Costs Summary

Cost Item	Actual 2024 (USD\$/t)
Mining	\$269.03
Processing	\$65.48
Indirect	\$39.09
Mexico G&A	\$7.37
Total	\$380.97

Capital Expenditures

Overall, the Company has budgeted \$2.4 million towards capital expenditures to improve production efficiencies and mine health and safety at Topia for the fiscal year ending December 31, 2025.

Other Non-Material Properties

Mexican Silver Belt Concessions, Central Mexico

In addition to its producing mines in Guanajuato, the Company owns seven mining concessions totalling approximately 800 hectares situated within the high-grade “Mexican Silver Belt” and in close proximity to the city of Guanajuato, Mexico. The seven concessions consist of the Patito I and II mineral concessions located approximately 1.5 km southwest and 3.0 km due south of the El Pinguico Project, the Analay I and II concessions located 100 km east of the city of Guanajuato, the El Ruso and Ysabela mineral concessions located within the state of Guanajuato, some 200 km east of Guanajuato City, and the Camila mineral concession located near the northern boundary between the states of Guanajuato and Querétaro in central Mexico. The Patito I and Patito II concessions are held by OMPSA and the remaining five concessions are held by Canmex. The seven concessions are subject to a 2.5% NSR, of which 1.25% (one-half) may be repurchased by the Company for \$500,000.

El Horcon Property, Jalisco State, Mexico

As part of its acquisition of MMR, the Company also acquired a total of 15 contiguous and one isolated mining concessions comprising a total of 3,520.71 hectares situated north of the city of Leon (Guanajuato State), in the state of Jalisco, Mexico, approximately 470 km northwest of Mexico City. The 16 concessions expire between 2051 and 2056 and the principal metals of interest are gold, silver, lead, and zinc. Mineralization occurs along structures, the largest of which is the Veta Madre with a strike length of 5 km.

The above properties are currently in the exploration stage and are not considered by the Company to be material for the purposes of this AIF.

ITEM 6: DIVIDENDS AND DISTRIBUTIONS

All of the Common Shares of the Company are entitled to an equal share in any dividends declared and paid by the Company. There are no restrictions in the Company’s articles which would prevent the Company from paying dividends as long as there are no reasonable grounds for believing that the Company is insolvent or the payment of the dividend would render the Company insolvent.

However, the Company has not paid any dividends since incorporation and intends to retain all future earnings, if any, and other cash resources for the future operation and development of its business. Accordingly, the Company does not intend to declare or pay any cash dividends in the foreseeable future. Payment of any future dividends will be at the discretion of the Company’s Board after taking into account many factors including the Company’s operating results, financial condition and current and anticipated cash needs.

ITEM 7: DESCRIPTION OF SHARE STRUCTURE

The authorized share structure of the Company consists of an unlimited number of Common Shares without par value and an unlimited number of Preferred shares without par value. The following shares of the Company were issued and outstanding as of the dates set out below:

Type of Security	Amount Authorized or to be Authorized	Outstanding as at December 31, 2024
Common Shares	Unlimited	472,176,961
Preferred shares	Unlimited	Nil

Common Shares

The Company's issued Common Shares are fully paid and not subject to any future call or assessment. In addition, all Common Shares rank equally as to voting rights, participation in a distribution of the assets of the Company on a liquidation, dissolution or winding-up of the Company and the entitlement to dividends. The holders of the Common Shares are entitled to receive notice of all meetings of shareholders and to attend and vote the shares at the meetings. Each Common Share carries with it the right to one vote. The Common Shares have no pre-emptive, conversion, exchange, redemption, retraction, purchase for cancellation or surrender provisions and there are no sinking fund provisions in relation to the Common Shares.

In the event of the liquidation, dissolution or winding-up of the Company or other distribution of its assets, the holders of the Common Shares will be entitled to receive, subject to the rights of holders of Preferred shares, on a pro rata basis, all of the assets remaining after the Company has paid out its liabilities. Distribution in the form of dividends, if any, will be set by the Board. See Item 6 "DIVIDENDS AND DISTRIBUTIONS" above for particulars of the Company's dividend policy.

Provisions as to the modification, amendment or variation of the rights attached to the capital of the Company are contained in the Company's Articles and the BCBCA. Generally speaking, substantive changes to the Company's share structure require the approval of the shareholders by either an ordinary (50% +1 of the votes cast) or special (at least 66 2/3% of the votes cast) resolution. However, in certain cases, the directors may, subject to the BCBCA, alter the Company's authorized and issued share structure to, inter alia, create one or more classes of shares or, if none of the shares of a class are allotted or issued, eliminate that class of shares; increase, reduce or eliminate the maximum number of shares that the Company is authorized to issue out of any class of shares; subdivide or consolidate all or any of its unissued, or fully paid issued, shares; or alter the identifying name of any of its shares.

Preferred Shares

Preferred Shares may be issued in one or more series and, with respect to the payment of dividends and the distribution of assets in the event that the Company is liquidated, dissolved or wound-up, rank prior to the Common Shares. Preferred Shares of each series rank on parity with the Preferred Shares of every other series. The Board has the authority to issue Preferred Shares in series and determine the price, number, designation, rights, privileges, restrictions and conditions, including dividend rights, redemption rights, conversion rights and voting rights, of each series without any further vote or action by shareholders. The holders of Preferred Shares do not have pre-emptive rights to subscribe for any issue of securities of the Company. Currently, the Company has no issued and outstanding Preferred Shares or plans to issue any such shares.

