

**NEW BREAK RESOURCES LTD.
MANAGEMENT'S DISCUSSION AND ANALYSIS
FOR THE YEAR ENDED DECEMBER 31, 2025**

General

The following management's discussion and analysis ("**MD&A**") of the financial condition and results of the operations of New Break Resources Ltd. ("**New Break**", or the "**Company**") constitutes management's review of the factors that affected the Company's financial and operating performance for the years ended December 31, 2025 and 2024. This MD&A was written to comply with the requirements of National Instrument 51-102 – Continuous Disclosure Obligations. This discussion should be read in conjunction with the audited annual financial statements of the Company for the years ended December 31, 2025 and 2024, together with the notes thereto ("the **financial statements**"). Results are reported in Canadian dollars, unless otherwise noted.

The financial statements and the financial information contained in this MD&A were prepared in accordance with International Financial Reporting Standards ("**IFRS**") as issued by the International Accounting Standards Board ("**IASB**") and interpretations of the IFRS Interpretations Committee ("**IFRIC**"). Please refer to Note 3 of the annual audited financial statements as at and for the years ended December 31, 2025 and 2024 for disclosure of the Company's material accounting policies.

The audit committee of the Company has reviewed this MD&A and the financial statements for the year ended December 31, 2025 and the Company's Board of Directors approved these documents prior to their release.

This MD&A is dated April 28, 2026 and is current to that date.

Additional information relating to the Company is available free of charge on the System for Electronic Document Analysis and Retrieval Plus ("**SEDAR+**") website at www.sedarplus.ca, on New Break's website at www.newbreaksources.ca and under the Company's profile on the Canadian Securities Exchange ("**CSE**") website at www.thecse.com.

Caution Regarding Forward Looking Information

This MD&A includes certain statements that may be deemed "forward-looking statements". All statements in this discussion, other than statements of historical fact, that address future exploration activities and events or developments that the Company expects, are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements.

Qualified Person

Technical information contained in this MD&A has been prepared by or under the supervision of Peter C. Hubacheck, P. Geo., consulting geologist to New Break, who is a "Qualified Person" for the purpose of National Instrument 43-101 Standards of Disclosure for Mineral Projects ("**NI 43-101**"). He has verified the data comprising such technical information, including sampling, analytical and test data underlying the information or opinions contained herein.

Overview

New Break was incorporated under the name “8861587 Canada Corporation” under the laws of Canada on April 18, 2014. Effective December 28, 2018, the Company changed its name to New Break Resources Ltd. On November 24, 2021, New Break was also registered as Extra-Territorial in Nunavut, Canada. On September 7, 2022, the Company became listed on the Canadian Securities Exchange (“CSE”) and trades under the symbol **NBRK**. On March 25, 2026, the Company became listed on the OTCQB Venture Market in the United States and trades under the symbol **NBRKF** and on March 13, 2026, the Company became listed on the Frankfurt Stock Exchange in Germany and trades under the symbol **O91**. The address of the Company's corporate office and principal place of business is 110 Yonge Street, Suite 1601 Toronto, Ontario, M5C 1T4, Canada.

Description of the Business

New Break is a Canadian mineral exploration and evaluation stage company, focused on gold exploration at its 100% owned Moray property (“**Moray**”). The Moray property covers approximately 23,145 hectares of contiguous mineral claims, along with an additional 4,432 hectares of nearby mineral claims within the southern world-class Abitibi greenstone belt, 49 km southeast of Timmins, Ontario and 32 km northwest of the Young-Davidson gold mine operated by Alamos Gold Inc.

In 2025, New Break completed a maiden drilling program at Moray, comprised of 2,924 metres in 12 drillholes (Q3 2025 – 1,502 metres in six drillholes and Q4 2025 – 1,422 metres in six drillholes), which resulted in a **significant gold discovery in the Zavitz zone** with the following highlights:

NBR-25-04 – **1.04 g/t Au over 86.7 m** (100.3 - 187.0 m), incl. **3.35 g/t Au over 14.8 m** (100.3 - 115.1 m);

NBR-25-05 – **3.17 g/t Au over 43.0 m** (72.0 - 115.0 m), incl. **4.11 g/t Au over 31.3 m** (83.0 - 114.3 m);

NBR-25-09 – **1.57 g/t Au over 70.7 m** (95.8 - 166.5 m), incl. **3.78 g/t Au over 20.5 m** (146.0 - 166.5 m); and

NBR-25-10 – **2.00 g/t Au over 38.0 m** (68.0 - 106.0 m).

2026 Exploration Plan - With continuity of gold mineralization in the Zavitz zone now apparent, in late January 2026, New Break commenced the first phase of 2026 drilling at Moray, comprised of 3,376 metres in 22 drillholes, which was completed on April 4, 2026. Assays are pending. In total, New Break plans to drill 10,000+ metres at Moray in 2026, aimed at expanding the extent of mineralization in the Zavitz zone and to a limited extent, testing high priority drill targets that have yet to be tested.

Sundog Gold Project and Investment in Guardian Exploration Inc.

Effective April 30, 2025, New Break sold its 9,415-hectare Sundog gold project (“**Sundog**”) located in Kivalliq, Nunavut on Inuit Owned Land, to Guardian Exploration Inc. (“**Guardian**”). **New Break has retained a 20% carried interest in Sundog** through an option to repurchase 20% of the project at any time for \$1. All obligations under the mineral exploration agreement with the Inuit are the responsibility of Guardian, as is the obligation to bear 100% of the cost of exploration expenditures. New Break would only be required to fund its 20% of mine construction, if and when a development decision is made. New Break also owns 6,000,000 common shares of Guardian (**TSX-V: GX**), representing approximately 5.4% of Guardian’s outstanding share capital, having a closing value of \$1,920,000 as at April 28, 2026.

OPERATIONAL HIGHLIGHTS

Moray Gold Project 2025 and 2026 Exploration

- On July 12, 2025, New Break commenced a 1,502 metre maiden drilling program in six drillholes at its Moray gold project, which was completed August 14, 2025. On September 17, 2025, New Break announced the assay results which included **3.17 g/t Au over 43.0 metres in NBR-25-05** and **1.04 g/t Au over 86.7 metres in NBR-25-04**, resulting in a gold discovery.
- On September 29, 2025, New Break commenced a downhole Mise a la Masse survey in discovery drillholes NBR-25-04 and NBR-25-05. The survey was completed on October 9, 2025, with the results announced in a news release dated November 7, 2025.
- On October 21, 2025, New Break commenced a second phase of 2025 drilling at Moray, consisting of an additional six drillholes totaling 1,422 metres, with the drilling completed on December 5, 2025. On December 17, 2025, New Break announced the assay results which included **1.57 g/t Au over 70.5 metres in NBR-25-09** and **2.00 g/t Au over 38.0 metres in NBR-25-10**.
- On February 10, 2026, New Break was issued a new three-year Exploration Permit PR-26-000004 for the Moray project, good until February 9, 2029.
- In late January 2026, New Break commenced its 2026 drilling program at Moray. In total, 22 drillholes were completed for a total of 3,376 metres, with the drilling completed on April 4, 2026. Assays are pending.

Moray Gold Project – 2025 and 2026 Mineral Claim Acquisitions

- Effective October 16, 2025, New Break acquired a 100% interest in approximately 4,719 hectares of certain additional mineral claims contiguous with and near the Moray property from two arm's length vendors in exchange for \$20,000 in cash and 500,000 common shares of New Break at an estimated fair value of \$137,500, based on their market price of \$0.275 per share.
- Effective December 3, 2025, New Break acquired a 100% interest in approximately 1,107 hectares of certain additional mineral claims contiguous with and near the Moray property from an arm's length vendor in exchange for \$5,000 in cash and 125,000 common shares of New Break at an estimated fair value of \$30,000, based on their market price of \$0.24 per share.
- Effective February 22, 2026, New Break acquired a 100% interest in four additional mineral claims, filling in the last remaining gap in Moray property, from two arm's length vendors in exchange for \$16,000 in cash and 80,000 common shares of New Break at an estimated fair value of \$22,000, based on their market price of \$0.275 per share.

Ontario Junior Exploration Program ("OJEP")

- On March 26, 2025, New Break received \$200,000 from the Ontario Ministry of Mines as reimbursement of certain Moray exploration expenditures incurred from April 1, 2024 to February 28, 2025, under the fifth intake of OJEP.
- On July 3, 2025, New Break submitted its application to the Ontario Ministry of Energy and Mines for the sixth intake of OJEP and was approved on December 10, 2025.
- On March 2, 2026, New Break received \$200,000 from the Ontario Ministry of Energy and Mines as reimbursement of certain Moray exploration expenditures incurred from April 1, 2025 to February 28, 2026, under the sixth intake of OJEP.

Sale of Sundog Gold Project and Esker Exploration Data

- On April 10, 2025, New Break announced the signing of a definitive agreement with Guardian Exploration Inc. to sell its Sundog gold project in Kivalliq, Nunavut, along with 60 drums (12,300 litres) of Jet A fuel warehoused in Arviat, Nunavut. On April 30, 2025, New Break completed the sale and received a cash payment of \$75,000 and 5,000,000 common shares of Guardian having a fair value of \$425,000 at closing. New Break recorded a \$500,000 gain on the sale and received an additional \$18,830 as reimbursement of prior year rent paid to the Inuit in December 2024.
- On August 20, 2025, New Break completed the sale of certain exploration data with respect to the Esker gold project and surrounding areas in Kivalliq, Nunavut to Guardian in exchange for a cash payment of \$20,000 and 1,000,000 common shares of Guardian. Guardian also reimbursed \$2,835 to the Company in respect of certain staking costs incurred by New Break on behalf of Guardian in March 2025.

CORPORATE HIGHLIGHTS

- On February 27, 2025, New Break announced that Michael Farrant, formerly President and Chief Executive Officer (“CEO”), assumed the roles of President, Chief Financial Officer (“CFO”) and Corporate Secretary, replacing Jim O’Neill as CFO and Corporate Secretary and that Bill Love assumed the role of CEO, while continuing to oversee the Company’s exploration efforts.
- On February 27, 2025, New Break announced the appointment of Bill Love as a director of the Company following the resignation of Ashley Kirwan from the board of directors and announced the resignations of Michael Skutezky and Gordon Morrison as directors of the Company.
- On June 27, July 31 and September 5, 2025, New Break completed three tranches of a non-brokered private placement through the issuance of 7,440,000 non-flow-through units (“Units”) at a price of \$0.075 per Unit for aggregate gross proceeds of \$558,000 and 5,200,000 flow-through shares (“F-T Shares”) at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$442,000. The Company paid a finder’s fee of \$3,060 in respect of the FT Shares.
- On September 17, 2025, following the release of the assay results from New Break’s maiden drilling program at the Moray gold project, the common shares of New Break rose in trading on the CSE, from \$0.165 per share the day before to close at \$0.32 per share after hitting a 52-week high of \$0.37 per share. On September 17, 2025, and the following three trading sessions, over 7.5 million common shares of NBRK traded.
- On September 24, 2025, New Break announced the acceleration of the expiry dates for 15,796,000 warrants to October 14, 2025. From September 22 to October 14, 2025, warrants to purchase 16,133,500 common shares were exercised for aggregate gross proceeds of \$2,000,520.
- On October 22, 2025, New Break appointed Mark Fedosiewich and Andrew Thomson to the Board of Directors of the Company. New Break also appointed Phillip Walford, P. Geo, as a technical advisor on the Moray project and announced the additions of Peter Caldbick, P. Geo and Ronnie Therriault, P. Geo, to its technical team. The Company also granted options to purchase up to 4,160,000 common shares of the Company to directors, officers and consultants at a price of \$0.285 per share for a period of five years. The options vested immediately.
- On December 30, 2025, New Break completed a non-brokered private placement through the issuance of 2,805,000 F-T Shares at a price of \$0.36 per F-T Share for aggregate gross proceeds of \$1,009,800. The Company paid aggregate finder’s fees of \$36,720.

- On March 13, 2026, the Company’s common shares were listed for trading in Germany on the Frankfurt Stock Exchange under the symbol O91.
- On March 25, 2026, the Company’s common shares were listed for trading in the United States on the OTCQB Venture Market under the symbol NBRKF.

Developments From January 1, 2025 and up to April 28, 2026

Mineral Properties and Exploration and Evaluation Activities

Moray Project - Matachewan, Ontario

An NI 43-101 technical report on the Moray Project (“**Moray Technical Report**”) dated February 25, 2022, with an effective date of December 31, 2021, can be found on the Company’s website at www.newbreakresources.ca. The Moray Technical Report has not been further updated to include any additional exploration work or information subsequent to December 31, 2021.

The Moray property covers approximately 23,145 hectares of contiguous mineral claims, along with an additional 4,432 hectares of nearby mineral claims, for a total of 27,577 hectares within the southern world-class Abitibi greenstone belt, 49 km southeast of Timmins, Ontario and 32 km northwest of the Young-Davidson gold mine operated by Alamos Gold Inc. These claims are 100% owned by New Break and were acquired and staked as follows:

Date	Moray Ha.	Cost of Staking Expensed	Acquisition of Mineral Claims				
			Cash Paid	Shares Issued (Number)	Share Price	Fair Value of Shares	Total
September 2020	1,857	\$ -	\$100,000	2,500,000	\$0.05	\$ 125,000	\$225,000
May 23, 2023	2,460	-	80,000	1,500,000	\$0.13	195,000	275,000
July 21, 2023	1,511	-	10,000	300,000	\$0.11	33,000	43,000
Staked in 2023	2,643	6,150	-	-	-	-	-
Staked in 2024	8,417	19,550	-	-	-	-	-
October 24, 2025	4,719	-	20,000	500,000	\$0.275	137,500	157,500
December 15, 2025	1,107	-	5,000	125,000	\$0.24	30,000	35,000
Staked in 2025	4,540	10,900	-	-	-	-	-
February 22, 2026	86	-	16,000	80,000	\$0.275	22,000	38,000
Staked in 2026	237	1,900	-	-	-	-	-
Total	27,577	\$ 38,500	\$231,000	5,005,000		\$ 542,500	\$773,500

Moray Gold Project - Acquisition and Staking of Additional Mineral Claims

From May 25 to December 29, 2025, New Break staked an additional 209 mineral claims, covering approximately 4,540 hectares, at a cost of \$10,900, contiguous with and near the Moray property (included as Staked Claims in Figure 1).

Effective October 16, 2025, New Break acquired a 100% interest in approximately 4,719 hectares of certain additional mineral claims contiguous with and near the Moray property from two arm’s length vendors in exchange for \$20,000 in cash and 500,000 common shares of New Break at an estimated fair value of \$137,500.

