



HAYASA METALS INC.

Hayasa Metals Inc.

(formerly Fremont Gold Ltd.)

An Exploration Stage Company

CONDENSED INTERIM CONSOLIDATED FINANCIAL
STATEMENTS
(Unaudited)

THREE AND NINE MONTHS ENDED DECEMBER 31, 2025 AND
2024

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

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

The accompanying unaudited interim financial statements of Hayasa Metals Inc. (the “Company”) have been prepared by and are the responsibility of the Company’s management. The condensed consolidated financial statements are prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board and reflect management’s best estimates and judgments based on information currently available.

The Board of Directors is responsible for ensuring management fulfills its responsibilities. The Audit Committee reviews the results of the annual audit and reviews the condensed consolidated interim financial statements prior to their submission to the Board of Directors for approval.

The accompanying condensed interim consolidated financial statements have not been reviewed by the Company’s independent auditor.

Hayasa Metals Inc.

(formerly Fremont Gold Ltd.)

Condensed interim consolidated statements of financial position

(Unaudited) (Expressed in Canadian Dollars)

	Notes	December 31, 2025	March 31, 2025
ASSETS			
Current assets			
Cash and cash equivalents		\$ 1,890,086	\$ 1,074,738
Accounts receivable		122,175	122,906
Prepaid expenses		91,391	48,566
Total current assets		2,103,652	1,246,210
Non-current assets			
Mineral properties	4	638,965	628,509
Fixed assets		21,062	4,766
Reclamation bonds	5	29,359	30,107
Total Assets		\$ 2,793,038	\$ 1,909,592
LIABILITIES			
Current liabilities			
Accounts payable and accrued liabilities		\$ 195,935	\$ 101,109
Project cost advances received		627,585	-
Due to related parties	8	-	303,424
Total current liabilities		823,520	404,533
Long-term liabilities		77,307	31,309
		900,827	435,842
Shareholders' equity			
Share capital	6	23,046,537	21,213,260
Warrant reserve	6	315,263	315,263
Stock option reserve	6	2,066,844	1,943,484
PSU reserve	6	2,721	10,667
Accumulated other comprehensive income		242,248	229,988
Accumulated deficit		(23,781,402)	(22,238,912)
Total shareholders' equity		1,892,211	1,473,750
Total Liabilities and Shareholders' equity		\$ 2,793,038	\$ 1,909,592

Nature of operations and going concern (Note 1)

Subsequent events (Note 12)

Approved by the Board of Directors on February 25, 2026

"Randall Chatwin"

Randall Chatwin, Director

"Joel Sutherland"

Joel Sutherland, Director

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

Hayasa Metals Inc.

(formerly Fremont Gold Ltd.)

Condensed interim consolidated statements of loss and comprehensive loss

For the three and nine months ended December 31, 2025 and 2024

(Unaudited) (Expressed in Canadian Dollars except number of shares)

	Notes	Three months ended December 31,		Nine months ended December 31,	
		2025	2024	2025	2024
Expenses					
Exploration and evaluation	7	\$ 756,946	\$ 760,066	\$ 2,994,238	\$ 1,412,073
Earned project costs advanced	7	(742,312)	-	(2,171,596)	-
		14,634	760,066	822,642	1,412,073
Administrative expenses					
Management	8	105,151	101,948	331,027	244,246
Professional fees		33,701	41,843	189,337	103,074
Stock-based compensation	6, 8	(4,435)	64,974	115,414	123,649
Marketing		19,802	68,949	97,564	187,854
General and administration		13,425	13,488	42,332	31,879
Travel		7,055	17,649	35,821	49,418
Project development		1,576	1,681	12,879	17,812
Listing and transfer agent		6,589	5,687	10,906	10,888
Depreciation		1,052	452	2,546	1,085
		(198,550)	(1,076,737)	(1,660,468)	(2,181,978)
Other income and expenses					
Foreign exchange (loss) gain		(74,878)	39,003	(110,517)	(11,536)
Vardenis management fee		45,977	-	137,195	-
Other income	8	1,564	-	81,344	-
Interest income		3,827	6,668	9,956	15,359
Provision on Intermont receivable		-	126,388	-	-
Loss on marketable securities		-	-	-	(1,595)
Net loss for the period		\$ 222,060	\$ 904,678	\$ 1,542,490	\$ 2,179,750
Other comprehensive income and loss					
Unrealized foreign currency translation loss (gain)		(29,023)	(9,719)	(12,260)	(12,491)
Total comprehensive loss for the period		\$ 193,037	\$ 894,959	\$ 1,530,230	\$ 2,167,259
Loss per share, Basic and diluted		\$ 0.00	\$ 0.02	\$ 0.02	\$ 0.04
Weighted average shares outstanding, Basic and diluted		72,383,139	58,888,097	65,163,119	49,778,541

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

Hayasa Metals Inc.

