



## **Condensed Consolidated Interim Financial Statements**

**For the six months ended June 30, 2026**

**(UNAUDITED)**

**(Expressed in US dollars)**

#### **NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS**

Under National Instrument 51-102, Part 4, subsection 4.3(3) (a), 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 Company's independent auditor has not performed a review of these financial statements in accordance with standards established by the Chartered Professional Accountants of Canada for a review of interim financial statements by an entity's auditor.

The accompanying unaudited consolidated interim financial statements of Scorpio Gold Corporation for the six months ended June 30, 2026 have been prepared by the management of the Company and approved by the Company's Audit Committee and the Company's Board of Directors.

The accompanying unaudited consolidated interim financial statements of the Company have been prepared by and are the responsibility of the Company's management.

# Scorpio Gold Corporation

## Condensed Consolidated Interim Statements of Financial Position (Unaudited)

(Expressed in United States Dollars)

|                                                   | As at   | June 30,          | December 31,      |
|---------------------------------------------------|---------|-------------------|-------------------|
|                                                   | Note(s) | 2026              | 2025              |
|                                                   |         | \$                | \$                |
| <b>ASSETS</b>                                     |         |                   |                   |
| <b>Current assets</b>                             |         |                   |                   |
| Cash and equivalents                              |         | 2,588,600         | 8,337,777         |
| Receivables                                       |         | 33,265            | 139,811           |
| Other receivable                                  | 5       | 987,916           | 1,680,485         |
| Prepaid expenses                                  |         | 187,129           | 253,116           |
|                                                   |         | <b>3,796,910</b>  | <b>10,411,189</b> |
| <b>Non-current assets</b>                         |         |                   |                   |
| Reclamation deposits                              | 6       | 1,154,920         | 1,134,836         |
| Long-term receivable                              |         | 56,293            | 58,337            |
| Investments                                       |         | 764               | 764               |
| Exploration advance                               |         | 172,501           | 330,014           |
| Property, plant and equipment                     | 7       | 806,758           | 1,148,495         |
| Mineral properties                                | 8       | 18,002,636        | 9,107,359         |
|                                                   |         | <b>20,193,872</b> | <b>11,779,805</b> |
| <b>TOTAL ASSETS</b>                               |         | <b>23,990,782</b> | <b>22,190,994</b> |
| <b>LIABILITIES</b>                                |         |                   |                   |
| <b>Current liabilities</b>                        |         |                   |                   |
| Accounts payable and accrued liabilities          | 14      | 1,914,432         | 1,697,289         |
| Loans payable                                     | 9       | 489,819           | 507,601           |
|                                                   |         | <b>2,404,251</b>  | <b>2,204,890</b>  |
| <b>Non-current liabilities</b>                    |         |                   |                   |
| Provision for environmental rehabilitation        | 10      | 683,642           | 669,689           |
|                                                   |         | <b>683,642</b>    | <b>669,689</b>    |
| <b>TOTAL LIABILITIES</b>                          |         | <b>3,087,893</b>  | <b>2,874,579</b>  |
| <b>SHAREHOLDERS' EQUITY</b>                       |         |                   |                   |
| Share capital                                     | 11      | 90,267,049        | 87,127,627        |
| Foreign currency translation reserve              |         | 250,986           | 359,038           |
| Restricted share units                            | 11      | 702,475           | 328,803           |
| Reserves                                          | 11      | 10,310,273        | 8,773,897         |
| Warrants                                          | 11      | 353,281           | 585,045           |
| Accumulated deficit                               |         | (80,981,175)      | (77,857,995)      |
| <b>TOTAL SHAREHOLDERS' EQUITY</b>                 |         | <b>20,902,889</b> | <b>19,316,415</b> |
| <b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b> |         | <b>23,990,782</b> | <b>22,190,994</b> |
| <b>Nature of operations and going concern</b>     |         |                   |                   |
|                                                   | 1       |                   |                   |
| <b>Events subsequent to the reporting period</b>  |         |                   |                   |
|                                                   | 19      |                   |                   |

These unaudited condensed consolidated interim financial statements were approved for issue by the Board of Directors and signed on its behalf by:

/s/ Ian Dawson Director

/s/ Zayn Kalyan Director

See accompanying notes to these unaudited condensed consolidated interim financial statements.