ITEM 8: MARKET FOR SECURITIES

8.1 Trading Price and Volume

The Common Shares of the Company currently trade on the TSXV in Canada under the symbol “GSVR” and are quoted on the OTCQX market in the United States under the symbol “GSVRF”.

The following table sets out the high and low sale prices and the volume of trading of the Common Shares on the TSXV on a monthly basis since the commencement of the Company’s fiscal year ended December 31, 2024.

Period	TSXV		
	C\$ High	C\$ Low	Volume
December 2024	0.21	0.165	9,367,983
November 2024	0.275	0.18	30,122,476
October 2024	0.315	0.225	27,975,015
September 2024	0.27	0.19	19,903,160
August 2024	0.29	0.2075	15,658,094
July 2024	0.33	0.2325	18,123,554
June 2024	0.32	0.24	11,770,342
May 2024	0.32	0.175	44,476,547
April 2024	0.31	0.175	33,543,230
March 2024	0.215	0.15	14,018,923
February 2024	0.20	0.155	4,747,317
January 2024	0.265	0.17	21,796,706

8.2 Prior Sales

The following table summarizes the issuance of securities convertible into or exercisable for Common Shares by the Company during the fiscal year ended December 31, 2024:

<u>Date of Issuance</u>	<u>Type of Security</u>	<u>Number of Securities</u>	<u>Issue / Exercise / Conversion Price C\$</u>
January 3, 2024	Restricted Share Units	120,000	n/a
February 15, 2024	Stock Options	4,965,000	\$0.20
February 28, 2024	Common Shares	1,658,912	\$0.25
March 15, 2024	Stock Options	4,200,000	\$0.20
March 15, 2024	Restricted Share Units	920,000	n/a
April 25, 2024	Stock Options	300,000	\$0.22
May 9, 2024	Common Shares	56,752,300	\$0.20
May 9, 2024	Warrants	56,752,300	\$0.30
May 9, 2024	Warrants	2,889,388	\$0.20
May 17, 2024	Common Shares	33,333	\$0.20
June 7, 2024	Common Shares	33,333	\$0.20
June 20, 2024	Common Shares	2,683,333	\$0.30
July 5, 2024	Common Shares	66,667	\$0.20
July 18, 2024	Common Shares	100,000	\$0.30
July 28, 2024	Common Shares	3,000,000	\$0.30
September 3, 2024	Stock Options	500,000	\$0.25
September 3, 2024	Restricted Share Units	40,000	n/a
October 29, 2024	Common Shares	38,175,020	\$0.24
October 29, 2024	Warrants	18,167,500	\$0.35
October 29, 2024	Warrants	1,840,020	\$0.24
October 30, 2024	Common Shares	5,506,530	\$0.245
October 30, 2024	Common Shares	10,081,555	\$0.25
November 12, 2024	Common Shares	172,500	\$0.41

ITEM 9: ESCROWED SECURITIES AND SECURITIES SUBJECT TO CONTRACTUAL RESTRICTION ON TRANSFER

As at December 31, 2024, to the knowledge of the directors and officers of the Company, no securities of the Company are subject to escrow or any contractual restriction on transfer.

ITEM 10: DIRECTORS AND OFFICERS

10.1 Name, Occupation and Security Holding

The following are the names and provinces/states and countries of residence of the directors and executive officers of the Company, the positions and offices they currently hold with the Company and their principal occupations within the five preceding years. Each director will hold office until the next annual general meeting of the Company unless his office is earlier vacated in accordance with the provisions of the BCBCA or the Articles of the Company. As at the date of this AIF, GSilver's directors and executive officers, as a group, beneficially owned, directly or indirectly, or exercised control over, a total of 19,292,638 Common Shares, representing approximately 4.1% of the issued and outstanding Common Shares.

Name, Province/State and Country of Residence and Position with Company	Principal Occupation during preceding 5 years	Date of first appointment as a Director of the Company
James Anderson ⁽³⁾ B.C., Canada <i>Chairman, CEO and Director</i>	Chairman and Chief Executive Officer, Guanajuato Silver Company Ltd., March 2019 to present; Director, Orestone Mining Corp., May 2019 to present; previously Chief Executive Officer, NuLegacy Gold Corporation (TSXV); July 2012 to April 2019	January 7, 2019
William T. Gehlen ^{(1) (2) (3)} B.C., Canada <i>Director</i>	Manager of Geology, Dakota Gold Corp. (AMEX)/JR Resources (Private Company), Jan. 2021 to present; Manager of Corporate Development, Gold Standard Ventures Corp. (TSX, NYSE American), April 2018 to Dec. 2020; Manager of Resource Development in the Americas, OceanaGold Corp. (TSX), 2013 to 2018; VP Exploration, Pacific Rim Mining Corp., 1997 to 2013. Certified Professional Geologist with the AIPG (CPG-10626).	March 31, 2020
Daniel Oliver, Jr. ^{(1) (2)} New York, U.S.A. <i>Director</i>	Managing Member of Myrmikan Gold Fund LLC (research/gold fund), New York, NY, since 2009; President of the Committee for Monetary Research & Education.	October 2, 2019
Miranda Werstiuk ⁽¹⁾ Ontario, Canada <i>Director</i>	Head of Origination of Monetary Metals & Co from August 15, 2024 to present; Senior Originator of Monetary Metals & Co. from November 13, 2023 to August 14, 2024; Director of Corporate Development of OCIM from February 2, 2020 to May 11, 2023; Senior Vice-President, Investment Banking of IBK Capital from 2011 to 2019.	April 25, 2024
Richard Silas ⁽²⁾ B.C., Canada <i>Vice-President, Corporate Development, Secretary and Director</i>	Vice-President, Corporate Development and Corporate Secretary, Guanajuato Silver Company Ltd., May 2021 to present; Corporate Secretary, Barksdale Resources Corp. (TSXV) August 2016 to February 2021 (previously President and director of Barksdale from June 2015 to April 2019); CEO, CFO and director of Sanibel Ventures Corp. (NEX), October 2017 to present; Director and Corporate Secretary, Northern Lion Gold Corp. (TSXV), September 2019 to present; Principal of Universal Solutions Inc., private company providing management and administration services to TSX Venture Exchange issuers, 1997 to present.	October 18, 2019