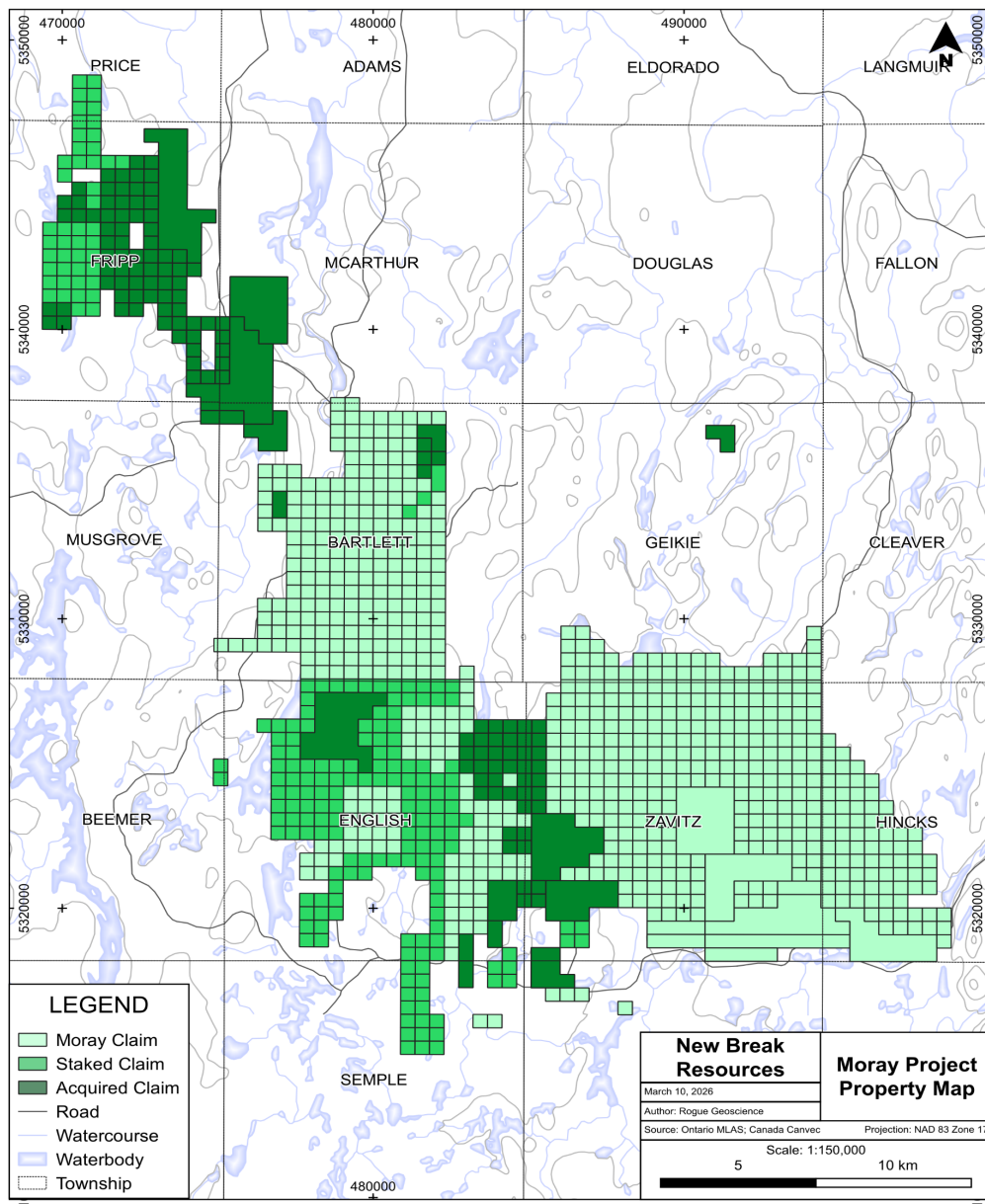
In addition, effective December 3, 2025, New Break acquired a 100% interest in approximately 1,107 hectares of certain additional mineral claims contiguous with and near the Moray property from an arm’s length vendor in exchange for \$5,000 in cash and 125,000 common shares of New Break at an estimated fair value of \$30,000 (included as Acquired Claims in Figure 1).

Effective February 22, 2026, New Break acquired a 100% interest in four additional mineral claims covering approximately 86 hectares, filling in the last remaining gap in the Moray claim block. These claims were acquired from two arm’s length vendors for \$16,000 in cash and 80,000 common shares of New Break at an estimated fair value of \$22,000 (included as Acquired Claims in Figure 1).

On February 26, 2026, New Break also purchased three mineral claims from an arm’s length vendor for \$1,500 in cash and on March 9, 2026, staked an additional eight mineral claims at a cost of \$400.

In total, New Break added 10,366 hectares of mineral claims during 2025 and 323 hectares in 2026, bringing the size of the Moray property to 27,577 hectares, as shown in Figure 1.

During 2026, New Break expects to undertake selective early-stage exploration work on some of the more prospective target areas.



(Figure 1 – Moray Project, property map)

Moray Gold Project - 2025 Exploration Program

January to June 2025 – Planning the Moray Maiden Drilling Program

During the first half of 2025, New Break assessed the results of the Q4 2024 Moray IP survey, including the completion of 3D inversions of the data. Specific focus was given to planning the summer maiden drilling program, which included identifying drillhole locations and logistical planning. New Break selected Enviro North Exploration Inc. (“**Enviro North**”) out of Sturgeon Falls, Ontario as the drilling company and the Activation Laboratories Ltd. (“**Actlabs**”) to complete all assaying. New Break engaged Peter Caldbick, P. Geo, a Timmins area geologist who has served in senior exploration roles with other publicly traded companies to supervise the drilling program and log the core. Core cutting and logistical support was provided by additional Timmins area personnel.

July to September 2025 – Maiden Drilling Program

The Moray drilling program commenced on July 12, 2025 and was completed on August 14, 2025. In total, six drillholes were completed for a total of 1,502 metres. On September 17, 2025, New Break announced the results from the drilling program with highlights presented in Table 1 and drillhole collar locations presented in Table 2.

Table 1 – Moray Q3 2025 Select Drill Intercepts

Hole ID	From (m)	To (m)	Width ⁽¹⁾ (m)	Au Grade ⁽²⁾ (g/t)
NBR-25-01	47.0	48.0	1.0	0.41
And	119.0	120.0	1.0	1.25
And	140.0	140.5	0.5	0.48
And	270.0	272.0	2.0	0.67
NBR-25-02	142.0	143.0	1.0	1.58
NBR-25-03	no anomalous assays			
NBR-25-04	100.3	115.1	14.8	3.35
Including	100.3	104.3	4.0	7.25
Also Including	105.8	108.1	2.3	2.81
Also Including	112.5	115.1	2.6	5.07
And	146.4	147.2	0.8	6.70
And	153.0	155.0	2.0	1.15
And	166.0	171.7	5.7	3.44
And	183.0	187.0	4.0	1.34
NBR-25-05	10.2	10.8	0.6	5.81
And	12.9	13.6	0.7	26.60
And	72.7	75.0	2.3	1.26
And	83.0	114.3	31.3	4.11
Including	107.2	114.3	7.1	6.75
Also Including	110.5	111.0	0.5	23.10
Also Including	112.5	113.0	0.5	38.50
And	187.0	187.5	0.5	2.06
NBR-25-06	123.3	124.0	0.7	0.42
And	137.0	138.5	1.5	0.21
And	146.0	147.0	1.0	0.99
And	172.0	173.2	1.2	0.32

(1) Intervals are drill intersections and not necessarily true widths.

(2) Grams per tonne gold grade is calculated as weighted average grade over interval length.

Table 2 – Moray Q3 2025 Drillhole Collar Locations

Hole ID	Length (m)	UTM Easting	UTM Northing	UTM Elevation	Azimuth (degrees)	Dip (degrees)
NBR-25-01	400	493477	5319829	370	20	-50
NBR-25-02	195	493268	5320022	373	360	-50
NBR-25-03	202	493513	5319996	369	360	-50
NBR-25-04	193	492503	5320217	359	90	-50
NBR-25-05	202	492522	5320182	368	108	-50
NBR-25-06	310	493570	5319900	376	90	-50
Total	1,502					

Coordinates are reported in UTM Zone 17 North, with units in metres.

Drillholes NBR-25-01, NBR-25-02 and NBR-25-03 were drilled to test potential gold mineralization within the syenite intrusive, following up on the 2022 discovery of gold bearing veins at Trench 1. With the exception of NBR-25-03, the first two drillholes did intersect anomalous gold values with accompanying sulfide mineralization.

Drillhole NBR-25-06 was drilled to test a potential N-S structure interpreted from the Company’s gradient IP survey completed from October to December 2024.

Drillholes NBR-25-04 and NBR-25-05 were drilled to test the gold bearing shear vein discovered by New Break in Trench 12 (Zavitz zone showing) in July and August 2022, where New Break reported an assay of 70.60 g/t Au from a grab sample taken from the south end of Trench 12. Drilling in these two holes resulted in a significant gold discovery which included **3.17 g/t Au over 43.0 metres in NBR-25-05** and **1.04 g/t Au over 86.7 metres in NBR-25-04** (as restated in the December 17, 2025 news release).

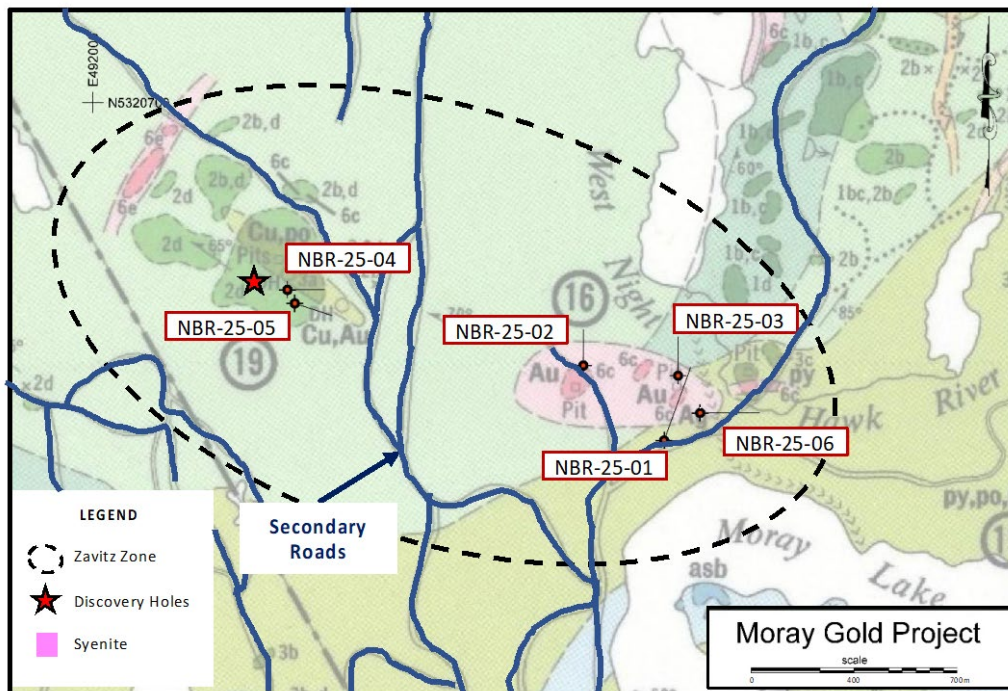


Figure 2 – Drillhole locations from six-hole Moray drilling program July 12 to August 14, 2025 refer to OGS map M2290

Miss a la Masse Survey of NBR-25-04 and NBR-25-05

To assist in planning the next round of 2025 drilling, Exsics Exploration Limited out of Timmins, Ontario, was engaged to conduct a downhole Mise a la Masse (“MALAM”) survey on drillholes NBR-25-04 and NBR-25-05, which was completed from September 29 to October 9, 2025. A MALAM survey entails injecting an electrical current into these conductive sulphide zones in order to delineate the shape, size and orientation of the conductive sulphides. The surveys for these drillholes were successful in locating and extending the mineralized zones that were energized in both drillholes.

October to December 2025 – Phase 2 2025 Moray Drilling Program

On October 21, 2025, New Break commenced the second phase of 2025 drilling, which was completed on December 5, 2025. An additional six drillholes were completed in the Zavitz discovery zone for a total of 1,422 metres. On December 17, 2025, New Break announced the results from this second round of drilling with highlights presented in Table 3 and drillhole collar locations presented in Table 4.

Table 3 – Moray Q4 2025 Select Drill Intercepts

Hole ID	From (m)	To (m)	Width ⁽¹⁾ (m)	Au Grade ⁽²⁾ (g/t)
NBR-25-07	62.0	66.0	4.0	1.03
NBR-25-08	97.0	102.0	5.0	1.40
NBR-25-09	12.5	13.0	0.5	2.20
	37.0	38.0	1.0	1.08
	95.8	166.5	70.7	1.57
Including	95.8	98.0	2.2	3.77
Including	111.5	112.5	1.0	6.03
Including	146.0	166.5	20.5	3.78
And Including	156.0	166.5	10.5	5.74
	208.5	209.9	0.5	1.19
	260.0	262.5	0.5	1.86
NBR-25-10	68.0	106.0	38.0	2.00
Including	74.0	76.5	2.5	1.61
Including	80.5	83.0	2.5	19.48
Including	98.5	102.5	4.0	3.79
Including	100.5	102.5	2.0	6.69
	156.5	157.0	0.5	1.40
	160.5	161.2	0.7	1.16
	183.0	183.5	0.5	1.02
NBR-25-11	40.5	41.0	0.5	3.23
	120.5	121.6	1.1	0.98
	160.7	162.2	1.5	0.67
	177.0	178.0	1.0	1.03

(1) Intervals are drill intersections and not necessarily true widths.

(2) Grams per tonne gold grade is calculated as weighted average grade over interval length and assay are uncut.

Table 4 – Moray Q4 2025 Drillhole Collar Locations

Hole ID	Length (m)	UTM Easting	UTM Northing	UTM Elevation	Azimuth (degrees)	Dip (degrees)
NBR-25-07	299.5	492500	5320194	360	110	-60
NBR-25-08	232.0	492479	5320217	360	90	-60
NBR-25-09	304.0	492511	5320203	365	90	-45
NBR-25-10	301.0	492543	5320173	360	108	-45
NBR-25-11	193.0	492490	5320158	365	40	-45
NBR-25-12	92.5	492514	5320158	365	108	-45
Total	1,422.0					

Coordinates are reported in UTM Zone 17 North, with units in metres.