## Scorpio Gold Corporation

Condensed Consolidated Interim Statements of Income (Loss) and Comprehensive Income (Loss) (Unaudited)  
(Expressed in United States Dollars)

|                                                                               | Note(s) | For the three months ended |                    | For the six months ended |                    |
|-------------------------------------------------------------------------------|---------|----------------------------|--------------------|--------------------------|--------------------|
|                                                                               |         | June 30,                   | June 30,           | June 30,                 | June 30,           |
|                                                                               |         | 2026                       | 2025               | 2026                     | 2025               |
|                                                                               |         | \$                         | \$                 | \$                       | \$                 |
| <b>Expenses</b>                                                               |         |                            |                    |                          |                    |
| Care and maintenance                                                          | 12      | -                          | 658,535            | -                        | 1,024,468          |
| Depreciation                                                                  | 7       | 52,736                     | -                  | 103,615                  | -                  |
| Finance income                                                                |         | (74,193)                   | (104,355)          | (147,576)                | (207,480)          |
| Finance costs                                                                 | 10      | 7,051                      | 154,293            | 13,953                   | 305,271            |
| Foreign exchange loss (gain)                                                  |         | 2,304                      | (15,094)           | (15,888)                 | (14,132)           |
| General and administrative expenses                                           | 13      | 842,514                    | 529,152            | 1,374,283                | 1,171,970          |
| Share-based compensation                                                      | 11      | 1,047,540                  | 69,843             | 1,915,126                | 154,761            |
| Gain on disposal of fixed assets                                              | 7       | (135,933)                  | (500)              | (120,333)                | (79,250)           |
| <b>Net income (loss) for the period</b>                                       |         | <b>(1,742,019)</b>         | <b>(1,291,874)</b> | <b>(3,123,180)</b>       | <b>(2,355,608)</b> |
| Exchange difference on translating foreign operations                         |         | (10,803)                   | 67,504             | (108,052)                | 39,381             |
| <b>Comprehensive income (loss) for the period</b>                             |         | <b>(1,752,822)</b>         | <b>(1,224,370)</b> | <b>(3,231,232)</b>       | <b>(2,316,277)</b> |
|                                                                               |         |                            |                    |                          |                    |
| <b>Basic and diluted income (loss) per common share for the period</b>        |         | <b>(0.01)</b>              | <b>(0.01)</b>      | <b>(0.01)</b>            | <b>(0.01)</b>      |
|                                                                               |         |                            |                    |                          |                    |
| <b>Basic and diluted Weighted average number of common shares outstanding</b> |         | <b>302,690,380</b>         | <b>215,447,320</b> | <b>300,488,514</b>       | <b>173,374,023</b> |

See accompanying notes to these unaudited condensed consolidated interim financial statements.

**Scorpio Gold Corporation**

Condensed Consolidated Interim Statements of Changes in Shareholders' Equity (unaudited)  
(Expressed in United States Dollars)