Name, Province/State and Country of Residence and Position with Company	Principal Occupation during preceding 5 years	Date of first appointment as a Director of the Company
Danny Lee B.C., Canada <i>Chief Financial Officer</i>	Chartered Professional Accountant, 1993 to present; Chief Financial Officer, Guanajuato Silver Company Ltd., January 2024 to present. Chief Financial Officer, Newcore Gold Ltd., December 2020 to present.	N/A
Carlos A. Silva Guanajuato, Mexico <i>Chief Operating Officer</i>	Chief Operating Officer of the Company from November 2023 to the present; Chief Executive Officer/Chief Operating Officer of Santacruz Silver from 2017 to August 2023.	N/A

- (1) Member of audit committee. Miranda Werstiuk is the Chair of the audit committee.
- (2) Member of corporate governance and compensation committee. Daniel Oliver, Jr. is the Chair of the corporate governance and compensation committee.
- (3) Member of health and safety committee. William T. Gehlen is the Chair of the health and safety committee.

The Company does not have an executive committee. Pursuant to the provisions of the BCBCA and applicable securities legislation, the Company is required to have an audit committee whose members are Ramon Davila (Chair), Daniel Oliver, Jr. and William T. Gehlen. See Item 17.2 “ADDITIONAL INFORMATION - *Audit Committee*” below.

The Company has also appointed a corporate governance and compensation committee and a health and safety committee whose members are as follows:

Name of Committee	Members of Committee
Corporate Governance and Compensation Committee	Daniel Oliver, Jr. (Chair) William T. Gehlen Richard Silas
Health and Safety Committee	William T. Gehlen (Chair) James Anderson

As of the date of this AIF, the directors and executive officers of the Company, as a group, beneficially owned, controlled or directed, directly or indirectly, approximately 19,292,638 Common Shares representing 3% of the total issued and outstanding Common Shares of the Company. The number of Common Shares owned, directed or controlled by the directors and executive officers of the Company is not within the knowledge of the Company and has been furnished by the respective individuals, or has been extracted from the register of shareholdings maintained by the Company’s transfer agent or from insider reports filed by the individuals and available through the Internet at www.sedi.ca.

10.2 Cease Trade Orders, Bankruptcies, Penalties or Sanctions

Corporate Cease Trade Orders

Except as disclosed below, no director or executive officer of the Company is, or within the ten years prior to the date of this AIF, has been, a director, chief executive officer or chief financial officer of any other issuer that was the subject of a cease trade or similar order, or an order that denied the other issuer access to any statutory exemptions, for a period of more than thirty consecutive days:

- (a) while that person was acting as a director, chief executive officer or chief financial officer; or

- (b) after that person ceased acting as a director, chief executive officer or chief financial officer which resulted from an event that occurred while that person was acting in that capacity.

Richard Silas is the Chief Executive Officer and a director of Sanibel Ventures Corp., a capital pool company that was suspended from trading by the TSXV on July 30, 2020 for failure to complete a qualifying transaction within 24 months of its listing in accordance with TSXV policy.

Danny Lee was the Chief Financial Officer of Interfield Global Software Inc. which on April 8, 2024, the BCSC issued a failure to file cease trade order (“FFCTO”) as a result of the company failing to meet the prescribed filing deadline of April 2, 2024 for the fiscal year end 2023 Annual Filings. On June 14, 2024, these Annual Filings were completed and filed and the FFCTO was rescinded.

Corporate Bankruptcies

No director, executive officer or securityholder holding a sufficient number of securities of the Company to affect materially the control of the Company, is, or within the ten years prior to the date of this AIF has been, a director or executive officer of any other issuer that, while that person was acting in that capacity, or within one year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets.

Penalties or Sanctions

Except as disclosed below, no director, executive officer or securityholder holding a sufficient number of securities to materially affect the control of the Company has, to the knowledge of the Company, been subject to any penalties or sanctions imposed by a court relating to Canadian securities legislation or by a Canadian securities regulatory authority or has entered into a settlement agreement with a Canadian securities regulatory authority or been subject to any other penalties or sanctions imposed by a court or regulatory body that would likely to be considered important to a reasonable investor in making an investment decision.

On April 29, 2013, Mr. Silas was fined \$8,000 by the Autorité des marchés financiers in Quebec for failure to file insider reports within the prescribed time periods in respect of changes in his control over securities of Northern Star Mining Corp., a reporting issuer whose common shares were previously listed for trading on a predecessor to the TSXV, in November 2008 and April 2010. Such fine has been paid in full.