(formerly Fremont Gold Ltd.)

Condensed interim consolidated statements of changes in shareholders' equity

For the nine months ended December 31, 2025 and 2024

(Unaudited) (Expressed in Canadian Dollars)

	Shares Issued	Share Capital	Reserves, Warrants	Reserves, Stock options	PSUs,	AOCI(L)*	Accumulated Deficit	Total Shareholders' equity
	#	\$	\$	\$	\$	\$	\$	\$
Balance at March 31, 2024	37,922,097	18,952,598	291,763	1,790,445	-	178,682	(21,008,430)	205,058
Shares issued for cash:								-
Private placement	20,150,000	2,015,000	-	-	-	-	-	2,015,000
Shares issued for mineral property	700,000	70,000	-	-	-	-	-	70,000
Shares issued to CEO	116,000	12,760	-	-	-	-	-	12,760
Share issuance costs	-	(54,086)	-	-	-	-	-	(54,086)
Stock-based compensation	-	-	-	123,649	-	-	-	123,649
Comprehensive loss	-	-	-	-	-	12,491	(2,179,750)	(2,167,259)
Balance at December 30, 2024	58,888,097	20,996,272	291,763	1,914,094	-	191,173	(23,188,180)	205,122
Balance at March 31, 2025	61,101,857	21,213,260	315,263	1,943,484	10,667	229,988	(22,238,912)	1,473,750
Shares issued for cash:								
Private placement	11,165,282	1,898,098	-	-	-	-	-	1,898,098
Shares issued to CEO	116,000	17,980	-	-	-	-	-	17,980
Share issuance costs	-	(82,801)	-	-	-	-	-	(82,801)
Stock-based compensation	-	-	-	123,360	(7,946)	-	-	115,414
Comprehensive loss	-	-	-	-	-	12,260	(1,542,490)	(1,530,230)
Balance at December 31, 2025	72,383,139	23,046,537	315,263	2,066,844	2,721	242,248	(23,781,402)	1,892,211

*Accumulated other comprehensive income (loss)

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

Hayasa Metals Inc.

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Condensed interim consolidated statements of cash flows

For the nine months ended December 31, 2025 and 2024

(Unaudited) (Expressed in Canadian Dollars)

	2025	2024
OPERATING ACTIVITIES		
Net loss for the period	\$ (1,542,490)	\$ (2,179,750)
Adjustments for items not involving cash:		
Stock-based compensation	115,414	123,649
Shares issued to CEO	17,980	12,760
Unrealized foreign exchange items	5,421	(33,766)
Depreciation	2,546	1,085
Change in reclamation provision	45,998	15,955
Realised loss on sale of marketable securities	-	1,595
	(1,355,131)	(2,058,472)
Net changes in non-cash working capital items:		
Accounts receivable and prepaid expenses	(42,094)	26,741
Accounts payable and accrued liabilities	94,826	(21,477)
Project cost advances received	627,585	-
Due to related parties	(303,424)	(31,049)
Cash used in operating activities	(978,238)	(2,084,257)
INVESTING ACTIVITIES		
Additions to mineral properties	(25,973)	(190,934)
Additions to fixed assets	(18,988)	(2,117)
Increase in reclamation bonds	-	(15,861)
Proceeds on sale of marketable securities	-	30,405
Cash used in investing activities	(44,961)	(178,507)
FINANCING ACTIVITIES		
Issuance of share capital, net of issuance costs	1,815,297	1,960,914
Cash provided by financing activities	1,815,297	1,960,914
Effect of change in exchange rate on cash	23,250	21,877
Net change in cash and cash equivalents	815,348	(279,973)
Cash and cash equivalents, beginning	1,074,738	298,594
Cash and cash equivalents, ending	\$ 1,890,086	\$ 18,621
Supplemental cash info		
Taxes paid	\$ -	\$ -
Interest received	\$ 9,956	\$ 15,359

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(formerly Fremont Gold Ltd.)

Notes to the condensed interim consolidated financial statements

For the three and nine months ended December 31, 2025 and 2024

(Unaudited) (Expressed in Canadian Dollars)

1. NATURE OF OPERATIONS AND GOING CONCERN

In November 2024, the Company announced that it had changed its name from Fremont Gold Ltd. to Hayasa Metals Inc.