Drillholes NBR-25-07 and NBR-25-08 were drilled to test beneath the discovery holes, with NBR-25-07 drilled beneath NBR-25-05 and NBR-25-08 drilled beneath NBR-25-04. Both holes encountered a fault/ultramafic sequence which appears to interrupt the mineralized zone. NBR-25-07 encountered the fault at 73.4 metres and the ultramafic at 74.4 metres, while NBR-25-08 encountered the ultramafic at 159.0 metres and the fault at 177.0 metres. It is important to note that the relationship between the mineralized zone and the fault/ultramafic sequence varies across the mineralized zone.

Drillhole NBR-25-09 was drilled to test for the gold zone between NBR-25-04 and NBR-25-05 and above the fault and ultramafic sequence referenced above, while **Drillhole NBR-25-10** was drilled to test the mineralized zone above NBR-25-05.

Drillhole NBR-25-11 was drilled to test the potential northwestern strike of the mineralized zone. New Break was successful in encountering sections of hematite altered mafic volcanics providing encouraging evidence that the strike of the mineralization is open to the northwest.

Drillhole NBR-25-12 was planned to test the potential southeastern strike of the mineralized zone but was stopped at 92.0 metres after encountering ultramafic rock from 24.2 to 79.2 metres.

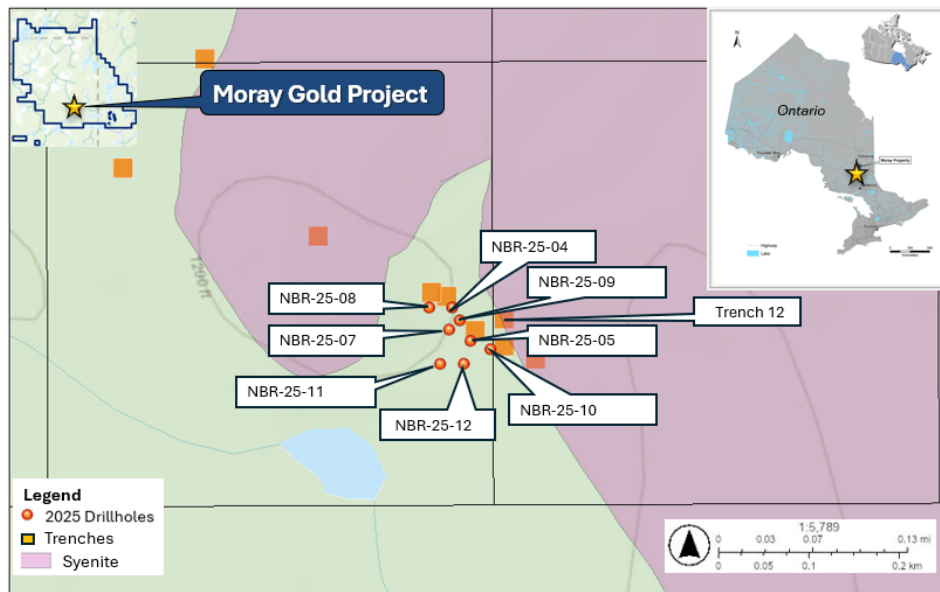


Figure 3 – Moray Property – Drillhole locations from Q3 2025 (NBR-25-04 to NBR-25-05) and Q4 2025 (NBR-25-07 to NBR-25-12) drilling in the Zavitz zone.

The 2025 maiden drilling program at the Moray gold project successfully resulted in a gold discovery. The Q4 2025 results in NBR-25-09 and NBR-25-10 built on the Q3 2025 results in NBR-25-04 and NBR-25-05 and established continuity of mineralization in the Zavitz gold zone as shown in the following plan view in Figure 5. Gold assays are represented in red with each 0.5 g/t Au represented by 1.0 mm.

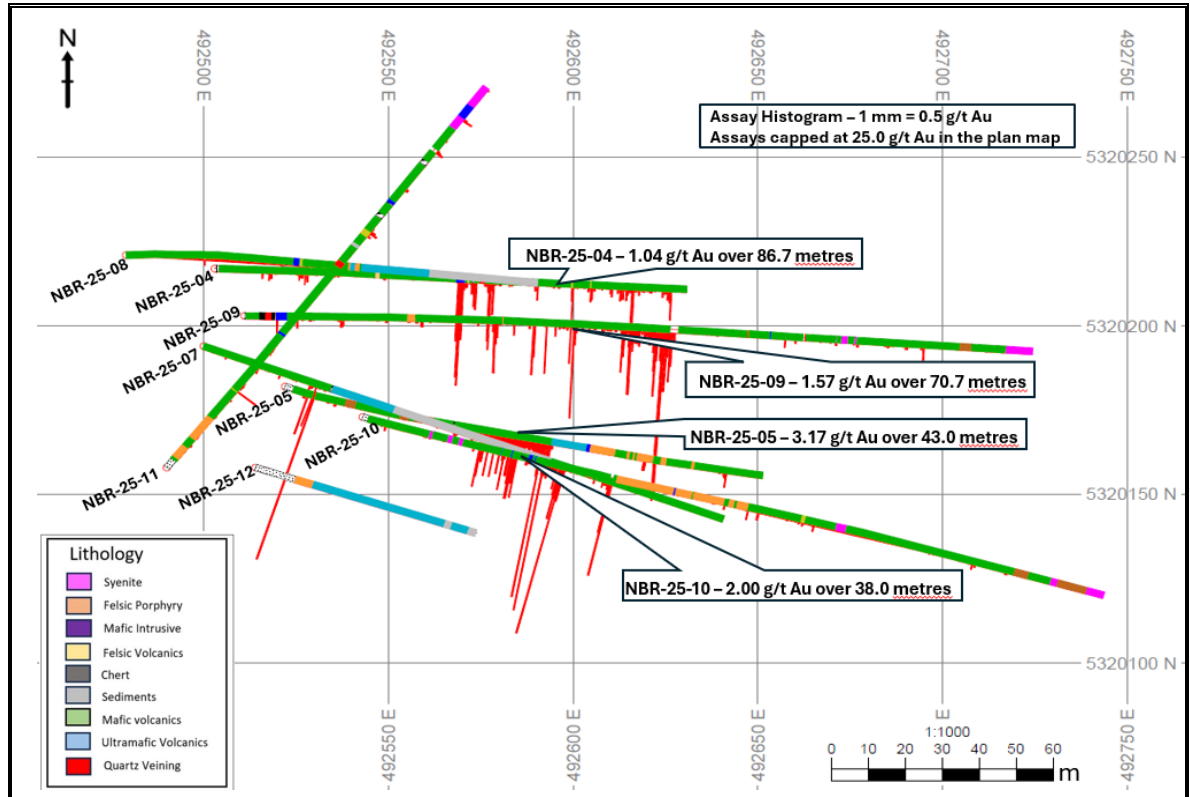


Figure 4 – Plan view of drillholes NBR-25-04, 05, 07-12 with assay results and lithologies.

Moray Gold Project - 2026 Exploration Program

New Exploration Permit

On January 4, 2026, New Break applied for a new exploration permit to expand the number of existing permitted drill pads and optimize their location relative to the Zavitz zone gold discovery and to enable drilling at additional targets identified through exploration work completed since the issuance of the existing September 2023 permit. On February 10, 2026, New Break was issued Exploration Permit PR-26-000004, which is good until February 9, 2029.

Exploration Update

In late January 2026, New Break announced the resumption of drilling at Moray, including mobilization by Enviro North Exploration Inc. and site preparation. In total, 22 drillholes were completed in this first round of 2026 drilling for a total of 3,376 metres. This round of drilling was completed on April 4, 2026.

The first two drillholes, for a total of 569 metres, were drilled approximately 3 km to the east of the Zavitz discovery zone prior to receiving the new exploration permit.

The next 2,807 metres in 20 drillholes were drilled in connection with the Zavitz discovery zone. 18 holes were drilled in six sets of three holes per collar at three different dips, approximately 110 metres east of discovery drillholes NBR-25-04 and 05, at an azimuth of 225 degrees, perpendicular to a northwest/southeast strike extent of approximately 200 metres. An additional single hole, NBR-26-12 was drilled another 50 metres to the southeast of this strike extent, while the final hole NBR-26-22, was drilled from the northwest end of the strike extent, back into the mineralized zone to test mineralization between 2025 drillholes NBR-25-04 and 09. Assays are pending.

QA/QC Procedures

QA/QC procedures were executed to ensure all work is conducted in accordance with best practices. All drillcore was sawn in half with one half of the core prepared for shipment and the other half retained for future verification. All core is under watch from the drill site to the core processing facility. Drill core is BQTK size and sample intervals range from 0.5 metres to 1.0 metres in length. Commercially prepared certified reference material ("CRM") standards and blanks were inserted with each shipment at a rate of 1 QA/QC sample in every 12 core samples. Samples from New Break's 2025 Moray drilling programs were analyzed at Activation Laboratories in Timmins, Ontario, which is ISO 17025 certified, by 30-gram fire assay with atomic absorption finish. Any sample assaying greater than 10 g/t Au was re-assayed with fire assay gravimetric analysis.

Ontario Junior Exploration Program ("OJEP")

OJEP is an initiative of the Conservative government in Ontario, that was initiated in 2022 to help attract investment in early exploration, expand the pipeline of mineral development projects, including critical minerals, and lead to more mines and jobs in Ontario. It is available to companies with a market capitalization of up to \$100 million. In each of 2022, 2023, 2024 and 2025, the Company's Moray project has been accepted into OJEP and New Break has received a 50% reimbursement of certain exploration and evaluation expenditures incurred on the Moray property within the OJEP funding periods noted below. The reimbursements received and receivable, have been netted against exploration and evaluation expenditures in the periods in which the expenditures were incurred.

Moray Gold Project – Reimbursement of Exploration Expenditures

OJEP Funding Period	Year Ended December 31,				Total
	2025	2024	2023	2022	
April 1, 2022 to February 15,	\$ -	\$ -	\$ -	\$ 200,000	\$ 200,000
April 1, 2023 to February 15,	-	14,998	221,226	-	236,224
April 1, 2024 to February 28,	14,403	185,597	-	-	200,000
April 1, 2025 to February 28,	200,000	-	-	-	200,000
	\$214,403 ⁽⁴⁾	\$200,595 ⁽³⁾	\$221,226 ⁽²⁾	\$ 200,000 ⁽¹⁾	\$ 836,224

- (1) \$60,000 received November 2022 and \$140,000 received March 2023.
- (2) \$30,000 received November 2023 and \$191,226 received March 2024.
- (3) \$14,998 received March 2024 and \$185,597 received March 2025.
- (4) \$14,403 received March 2025 and \$200,000 received March 2026.

In 2025, New Break successfully participated in the 2025-2026 OJEP related to qualifying exploration expenditures incurred at Moray from April 1, 2025 to February 28, 2026. On July 3, 2025, the Company submitted its application to the Ontario Ministry of Energy and Mines for the sixth intake of OJEP and was approved on December 10, 2025. On March 2, 2026, New Break received a reimbursement of \$200,000, against the costs incurred in the first phase of 2025 Moray drilling. Overall, this brings the total reimbursement received to date in respect of exploration expenditures at Moray under OJEP to \$836,224.

New Break would like to thank and recognize the government of the Province of Ontario for their continuing commitment and support of junior mineral exploration in Ontario.

Nunavut Exploration Activities

Sale of Sundog Gold Project and Esker Gold Project Exploration Data to Guardian Exploration Inc.

On April 30, 2025, New Break completed the sale of its 9,415-hectare Sundog gold project and associated assets, located in Kivalliq Region, Nunavut, to Guardian Exploration Inc. in exchange for \$75,000 in cash and 5,000,000 shares of Guardian.

In addition, New Break decided to allow the Esker mineral claim to expire on the understanding that it would be staked by Guardian and that Guardian would purchase certain Esker project and surrounding area exploration data from New Break. On August 20, 2025, New Break completed the sale of the exploration data to Guardian in exchange for a cash payment of \$20,000 and 1,000,000 common shares in the capital of Guardian. New Break now holds 6,000,000 common shares of Guardian or approximately 5.4% of Guardian's issued and outstanding shares.

2025 Sundog Gold Project Exploration Program

On November 12, 2025, Guardian announced the results of its 2025 field work at the Sundog gold project. Guardian established a 10-12 person field camp at the Cullaton lake airstrip, adjacent to the historical Cullaton Lake mine located 18 km southwest of the Sundog exploration area and conducted a field exploration program at Sundog from September 1 to October 7, 2025. The program was comprised of geological mapping, structural interpretation, trenching, prospecting, and grid establishment across the northern portion of the property. A total of 248 rock samples were collected within the Sundog project area for analysis, including 86 cut channel samples from historical trenches 8, 9B, 10, 17 and 29. The program successfully confirmed multiple gold-bearing structures and expanded the known footprint of mineralization. The news release announcing results of the 2025 exploration program can be found on Guardian's website at www.guardianex.com and at the following link:

<https://guardianex.com/wp-content/uploads/2025/11/Press-Release-GX-Sundog-Assay-Results-November-2025.pdf>

In connection with the sale of the Sundog gold project, Guardian has assumed 100% of the responsibility for the obligations under the mineral exploration agreement (“**MEA**”) with Nunavut Tunngavik Incorporated (“**NTI**”) including the annual exploration expenditure requirements and annual rent payments due to NTI, until a construction decision is made. New Break has retained an option to buy back a 20% interest in the Sundog gold project at any time for \$1, carried through to a decision to mine (the “**Option**”). Upon exercise of the Option, New Break and Guardian would enter into an agreement on standard industry terms to be mutually agreed upon, governing the joint operation on a 20/80 basis, respectively. New Break would only become responsible for funding 20% of mine development costs once a construction decision has been made. New Break can sell its 20% interest at any time, subject to Guardian having a right of first refusal to purchase it.

Capital Structure and Financial Developments January 1, 2025 to April 28, 2026

\$0.075 per Unit and \$0.085 per F-T Share Non-Brokered Private Placement – Net Proceeds \$996,640

On June 27, July 31 and September 5, 2025, New Break completed three tranches of a non-brokered private placement through the issuance of 7,440,000 Units at a price of \$0.075 per Unit for aggregate gross proceeds of \$558,000 and 5,200,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$442,000, as detailed below, and paid a finder's fee of \$3,060 in respect of the FT Shares.