Personal Bankruptcies

No director, executive officer or securityholder holding a sufficient number of securities of the Company to affect materially the control of the Company has, within the ten years prior to the date of this AIF, to the knowledge of the Company, become bankrupt, made a proposal under any legislation relating to bankruptcy or insolvency, or been subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold his or her assets.

10.3 Conflicts of Interest

The directors and officers of the Company may, from time to time, serve as directors or officers of other issuers or organizations or may be involved with the business and operations of other issuers or organizations, in which case a conflict of interest may arise between their duties as a director or officer of the Company and their duties as a director or officer of such other issuers or organizations. In particular, certain of the directors and officers of the Company are involved in executive or director positions with other mineral exploration or mining companies whose operations may, from time to time, be in direct competition with those of the Company or with entities which may, from time to time, provide financing to, or make equity investments in, competitors of the Company. See Item 10.1 “*Name, Occupation and Security Holding*” above for a description of certain other mineral exploration or mining companies in which the directors and officers of the Company are currently involved with.

The directors and officers of the Company are aware of the existence of laws governing accountability of directors and officers for corporate opportunity and requiring disclosure by directors of conflicts of interest and the Company will rely upon such laws in respect of any directors' or officers' conflicts of interest or in respect of any breaches of duty by any of its directors or officers. All such conflicts will be disclosed by such directors or officers in accordance with the BCBCA and they will govern themselves in respect thereof to the best of their ability in accordance with the obligations imposed upon them by law.

Save and except as aforesaid or otherwise disclosed in this AIF, in the notes to the Financial Statements, or in the MD&A, to the Company's knowledge, there are no known existing or potential conflicts of interest between the Company and any director or officer of the Company.

See also Item 5.2 "DESCRIPTION OF THE BUSINESS - *Risk Factors – Potential Conflicts of Interest*" and Item 13 "INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS".

ITEM 11: PROMOTERS

Since January 1, 2023 no person or company has acted as a promoter of the Company.

ITEM 12: LEGAL PROCEEDINGS AND REGULATORY ACTIONS

12.1 Legal Proceedings

The Company is not and was not a party to, and its property is not and was not the subject of, any legal proceedings involving a claim for damages exceeding 10% or more of the Company's current assets during the fiscal year ended December 31, 2024 and no such proceedings are known by the Company to be contemplated.

12.2 Regulatory Actions

There were no penalties or sanctions imposed against, or settlement agreements with any court or securities regulatory authority relating to securities legislation entered into by, the Company or any other penalties or sanctions imposed by a court or regulatory body against the Company during the fiscal year ended December 31, 2024 that would likely be considered important to a reasonable investor in making an investment decision.

ITEM 13: INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Other than as disclosed below or elsewhere in this AIF, in the notes to the Financial Statements, or in the MD&A, no director or executive officer of the Company, and no shareholder holding of record or beneficially, directly or indirectly, more than 10% of the Company's outstanding Common Shares, and none of the respective associates or affiliates of any of the foregoing, had any material interest, direct or indirect, in any transaction with the Company or in any proposed transaction within the three most recently completed financial years or the current financial year of the Company that has materially affected or is reasonably expected to materially affect the Company, save and except as follows:

1. On March 6, 2024 the Company settled outstanding debts owing to certain officers and directors through the issuance of Common Shares at a price of C\$0.25 per share as follows: (i) James Anderson - C\$15,000 settled for 60,000 Common Shares; and (ii) Universal Solutions Inc. (a company controlled by Richard Silas) - C\$15,000 settled for 60,000 Common Shares.

Each of the above transactions constituted a "related party transaction" within the meaning of MI 61-101. However, in each case, the Company relied on one of the following exemptions from the formal valuation and minority shareholder approval requirements of MI 61-10:

- (a) Sections 5.5(a) and 5.7(1)(a) – on the basis that neither the fair market value of the transaction nor the fair market value of the Common Shares issued to the related parties in the transaction exceeded 25% of the Company's then market capitalization; or

- (b) Section 5.5(b) and 5.7(1)(b – at the time of the transaction (i) the Common Shares of the Company were not listed or quoted on the Toronto Stock Exchange, Aequitas NEO Exchange Inc., the New York Stock Exchange, the American Stock Exchange, the NASDAQ Stock Market, or a stock exchange outside of Canada and the United States other than the Alternative Investment Market of the London Stock Exchange or the PLUS markets operated by PLUS Markets Group plc, and (ii) neither the fair market value of the Common Shares issued nor the consideration received for such Common Shares, insofar as the transaction involved related parties, exceeded C\$2,500,000.

ITEM 14: TRANSFER AGENT AND REGISTRAR

The registrar and transfer agent for the Common Shares of the Company is Odyssey Trust Company at its principal offices in Vancouver, B.C. and Calgary, Alberta.