Hayasa Metals Inc. (“Hayasa” or the “Company”) was incorporated under the laws of British Columbia, Canada, on June 6, 2007. The principal business activity of the Company is the acquisition and exploration of mineral properties located in the Tethyan belt of Armenia. The Company is listed on the TSX Venture Exchange (“TSXV”) under the trading symbol ‘HAY’ and on the OTCQB Venture Market under the trading symbol ‘HAYAF’. The head office and records office of the Company are located at Suite 1500 – 409 Granville Street, Vancouver, British Columbia, Canada, V6C 1T2. The Company’s registered office is located at 1200 – 750 West Pender Street, Vancouver, British Columbia, Canada, V6C 2T8.

Going concern

The nature of the Company’s operations results in significant expenditures for the acquisition and exploration of mineral properties. To date, the Company has not generated any revenue from mining or other operations and it is considered to be in the exploration stage.

These condensed interim consolidated financial statements have been prepared in accordance with IFRS Accounting Standards and on a going concern basis, which assumes that the Company will be able to meet its obligations and continue its operations for the next twelve months. For the nine months ended December 31, 2025, the Company reported a net loss of \$1,542,490 and as at that date, had a net working capital balance of \$1,280,132 (March 31, 2025 - \$841,677).

The Company’s ability to continue as a going concern is dependent upon its ability to obtain additional funding from equity financings provided by the Company’s existing shareholders and/or new shareholders or through other arrangements. Although the Company has been successful in the past in obtaining financing, there is no assurance that it will be able to obtain adequate financing in the future or that such financing will be on terms advantageous to the Company. There is no assurance that the Company will be successful in this regard. These factors may cast significant doubt upon the Company’s ability to continue as a going concern and, therefore, it may be unable to realize its assets and discharge its liabilities in the normal course of business. These condensed interim consolidated financial statements do not reflect the adjustments to the carrying values of the assets and liabilities, the reported expenses and the statements of financial position classifications that would be necessary should the Company be unable to continue as a going concern. Such adjustments could be material.

2. BASIS OF PREPARATION

The Company’s unaudited condensed interim consolidated financial statements have been prepared in accordance with IFRS® Accounting Standards (as issued by the International Accounting Standards Board (“IASB”) and the International Financial Reporting Interpretations Committee (“IFRIC”)) (“IFRS”) applicable to the preparation of interim financial statements, including IAS 34, Interim Financial Reporting. The unaudited condensed interim consolidated financial statements do not include all the information and note disclosures required by IFRS Accounting Standards for annual

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financial statements and should be read in conjunction with the annual consolidated financial statements for the year ended March 31, 2025, which have been prepared in accordance with IFRS.

The accounting policies followed in these condensed interim consolidated financial statements are the same as those applied in the Company's annual consolidated financial statements for the year ended March 31, 2025.

These condensed interim consolidated financial statements include the accounts of Hayasa Metals Inc. and its wholly owned subsidiary as follows:

	Location	Ownership	Functional currency
Hayasa Resources Corp. ("HRC")	Armenia	100%	AMD

HRC is a wholly owned subsidiary of Hayasa Metals Inc. incorporated under the laws of the Republic of Armenia. The subsidiary was established to facilitate the operations of the Company in Armenia.

Certain financial statement items presented in previous financial statements have been reclassified to conform with current presentation.

3. RECENT ACCOUNTING PRONOUNCEMENTS

In April 2024, the IASB issued IFRS 18 – *Presentation and Disclosure in Financial Statements* ("IFRS 18") to replace IAS 1 – *Presentation of Financial Statements*. This standard focuses on updates to the statement of profit or loss, including: (a) the structure of the statement of profit or loss; (b) required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity's financial statements (that is, management-defined performance measures); and (c) enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general. It will be effective for the Company for the annual period beginning April 1, 2027, and will be required to be applied retrospectively.

Apart from IFRS 18, other new standards or amendments to existing standards issued but which have not yet been applied by the Company based on the effective date are not currently expected to have a material impact on the Company's consolidated financial statements.