Tranche #1 – June 27, 2025

On June 27, 2025, New Break completed the first tranche of a non-brokered private placement through the issuance of 1,252,000 Units at a price of \$0.075 per Unit for aggregate gross proceeds of \$93,900 and 2,500,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$216,750.

Tranche #2 – July 31, 2025

On July 31, 2025, New Break completed the second tranche of a non-brokered private placement through the issuance of 1,500,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$127,500. The Company paid a finder's fee of \$3,060.

Tranche #3 – September 5, 2025

On September 5, 2025, New Break completed the third and final tranche of a non-brokered private placement through the issuance of 6,188,000 Units at a price of \$0.075 per Unit for aggregate gross proceeds of \$464,100 and 1,150,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$97,750. No finder fees were paid

Each Unit consists of one common share and one common share purchase warrant, with each whole warrant entitling the holder thereof to purchase one Common Share at an exercise price of \$0.12 for a period of twenty-four (24) months from the date of closing. The Company issued 1,252,000 of these warrants in connection with the first tranche and 6,188,000 in connection with the third tranche.

Acceleration of Warrant Expiry Dates and Exercise of Warrants – Net Proceeds \$2,000,520

New Break issued 1,250,000 warrants in connection with a non-brokered private placement that closed in December 2023, having an exercise price of \$0.15 per share and 14,546,000 warrants in connection with non-brokered private placements that closed in December 2023, March and November 2024, June and September 2025, having an exercise price of \$0.12 per share. All of these warrants were subject to an acceleration clause should the price of the Company's common shares listed on the CSE, close at \$0.25 or higher for any five (5) non-consecutive trading days over a 365-day period (the "Acceleration Trigger"). On September 24, 2025, the Company issued a news release indicating that the Acceleration Trigger had occurred and that the expiry dates of these warrants were being accelerated to October 14, 2025.

From September 29 to October 14, 2025, all 1,250,000 warrants having an exercise price of \$0.15 per share and all 14,546,000 warrants having an exercise price of \$0.12 per share, were exercised for aggregate gross proceeds of \$1,933,020.

In addition, on September 22 and October 2, 2025, an aggregate of 337,500 warrants having an exercise price of \$0.20 per share that were not part of the accelerated warrants, were exercised for aggregate gross proceeds of \$67,500. In total, New Break received \$2,000,520 from the exercise of warrants.

\$0.36 F-T Shares – December 30, 2025

On December 30, 2025, New Break completed a non-brokered private placement through the issuance of 2,805,000 F-T Shares at a price of \$0.36 per F-T Share for aggregate gross proceeds of \$1,009,800. The Company paid aggregate finder's fees of \$36,720.

Final Release of Common Shares from Escrow

On August 4, 2022, the Company entered into an escrow agreement in connection with its plans to go public, pursuant to which 4,348,000 common shares were placed into escrow and are subject to release in tranches over time, in accordance with the policies of the Canadian Securities Administrators (the "**Escrow Agreement**"). 10% were released on September 7, 2022, the date upon which the common shares of the Company became listed for trading on the CSE, with an additional 15% released at every six-month interval thereafter, over a period of 36 months. 655,950 common shares were released from escrow on March 7, 2025, with the final 655,950 common shares released on September 7, 2025.

Stock Option Grant

On October 21, 2025, the Company granted options to purchase up to 4,160,000 common shares of the Company at a price of \$0.285 to officers, directors and consultants of the Company for a period of five years. The options vested immediately. 2,760,000 of these were granted to directors, officers and a Control Person of the Company.

Stock Option Exercises

On December 3, 2025, stock options to purchase 250,000 common shares of the Company at a price of \$0.10 per share, were exercised by a director of the Company.

On December 8, 2025, stock options to purchase an aggregate of 100,000 common shares of the Company at a price of \$0.10 per share, were exercised by two consultants to the Company.

On January 9, 2026, stock options to purchase 50,000 common shares of the Company at a price of \$0.10 per share, were exercised by a consultant to the Company.

On January 20, 2026, stock options to purchase 200,000 common shares of the Company at a price of \$0.10 per share, were exercised by a consultant to the Company.

On March 23, 2026, stock options to purchase 100,000 common shares of the Company at a price of \$0.10 per share, were exercised by a consultant to the Company.

Stock Option Expiries

Effective January 3, 2025, stock options to purchase up to 60,000 common shares of the Company at a price of \$0.10 per share, granted to a consultant on June 2, 2023, expired unexercised in accordance with the terms of the Plan, following the death of the consultant.

Effective February 28, 2025, stock options to purchase up to 250,000 common shares of the Company at a price of \$0.10 per share, granted to a former officer of the Company on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Effective May 9, 2025, stock options to purchase up to 450,000 common shares of the Company at a price of \$0.10 per share, granted to a former director and a consultant on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Effective May 23, 2025, stock options to purchase up to 200,000 common shares of the Company at a price of \$0.10 per share, granted to a former director of the Company on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Effective July 29, 2025, stock options to purchase up to 400,000 common shares of the Company at a price of \$0.10 per share, granted to two consultants on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Effective March 31, 2026, stock options to purchase up to 250,000 common shares of the Company at a price of \$0.10 per share, granted to a former officer of the Company on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Warrant Exercise

On April 20, 2026, warrants to purchase 5,000 common shares of the Company at a price of \$0.20 were exercised for proceeds of \$1,000.

Warrant Expiry

On May 31, 2025, 51,000 finder warrants issued on May 31, 2023, having an exercise price of \$0.15 expired unexercised.

Corporate Developments January 1, 2025 to April 28, 2026

Management and Board of Directors

On February 8, 2025, Gordon Morrison resigned as a director of the Company after having joined the Board of Directors of New Break on January 4, 2024.

On February 21, 2025, Bill Love was appointed as a director of the Company to replace Ashley Kirwan who resigned as a director on February 8, 2025.

On February 22, 2025, Michael Skutezky resigned as a director of the Company.

On February 27, 2025, the Company announced that Michael Farrant, formerly President and CEO, assumed the roles of President, CFO and Corporate Secretary, replacing Jim O'Neill as CFO and Corporate Secretary and that Bill Love assumed the role of CEO, while continuing to oversee the Company's exploration efforts.

On October 22, 2025, New Break appointed Mark Fedosiewich and Andrew Thomson to the Board of Directors of the Company. New Break also appointed Phillip Walford, P. Geo, as a technical advisor on the Moray project and announced the additions of Peter Caldbick, P. Geo and Ronnie Therriault, P. Geo, to its technical team.

Board Committees

Following their appointment to the Board of Directors, effective November 28, 2025, Mark Fedosiewich and Andrew Thomson replaced Andrew Malim and William Love as members of the Audit Committee. New Break's Audit Committee is once again comprised entirely of independent directors. In addition, the Board of Directors reconstituted the Compensation, Governance and Nominating ("CoGoNo") Committee, the responsibilities of which had been temporarily delegated to the full Board on February 8, 2025. Thomas Puppenthal was appointed Chair of the CoGoNo Committee and Mark Fedosiewich and Michael Farrant were appointed as members.

Annual General Meeting of Shareholders

On December 31, 2025, the Company held its annual general meeting of shareholders for shareholders of record as at December 1, 2025. Shareholders voted unanimously in favour of setting the number of directors at five, unanimously elected all five directors, unanimously reappointed McGovern Hurley LLP, Chartered Professional Accountants as the Company's auditor and overwhelmingly reapproved the Company's stock option plan. Andrew Malim, the Company's former Chairman, did not stand for re-election to the Board and ceased to be a director effective December 31, 2025.

OTCQB Venture Market Listing - NBRKF

Effective March 25, 2026, the Company's common shares were listed for trading on the OTCQB under the symbol NBRKF.

Frankfurt Stock Exchange Listing – O91

Effective March 13, 2026, the Company's common shares were listed for trading on the Frankfurt Stock Exchange under the symbol O91.

Overview of Financial Results

Three months and Year Ended December 31, 2025 vs. December 31, 2024

(Expressed in Canadian Dollars)	Three Months Ended		Year Ended	
	December 31, 2025	2024	December 31, 2025	2024
Expenses				
Exploration and evaluation	\$ 334,819	\$ 209,681	\$ 885,518	\$ 425,566
Management fees	27,000	34,000	108,000	146,500
Consulting fees	-	135	6,289	16,350
Professional fees	18,049	14,089	60,224	48,546
Investor relations	42,303	19,750	97,815	102,259
General and administrative	22,794	26,540	93,463	97,129
Shareholder costs and filing fees	20,227	10,933	44,445	32,787
Share-based compensation	1,079,520	-	1,079,520	-
Total expenses	1,544,712	315,128	2,375,274	869,137
Loss before the undernoted	(1,544,712)	(315,128)	(2,375,274)	(869,137)
Bank charges	(428)	(360)	(1,365)	(1,104)
Part X11.6 tax	(1,831)	(12,794)	(2,470)	(12,794)
Interest income	6,196	763	6,673	1,523
Flow-through share premium recovery	33,972	39,088	166,400	63,683
Gain on sale of mineral claims	-	10,100	500,000	10,100
Gain on sale of exploration data	-	-	150,000	-
Realized loss on sale of investment	(470)	-	(470)	-
Change in unrealized gain (loss) on value of investment	271,375	(1,500)	765,375	(1,500)
Net loss and comprehensive loss for the period	\$ (1,235,898)	\$ (279,831)	\$ (791,131)	\$ (809,229)
Net loss per share				
Basic and diluted loss per share	\$ (0.02)	\$ (0.00)	\$ (0.01)	\$ (0.02)

Three months ended December 31, 2025 vs. three months ended December 31, 2024

- Overall, the Company recorded net loss and comprehensive loss of \$1,235,898 or \$0.02 per share for the quarter ended December 31, 2025, compared to a net loss and comprehensive loss of \$279,831 or \$0.00 per share for the quarter ended December 31, 2024.
- Exploration and evaluation expenses were \$534,819, before a \$200,000 OJEP reimbursement accrual in the fourth quarter of 2025 compared to \$395,278, before a \$185,597 OJEP reimbursement accrual, in the fourth quarter of 2024. During Q4 2025, New Break completed a mise a la masse survey at Moray, focused on the two Q3 2025 discovery drillholes and completed an additional 1,422 metres of drilling in six drillholes in the Zavitz discovery zone. Q4 2025 exploration expense was reduced by an accrual of \$200,000 relating to an OJEP reimbursement from the Ontario Ministry of Energy and Mines which was subsequently received in March 2026. Comparatively, during Q4 2024 \$263,293 was spent on a gradient IP survey at Moray with the remaining expenditures relating to other Moray activities, compilation work in respect of claims staked outside of the main Moray property and a payment of \$18,830 in respect of 2024-2025 rent on the Sundog property. That amount was subsequently reimbursed in 2025 by Guardian Exploration on the sale of Sundog. Q4 2024 exploration was reduced by an accrual of \$185,597 relating to an OJEP reimbursement that was subsequently received in March 2025.
- Management fees were \$27,000 in the fourth quarter of 2025 compared to \$34,000 in the fourth quarter of 2024. The Q4 2025 amount relates solely to the Company's President who also serves as CFO and Corporate Secretary. The Q4 2024 amount related to the Company's President and a separate CFO for two months until November 30, 2024, at which point the President assumed the CFO duties as part of an initiative to reduce costs.
- Professional fees were \$18,049 in the fourth quarter of 2025 compared to \$14,089 in the fourth quarter of 2024 due to slightly higher legal fees. In general, these fees relate to legal fees and the accrual of fees to complete the annual audit and tax return preparation fees.
- Investor relations expenses were \$42,303 in the fourth quarter of 2025 compared to \$19,750 in the fourth quarter of 2024. Both quarters contained fees paid in relation to social media management and market liquidity services, however Q4 2025 also included \$15,000 paid to Six Inc. to assist with investor engagement and US\$4,500 paid in respect of New Break's annual subscription to Mining Hub.
- General and administrative expenses were \$22,794 during the fourth quarter of 2025 compared to \$26,540 during the fourth quarter of 2024.
- Shareholder costs and filing fees were \$20,227 during the fourth quarter of 2025 compared to \$10,933 during the fourth quarter of 2024. The higher 2025 amount included the cost of holding the Company's annual and general meeting of shareholders in December 2025, costs associated with warrant exercises in October 2025 and the cost of issuing 10 news releases in Q4 2025 compared to four in Q4 2024.
- Share-based compensation was \$1,079,520 during the fourth quarter of 2025 compared to \$nil during the fourth quarter of 2024. The 2025 amount relates to the grant date fair value of 4,160,000 stock options granted on October 21, 2025, that vested immediately. No stock options were granted in 2024. This is a non-cash expense.
- Part XII.6 tax was \$1,831 in the fourth quarter of 2025 compared to \$12,794 in the fourth quarter of 2024. When a company raises capital through the issuance of flow-through shares and use the look-back rule to renounce the expenditures in the year the capital is raised, if the funds are spent after January of the following year, there is a tax owed to the Canada Revenue Agency. The 2024 tax is higher due to much of the eligible qualifying Canadian Exploration Expenditures ("CEE") not being incurred until late in 2024.

- Interest income was \$6,196 in the fourth quarter of 2025 compared to \$763 in the fourth quarter of 2024. The Q4 2025 amount is the result of interest earned on excess cash provided by the early exercise of warrants in October 2025, pursuant to the acceleration of the expiry dates.
- Flow-through share premium recovery was \$33,972 during the fourth quarter of 2025 compared to \$39,088 during the fourth quarter of 2024. The Q4 2025 amount represents the amortization of the remainder of the flow-through share premium liability associated with the \$0.085 flow-through financing that closed on September 5, 2025, as eligible CEE was incurred in the fourth quarter of 2025. The 2024 amount is the amortization of flow-through share premium liability resulting from the expenditure of eligible CEE incurred in the fourth quarter of 2024. These amounts are non-cash.
- Gain on sale of mineral property was \$nil during the fourth quarter of 2025 compared to \$10,100 during the fourth quarter of 2024. In October 2024, New Break sold eight mineral claims in Sheraton Township, Ontario to Planet Green Metals Inc. for \$1,000 in cash and 100,000 common shares in the capital of Planet Green valued at \$9,500. The \$10,500 in total consideration was offset by the \$400 cost of staking the mineral claims in June 2024.
- New Break incurred a realized loss of \$470 on the sale of 25,000 common shares of Planet Green in December 2025.
- Change in unrealized gain on value of investment was \$271,375 during the fourth quarter of 2025 compared to a loss of \$1,500 during the fourth quarter of 2024. \$270,000 of the Q4 2025 amount is the result of the increase in the share price of Guardian Exploration from \$0.175 as at September 30, 2025 to \$0.22 as at December 31, 2025, for the 6,000,000 shares owned by New Break. The other \$1,375 relates to a gain on the change in value of the remaining 75,000 shares of Planet Green held by New Break. The Q4 2024 unrealized loss is due to the change in value of 100,000 common shares in Planet Green from \$9,500 at the time of receipt to \$8,000 as at December 31, 2024.