|                                            | Share capital      |                   | Restricted<br>share<br>units | Warrant<br>reserve | Reserves          | Foreign<br>currency<br>translation<br>reserve | Accumulated<br>deficit | TOTAL             |
|--------------------------------------------|--------------------|-------------------|------------------------------|--------------------|-------------------|-----------------------------------------------|------------------------|-------------------|
|                                            | #                  | \$                | \$                           | \$                 | \$                | \$                                            | \$                     | \$                |
| <b>Balance as of December 31, 2024</b>     | <b>130,833,244</b> | <b>72,069,324</b> | <b>10,085</b>                | <b>1,080,208</b>   | <b>7,866,118</b>  | <b>287,262</b>                                | <b>(80,963,910)</b>    | <b>349,087</b>    |
| Shares issued for cash - private placement | 88,375,000         | 4,968,222         | -                            | -                  | -                 | -                                             | -                      | 4,968,222         |
| Share issue costs                          | -                  | (87,405)          | -                            | -                  | -                 | -                                             | -                      | (87,405)          |
| Fair value of finders' warrants            | -                  | (65,750)          | -                            | 65,750             | -                 | -                                             | -                      | -                 |
| Shares issued on exercise of warrants      | 100,000            | 15,825            | -                            | (8,515)            | -                 | -                                             | -                      | 7,310             |
| Shares issued for debt settlement          | 2,149,174          | 134,118           | -                            | -                  | -                 | -                                             | -                      | 134,118           |
| Share-based compensation                   | -                  | -                 | 47,424                       | -                  | 108,012           | -                                             | -                      | 155,436           |
| Loss and comprehensive loss                | -                  | -                 | -                            | -                  | -                 | 39,381                                        | (2,355,608)            | (2,316,227)       |
| <b>Balance as of June 30, 2025</b>         | <b>221,457,418</b> | <b>77,034,334</b> | <b>57,509</b>                | <b>1,137,443</b>   | <b>7,974,130</b>  | <b>326,643</b>                                | <b>(83,319,518)</b>    | <b>3,210,541</b>  |
| Shares issued for cash - private placement | 32,000,000         | 5,800,992         | -                            | -                  | -                 | -                                             | -                      | 5,800,992         |
| Share issue costs                          | -                  | (95,057)          | -                            | -                  | -                 | -                                             | -                      | (95,057)          |
| Shares issued on exercise of warrants      | 27,082,726         | 4,300,470         | -                            | (552,398)          | -                 | -                                             | -                      | 3,748,072         |
| Shares issued on restricted share units    | 900,000            | 86,888            | (86,888)                     | -                  | -                 | -                                             | -                      | -                 |
| Share-based payments                       | -                  | -                 | 358,182                      | -                  | 797,767           | -                                             | -                      | 1,155,949         |
| Income and comprehensive income            | -                  | -                 | -                            | -                  | -                 | 32,395                                        | 5,461,523              | 5,493,918         |
| <b>Balance as of December 31, 2025</b>     | <b>281,440,144</b> | <b>87,127,627</b> | <b>328,803</b>               | <b>585,045</b>     | <b>8,773,897</b>  | <b>359,038</b>                                | <b>(77,857,995)</b>    | <b>19,316,415</b> |
| Shares issued on exercise of warrants      | 21,367,800         | 3,097,021         | -                            | (231,764)          | -                 | -                                             | -                      | 2,865,257         |
| Shares issued on exercise of options       | 56,250             | 11,240            | -                            | -                  | (5,078)           | -                                             | -                      | 6,162             |
| Shares issued for mineral property         | 100,000            | 31,161            | -                            | -                  | -                 | -                                             | -                      | 31,161            |
| Share-based compensation                   | -                  | -                 | 373,672                      | -                  | 1,541,454         | -                                             | -                      | 1,915,126         |
| Loss and comprehensive loss                | -                  | -                 | -                            | -                  | -                 | (108,052)                                     | (3,123,180)            | (3,231,232)       |
| <b>Balance as of June 30, 2026</b>         | <b>302,964,194</b> | <b>90,267,049</b> | <b>702,475</b>               | <b>353,281</b>     | <b>10,310,273</b> | <b>250,986</b>                                | <b>(80,981,175)</b>    | <b>20,902,889</b> |

See accompanying notes to these unaudited condensed consolidated interim financial statements.

**Scorpio Gold Corporation**

## Condensed Consolidated Interim Statements of Cash Flows (unaudited)

(Expressed in United States Dollars)