4. MINERAL PROPERTIES

Continuity of additions to mineral properties for the period ended December 31, 2025:

	March 31, 2025	Additions	Teck funding	Foreign exchange	December 31, 2025
Vardenis	\$ 542,823	\$ 21,940	\$ (14,551)	\$ (13,231)	\$ 536,981
Urasar	85,686	18,584	-	(2,286)	101,984
	<u>\$ 628,509</u>	<u>\$ 40,524</u>	<u>\$ (14,551)</u>	<u>\$ (15,517)</u>	<u>\$ 638,965</u>

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(Unaudited) (Expressed in Canadian Dollars)

Continuity of additions to mineral properties for the year ended March 31, 2025:

	March 31, 2024	Additions	Foreign exchange	March 31, 2025
Vardenis	\$ 202,554	\$ 320,632	\$ 19,637	\$ 542,823
Urasar	16,104	66,374	3,208	85,686
	<u>\$ 218,658</u>	<u>\$ 387,006</u>	<u>\$ 22,845</u>	<u>\$ 628,509</u>

The capitalised costs of mineral properties relate to the claim maintenance and acquisition costs associated with exploration and evaluation assets.

Although the Company has taken steps to verify title to mineral properties in which it has an interest, these procedures do not guarantee their titles. Property title may be subject to unregistered prior agreements or transfers and may be affected by undetected defects.

The recoverability of the carrying value of mineral properties and deferred expenditures is dependent upon a number of factors including the existence and discovery of economically recoverable reserves, and the ability of the Company to obtain financing to maintain properties in good standing and continue exploration. It is possible that economically recoverable reserves may not be discovered and accordingly a material portion of the carrying value of mineral properties could be written off in the future.

(a) Vardenis

Teck option agreement

In August 2025, the Company entered into an amended and restated option and joint venture agreement (the “Agreement”) which grants Teck Resources Limited (“Teck”) the sole and exclusive option to acquire up to an 80% interest in Mendia Resources LLC (“Mendia”, the “Optionor”), the company that owns the geological exploration license relating to the Vardenis copper-gold project located in east-central Armenia. The Agreement supersedes the option agreement previously entered into by the Company in June 2023 (as subsequently amended) to acquire up to a 100% interest in Mendia.

The Agreement provides for the following:

- The Company and the Optionor will grant Teck the sole and exclusive option to acquire a 70% interest in Mendia (the “Initial Option”), which may be exercised by Teck upon (i) incurring an aggregate of US\$ 15 million in exploration expenditures on the Vardenis project by December 31, 2029, including fulfilling its firm commitment to complete 4,300 meters of diamond drilling on the Vardenis Project by October 31, 2026 (completed in October 2025), including 3,000 meters by December 31, 2025, and (ii) making any required payments to the Optionor.
- During the term of the Initial Option (which commenced May 3, 2025) and, if applicable, the Second Option, Teck will be solely responsible for funding all expenditures and costs relating to the Vardenis project, including costs related to maintaining the Vardenis project in good standing.

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- If Teck exercises the Initial Option, it will have a further sole and exclusive option to acquire an additional 10% interest in Mendia, which would bring Teck's total interest in Mendia to 80% (the "Second Option"). Teck may exercise the Second Option by delivering to Hayasa and the Optionor a National Instrument 43-101 compliant pre-feasibility study in respect of the Vardenis project on or before the sixth anniversary of the exercise date of the Initial Option. Teck will receive the remaining 10% interest in Mendia held by the Optionor for a US\$3.5 million payment.
- If Teck incurs a minimum of US\$ 2.5 million in the 30-month period following the date of the Agreement but chooses not to exercise the Initial Option, the Agreement will terminate and Teck will be granted a 1.0% net smelter return royalty on the Vardenis property, payable by Mendia.
- If Teck exercises the Initial Option and elects not to pursue the Second Option, or if Teck exercises the Second Option, a corporate joint venture (the "Joint Venture") will be deemed to be formed between Teck and Hayasa (and if applicable, the Optionor) in accordance with the terms of the Agreement. Existing shareholder's interest in Mendia will be converted to a 1.0% net smelter return if its interest is diluted to below 10% or if it defaults on cash calls in certain circumstances.
- For a period of 18 months from the Joint Venture formation date (the "Deferral Period"), Hayasa may elect to defer the contribution of its proportionate share of the costs of approved programs, which costs will be contributed by Teck on behalf of Hayasa and will become repayable by Hayasa within 18 months from the end of the Deferral Period.

Pursuant to the Agreement, Hayasa will be the manager of the Vardenis project during the term of the Initial Option, with Teck having the right to replace Hayasa as the manager at any time. The manager of the project is entitled to receive a management fee based on a percentage of the expenditures incurred (5% to 10% depending on the nature of the expenditure). The management fee earned by the Company for the period from May 3 to December 31, 2025 was \$137,195.