Year ended December 31, 2025 vs. year ended December 31, 2024

- Overall, the Company recorded a net loss and comprehensive loss of \$791,131 or \$0.02 per share for the year ended December 31, 2025, compared to a net loss and comprehensive loss of \$809,229 or \$0.02 per share for the year ended December 31, 2024.
- Exploration and evaluation expenses were \$1,099,921 before credits of \$214,403 for OJEP reimbursements received or receivable during the year ended December 31, 2025, compared to \$626,161, before credits of \$200,595 for OJEP reimbursements received or receivable during the year ended December 31, 2024. During 2025, New Break spent \$1,045,207 on exploration at Moray before the \$214,403 OJEP credit, including \$859,535 on a 2,924 metre maiden drilling program in 12 drillholes and \$31,610 on a Mise a la Masse survey following the completion of the first six drillholes. \$73,544 was spent on surrounding mineral claims and software, while the annual Sundog rent payment of \$18,830 paid in 2024, was reimbursed in 2025 in connection with the sale of the Sundog property to Guardian exploration. By comparison, during 2024, \$541,660 was spent at Moray before a \$200,595 OJEP credit, principally on a gradient IP survey in Q4 2024, assessment report writing and consulting services. In addition, \$60,177 was spent on other Ontario mineral claims including staking and compilation costs. \$24,324 was incurred in relation to the Sundog gold project. (see Note 7 to the financial statements for further details).
- Management fees were \$108,000 for the year ended December 31, 2025, compared to \$146,500 for the year ended December 31, 2024. The 2025 amount relates solely to the Company's President who also serves as CFO and Corporate Secretary. The 2024 amount related to the Company's President and a separate CFO for 11 months until November 30, 2024, at which point the President assumed the CFO duties as part of an initiative to reduce costs.

- Consulting fees were \$6,289 for the year ended December 31, 2025, compared to \$16,350 for the year ended December 31, 2024.
- Professional fees were \$60,224 for the year ended December 31, 2025, compared to \$48,546 for the year ended December 31, 2024, as a result of slightly higher legal fees in 2025. In general, these fees relate to legal fees and the accrual of fees to complete the annual audit and tax return preparation fees.
- Investor relations expenses were \$97,815 for the year ended December 31, 2025, compared to \$102,259 for the year ended December 31, 2024. Both years contained fees paid in relation to social media management and market liquidity services. While the Company was able to lower its social media management fees in 2025 by \$27,150, New Break paid \$15,000 to Six Inc. in Q4 2025 to assist with investor engagement and maintained its annual subscription to Mining Hub at an increased rate of US\$4,500 up from CDN\$2,400 in 2024.
- General and administrative expenses were \$93,463 for the year ended December 31, 2025, compared to \$97,129 for the year ended December 31, 2024.
- Shareholder costs and filing fees were \$44,445 for the year ended December 31, 2025, compared to \$32,787 for the year ended December 31, 2024. In general, these costs include CSE listing fees, filing fees associated with financings and annual filings, costs related to shareholder meetings, the cost of news releases and costs associated with the Company's transfer agent. The increase in 2025 costs was the result of a greater number of share issuances from treasury, increased AGM costs and the cost of issuing 22 news releases in 2025 compared to nine in 2024.
- Share-based compensation was \$1,079,520 for the year ended December 31, 2025, compared to \$nil for the year ended December 31, 2024. The 2025 amount relates to the grant date fair value of 4,160,000 stock options granted on October 21, 2025, that vested immediately. No stock options were granted in 2024. This is a non-cash expense.
- Part XII.6 tax was \$2,470 for the year ended December 31, 2025, compared to \$12,794 for the year ended December 31, 2024. When a company raises capital through the issuance of flow-through shares and uses the look-back rule to renounce the expenditures in the year the capital is raised, if the funds are spent after January of the following year, there is a tax owed to the Canada Revenue Agency. The 2024 tax is higher due to a higher carryover expenditure requirement than 2025 and the fact that much of the eligible CEE incurred in 2024 was not spent until late in the year.
- Interest income was \$6,673 for the year ended December 31, 2025, compared to \$1,523 for the year ended December 31, 2024. The 2025 amount is the result of interest earned on excess cash provided by the early exercise of warrants in October 2025, pursuant to the acceleration of the expiry dates.
- Flow-through share premium recovery was \$166,400 during the year ended December 31, 2025, compared to \$63,683 during the year ended December 31, 2024. The 2025 amount is the amortization of the entire flow-through share premium liability recorded on the \$0.085 flow-through financings completed in June, July and September 2025, whereby all of the funds raised were spent on eligible CEE during 2025. The 2024 amount is the amortization of flow-through share premium liability relating to the expenditure of eligible qualifying CEE incurred during 2024 from flow-through funds raised May 31, 2023 and December 29, 2023. These amounts are non-cash.
- Gain on sale of mineral claims was \$500,000 during the year ended December 31, 2025, compared to \$10,100 during the year ended December 31, 2024. The 2025 amount was recorded in connection with the sale of the Sundog property to Guardian Exploration in April 2025 for 5,000,000 shares of Guardian valued at \$0.085 per share and \$75,000 in cash, compared to a carrying value of \$nil. The 2024 amount was recorded in connection with the sale of eight mineral claims in Sheraton Township, Ontario to Planet Green Metals Inc. in October 2024.

- Gain on sale of exploration data was \$150,000 during the year ended December 31, 2025, compared to \$nil during the year ended December 31, 2024. In August 2025, the Company sold exploration data related to the Esker Project in Nunavut, to Guardian Exploration for 1,000,000 shares of Guardian valued at \$0.13 per share and \$20,000 in cash.
- Realized loss on sale of investment was \$470 during the year ended December 31, 2025, compared to \$nil during the year ended December 31, 2024. New Break sold 25,000 common shares of Planet Green in December 2025 and incurred a loss of \$470.
- Change in unrealized gain on value of investment was \$765,375 during the year ended December 31, 2025, compared to a loss of \$1,500 during the year ended December 31, 2024. \$765,000 of the 2025 amount relates to the change in value of the Company's 6,000,000 share investment in Guardian Exploration with the 5,000,000 shares received April 30, 2025, up \$0.135 per share and the 1,000,000 shares received August 20, 2025, up \$0.09 as at December 31, 2025. The Company also recorded an unrealized gain of \$375 on the investment in Planet Green during 2025. The 2024 unrealized loss is due to the change in value of the investment in Planet Green from \$9,500 at the time of receipt to \$8,000 as at December 31, 2024.

Selected Quarterly Financial Information

The following table is a summary of selected financial information for the Company for the eight most recently completed financial quarters. It has been derived from the unaudited condensed interim financial statements of the Company. The information has been prepared by management in accordance with IFRS and is expressed in Canadian dollars.

	Annual	Q4	Q3	Q2	Q1
	Dec. 2025 (audited)	Dec. 2025 (unaudited)	Sept. 2025 (unaudited)	June 2025 (unaudited)	March 2025 (unaudited)
Revenue	\$ -	\$ -	\$ -	\$ -	\$ -
(Loss) income and comprehensive (loss) income	\$ (791,131)	\$ (1,235,898)	\$ (36,167)	\$ 640,853	\$ (159,919)
(Loss) income per share – basic and diluted	(\$0.01)	(\$0.02)	(\$0.00)	\$0.01	(\$0.00)
Assets	\$ 5,025,179	\$ 5,025,179	\$ 2,217,518	\$ 1,494,218	\$ 691,392

	Annual	Q4	Q3	Q2	Q1
	Dec. 2024 (audited)	Dec. 2024 (unaudited)	Sept. 2024 (unaudited)	June 2024 (unaudited)	March 2024 (unaudited)
Revenue	\$ -	\$ -	\$ -	\$ -	\$ -
Loss and comprehensive loss	\$ (809,229)	\$ (279,831)	\$ (205,877)	\$ (172,783)	\$ (150,738)
Loss per share – basic and diluted	(\$0.02)	(\$0.00)	(\$0.00)	(\$0.00)	(\$0.00)
Assets	\$ 845,823	\$ 845,823	\$ 637,290	\$ 644,467	\$ 807,433

Liquidity and Capital Resources

The Company's cash increased by \$2,059,506 during the quarter ended December 31, 2025, compared to a decrease of \$14,218 during the quarter ended December 31, 2024. The Company's cash increased by \$2,569,526 during the year ended December 31, 2025, compared to a decrease of \$174,657 during the year ended December 31, 2024. As at December 31, 2025, the ending cash balance was \$2,607,074 compared to \$37,548 as at December 31, 2024.

Working Capital

As at December 31, 2025, the Company had a working capital surplus of \$4,173,550 compared to a surplus of \$71,021 as at December 31, 2024. The non-cash flow-through share premium liability amount has been excluded from current liabilities in the calculation of working capital. As at December 31, 2025, the Company had a commitment to spend \$1,009,800 in flow-through funds on eligible CEE by December 31, 2026.

A summary of the Company's cash position and changes in cash for the three-month periods and years ended December 31, 2025 and December 31, 2024 are provided below:

	Three Months Ended December 31,		Year Ended December 31,	
	2025	2024	2025	2024
Cash used in operating activities – gross	\$ (461,255)	\$ (327,919)	\$(1,197,916)	\$ (881,912)
Changes in non-cash operating working capital	(274,764)	(144,249)	(215,003)	64,305
Cash used in operating activities – net	(736,019)	(472,168)	(1,412,919)	(817,607)
Cash used in investing activities	(23,095)	-	(23,095)	-
Cash provided by financing activities	2,818,620	457,950	4,005,540	642,950
(Decrease) increase in cash	2,059,506	(14,218)	2,569,526	(174,657)
Cash, beginning of period	547,568	51,766	37,548	212,205
Cash, end of period	\$ 2,607,074	\$ 37,548	\$ 2,607,074	\$ 37,548

Three months ended December 31, 2025 vs. three months ended December 31, 2024

Operating Activities

Cash used in operating activities before changes in non-cash working capital during the three months ended December 31, 2025 was \$461,255 compared to \$327,919 for the three months ended December 31, 2024. Q4 2025 is higher than Q4 2024, due to higher exploration and evaluation expenditures which included a 1,422 metre, six hole drilling program at Moray from October to December 2025 compared to a IP survey at Moray during the fourth quarter of 2024.

Investing Activities

Cash used in investing activities during the quarter ended December 31, 2025 was \$23,095 compared to \$nil during the quarter ended December 31, 2024. During October and December 2025, the Company completed two separate acquisitions of mineral claims for aggregate consideration of 625,000 common shares and \$25,000 in cash. This was partially offset by \$1,905 in net proceeds received from the sale of 25,000 common shares of Planet Green.

Financing Activities

During the quarter ended December 31, 2025, cash provided by financing activities was \$2,818,620 compared to \$457,950 for the quarter ended December 31, 2024.

The Q4 2025 amount was the result of the following:

- From October 1 to 14, 2025, 14,692,000 warrants were exercised for proceeds of \$1,810,540.
- In December 2025, 350,000 stock options were exercised for proceeds of \$35,000.

- On December 30, 2025, New Break completed a non-brokered private placement for gross proceeds of \$1,009,800 through the issuance of 2,805,000 flow-through shares at a price of \$0.36 per flow-through share. The Company paid aggregate finder's fees of \$36,720.

The Q4 2024 amount was the result of the following:

- On November 15, 2024, the Company issued 6,106,000 Units at a price of \$0.075 per Unit for gross proceeds of \$457,950.

Year ended December 31, 2025 vs. year ended December 31, 2024

Operating Activities

Cash used in operating activities before changes in non-cash working capital during the year ended December 31, 2025 was \$1,197,916 compared to \$881,912 for the year ended December 31, 2024. 2025 is higher than 2024, due to higher exploration and evaluation expenditures which included a 2,924 metre, 12 hole maiden drilling program at Moray from July to December 2025.

Investing Activities

During the year ended December 31, 2025, cash used in investing activities was \$23,095 compared to \$nil used in investing activities during the year ended December 31, 2024. During October and December 2025, the Company completed two separate acquisitions of mineral claims for aggregate consideration of 625,000 common shares and \$25,000 in cash. This was partially offset by \$1,905 in net proceeds received from the sale of 25,000 common shares of Planet Green.

Financing Activities

During the year ended December 31, 2025, cash provided by financing activities was \$4,005,540 compared to \$642,950 for the year ended December 31, 2024.

The 2025 amount was the result of the following:

- From September 22 to October 14, 2025, 16,133,500 warrants were exercised for proceeds of \$2,000,520.
- In December 2025, 350,000 stock options were exercised for proceeds of \$35,000.
- On June 27, July 31 and September 5, 2025, the Company issued an aggregate of 7,440,000 units at \$0.075 per unit for gross proceeds of \$558,000 and an aggregate of 5,200,000 flow-through shares at \$0.085 per flow-through share for gross proceeds of \$442,000. The Company paid a finder's fee of \$3,060.
- On December 30, 2025, New Break completed a non-brokered private placement for gross proceeds of \$1,009,800 through the issuance of 2,805,000 flow-through shares at a price of \$0.36 per flow-through share. The Company paid aggregate finder's fees of \$36,720.

The 2024 amount was the result of the following:

- On March 5, 2024, the Company issued an aggregate of 250,000 units at \$0.08 per unit for gross proceeds of \$20,000;
- On July 18, 2024, the Company issued an aggregate of 1,500,000 F-T Units at \$0.11 per F-T Unit for gross proceeds of \$165,000; and
- On November 15, 2024, the Company issued an aggregate of 6,106,000 units at \$0.075 per unit for gross proceeds of \$457,950.

Liquidity Outlook

The Company had a cash balance of \$2,607,074, HST receivable of \$128,203 and OJEP receivable of \$200,000, totaling \$2,935,277 as at December 31, 2025, and accounts payable and accrued liabilities of \$116,129. The Company also has a commitment as at December 31, 2025, to spend \$1,009,800 on eligible CEE by December 31, 2026.

New Break has completed its first round of 2026 drilling at Moray comprised of 3,376 metres in 22 drillholes. This program was fully funded out of the \$1,009,800 of flow-through funds raised on December 30, 2025 at \$0.36 per flow-through share.