ITEM 15: MATERIAL CONTRACTS

Other than contracts entered into in the ordinary course of business, the only material contracts entered into by the Company since the commencement of the Company's fiscal year ended December 31, 2024 or before such time that are still in effect are as follows:

1. Asset purchase agreement dated March 16, 2021 among OMPSA, as purchaser, CMDIC, as vendor, GSilver and Endeavour with respect to the acquisition of the El Cubo Project. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Overview*."
2. Share purchase agreement dated June 29, 2022 between the Company, as purchaser, and Great Panther, as vendor, with respect to the Company's acquisition of 100% of the issued and outstanding shares of MMR. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*".
3. Warrant indenture dated as of July 21, 2022 between the Company and Odyssey, as warrant agent, with respect to share purchase warrants issued in connection with the 2022 SR Financing. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*".
4. Concentrate prepayment agreement dated August 22, 2022 between the Company and Ocean Partners with respect to, inter alia, the 2022 OP Facility. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2022*".
5. Prepaid gold and silver purchase agreement dated March 16, 2023 between the Company and OCIM with respect to the 2023 OCIM Facility. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2023*".
6. Underwriting agreement dated August 10, 2023 between the Company and Cantor Fitzgerald Canada Corporation, as sole underwriter and bookrunner with respect to the August 2023 Financing. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2023*".
7. Warrant indenture dated August 10, 2023 between the Company and Odyssey, as warrant agent, with respect to share purchase warrants issued in connection with the August 2023 Financing. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2023*".
8. Expanded 2023 OP Gold Loan between the Company and Ocean Partners. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2024*".
9. Agency agreement dated May 9, 2024 between the Company and the May 2024 Agents with respect to the May 2024 Offering. See Item 4.1 "GENERAL DEVELOPMENT OF THE BUSINESS – *Three Year History – Financial Year Ended December 31, 2024*".

10. Warrant indenture dated May 9, 2024 between the Company and Odyssey, as warrant agent, with respect to share purchase warrants issued in connection with the May 2024 Offering. See Item 4.1 “*GENERAL DEVELOPMENT OF THE BUSINESS – Three Year History – Financial Year Ended December 31, 2024*”.
11. Distribution Agreement dated November 28, 2024 between the Company and Research Capital Corporation with respect to the ATM Program. See Item 4.1 “*GENERAL DEVELOPMENT OF THE BUSINESS – Three Year History – Financial Year Ended December 31, 2024*”.

ITEM 16: INTERESTS OF EXPERTS

16.1 Names of Experts

The following table lists the persons and companies who have prepared or certified a report, valuation, statement or opinion described or included in a filing, or referred to in a filing, made under NI 51-102 by the Company during the fiscal year ended December 31, 2024 or subsequent thereto:

Name of Individual or Company	Document Prepared or Certified
KPMG LLP Chartered Professional Accountants	Independent Auditor's Report in respect of the audited consolidated financial statements of the Company as at December 31, 2024 and December 31, 2023 and for the years then ended
Michael B. Dufresne, M.Sc., P. Geo, P. Geo Christopher W. Livingstone, B. Sc., P. Geo Fallon T. Clarke, B. Sc., P. Geo, James L. Pearson, P. Eng	2024 San Ignacio Report dated March 7, 2024 (effective date December 31, 2023)
Michael B. Dufresne, M.Sc., P. Geo, P. Geo Christopher W. Livingstone, B. Sc., P. Geo Fallon T. Clarke, B. Sc., P. Geo Warren E. Black, M.Sc., P. Geo James L. Pearson, P. Eng	2025 El Cubo Report dated January 16, 2025 (effective date August 1, 2024)
Michael B. Dufresne, M.Sc., P. Geo, P. Geo Christopher W. Livingstone, B. Sc., P. Geo, James L. Pearson, P. Eng of P&E	2024 Topia Report dated April 27, 2024 (effective date December 31, 2023)
Michael B. Dufresne, M.Sc., P. Geo, P. Geo Christopher W. Livingstone, B. Sc., P. Geo Fallon T. Clarke, B. Sc., P. Geo, James L. Pearson, P. Eng of P&E	2024 Valenciana Report dated March 7, 2024 (effective date December 31, 2023)

The scientific and technical disclosure in this AIF regarding the El Cubo-Villalpando Mine Complex and all figures and tables included under Item 5.4 “*DESCRIPTION OF THE BUSINESS - Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico*” have been extracted or derived from the 2025 El Cubo Report dated January 16, 2025 (effective date August 1, 2024) and prepared by Michael B. Dufresne, M.Sc., P. Geo, P. Geo; Christopher W. Livingstone, B. Sc., P. Geo; Warren E. Black, M.Sc., P. Geo; Fallon T. Clarke, B. Sc., P. Geo; and James L. Pearson, P. Eng, each a qualified person as defined in NI 43-101, save and except for and as updated by the section “*DESCRIPTION OF THE BUSINESS - Mineral Projects – El Cubo-Villalpando Mine Complex, Guanajuato, Mexico – 2024 Update*” or as otherwise noted.

The scientific and technical disclosure in this AIF regarding the San Ignacio and all figures and tables included under Item 5.4 “*DESCRIPTION OF THE BUSINESS - Mineral Projects – San Ignacio, Guanajuato, Mexico*” have been extracted or derived from the 2024 San Ignacio Report dated March 7, 2024 (effective date December 31, 2023) and prepared by Michael B. Dufresne, M.Sc., P. Geo, P. Geo; Christopher W. Livingstone, B. Sc., P. Geo; Fallon T. Clarke, B. Sc., P. Geo; and James L. Pearson, P. Eng, each a qualified person as defined in NI 43-101, save and except for and as updated by the section “*DESCRIPTION OF THE BUSINESS - Mineral Projects – San Ignacio, Guanajuato, Mexico – 2024 Update*” or as otherwise noted.