Funding provided by Teck in advance of the applicable spend is based on mutually agreed budgets. Any advances not spent at the end of the period are classified as a liability, which is amortized as exploration costs on Vardenis are incurred. As at December 31, 2025, the balance of project cost advances received was \$627,585.

Pursuant to the agreement with Mendia, Hayasa maintains certain of its rights to acquire interests in the capital of Mendia as set out in the option agreement entered into in June 2023 (as subsequently amended by the Teck Agreement) as long as such rights do not derogate from Teck's rights under the Agreement. This option to acquire interest in Mendia is held by Hayasa Metals Inc. (not HRC). Specifically:

- The Company shall be entitled to 51% of the issued and outstanding Mendia shares on a fully-diluted basis (inclusive of any Mendia shares held by Hayasa as of the date of the Agreement) upon the completion of an aggregate 2,500 metres of diamond drilling on the property on or before October 31, 2025 (completed).
- The Company shall be entitled to an additional 29% of the issued and outstanding Mendia shares on a fully-diluted basis (inclusive of any Mendia shares held by Hayasa as of the date of the Agreement) upon the completion of an additional 2,500 metres of diamond drilling on the property on or before October 31, 2026 (completed October 31, 2025).
- The Company shall be entitled to an additional 9% of the issued and outstanding Mendia shares on a fully-diluted basis (inclusive of any Mendia shares held by Hayasa as of the date of the

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Agreement) upon the payment to the Optionor of US\$ 100,000 and the issuance to the Optionor of 1,000,000 Hayasa common shares on or before December 3, 2027.

As at December 31, 2025, the Company had fulfilled all requirements – including the diamond drilling requirements - to acquire a total of 80% of the issued and outstanding Mendia shares on a fully-diluted basis. However, the Company has not exercised the option to acquire shares of Mendia at the date of these condensed interim consolidated financial statements.

Vardenis, data acquisition

The Vardenis copper-gold property was formerly held by Dundee Precious Metals Corp. (“DPMC”) between 2015 and 2018. In June 2023, the Company entered into an agreement with DPMC to purchase its historic exploration data relating to Vardenis. The Company paid \$30,000 to DPMC and criteria that would result in additional compensation were not satisfied

(b) Urasar

In October 2023, the Company was granted an exploration permit by the Armenian government comprising 33.8 km² over the Urasar mineral district in northern Armenia.

Sale of 1.25% NSR over Urasar Mineral District

In January 2025, the Company sold a 1.25% NSR royalty covering all minerals produced from the Urasar copper-gold project to Franco-Nevada Corporation (“Franco-Nevada”) and EMX Royalty Corporation (“EMX”) for total cash proceeds of US\$ 1,000,000.

Each of Franco-Nevada and EMX retain a 0.625% NSR royalty interest.

In addition, each of Franco-Nevada and EMX were issued 250,000 share purchase warrants, which may be exercised on a one-for-one basis for common shares of the Company within 18 months following issuance at an exercise price of \$0.22.

As part of the transaction, Franco-Nevada and EMX will have a right of first refusal in respect of any future royalty, stream or similar interest on Urasar.

5. RECLAMATION BONDS

Reclamation bonds provided to the Armenian state in connection with exploration work undertaken at Vardenis and Urasar amounted to the Armenian Dram (“AMD”) equivalent of \$16,591 and \$12,768, respectively, as at December 31, 2025 (March 31, 2025: total of \$30,107).

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(Unaudited) (Expressed in Canadian Dollars)

6. SHAREHOLDERS' EQUITY

(a) Share capital

The Company has authorized capital of an unlimited number of common voting shares without nominal or par value.

The Company has authorized capital of an unlimited number of preferred voting shares without nominal or par value.

September 2025 non-brokered private placement

On September 23, 2025, the Company closed a non-brokered private placement financing pursuant to which a total of 11,165,282 units were issued at a price of \$0.17 per unit for gross proceeds of \$1,898,098. Each unit was comprised of one common share of the Company and one-half of one common share purchase warrant. Each whole warrant entitles the holder to acquire one common share at a purchase price of \$0.22 for the period of 18 months from November 23, 2025.

Current directors and officers of the Company participated in the private placement subscribing for an aggregate of 738,400 common shares for gross proceeds of \$125,528 (Note 8).