In order to meet the Company's objective of drilling a total of at least 10,000 metres at Moray in 2026, New Break will have to raise additional funds. New Break's 2026 corporate operating budget is fully funded.

In addition, New Break holds 6,000,000 common shares of Guardian Exploration Inc. (TSX-V: GX) that are valued at \$1,920,000 as at the close of trading on April 28, 2026.

In general, completion of all of the Company's ongoing and future exploration and development initiatives and its ability to continue as a going concern are subject to successfully raising additional funding (see "Risks and Uncertainties").

Related Party Transactions and Key Management Compensation

Key Management Compensation

In accordance with IAS 24, key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company directly or indirectly, including any directors (executive and non-executive) of the Company. Key management of New Break includes the President who also serves as the Chief Financial Officer and the Chief Executive Officer (formerly Vice-President, Exploration).

	For the years ended	
	December 31, 2025	2024
Management fees and benefits	\$ 128,100	\$ 163,706
Management fees included in exploration and evaluation	90,000	90,000
Total fees paid to management	218,100	253,706
Share based payments	716,220	-
Total fees paid to management and directors	\$ 934,320	\$ 253,706
Exploration and evaluation consulting fees charged by a geological consulting company, the President & CEO of which, is also a director of New Break ⁽¹⁾	\$ 66,085	\$ 130,946

(1) Effective February 8, 2025, this geological consulting company is no longer a related party following the resignation of the director from the board of the Company.

Related Party Transactions

Related parties include the Board of Directors, senior management, Control Persons, close family members and enterprises that are controlled by these individuals as well as certain persons performing similar functions.

On March 5, 2024, the Company completed a non-brokered private placement for gross proceeds of \$20,000 through the issuance of 250,000 Units at a price of \$0.08 per Unit. A company owned by a former officer of the Company subscribed for 125,000 of the Units for proceeds of \$10,000 and was issued 125,000 warrants exercisable at \$0.12 for a period of 24 months.

On July 18, 2024, the Company completed a non-brokered private placement for gross proceeds \$165,000 through the issuance of 1,500,000 flow-through units (“F-T Unit”) at a price of \$0.11 per F-T Unit. Two shareholders, who together are a Control Person, subscribed for all of the F-T Units and were issued an aggregate of 1,500,000 warrants exercisable at \$0.25 for a period of 60 months.

On September 6, 2024, 218,000 warrants held by a director of the Company, issued on March 30, 2022, having an exercise price of \$0.35 expired unexercised.

On November 15, 2024, the Company completed a non-brokered private placement for gross proceeds of \$457,950 through the issuance of 6,106,000 Units at a price of \$0.075 per Unit. A company owned by a then director of the Company subscribed for 1,350,000 of the Units for proceeds of \$101,250 and was issued 1,350,000 warrants exercisable at \$0.12 for a period of 24 months.

Effective May 9, 2025, stock options to purchase up to 450,000 common shares of the Company at a price of \$0.10 per share, granted to a former director and a consultant who is also a former director, on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

Effective May 23, 2025, stock options to purchase up to 200,000 common shares of the Company at a price of \$0.10 per share, granted to a former director of the Company on November 19, 2021, expired unexercised in accordance with the terms of the Plan.

On June 27, 2025, the Company completed the first tranche of a non-brokered private placement offering through the issuance of 1,252,000 Units at a price of \$0.075 per unit for aggregate gross proceeds of \$93,900 and 2,550,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$216,750. 700,000 of the Units and 2,350,000 F-T Shares were purchased by two shareholders who together are a Control Person of the Company.

On July 31, 2025, the Company completed the second tranche of a non-brokered private placement offering through the issuance of 1,500,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$127,500. 600,000 of the F-T Shares were purchased by a shareholder who is a Control Person of the Company.

On September 5, 2025, the Company completed the third and final tranche of a non-brokered private placement offering through the issuance of 6,188,000 Units at a price of \$0.075 per unit for aggregate gross proceeds of \$464,100 and 1,150,000 F-T Shares at a price of \$0.085 per F-T Share for aggregate gross proceeds of \$97,750. 1,000,000 of the Units and 1,000,000 F-T Shares were purchased by a shareholder who is a Control Person of the Company.

On October 10, 2025, 1,000,000 warrants having an exercise price of \$0.15 and 5,175,000 having an exercise price of \$0.12, were exercised. The 1,000,000 warrants at \$0.15 and 2,075,000 of the warrants at \$0.12, were exercised by two shareholders who together are a Control Person of the Company.

On December 3, 2025, stock options to purchase 250,000 common shares of the Company at a price of \$0.10 were exercised for proceeds of \$25,000 by a director of the Company.

As at December 31, 2025, \$19,141 (December 31, 2024 - \$97,058) included in accounts payable and accrued liabilities was owing to related parties, including \$nil (December 31, 2024 - \$56,550) owed to a geological consulting company, the President and Chief Executive Officer of which, was also a director of New Break until February 8, 2025. These amounts are unsecured, non-interest bearing, with no fixed terms of repayment.

Subsequent Events

Sale of Investment

In January 2026, New Break sold its remaining 75,000 shares of Planet Green at \$0.09 per share for net proceeds of \$6,635 and recorded a realized loss on the sale of \$490. The fair value adjustment of the investment in Planet Green on the sale, resulted in an unrealized gain of \$1,125.

Exercise of Stock Options

On January 9, 2026, stock options to purchase 50,000 common shares of the Company at a price of \$0.10 were exercised for proceeds of \$5,000 by a consultant to the Company.

On January 20, 2026, stock options to purchase 200,000 common shares of the Company at a price of \$0.10 were exercised for proceeds of \$20,000 by a consultant to the Company.

On March 23, 2026, stock options to purchase 100,000 common shares of the Company at a price of \$0.10 were exercised for proceeds of \$10,000 by a consultant to the Company.

Acquisition of Mineral Claims

On February 27, 2026, New Break acquired a 100% interest in four additional mineral claims in English and Zavitz Townships within the Moray property boundary from two arm's length vendors in exchange for \$16,000 in cash and 80,000 common shares of New Break at an estimated fair value of \$22,000, based on their market price of \$0.275 per share.

Receipt of Other Amount Receivable

On March 2, 2026, the Company received a payment of \$200,000 from the Ontario Ministry of Energy and Mines pursuant to OJEP, as reimbursement of 50% of certain exploration and evaluation expenditures for work and activities on the Moray gold project for the period April 1 to December 31, 2025.

Exercise of Warrants

On April 20, 2026, warrants to purchase 5,000 common shares of the Company at a price of \$0.20 were exercised for proceeds of \$1,000.

Outstanding Capital and Share Data

New Break's authorized capital stock consists of an unlimited number of common shares without par value. As at April 28, 2026 there were 90,417,100 common shares issued and outstanding.

As at April 28, 2026, the Company also had the following items issued and outstanding:

- 731,350 common share purchase warrants at an exercise price of \$0.20.
- 1,500,000 common share purchase warrants at an exercise price of \$0.25.
- 1,500,000 stock options at an exercise price of \$0.10.
- 3,910,000 stock options at an exercise price of \$0.285.

For further detailed information on share capital, see Note 9 to the annual audited financial statements for the years ended December 31, 2025 and 2024.

Off-Balance Sheet Arrangements

As at December 31, 2025, the Company has not entered into any off-balance sheet arrangements.

Proposed Transactions

In the normal course of business, the Company evaluates property acquisition and sale transactions and, in some cases, makes proposals to acquire or sell such properties. These proposals, which are usually subject to Board and sometimes regulatory and shareholder approvals, may involve future payments, share issuances and property work commitments. These future obligations are usually contingent in nature and generally the Company is only required to incur the obligation if it wishes to continue with the transaction. As of April 28, 2026, there are no material property acquisitions or possible transactions that the Company is examining.

Financial Instruments

The Company manages its exposure to a number of different financial risks arising from its operations as well as its use of financial instruments including market risks (commodity prices, foreign currency exchange rate and interest rate), credit risk and liquidity risk through its risk management strategy. The objective of the strategy is to support the delivery of the Company's financial targets while protecting its future financial security and flexibility.

Financial risks are primarily managed and monitored through operating and financing activities and, if required, through the use of derivative financial instruments. The Company does not use derivative financial instruments for purposes other than risk management. The financial risks are evaluated regularly with due consideration to changes in the key economic indicators and up to date market information.

Market Risk

Market risk is the risk or uncertainty arising from possible market price movements and their impact on the future performance of the business. The Company may use derivative financial instruments such as foreign exchange contracts and interest rate swaps to manage certain exposures. These market risks are evaluated by monitoring changes in key economic indicators and market information on an ongoing basis.

Commodity Risk

The Company is exposed to price risk with respect to commodity prices. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company monitors commodity prices as they relate to gold and the stock market to determine the appropriate course of action to be taken.

Liquidity Risk

Liquidity risk encompasses the risk that a company cannot meet its financial obligations in full. The Company's main source of liquidity is derived from its common stock issuances. These funds are primarily used to finance working capital, operating expenses, capital expenditures and acquisitions.

The Company manages its liquidity risk by regularly monitoring its cash used in operating activities and holding adequate amounts of cash. There is no certainty of the Company's ability to secure adequate funding through the completion of additional financings or asset sales.

As at December 31, 2025 the Company held current assets of \$4,289,679 (December 31, 2024 - \$302,823) to settle current liabilities of \$116,129 (December 31, 2024 - \$231,802), exclusive of non-cash flow-through premium liability.

Sensitivity analysis

The Company's marketable securities are denominated in Canadian dollars and are subject to fair value fluctuations. As at December 31, 2025, if the fair value of the Company's marketable securities had increased/decreased by 10% with all other variables held constant, loss for the year ended December 31, 2025, would have been approximately \$132,000 lower/higher.

Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates. Cash bears interest at market rates. In the event that the Company held interest bearing debt, the Company could be exposed to interest rate risk. The Company does not have any interest-bearing debt. Other current financial assets and liabilities are not exposed to interest rate risk because of their short-term nature.

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Financial instruments that potentially subject the Company to credit risk consist of cash. The Company has reduced its credit risk by investing its cash with a Canadian chartered bank.

The Company's financial assets and liabilities as at December 31, 2025 and 2024 were as follows:

	Amortized Cost	FVPL	Total
December 31, 2024			
Financial assets			
Cash	\$ 37,548	\$ -	\$ 37,548
Other amounts receivable	\$ 186,597	\$ -	\$ 186,597
Investment	\$ -	\$ 8,000	\$ 8,000
Financial liabilities			
Accounts payable and accrued liabilities	\$ 231,802	\$ -	\$ 231,802
December 31, 2025			
Financial assets			
Cash	\$ 2,607,074	\$ -	\$ 2,607,074
Other amounts receivable	\$ 201,000	\$ -	\$ 201,000
Investments	\$ -	\$ 1,326,000	\$ 1,326,000
Financial liabilities			
Accounts payable and accrued liabilities	\$ 116,129	\$ -	\$ 116,129

The fair values of these financial instruments approximate their carrying values because of their short-term nature.

Going Concern

The audited financial statements of the Company have been prepared on the basis that the Company will continue as a going concern, which presumes that it will be able to realize its assets and discharge its liabilities in the normal course of business. The Company has no history of operations and is in the early stage of development. Due to continuing operating losses, the application of the going concern basis is dependent upon the Company achieving profitable operations to generate sufficient cash flows to fund

continuing operations or in the absence of adequate cash flows from operations, obtaining additional financing to support operations for the foreseeable future. It is not possible to predict whether such financing will be available, or if available, will be on reasonable terms, or if the Company will attain profitable levels of operations. These factors may cast significant doubt on the entity's ability to continue as a going concern. The audited financial statements do not give effect to adjustments that would be necessary should the Company be unable to continue as a going concern. If management is unsuccessful in securing capital, the Company's assets may not be realized or its liabilities discharged at their carrying amounts and these differences could be material. Changes in future conditions could require material write-downs of the carrying amounts of mineral properties.

Use of Estimates and Judgment

The preparation of financial statements in conformity with IFRS requires that management make judgments, estimates and assumptions about future events that affect the amounts reported in the financial statements and related notes to the financial statements. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. The Company makes estimates and assumptions about the future that affect the reported amounts of assets and liabilities, profits and expenses. Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The effect of a change in an accounting estimate is recognized prospectively by including it in comprehensive income in the period of the change, if the change affects that period only, or in the period of the change and future periods, if the change affects both.

Information about critical judgments in applying accounting policies that have the most significant risk of causing material adjustment to the carrying amounts of assets and liabilities recognized in the financial statements are discussed below:

Share-based payment transactions

The Company measures the cost of equity-settled transactions with employees and applicable non-employees by reference to the fair value of the equity instruments at the date at which they are vested. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model including the expected life of the share option, risk-free interest rates, volatility and dividend yield and making assumptions about them. Expected volatility is generally based on the historical volatility of comparable companies. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 9(d) to the audited financial statements. When shares are issued as consideration, they are valued at the price associated with the most recent financing.

Title to exploration and evaluation property interests

Although the Company has taken steps to verify title to exploration and evaluation properties in which it has an interest, these procedures do not guarantee the Company's title. Such properties may be subject to prior agreements or transfers and title may be affected by undetected defects.

Rehabilitation provisions

The Company records management's best estimate of the present value of the future cash requirements of any rehabilitation obligation as a long-term liability in the period in which the related environmental disturbance occurs based on the net present value of the estimated future costs. This obligation is adjusted at each period end to reflect the passage of time and any changes in the estimated future costs underlying the obligation. In determining this obligation, management must make a number of assumptions about the amount and timing of future cash flows and discount rate to be used. The actual future expenditures may differ from the amounts currently provided if the estimates made are significantly different than actual results or if there are significant changes in environmental and/or regulatory requirements in the future.

Income, value added, withholding and other taxes

The Company is subject to income, value added, withholding and other taxes. Significant judgment is required in determining the Company's provisions for taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. The determination of the Company's income, value added, withholding and other tax liabilities requires interpretation of complex laws and regulations. The Company's interpretation of taxation law as applied to transactions and activities may not coincide with the interpretation of the tax authorities. All tax related filings are subject to government audit and potential reassessment subsequent to the financial statement reporting period. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the tax related accruals and deferred income tax provisions in the period in which such determination is made.

Capitalization of mineral property acquisition costs

Where mineral properties are acquired through an acquisition agreement, management has determined that capitalized acquisition costs have future economic benefits and are economically recoverable. In making this judgement, management has assessed various sources of information including, but not limited to, the geologic and metallurgic information, operating management expertise and existing permits. See Note 7 to the audited financial statements for details of the Company's capitalized acquisition costs in respect of mineral properties.