The scientific and technical disclosure in this AIF regarding the Valenciana Mines Complex and all figures and tables included under Item 5.4 “*DESCRIPTION OF THE BUSINESS - Mineral Projects – Valenciana Mines Complex, Guanajuato, Mexico*” have been extracted or derived from the 2024 Valenciana Report dated March 7, 2024 (effective

date December 31, 2023) and prepared by Michael B. Dufresne, M.Sc., P. Geo, P. Geol; Christopher W. Livingstone, B. Sc., P. Geo; Fallon T. Clarke, B. Sc., P. Geo; and James L. Pearson, P. Eng, each a qualified person as defined in NI 43-101, save and except for and as updated by the section “DESCRIPTION OF THE BUSINESS - *Mineral Projects – Valenciana Mines Complex, Guanajuato, Mexico – 2024 Update*” or as otherwise noted.

The scientific and technical disclosure in this AIF regarding the Topia Property and all figures and tables included under Item 5.4 “DESCRIPTION OF THE BUSINESS - *Mineral Projects – Topia Property, Durango, Mexico*” have been extracted or derived from the 2024 Topia Report dated March 7, 2023 (effective date December 31, 2023) prepared by Michael B. Dufresne, M.Sc., P. Geo, P. Geol; Christopher W. Livingstone; and James L. Pearson, P. Eng, each a qualified person as defined in NI 43-101, save and except for and as updated by the section “DESCRIPTION OF THE BUSINESS - *Mineral Projects – Topia Property, Durango, Mexico – 2024 Update*” or as otherwise noted.

The remainder of scientific and technical disclosure contained in this AIF has been reviewed and approved by William Gehlen, a Director of Guanajuato Silver, is a Certified Professional Geologist with the American Institute of Professional Geologists (No. 10626), and a Qualified Person as defined by NI 43-101.

16.2 Interests of Experts

To the best knowledge of the Company, except for Mr. Gehlen, none of the qualified persons referenced above, or any director, officer, employee or partner thereof, as applicable, received or has received a direct or indirect interest in the property of the Company or of any associate or affiliate of the Company. As at the date hereof, the aforementioned persons (except for Mr. Gehlen), and the directors, officers, employees and partners, as applicable, of each of the aforementioned companies and partnerships beneficially own, directly or indirectly, in the aggregate, less than one percent of the securities of the Company. Except for Mr. Gehlen, none of the qualified persons referenced above is or is expected to be elected, appointed or employed as a director, officer or employee of the Company or any associate or affiliate of the Company. Mr. Gehlen is a Director of the Company and he holds 306,025 Common Shares of the Company.

The Company’s independent auditor is KPMG LLP, Chartered Professional Accountants, at its office located at 777 Dunsmuir Street, 11th floor, Vancouver, British Columbia, V7Y 1K3. KPMG LLP is independent with respect to the Company within the meaning of the relevant rules and related interpretations prescribed by the relevant professional bodies in Canada and any applicable legislation or regulation.

ITEM 17: ADDITIONAL INFORMATION

17.1 Additional Information

Additional information including directors’ and officer’s remuneration and indebtedness, principal holders of the Company’s securities, securities authorized for issuance under equity compensation plans, and corporate governance practices, is contained in the Company’s management information circular dated May 14, 2024 for the Company’s 2024 annual general meeting of shareholders held on June 28, 2024.

Additional financial information is also provided in the Company’s Financial Statements and related MD&A for its fiscal year ended December 31, 2024.

Additional information relating to the Company may be found on SEDAR+ at www.sedarplus.ca.

17.2 Audit Committee

National Instrument 52-110 *Audit Committees* of the Canadian Securities Administrators (“**NI 52-110**”) requires the Company to disclose annually in its AIF certain information concerning the constitution of its audit committee and its relationship with its external auditor as set forth below.

1. The Audit Committee Charter

The Company's audit committee is governed by an audit committee charter, the text of which is attached as Schedule "A" to this AIF.

2. Composition of Audit Committee

The Company's audit committee is currently comprised of three directors, Miranda Werstiuk (Chair), Daniel Oliver, Jr. and William Gehlen, of which all three committee members are considered "independent" as that term is defined in applicable securities legislation.

All three members of the Company's audit committee have the ability to read and understand financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company's financial statements and are therefore considered "financially literate".

3. Relevant Education and Experience

All of the audit committee members are business persons with experience in financial matters; each has an understanding of accounting principles used to prepare financial statements and varied experience as to general application of such accounting principles, as well as the internal controls and procedures necessary for financial reporting, garnered from working in their individual fields of endeavor.

Ms. Werstiuk has over 30 years of experience as an innovative corporate finance and investment banking professional working within the resource sector. Ms. Werstiuk has acquired financial literacy through her significant experience in the finance industry. From 2011 to 2019, as Senior Vice-President, Investment Banking for the Canadian investment banking firm IBK Capital, Ms. Werstiuk led financing initiatives consisting primarily of debt and equity transactions totaling in excess of US\$200 million. In 2020, she joined Geneva-based OCIM, a strategic assets financier and precious metals trader; as Director of Corporate Development, Ms. Werstiuk identified investment opportunities and designed and implemented alternative financing products and strategies. Most recently, she is the founder of Fuchsia Capital Advisors, a boutique financial advisory firm focused on the resource sector. A graduate of Queen's University, Ms. Werstiuk has been a member of the Toronto Chapter of "Women in Mining" (WIM) since 2017, holding various executive roles, including Co-Vice Chair, and helping to grow the organization into Canada's most influential association focused on advancing the role of women within the mining industry. She is also a member in good standing of WIM UK, PDAC and CIM, as well as the Artemis Project, which is a coalition of Canadian women entrepreneurs in the mining industry focused on advancing and supporting women within the mining sector. Miranda is Chair, Program Advisory Group of the planetGOLD program - a global partnership with governments, the private sector, and artisanal and small-scale gold mining (ASGM) communities to improve the production practices and work environment of artisanal and small-scale miners, with the aim to reduce mercury use in ASGM.