|                                                                     | For the six months ended |                    |
|---------------------------------------------------------------------|--------------------------|--------------------|
|                                                                     | June 30,<br>2026         | June 30,<br>2025   |
|                                                                     | \$                       | \$                 |
| <b>OPERATING ACTIVITIES</b>                                         |                          |                    |
| <b>Net loss</b>                                                     | (3,123,180)              | (2,355,608)        |
| Depreciation                                                        | 103,615                  | -                  |
| Finance income                                                      | (77,515)                 | (207,481)          |
| Unwinding of discount of provision for environmental rehabilitation | 13,953                   | 305,271            |
| Share-based compensation                                            | 1,915,126                | 155,436            |
| Write-down of assets                                                | (120,333)                | (79,750)           |
| <b>Net changes in non-cash working capital items:</b>               |                          |                    |
| Accounts receivable                                                 | 104,789                  | (68,311)           |
| Prepaid expenses                                                    | 217,711                  | 146,306            |
| Accounts payable and accrued liabilities                            | (369,096)                | (484,688)          |
| <b>Cash flow used in operating activities</b>                       | <b>(1,334,930)</b>       | <b>(2,588,825)</b> |
| <b>INVESTING ACTIVITIES</b>                                         |                          |                    |
| Acquisition costs on exploration and evaluation assets              | (8,301,455)              | (1,337,892)        |
| Purchase of capital assets                                          | (201,958)                | (57,782)           |
| Proceeds from disposal of property, plant and equipment             | 560,413                  | 79,750             |
| Proceeds from disposal of subsidiary                                | 750,000                  | -                  |
| <b>Cash flow used in investing activities</b>                       | <b>(7,193,000)</b>       | <b>(1,315,924)</b> |
| <b>FINANCING ACTIVITIES</b>                                         |                          |                    |
| Proceeds on issuance of shares, net of cash issuance costs          | -                        | 4,929,842          |
| Proceeds on warrants exercised                                      | 2,865,257                | 7,097              |
| Proceeds on options exercised                                       | 6,162                    | -                  |
| Repayment on loan payable, net of transaction costs                 | -                        | (532,268)          |
| <b>Cash flow provided by financing activities</b>                   | <b>2,871,419</b>         | <b>4,404,671</b>   |
| <b>Increase (decrease) in cash</b>                                  | <b>(5,656,511)</b>       | <b>499,922</b>     |
| <b>Cash, beginning of period</b>                                    | <b>(92,666)</b>          | <b>(5,042)</b>     |
| <b>Foreign exchange on translation</b>                              | <b>8,337,777</b>         | <b>90,088</b>      |
| <b>Cash, end of period</b>                                          | <b>2,588,600</b>         | <b>584,968</b>     |

Supplemental cash flow information

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See accompanying notes to these unaudited condensed consolidated interim financial statements.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

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### 1. NATURE OF OPERATIONS AND GOING CONCERN

Scorpio Gold Corporation (the “Company” or “Scorpio”) is a publicly traded company incorporated under the laws of the Province of British Columbia. The Company’s shares are listed on the TSX Venture Exchange (“TSX-V”) and trade under the symbol SGN. The corporate office of the Company is located at Suite 750 – 1095 West Pender Street Vancouver, British Columbia V6E 2M6. The Company and its subsidiaries conduct mineral exploitation, exploration and development activities in the United States of America (“USA”).

These unaudited condensed consolidated interim financial statements have been prepared on a going concern basis which assumes that the Company will be able to realize its assets and discharge its liabilities in the normal course of business in the foreseeable future. As at June 30, 2026, the Company had a working capital of \$1,392,659 (December 31, 2025 - \$8,206,299). Management estimates that these funds will not provide the Company with sufficient financial resources to carry out currently planned operations through the next twelve months. Additional financing will be required by the Company to complete its strategic objectives and continue as a going concern. While 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 acceptable to the Company. These material uncertainties may cast significant doubt upon the Company’s ability to continue as a going concern.

These unaudited condensed consolidated interim financial statements do not reflect adjustments that would be necessary if the going concern assumption were not appropriate.

The unaudited condensed consolidated interim financial statements of the Company for the six months ended June 30, 2026 were approved by the Board of Directors on August 27, 2026.

### 2. BASIS OF PREPARATION

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34 Interim Financial Reporting. They do not include all of the information required for full annual consolidated financial statements and should be read in conjunction with the Company’s audited consolidated financial statements as at December 31, 2025 and for the fiscal year then ended, which have been prepared in accordance with IFRS Accounting Standards (“IFRS”), as issued by the International Accounting Standards Board (“IASB”).

The policies set out below were consistently applied to all periods presented unless otherwise noted below.

These condensed consolidated interim financial statements have been prepared on a historical cost basis except for financial instruments carried at fair value. In addition, these condensed consolidated interim financial statements have been prepared using the accrual basis of accounting except for cash flow information.