Impairment of mineral properties

While assessing whether any indications of impairment exist for mineral properties, consideration is given to both external and internal sources of information. Information the Company considers includes changes in the market, economic and legal environment in which the Company operates that are not within its control that could affect the recoverable amount of mineral properties. Internal sources of information include the manner in which the mineral properties are being used or are expected to be used and indications of expected economic performance of the properties. Estimates include but are not limited to estimates of the discounted future cash flows expected to be derived from the Company's mining properties, costs to sell the properties and the appropriate discount rate. Reductions in metal price forecasts, increases in estimated future costs of production, increases in estimated future capital costs, reductions in the amount of recoverable mineral reserves and mineral resources and/or adverse current economics can result in a write-down of the carrying amounts of the Company's mineral properties.

Material Accounting Policies

The Company's material accounting policies are described in Note 3 to the audited financial statements for the year ended December 31, 2025. The preparation of the financial statements in conformity with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and reported amounts of expenses during the reporting period. Actual outcomes could differ from those estimates. The following is a list of the accounting policies that management believes are critical, due to the degree of uncertainty regarding the estimates and assumptions involved and the magnitude of the asset, liability and expense being reported:

(a) Cash

Cash consists of cash on deposit with a major Canadian bank. Cash is measured at Amortized Cost.

(b) Exploration and Evaluation Properties

Acquisition Costs

The costs of acquiring mineral property interests comprised of payments of cash and common shares, are capitalized as mineral property assets. This does not include payments of cash and common shares in respect of option agreements where the ultimate acquisition of the property is uncertain at the time the initial payment is made.

Exploration and Evaluation Expenditures

Payments of cash and common shares pursuant to option agreements, costs of staking and all expenditures on exploration and evaluation activities are recorded as exploration and evaluation expenses until it has been established that a mineral property is commercially viable.

Development Assets

When economically viable reserves have been determined and the decision to proceed with development has been approved, the expenditures related to development and construction are capitalized as construction-in-progress and classified as a component of property, plant and equipment. Costs associated with the commissioning of new assets incurred in the period before they are operating in the way intended by management are capitalized. Interest on borrowings related to the construction and development of assets are capitalized until substantially all the activities required to make the asset ready for its intended use are complete.

Disposition or Abandonment of Mineral Properties

Proceeds received from the sale of any interest in a mineral property are first credited against the carrying value of the property, with any excess included in operations for the period. If a property is abandoned, the acquisition cost of the property is written off to operations.

Impairment

The application of the Company's accounting policy for acquisition costs related to mineral properties, requires judgement in determining whether there are future economic benefits, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If information becomes available suggesting that the recovery of the carrying value is unlikely, the amount to be written off is expensed in the statement of operations in the period when the new information becomes available. The Company assesses each cash generating unit ("CGU") at each reporting date to determine whether any indication of impairment exists.

Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs to sell and value in use. These assessments require the use of estimates and assumptions such as long-term commodity prices, discount rates, future capital requirements, exploration potential and operating performance. Fair value is determined as the amount that would be obtained from the sale of the assets in an arm's length transaction between knowledgeable and willing parties. The carrying amount of the asset is reduced to its recoverable amount and the impairment loss is recognized in profit or loss in the statement of loss for the period.

(c) Financial Instruments

Financial assets

Initial recognition and measurement

Non-derivative financial assets within the scope of IFRS 9 are classified and measured as “financial assets at fair value”, as either fair value through profit or loss (“FVPL”) or fair value through other comprehensive income (“FVOCI”), and “financial assets at amortized costs”, as appropriate. The Company determines the classification of financial assets at the time of initial recognition based on the Company's business model and the contractual terms of the cash flows.

All financial assets are recognized initially at fair value plus, in the case of financial assets not at FVPL, directly attributable transaction costs on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Subsequent measurement – financial assets at FVPL

Financial assets measured at FVPL include financial assets management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial assets measured at FVPL are carried at fair value in the statements of financial position with changes in fair value recognized in other income or expense in the statements of loss. The Company does not measure any financial assets at FVPL.

Subsequent measurement – financial assets at amortized cost

After initial recognition, financial assets measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the Effective Interest Rate (“EIR”) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR. Cash is measured at amortized cost.

Subsequent measurement – financial assets at FVOCI

Financial assets measured at FVOCI are non-derivative financial assets that are not held for trading and the Company has made an irrevocable election at the time of initial recognition to measure the assets at FVOCI. The Company does not measure any financial assets at FVOCI.

Derecognition

A financial asset is derecognized when the contractual rights to the cash flows from the asset expire, or the Company no longer retains substantially all the risks and rewards of ownership.

Impairment of financial assets

IFRS 9 allows a simplified approach to impairment assessment, which requires the expected lifetime loss to be recognized at the time of initial recognition of the financial assets. An impairment loss is reversed in subsequent periods if the amount of the expected loss decreases and the decrease can be objectively related to an event occurring after the initial impairment was recognized.

Financial liabilities

Initial recognition and measurement

Financial liabilities are measured at amortized cost, unless they are required to be measured at FVPL as is the case for held for trading or derivative instruments, or the Company has opted to measure the financial liability at FVPL. The Company's financial liabilities include accounts payable and accrued liabilities, which are measured at amortized cost. All financial liabilities are recognized initially at fair value.

Subsequent measurement – financial liabilities at amortized cost

After initial recognition, financial liabilities measured at amortized cost are subsequently measured at the end of each reporting period at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR.

Subsequent measurement – financial liabilities at FVPL

Financial liabilities measured at FVPL include financial liabilities management intends to sell in the short term and any derivative financial instrument that is not designated as a hedging instrument in a hedge relationship. Financial liabilities measured at FVPL are carried at fair value in the statements of financial position with changes in fair value recognized in other income or expense in the statement of loss. The Company does not measure any financial liabilities at FVPL.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires with any associated gain or loss recognized in other income or expense in the statement of loss.

Provisions

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be reliably estimated. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Fair Value Hierarchy

Financial instruments recorded at fair value on the statements of financial position are classified using a financial value hierarchy that reflects the significance of the inputs used in marking the measurements. The fair value hierarchy has the following levels:

- Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - valuation techniques based on inputs other than quoted prices including Level 1 that are observable for assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

- Level 3 - valuation techniques using inputs for the asset and liability that are not based on observable market data (unobservable inputs).

The Company's investment in Planet Green Metals Inc. is classified as level 1.

(d) Government Assistance

The Company recognizes government grants given on eligible expenditures when it is reasonably assured that the Company will comply with the conditions attached to them and the grants will be received. Grants are recognized as either income over the period(s) necessary to match them with the related costs or if related to a specific expense, as a reduction to the expenses for which they are intended to reimburse. Grants receivable for costs already incurred or for immediate financial support, with no future related costs, are recognized as income in the period in which the grant is receivable. If a grant becomes repayable, it is treated as a change in estimate. Where the original grant related to income, the repayment would be applied first against any related unamortized deferred credit, and any excess would be expensed. Where the original grant related to an asset, the repayment would be treated as increasing the carrying amount of the asset or reducing the deferred income balance. The cumulative depreciation which would have been charged had the grant not been received would be charged as an expense.

(e) Share Capital

Equity instruments are contracts that give a residual interest in the net assets of the Company. Financial instruments issued by the Company are classified as equity only to the extent that they do not meet the definition of a financial liability or financial asset.

The Company's common shares, warrants, stock options and flow-through shares are classified as equity instruments. Preference share capital is classified as equity if it is non-retractable, or redeemable only at the Company's option, and any dividends are discretionary. Dividends thereon are recognized as distributions within equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from proceeds.

(f) Warrants

Proceeds from unit placements are allocated between shares and warrants issued according to their relative fair value. The relative fair value of the share component is credited to share capital and the relative fair value of the warrant component is credited to warrant reserve. Upon exercise of the warrants, consideration paid by the warrant holder together with the amount previously recognized in the warrant reserve account is recorded as an increase to share capital. For those warrants that expire unexercised, the recorded fair value is transferred from warrant reserve to deficit.

(g) Flow-Through Shares

Upon the issuance of flow-through shares, the Company records the initial proceeds to share capital, net of tax liability, if any. The flow-through share premium liability on the statement of financial position represents the premium of the financing price in excess of the market share price on the date of the flow-through share financing. The financial liability pertaining to the premium is recognized in the statement of loss consistent with expenditure renunciations. As the Company incurs eligible Canadian Exploration Expenditures to meet flow-through requirements, a corresponding flow-through share premium recovery is recognized in the statement of loss.

(h) Share-Based Payments

The Company accounts for share-based payments using the fair value method. Under this method, compensation expense for employees is measured at fair value on the date of grant using the Black-Scholes option pricing model, and is recognized as an expense with a corresponding increase in stock option reserve, a component of equity, over the period that the employees earn the options. The amount recognized as an expense is adjusted to reflect the number of share options expected to vest. The Black-Scholes option pricing model requires the input of subjective assumptions, including the expected term of the option and stock price volatility.

Upon the exercise of stock options, consideration paid by the option holder together with the amount previously recognized in the stock option reserve account is recorded as an increase to share capital. For those options that are cancelled or expire after vesting, the recorded fair value is transferred from stock option reserve to deficit.

Warrants, stock options, and other equity instruments issued as purchase consideration in non-cash transactions are recorded at fair value of the goods or services received or if the value of the goods or services received is not reliably measurable then the value of such goods and services are measured with reference to the fair value of the equity instruments issued. With respect to the acquisition of exploration and evaluation assets, the Company does not believe that the fair value of these assets is reliably measurable at the time of purchase. As such, when shares of the Company are issued as consideration for the purchase of exploration and evaluation assets, classified as mineral properties, the fair value of the asset is based upon the price of the Company's shares on the date of the agreement to issue shares as determined by the Board of Directors. In the event that options or warrants are issued where the fair value of goods or services are not reliably measurable, they are valued using the Black-Scholes pricing model.

(i) Reclamation Obligation

A legal or constructive obligation to incur restoration, rehabilitation, and environmental costs may arise when environmental disturbance is caused by the exploration, development, or ongoing production of a mineral property interest. The Company's exploration activities are subject to various governmental laws and regulations relating to the protection of the environment. These environmental regulations are continually changing and are generally becoming more restrictive.

The fair value of the liability for an asset retirement obligation is recorded when the legal obligation arises and the corresponding increase to the asset is amortized over the life of the asset. The liability is increased over time to reflect an accretion element considered in the initial measurement at fair value. The Company does not currently have any significant legal or constructive obligations and therefore, no reclamation provision has been recorded as at December 31, 2024 and December 31, 2023.

(j) Loss Per Common Share

The Company presents basic and diluted loss per share ("EPS") data for its common shares. Basic EPS is calculated by dividing the profit or loss attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to common shareholders and the weighted average number of common shares outstanding, adjusted for own shares held, for the effects of all dilutive potential common shares, which comprise convertible warrants and stock options granted by the Company. Diluted loss per share for the periods presented does not include the effect of the stock options and warrants issued by the Company, as they are anti-dilutive.

(k) Income Taxes

Income tax expense is comprised of current and deferred tax expense. Current tax expense is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. Deferred tax assets and liabilities are recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purpose.

Income tax expense is recognized in profit or loss except to the extent that it relates to a business combination, or items recognized directly in equity. Income taxes are calculated using the asset and liability method of accounting for income taxes. Deferred tax assets and liabilities are recognized for the deferred tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and for tax losses and other deductions carried forward.

Deferred income tax assets and liabilities are calculated using enacted or substantively enacted tax rates expected to apply when the asset is realized or the liability is settled. An asset is recognized on the statement of financial position only when it is probable that the future economic benefits will flow to the entity and the asset has a cost or value that can be measured reliably. The effect on deferred tax assets and liabilities of changes in tax rates are recognized in operations in the period in which the change is substantively enacted.

(l) Standards and Amendments Issued But Not Yet Effective

Certain pronouncements were issued by the IASB or the IFRIC that are mandatory for accounting periods commencing on or after January 1, 2026. Many are not applicable or do not have a significant impact on the Company. The Company is currently assessing the impact of these new pronouncements.

Standards issued, but not yet effective include:

IFRS 18 *Presentation and Disclosure in Financial Statements*

In April 2024, the IASB issued IFRS 18 *Presentation and Disclosure in Financial Statements*, which is intended to give investors more transparent and comparable information about companies' financial performance, thereby enabling better investment decisions. IFRS 18 introduces new sets of requirements to improve companies' reporting of financial performance and give investors a better basis for analyzing and comparing companies through

- Improved comparability in the statement of profit or loss or income statement;
- Enhanced transparency of management-defined performance measures; and
- More useful grouping of information in the financial statements.

IFRS 18 also requires companies to provide more transparency about operating expenses, helping investors to find and understand the information they need. IFRS 18 is effective for annual reporting periods beginning on or after January 1, 2027, but companies can apply it earlier. IFRS 18 replaces IAS 1. It carries forward many requirements from IAS 1 unchanged.

Amendments to IFRS 9 *Financial Instruments* and IFRS 7 *Financial Instruments: Disclosures*

In May 2024, the IASB issued amendments to the classification and measurement requirements in IFRS 9. The amendments will address diversity in accounting practice by making the requirements more understandable and consistent. These include:

- Clarifying the classification and assessment of contractual cash flows of financial assets with environmental, social and corporate governance (“ESG”).
- Settlement of liabilities through electronic payment systems - the amendments clarify the date on which a financial asset or financial liability is derecognized. The IASB also decided to develop an accounting policy option to allow a company to derecognize a financial liability before it delivers cash on the settlement date if specified criteria are met.

With these amendments, the IASB has also introduced additional disclosure requirements to enhance transparency for investors regarding investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features, for example features tied to ESG-linked targets. The amendments are effective for annual reporting periods beginning on or after January 1, 2026.

Commitments and Contingencies

As at December 31, 2025, the Company had a commitment to spend \$1,009,800 (December 31, 2024 - \$165,000) on eligible CEE, from amounts raised from flow-through financing, by December 31, 2026.

Flow-Through

Flow-through common shares require the Company to incur an amount equivalent to the proceeds of the issued flow-through common shares on eligible qualifying CEE. Certain interpretations are required to assess the eligibility of flow-through expenditures that if changed, could result in the denial of renunciation. The Company has indemnified current and previous flow-through subscribers for any tax and related costs payable by them in the event the Company does not incur the required exploration expenditures. No amounts have been recorded in the financial statements for potential liabilities relating to these indemnities as a triggering event has not taken place.