Daniel Oliver, Jr. manages Myrmikan Gold Fund LLC of New York, NY, which actively invests in the precious metals mining sector. Mr. Oliver also serves as President of the Committee for Monetary Research & Education, an organization founded by prominent economists and businessmen in 1970 in opposition to the Bretton Woods monetary system. His articles have been published in Forbes.com, The Wall Street Journal, The Washington Times, Real Clear Markets, National Review Online, among others, and he speaks frequently at precious metals conferences. Mr. Oliver has a J.D. from Columbia Law School and an MBA from INSEAD.

William Gehlen has over 40 years experience in minerals exploration and holds a Master of Science (Geology) from the University of Idaho and a Bachelor of Science (Geology) from the University of Oregon and currently serves as Manager of Geology for JR Resources Corp (private company). From April 2018 to Dec 2020, Mr. Gehlen was Manager of Corporate Development for Gold Standard Ventures Corp. (TSX and NYSE American). From 2013 to 2018, Mr. Gehlen was Manager of Resource Development for OceanaGold Corp. (TSX) and prior to that he served as Vice-President of Exploration for Pacific Rim Mining Corp. where he managed all aspects of mineral exploration for Pacific Rim and was in charge of exploration at the El Dorado gold deposit in El Salvador, and the Diablillos silver-gold deposit in Argentina.

4. Audit Committee Oversight

Since the commencement of the Company's most recently completed financial year ended December 31, 2024, the Board has not failed to adopt a recommendation of the audit committee to nominate or compensate an external auditor.

5. Reliance on Certain Exemptions

Since the commencement of the Company's most recently completed financial year ended December 31, 2024, the Company has not relied on the exemptions contained in sections 2.4 or 8 of NI 52-110. Section 2.4 provides an exemption from the requirement that the audit committee must pre-approve all non-audit services to be provided by the auditor, where the total amount of fees related to the non-audit services are not expected to exceed 5% of the total fees payable to the auditor in the fiscal year in which the non-audit services were provided. Section 8 permits a company to apply to a securities regulatory authority for an exemption from the requirements of NI 52-110, in whole or in part.

6. Pre-Approval Policies and Procedures

The audit committee has not adopted specific policies and procedures for the engagement of non-audit services. Subject to the requirements of NI 52-110, the engagement of non-audit services is considered by the audit committee and, where applicable, the Board, on a case-by-case basis.

7. External Audit Service Fees (By Category)

In the following table, "audit fees" are fees billed by the Company's external auditor for services provided in auditing the Company's annual financial statements for the subject year. "Audit-related fees" are fees not included in audit fees that are billed by the auditor for assurance and related services that are reasonably related to the performance of the audit or review of the Company's financial statements. "Tax fees" are fees billed by the auditor for professional services rendered for tax compliance, tax advice and tax planning. "All other fees" are fees billed by the auditor for products and services not included in the foregoing categories.

The fees paid by the Company to KPMG LLP, the Company's auditor, for services rendered to the Company in 2024 and 2023, by category, are as follows:

Financial Period Ending	Audit Fees	Audit Related Fees	Tax Fees	All Other Fees
December 31, 2024	\$640,409	Nil	Nil	Nil
December 31, 2023	\$539,000	\$21,000	Nil	Nil

8. Exemption

The Company is relying on the exemption provided by section 6.1 of NI 52-110, which provides that the Company, as a venture issuer, is not required to comply with Part 3 (Composition of the Audit Committee) and Part 5 (Reporting Obligations) of NI 52-110

Schedule "A"

GUANAJUATO SILVER COMPANY LTD. AUDIT COMMITTEE CHARTER

Purpose

The overall purpose of the Audit Committee (the "**Audit Committee**") of Guanajuato Silver Company Ltd. (the "**Company**") is to ensure that the Company's management has designed and implemented an effective system of internal financial controls, to review and report on the integrity of the consolidated financial statements and related financial disclosure of the Company, and to review the Company's compliance with regulatory and statutory requirements as they relate to financial statements, taxation matters and disclosure of financial information. It is the intention of the Board that through the involvement of the Committee, the external audit will be conducted independently of the Company's management to ensure that the independent auditors serve the interests of Shareholders rather than the interests of management of the Company. The Committee will act as a liaison to provide better communication between the Board and the external auditors. The Committee will monitor the independence and performance of the Company's independent auditors.