Common shares issued to the Chief Executive Officer

The Company appointed a new Chief Executive Officer ("CEO") in late August 2024. As part of his compensation package, the new CEO will receive an aggregate of 580,000 common shares of the Company to be issued as follows:

- 116,000 common shares upon TSXV approval (the "Initial Issuance", issued, valued at \$12,760)
- 116,000 common shares on the six-month anniversary of the Initial Issuance (issued, valued at \$8,120)
- 116,000 common shares on the 12-month anniversary of the Initial Issuance (issued, valued at \$17,980)
- 116,000 common shares on the 18-month anniversary of the Initial Issuance, (issued subsequent to December 31, 2025) and
- 116,000 common shares on the 24-month anniversary of the Initial Issuance.

(b) Share purchase warrants

The Company had the following share purchase warrants outstanding as at December 31, 2025:

	Expiry date	Exercise price	Number of warrants
July 2024 private placement ⁽¹⁾	January 23, 2026	0.17	10,075,000
January 2025 sale of NSR	July 21, 2026	0.22	500,000
September 2025 private placement	March 23, 2027	0.22	5,582,641
		0.19	16,157,641

⁽¹⁾ Subsequent to December 31, 2025, these warrants expired unexercised.

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A continuity schedule of the Company's share purchase warrants is as follows:

	Number of warrants	Weighted average exercise price	Weighted average remaining life (years)
March 31, 2024	5,776,500	0.17	1.58
Issued			
July 2024 private placement	10,075,000	0.17	
January 2025 sale of NSR	500,000	0.22	
March 31, 2025	16,351,500	0.17	0.75
Issued			
September 2025 private placement	5,582,641	0.22	
Expired	(5,776,500)	(0.17)	
December 31, 2025	16,157,641	0.19	0.48

(c) Stock options

The Company had the following stock options outstanding as at December 31, 2025:

Expiry date	Outstanding #	Exercisable #	Exercise price, \$
January 18, 2026 ⁽¹⁾	115,000	115,000	0.80
December 31, 2026	650,000	600,000	0.09
April 23, 2028	1,050,000	1,050,000	0.09
December 20, 2028	550,000	440,000	0.09
July 5, 2029	150,000	90,000	0.10
August 21, 2029	600,000	360,000	0.095
November 8, 2029	600,000	360,000	0.15
June 24, 2030	600,000	297,600	0.12
September 23, 2030	600,000	120,000	0.17
	4,915,000	3,432,600	0.13

⁽¹⁾ Subsequent to December 31, 2025 these options expired unexercised.

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(Unaudited) (Expressed in Canadian Dollars)

A continuity schedule of the Company's stock options is as follows:

	Number of options	Weighted average exercise price	Weighted average remaining life (years)
March 31, 2024	3,400,000	0.17	4.00
Issued	1,350,000	0.12	
Forfeited	(40,000)	0.09	
March 31, 2025	4,710,000	0.16	3.33
Issued	1,200,000	0.15	
Expired	(995,000)	0.29	
December 31, 2025	4,915,000	0.13	3.11

Stock-based compensation relating to stock options totalled \$123,360 and \$24,845, respectively, in the nine and three months ended December 31, 2025 (2024 - \$64,974 and \$123,649, respectively, in the nine and three months).

A total of 600,000 stock options were granted in June 2025. The stock options have an exercise price of \$0.12 and a term of 5 years. These stock options vest as follows: 33% on June 25, 2025, and the remainder vests in four tranches of 16.7% every six months starting December 25, 2025.

A total of 600,000 stock options were granted in September 2025. The stock options have an exercise price of \$0.17 and a term of 5 years. These stock options vest in five equal tranches of 20% every six months, starting September 24, 2025.

The fair values of the stock options granted in nine six months ended December 31, 2025, were estimated as at the date of issuance using the Black-Scholes option-pricing model applying the following assumptions:

	June 25, 2025 (\$0.12)	Sept. 24, 2025 (\$0.17)
Expected dividends	—	—
Expected volatility	150%	122%
Risk-free interest rate	2.93%	2.73%
Expected life, years	5	5
Expected rate of forfeiture	5.0%	0.0%

(d) Performance share units

The Company's omnibus equity compensation plan (the "Omnibus Plan") was approved by the Company's shareholders at its annual general meetings in October 2024 and November 2025. The Omnibus Plan includes the ability to issue stock options, restricted share units ("RSUs"), performance share units ("PSUs"), and deferred share units ("DSUs", and together with stock options, RSUs and PSUs, the "Awards"). The aggregate number of common shares reserved for issuance in respect of stock options may not exceed 10% of the total number of issued common shares (calculated on a non-

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diluted basis) at the time a stock option is granted. The aggregate number of common shares issuable in respect of RSUs, PSUs and DSUs may not exceed 5,818,809 common shares. The Omnibus Plan replaced the Company's previous 10% rolling stock option plan with any stock options issued and outstanding pursuant to the Company's previous stock option plan continuing to be exercisable but governed by the Omnibus Plan.