During 2025, the Company issued an aggregate of \$442,000 in flow-through shares on June 27, July 31 and September 5, 2025, and recorded an aggregate flow-through share premium liability of \$166,400. As eligible CEE is incurred, the amount is drawn down as income through the statement of loss. The entire amount of \$442,000 was subsequently spent on CEE during 2025, and the Company recorded a flow-through share premium recovery of \$166,400 in the statement of loss. During the year ended December 31, 2024, the Company incurred \$401,062 in eligible CEE and recorded a flow-through share premium recovery of \$63,683 in the statement of loss. On December 30, 2025, the Company issued \$1,009,800 in flow-through shares and is committed to spend this amount on eligible CEE by December 31, 2026. The Company recorded a flow-through share premium liability of \$252,450. This amount will be amortized into the statement of loss during 2026 as the Company incurs eligible CEE.

Environmental

The Company’s exploration and evaluation activities are subject to laws and regulations governing the protection of the environment. These laws and regulations are continually changing and generally becoming more restrictive. The Company believes its activities are materially in compliance with all applicable laws and regulations. The Company has made, and expects to make in the future, expenditures to comply with such laws and regulations.

Contingent Payments and Commitments

The Company is party to certain consulting agreements that contain clauses that could require additional aggregate payments of \$198,000 upon termination without cause and \$396,000 upon termination in connection with a change of control. As a triggering event has not taken place, the contingent payments have not been reflected in the financial statements.

Risks and Uncertainties

New Break's business of exploring and developing mineral resources involves a variety of operational, financial and regulatory risks that are typical in the natural resource industry, including the limited extent of the Company's assets, the Company's state of development and the degree of reliance upon the expertise of management. The Company attempts to mitigate these risks and minimize their effect on its financial performance, but there is no guarantee that the Company will be profitable in the future, and the Company's common shares should be considered speculative. Only those persons who can bear the risk of the entire loss of their investment should participate. An investor should carefully consider the risks described below and the other information prepared by the Company before investing in the Company's common shares. The risks described below are not an exhaustive list. Additional risks that the Company currently believes are immaterial may become important factors that affect the Company's business in the future. If any of the following risks occur, or if others occur, the Company's business, operating results and financial condition could be seriously harmed and could cause actual events to differ materially from those described in forward-looking statements relating to the Company. In this event, investors may lose part or all of their investment.

The Company will require external financing or may need to enter into a strategic alliance to develop its mineral properties

The Company expects to incur net cash outlays until such time as one of its properties enters into commercial production and generates sufficient revenues to fund its continuing operations, if at all. The development of mining operations will require the commitment of substantial resources for operating expenses and capital expenditures, which may increase in subsequent years as needed consultants, personnel and equipment associated with advancing exploration, development and commercial production of the Company's properties are added. The amounts and timing of expenditures will depend on the progress of ongoing exploration and development, the results of consultants' analysis and recommendations, that rate at which operating losses are incurred, the acquisition of additional properties, and other factors, many of which are beyond the Company's control. The sources of financing the Company may use for these purposes include project or bank financing, or public or private offerings of equity or debt. Historically, the Company has raised funds principally through the sale of its securities. Additional equity financing may cause dilution of New Break's existing shareholders. In addition, the unrestricted resale of outstanding shares from the exercise of dilutive securities may have a depressing effect on the market for the Company's common shares. While it is not the current intention of the Company, it may enter into a strategic alliance or sell certain of its assets, if necessary. There can be no assurance that financing will be available on acceptable terms, if at all.

The Company may be subject to risks relating to the global economy and may not be able to raise additional capital

Market events and conditions, including disruptions in the international credit markets and other financial systems and the deterioration of global economic conditions, could impede New Break's access to capital or increase the cost of capital. The Company is also exposed to liquidity risks in meeting its operating and capital expenditure requirements in instances where its cash position is unable to be maintained or appropriate financing is unavailable. These factors may impact the ability of the Company to obtain loans and other credit facilities in the future and, if obtained, on terms favourable to the Company. Increased market volatility may impact the Company's operations which could adversely affect the price at which the Company is able to issue its securities and the trading price of the Company's common shares.

The Company may be adversely affected by fluctuations in commodity prices

The value and price of the Company's common shares, the Company's financial results, and exploration, development and mining activities of the Company, if any, may be significantly adversely affected by declines in commodity prices. Mineral prices fluctuate widely and are affected by numerous factors beyond the Company's control such as interest rates, exchange rates, inflation or deflation, global and regional supply and demand, global economic events, including sovereign debt concerns, and their impact on the United States dollar and Euro as safe haven currencies relative to silver and gold as stores of value and the political and economic conditions of mineral producing countries throughout the world.

Mineralized material calculations and life-of-mine plans using significantly lower metal prices could result in material write-downs of the Company's mineral property interests and increased amortization and reclamation and closure charges should a mine be developed. In addition to adversely affecting mineralized material estimates, declining precious metal prices can impact operations by requiring a reassessment of the commercial feasibility of a particular project. Even if the project is ultimately determined to be economically viable, the need to conduct such a reassessment may cause substantial delays in development or may interrupt operations, if any, until the reassessment can be completed.

The Company has no proven or probable mineral reserves and may never discover sufficient mineral deposits to justify commercial production from any of its properties

The Company currently has no proven or probable mineral reserves on any of its properties and has not completed a preliminary economic assessment or feasibility study. It cannot be certain that minerals will be discovered in sufficient quantities and grade to justify commercial operations. Mineral exploration is highly speculative in nature, involves many risks and is frequently non-productive. Unusual or unexpected geologic formations and the inability to obtain suitable or adequate machinery, equipment or labour are risks involved in the conduct of exploration programs. The success of mineral exploration is determined in part by the availability of exploration permits, the identification of potential mineralization based on analysis, the quality of management and geological and technical expertise, and the availability of capital for exploration.

Substantial expenditures are required to establish proven and probable reserves through drilling and analysis. Whether a mineral deposit will be commercially viable depends on a number of factors, some of which are; the particular attributes of the deposit, such as size, grade, metallurgical recovery and proximity to infrastructure, metal prices, which can be highly cyclical and extremely volatile, and government regulations, including regulations relating to prices, taxes, royalties, land tenure, land use, importing and exporting of minerals and environmental protection. If the Company is unable to establish proven and probable mineral reserves in sufficient quantities to justify commercial operations, it will be unable to develop a mine and its financial condition and results of operations could be adversely affected.

The Company has no history of developing properties into production

The Company's properties are not in commercial production, and the Company has not recorded any revenues from mining operations. Mineral exploration and development, involves a high degree of risk and few properties that are explored are ultimately developed into producing mines. The future development of any properties found to be economically feasible will require obtaining permits and financing and the construction and operation of mines, processing plants and related infrastructure. As a result, in the event the Company is successful in identifying mineralization on its properties sufficient to justify commercial operations, it will be subject to all of the risks associated with establishing new mining operations including: the timing and cost of the construction of mining and processing facilities; the availability and cost of skilled labour and mining equipment; the availability and cost of a suitable refining arrangement; the need to obtain necessary environmental and other governmental approvals and permits; and the timing of those approvals and permits; the availability of funds to finance the development and construction activities; the impact of any opposition to the developmental activities from non-governmental, environmental, local or other groups that may delay or prevent development; potential increases in construction or operating costs due to changes in the cost of supplies and materials and changes in foreign exchanges rates.

The Company's business activities are subject to environmental laws and regulations

The Company's operations are subject to federal and provincial laws and regulations regarding environmental matters. These laws address, among other things, emissions into the air, discharges into water, management of waste, management of hazardous substances, protection of natural resources, antiquities and endangered species, and reclamation of lands disturbed by mining operations. Environmental laws and regulations change frequently, and are generally becoming more stringent. Amendments to current laws, regulations and permits governing operations and activities of exploration companies, or more stringent implementation thereof, could have a material adverse impact on the Company's business and cause increases in exploration expenses, capital expenditures or production costs or reduction in levels of production, when producing, or require abandonment or delays in development of the Company's mining properties.

Exploration, development and mining activities can be hazardous and involve a high degree of risk

The Company's operations are subject to all the hazards and risks normally encountered in the exploration, development and production of precious metals, including, without limitation, unusual and unexpected geologic formations, seismic activity, rock bursts, pit-wall failures, cave-ins, flooding, fires and other conditions involved in the drilling and removal of material, any of which could result in damage to, or destruction of, mines and other producing facilities, damage to life or property, environmental damage and legal liability. Milling operations, if any, are subject to various hazards, including without limitation, equipment failure and failure of retaining dams around tailings disposal areas, which may result in environmental pollution and legal liability.

The Company has incurred a loss and expects to continue to incur losses for the foreseeable future

The Company incurred a net loss of \$791,131 for the year ended December 31, 2025 and expects to continue to incur losses as it proceeds with exploration and development of its mineral properties. The Company's efforts to date have been focused on acquiring and exploring its mineral properties. These properties are in the exploration stage and do not have mineral reserves. The Company does not anticipate that it will earn any revenue from operations or other means unless and until one or more of its properties are placed into production, which is not expected to be for a number of years, if at all, or is sold to a third party.

Inadequate infrastructure may delay or prevent the Company's operations

Exploration, development and ultimately mining and processing activities depend to one degree or another, on the availability of adequate infrastructure. Reliable air service, roads, power sources and water supply are significant contributors in the determination of capital and operating costs. Inadequate infrastructure could significantly delay or prevent the Company exploring and developing its project and could result in higher costs. The Company does not currently experience any limitations with respect to infrastructure concerns at its Moray property.

The market price for the common shares of the Company may drop below the price at which such common shares were purchased and the Company's common shares may be subject to price and volume fluctuations in the future

General market conditions and other factors can cause the perceived market value for the Company's common shares to decline and cause future equity financings to be done at prices lower than previous financings. There is no guarantee that the Company will be successful in completing subsequent equity financings at prices higher than previous ones.

Securities markets experience considerable price and volume volatility, and the market prices of securities of many companies may be subject to wide fluctuations not necessarily related to the operating performance, underlying asset values, exploration success or prospects of such companies. The market price of a publicly traded stock, especially a junior resource issuer, may be affected by many variables including the market for junior resource stocks, the strength of the economy generally, commodity prices, the availability and attractiveness of alternative investments, and the breadth of the public market for the stock. There can be no assurances that such fluctuations will not affect the price of the Company's common shares and that the price of such common shares may decline below the purchase price paid for such common shares. From time to time, following periods of volatility in the market price of a company's securities, shareholders have often initiated class action securities litigation against those companies. Such litigation, if instituted, could result in substantial costs and diversion of management attention and resources, which could significantly harm the Company's profitability and reputation.

Litigation may adversely affect the Company

The Company may be involved in disputes with other parties in the future, which may result in litigation or arbitration. The results of litigation or arbitration cannot be predicted with certainty. If the Company is unable to resolve disputes favourably, it may have a material adverse impact on the Company.

The Company competes with larger, better-capitalized competitors in the mining industry

The mining industry is competitive in all of its phases. The Company faces competition from other mining companies in connection with the acquisition of properties producing, or capable of producing precious or other metals. Many of these companies have greater financial resources, operational experience and technical capabilities than New Break. As a result of this competition, the Company may be unable to maintain or acquire attractive mining properties on terms it considers acceptable, or at all.

The Company is dependent on key personnel

The Company's success depends in part on its ability to recruit and retain qualified personnel. Due to its relatively small size, the loss of the services of one or more of such key management personnel could have a material adverse effect on the Company. In addition, despite its efforts to recruit and retain qualified personnel even when those efforts are successful, people are fallible and human error could result in a significant uninsured loss to the Company.

The Company's officers and directors may have potential conflicts of interest

New Break's directors and officers may serve as directors and/or officers of other public and private companies and 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 may have a conflict of interest in negotiating and reaching an agreement with respect to the extent of such company's participation. However, applicable law requires the directors and officers to act honestly, in good faith, and in the best interests of the Company and its shareholders and in the case of directors, to refrain from participating in the relevant decision in certain circumstances.

Forward Looking Statements

This report may contain forward-looking statements that involve a number of risks and uncertainties, including statements regarding the outlook for the Company's business and operational results. By nature, these risks and uncertainties could cause actual results to differ materially from what has been indicated. Factors that could cause actual results to differ materially from any forward-looking statement include, but are not limited to failure to establish estimated resources and reserves, the grade and recovery of ore which is mined from estimates, capital and operating costs varying significantly from estimates, delays or failure in obtaining governmental, environmental or other project approvals and other factors including those risks and uncertainties identified above. The Company undertakes no obligation to update publicly or otherwise revise any forward-looking information as a result of new information, future results or other such factors, which affect this information, except as required by law.

Management's Evaluation of Disclosure Controls

Management is responsible for the design and effectiveness of disclosure controls and procedures to provide reasonable assurance that material information related to the Company is made known to the Company's certifying officers. The Company's Chief Executive Officer and Chief Financial Officer have each evaluated the effectiveness of the Company's disclosure controls and procedures as at December 31, 2025 and have concluded that these controls and procedures are effective.

Internal Control over Financial Reporting:

Management is responsible for the design of internal controls over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements in accordance with accounting principles generally accepted in Canada. Based on a review of its control procedures at the end of the period covered by this MD&A, management believes its internal controls and procedures are appropriately designed as at December 31, 2025.

Other MD&A Requirements

Additional Disclosure for Companies Without Significant Revenue

Additional disclosure concerning New Break's exploration and evaluation expenditures, mineral property costs and general and administrative expenses is provided in the Company's audited annual financial statements and in Note 7 of the annual audited financial statements for the years ended December 31, 2025 and 2024 that are available on SEDAR+ at www.sedarplus.ca and on the Company's website at www.newbreakresources.ca.

Approval

The Board of Directors of New Break approved the disclosure contained in this MD&A on April 28, 2026. A copy of this MD&A will be provided to anyone who requests it from the Company.

Additional Information

Officers:

Michael Farrant, President, Chief Financial Officer and Corporate Secretary
William Love, Chief Executive Officer

Non-Independent Directors

Michael Farrant, Director ⁽²⁾
William Love, Director

Independent Directors

Thomas Puppenthal, Director ^{(1) (2) (3) (4)}
Mark Fedosiewich Director ^{(1) (2)}
Andrew Thomson Director ⁽¹⁾

- (1) Member of the Audit Committee
- (2) Member of the Compensation, Governance and Nominating Committee
- (3) Audit Committee Chair
- (4) Compensation, Governance and Nominating Committee Chair

Legal Counsel, Auditors and Transfer Agent

Peterson McVicar LLP, Dennis Peterson
McGovern Hurley LLP, Auditors
TSX Trust Company, Transfer Agent