Composition, Procedures and Organization

- The Committee shall consist of at least three members of the Board of Directors (the "Board").
- At least two members of the Committee shall be independent, and the Committee shall endeavor to appoint a majority of independent directors to the Committee, who in the opinion of the Board, would be free from a relationship which would interfere with the exercise of the Committee members' independent judgment. At least one member of the Committee shall have accounting or related financial management expertise. All members of the Committee that are not financially literate will work towards becoming financially literate to obtain a working familiarity with basic finance and accounting practices applicable to the Company. For the purposes of this Charter, an individual is financially literate if he or she has the ability to read and understand a set of financial statements that present a breadth and level of complexity of accounting issues that are generally comparable to the breadth and complexity of the issues that can reasonably be expected to be raised by the Company's financial statements.
- The Board, at its organizational meeting held in conjunction with each annual general meeting of the shareholders, shall appoint the members of the Committee for the ensuing year. The Board may at any time remove or replace any member of the Committee and may fill any vacancy in the Committee.
- Unless the Board shall have appointed a chair of the Committee, the members of the Committee shall elect a chair and a secretary from among their number.
- The quorum for meetings shall be a majority of the members of the Committee, present in person or by telephone or other telecommunication device that permits all persons participating in the meeting to speak and to hear each other.
- The Committee shall have access to such officers and employees of the Company and to the Company's external auditors, and to such information respecting the Company, as it considers to be necessary or advisable in order to perform its duties and responsibilities.
- Meetings of the Committee shall be conducted as follows:
 - (a) the Committee shall meet at least four times annually at such times and at such locations as may be requested by the chair of the Committee. The external auditors or any member of the Committee may request a meeting of the Committee;
 - (b) the external auditors shall receive notice of and have the right to attend all meetings of the Committee; and

- (c) management representatives may be invited to attend all meetings except private sessions with the external auditors.
- (8) The internal auditors and the external auditors shall have a direct line of communication to the Committee through its chair and may bypass management if deemed necessary. The Committee, through its chair, may contact directly any employee in the Company as it deems necessary, and any employee may bring before the Committee any matter involving questionable, illegal or improper financial practices or transactions.

Role and Responsibilities

- (1) The overall duties and responsibilities of the Committee shall be as follows:
 - (a) to assist the Board in the discharge of its responsibilities relating to the Company's accounting principles, reporting practices and internal controls and its approval of the Company's annual and quarterly consolidated financial statements and related financial disclosure;
 - (b) to establish and maintain a direct line of communication with the Company's internal and external auditors and assess their performance;
 - (c) to ensure that the management of the Company has designed, implemented and is maintaining an effective system of internal financial controls; and
 - (d) to report regularly to the Board on the fulfilment of its duties and responsibilities.
- (2) The duties and responsibilities of the Committee as they relate to the external auditors shall be as follows:
 - (a) to recommend to the Board a firm of external auditors to be engaged by the Company, and to verify the independence of such external auditors;
 - (b) to review and approve the fee, scope and timing of the audit and other related services rendered by the external auditors;
 - (c) review the audit plan of the external auditors prior to the commencement of the audit;
 - (d) to review with the external auditors, upon completion of their audit:
 - A. contents of their report;
 - B. scope and quality of the audit work performed;
 - C. adequacy of the Company's financial and auditing personnel;
 - D. co-operation received from the Company's personnel during the audit;
 - E. internal resources used;
 - F. significant transactions outside of the normal business of the Company;
 - G. significant proposed adjustments and recommendations for improving internal accounting controls, accounting principles or management systems; and
 - H. the non-audit services provided by the external auditors;
 - (e) to discuss with the external auditors the quality and not just the acceptability of the Company's accounting principles; and
 - (f) to implement structures and procedures to ensure that the Committee meets the external auditors on a regular basis in the absence of management.
- (3) The duties and responsibilities of the Committee as they relate to the internal control procedures of the Company are to:
 - (a) review the appropriateness and effectiveness of the Company's policies and business practices which impact on the financial integrity of the Company, including those relating to internal auditing,

insurance, accounting, information services and systems and financial controls, management reporting and risk management;

- (b) review compliance under the Company's business conduct and ethics policies and to periodically review these policies and recommend to the Board changes which the Committee may deem appropriate;
 - (c) review any unresolved issues between management and the external auditors that could affect the financial reporting or internal controls of the Company; and
 - (d) periodically review the Company's financial and auditing procedures and the extent to which recommendations made by the internal audit staff or by the external auditors have been implemented.
- (4) The Committee is also charged with the responsibility to:
- (a) review the Company's quarterly statements of earnings, including the impact of unusual items and changes in accounting principles and estimates and report to the Board with respect thereto;
 - (b) review and approve the financial sections of:
 - A. the annual report to Shareholders;
 - B. the annual information form, if required;
 - C. annual and interim MD&A;
 - D. prospectuses;
 - E. news releases discussing financial results of the Company; and
 - F. other public reports of a financial nature requiring approval by the Board, and report to the Board with respect thereto;
 - (c) review regulatory filings and decisions as they relate to the Company's consolidated financial statements;
 - (d) review the appropriateness of the policies and procedures used in the preparation of the Company's consolidated financial statements and other required disclosure documents, and consider recommendations for any material change to such policies;
 - (e) review and report on the integrity of the Company's consolidated financial statements;
 - (f) review the minutes of any audit committee meeting of subsidiary companies;
 - (g) review with management, the external auditors and, if necessary, with legal counsel, any litigation, claim or other contingency, including tax assessments that could have a material effect upon the financial position or operating results of the Company and the manner in which such matters have been disclosed in the consolidated financial statements;
 - (h) review the Company's compliance with regulatory and statutory requirements as they relate to financial statements, tax matters and disclosure of financial information; and
 - (i) develop a calendar of activities to be undertaken by the Committee for each ensuing year and to submit the calendar in the appropriate format to the Board of Directors following each annual general meeting of shareholders.
- (5) The Committee shall have the authority:
- (a) to engage independent counsel and other advisors as it determines necessary to carry out its duties,
 - (b) to set and pay the compensation for any advisors employed by the Committee; and
 - (c) to communicate directly with the internal and external auditors.