In January 2025, the Company granted a total of 4,800,000 PSUs pursuant to the Omnibus Plan to certain directors, officers, and employees. The PSUs will expire if certain performance criteria have not been met within three years following the grant date. If the performance conditions are met, each vested PSU entitles the holder to receive one common share of the Company. At the discretion of the board of directors of the Company, the obligation may be settled in cash. These PSUs are expected to be settled through issuance of common shares.

Stock-based compensation relating to PSUs totalled \$(29,280) and \$(7,946), respectively, in the nine and three months ended December 31, 2025 (2024 - \$nil).

7. EXPLORATION AND EVALUATION EXPENDITURES

Nine months ended December 31, 2025

	Vardenis	Urasar	Other	Total
Assay	\$ 30,625	\$ 66,039	\$ 5,758	\$ 102,422
Drilling ⁽¹⁾	1,415,371	375,115	-	1,790,486
Third party services	66,538	56,634	-	123,172
Field activities and supplies	155,138	72,334	545	228,017
Geological	149,035	67,586	-	216,621
Labour	156,203	89,005	1,291	246,499
Travel	29,466	24,234	115	53,815
Local community	52,507	29,753	-	82,260
Reclamation and environmental	28,515	24,885	-	53,400
Administration	10,896	-	-	10,896
Armenia country manager	54,463	32,187	-	86,650
	2,148,757	837,772	7,709	2,994,238
Teck funding ⁽²⁾	(2,171,596)	-	-	(2,171,596)
	\$ (22,839)	\$ 837,772	\$ 7,709	\$ 822,642

(1) Net of Armenian VAT refund of \$194,584 relating to the Urasar drill program undertaken in late 2024

(2) Teck is reimbursing the Company for Vardenis exploration and evaluation expenditures pursuant to the Agreement entered into in August 2025 (Note 4(a))

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Nine months ended December 31, 2024

	Vardenis	Urasar	Logistical support	Total
Drilling	\$ (11,838)	\$ 540,033	\$ -	\$ 528,195
Third party services	141,497	173,119	-	314,616
Labour	69,365	76,797	-	146,162
Field activity and supplies	33,707	61,389	-	95,096
Local community	62,041	27,139	-	89,180
Assay	1,575	74,591	-	76,166
Travel and freight	17,720	55,996	-	73,716
Road construction and maintenance	-	11,859	-	11,859
Reclamation	-	17,554	-	17,554
Country manager	10,377	35,898	13,254	59,529
	\$ 324,444	\$ 1,074,375	\$ 13,254	\$ 1,412,073

8. RELATED PARTY TRANSACTIONS

Related party transactions

Key management includes the President, the Chief Executive Officer, the Chief Financial Officer and Directors.

The compensation paid or payable to key management for services during the three and nine months ended December 31, 2025 and 2024 is as follows:

	Three months ended December 31,		Nine months ended December 31,	
	2025	2024	2025	2024
Management fees	\$ 99,433	\$ 103,264	\$ 324,763	\$ 245,562
Stock-based compensation	9,513	54,105	100,360	91,848
	\$ 108,946	\$ 157,369	\$ 425,123	\$ 337,410

Management debt settlement

In October 2024, the Company agreed to settle outstanding debts owing to two current and one former member of its management team totalling \$499,333. The debt settlement agreements were subject to TSXV approval and provided for the following:

- Issuance by the Company to the debtors of a total of 2,097,760 common shares at a deemed price of \$0.10 per share (being the unit price of the non-brokered private placement that closed in July 2024) having a total deemed value of \$209,776

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- Immediate payment of a total of \$100,000
- Deferred payment of a total of \$109,777 to take place following the closing of the Company's next equity financing, and
- The two current members of the management team agreed to forgive a total of \$79,780 in debt (being 20% of the total amount owing to each).

In January 2025, the Company received TSXV approval to proceed with the execution of the debt settlement agreements at which time the 2,097,760 common shares were issued and the balance of the immediate payment of \$100,000 was made. The common shares issued were subject to a four-month hold period in accordance with applicable securities laws.

The deferred payment amount of \$109,777 was repaid in September 2025. Upon repayment of this amount, the remaining balance of \$79,780 was forgiven by the two current members of management; this amount was recognised as Other income in the condensed interim consolidated statement of loss.

All balances owing to members of management were unsecured and non-interest bearing.

Related party balances

The Company owed the following amounts to related parties including officers and directors and companies that are controlled by officers and directors of the Company:

	December 31, 2025	March 31, 2025
Amounts owing to directors and officers relating to deferred remuneration and expense reimbursement	\$ 4,568	\$ 203,424
Advance provided by the President	-	100,000
	<u>\$ 4,568</u>	<u>\$ 303,424</u>

In August 2023, the President loaned \$200,000 to the Company of which \$100,000 was repaid with the proceeds of the October 2023 private placement. The remaining balance was repaid in September 2025. The amounts owing to related parties are unsecured, non-interest bearing and are due under normal business terms.

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9. SEGMENTED INFORMATION

The Company operates in one reportable operating segment, being the acquisition, exploration and evaluation of mineral properties. The Company's assets are located in Canada and Armenia as follows:

	Canada	United States	Armenia	Total
Non-current assets:				
December 31, 2025	\$ 1,579	\$ -	\$ 687,807	\$ 689,386
March 31, 2025	74,225	-	661,037	735,262
Net loss, nine months ended				
December 31, 2025	621,722	-	920,768	1,389,741
December 31, 2024	\$ 669,056	\$ 11,407	\$ 1,499,287	\$ 2,179,750

10. CAPITAL MANAGEMENT

The Company's objectives for the management of capital are to safeguard the Company's ability to continue as a going concern, including the preservation of capital, and to achieve reasonable returns on invested cash after satisfying the objective of preserving capital. The Company manages its capital structure, which consists of working capital and share capital, and makes adjustments to it depending on the funds available to the Company for acquisition, exploration and evaluation of mineral property assets. The Board of Directors does not establish quantitative return on capital criteria for management but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company's policy is to maintain sufficient cash and deposit balances to cover operating and exploration costs over a reasonable future period. The Company accesses capital markets as necessary and may also acquire additional funds where advantageous circumstances arise.

The Company reviews its capital management approach on an on-going basis and believes that this approach, given the relatively small size of the Company, is reasonable. The Company is not subject to externally imposed capital requirements and there were no significant changes in its approach to capital management during the nine months ended December 31, 2025.

11. RISK MANAGEMENT

Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because they are denominated in currencies that differ from the Company's functional currency. The Company's exploration activity is situated entirely in Armenia and it is therefore exposed to foreign exchange risk arising from transactions and monetary balances denominated in

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United States dollars and Armenian drams. The Company does not use derivative instruments to reduce upward and downward risk associated with foreign currency fluctuations.

Cash balances held in the following currencies at December 31, 2025:

	Canadian Dollars	US Dollars	Armenian Dram
Cash	951,104	684,235	345,995

At December 31, 2025, with other variables unchanged, a 5% movement in the United States dollars and Armenian Drams against the Canadian dollar would change the Company's net loss and comprehensive loss by \$94,508.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Company's primary exposure to credit risk is on its cash held in bank accounts. This risk is managed by using a major bank that is a high credit quality financial institution as determined by rating agencies. The Company's secondary exposure to risk is on its receivables. The risk is minimal as receivables consist primarily of refundable government taxes.

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. The Company's exposure to interest rate risk relates to its ability to earn interest income on cash balances at variable rates. The risk is considered minimal.

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company has a planning and budgeting process in place to assist in determining the funds required to support the Company's normal operating requirements on an ongoing basis. The Company attempts to ensure there is sufficient access to funds to meet ongoing business requirements, taking into account its current cash position and potential funding sources.

At December 31, 2025, the contractual maturities of the Company's obligations are as follows:

	Within one year \$	Between one and five years \$	More than five years \$
Accounts payable and accrued liabilities	195,935	-	-

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All of the exploration and evaluation assets in which the Company has interests are in the exploration stage. As such, the Company is dependent on external financing to fund its activities. In order to carry out its planned exploration and pay for ongoing general and administrative expenses, the Company will use existing working capital and expects to raise additional funds through equity private placements as required in the future. The Company will continue to assess new exploration and evaluation assets and seeks to acquire additional interests if sufficient geologic or economic potential is established and adequate financial resources are available.

Additional information relating to the Company's ability to continue as a going concern is presented in Note 1.

12. SUBSEQUENT EVENTS

Subsequent to December 31, 2025, the Company granted 1,150,000 stock options to directors, management, an employee and a consultant. The options are exercisable at \$0.07 per common share and have a term of 5 years.

Subsequent to December 31, 2025, the Company issued 116,000 common shares to the CEO of the Company (Note 6 (a)).

Subsequent to December 31, 2025, 720,000 PSUs forfeited.