#### **Basis of preparation**

These condensed consolidated interim financial statements, including comparatives, have been prepared on the basis of IFRS standards that are published at the time of preparation and that are effective on June 30, 2026.

These condensed consolidated interim financial statements include the accounts of the Company and its Canadian subsidiary, Scorpio Gold BC Holding Corp. (formerly “Altus Gold Corp.” “Altus”), and its USA based wholly-owned subsidiaries, Scorpio Gold (US) Corporation (“Scorpio US”) and Goldwedge LLC (“Goldwedge”).

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

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### 2. BASIS OF PREPARATION (CONTINUED)

#### **Basis of consolidation**

Control exists when the Company has the power over its investees, is exposed or has rights to variable returns from its involvement with the investee; and has the ability to use its power to affect its returns. The financial statements of subsidiaries are included in the condensed consolidated interim financial statements from the date that control commences until the date that control ceases. Profit and loss and each component of other comprehensive income are attributed to the shareholders of the Company and to the non-controlling interest.

All intercompany accounts, revenues and expenses transactions have been eliminated.

All subsidiaries have a reporting date of December 31.

#### **Foreign currency translation**

##### *Functional and presentation currency*

The condensed consolidated interim financial statements are presented in United States dollar (“\$”). The functional currency of the parent company, Scorpio and its Canadian subsidiary, Altus, are measured using the currency of the primary economic environment in which Scorpio and Altus operate (“the functional currency”), which is the Canadian dollar (“C\$”). These condensed consolidated interim financial statements have been translated to the US\$ in accordance with IAS 21 *The Effects of Changes in Foreign Exchange Rates*. This standard requires that assets and liabilities be translated using the exchange rate at period end, and income, expenses and cash flow items are translated using the rate that approximates the exchange rates at the dates of the transactions (i.e. the average rate for the period).

##### *Transactions and balances*

In preparing the financial statements of the individual entities, transactions in currencies other than the entity’s functional currency (foreign currencies) are recorded at the rates of exchange prevailing at the dates of the transactions. At each statement of financial position date, monetary assets and liabilities are translated using the period end foreign exchange rate. Non-monetary assets and liabilities are translated using the historical rate on the date of the transaction. Non-monetary assets and liabilities that are stated at fair value are translated using the historical rate on the date that the fair value was determined. All gains and losses on translation of these foreign currency transactions are included in profit or loss.

### **3. SIGNIFICANT MANAGEMENT JUDGMENTS AND ESTIMATES**

The preparation of condensed consolidated interim financial statements in conformity with IFRS requires the Company's management to make judgements, estimates and assumptions about future events that affect the amounts reported in the condensed consolidated interim financial statements and related notes to the condensed consolidated interim 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.

Information about critical judgements and estimates in applying accounting policies that have the most significant effect on the amounts recognized in the condensed consolidated interim financial statements are as follows:

- **Critical judgements**

**Capitalization of mineral property costs and determination of economic viability of a project**

Management has determined that exploration, development and evaluation costs incurred which were capitalized have future economic benefits. Management uses several criteria in its assessment of economic recoverability and probability of future economic benefit including geological and metallurgical information, accessible facilities, existing permits and life of mine plans.

- **Estimates**

**Asset carrying values and impairment**

The Company performs impairment testing when impairment indicators are present. In the determination of carrying values and impairment charges, management considers the recoverable amount which is the greater of fair value less costs of disposal and value in use in the case of mining assets. These determinations and their individual assumptions require that management make a decision based on the best available information at each reporting period.

**Mineral reserve estimates**

The figures for mineral reserves and mineral resources are determined in accordance with National Instrument 43-101, "Standards of Disclosure for Mineral Projects", issued by the Canadian Securities Administrators. There are numerous uncertainties inherent in estimating mineral reserves and mineral resources, including many factors beyond the Company's control. Such estimation is a subjective process, and the accuracy of any mineral reserve or mineral resource estimate is a function of the quantity and quality of available data and of the assumptions made and judgements used in engineering and geological interpretation. Differences between management's assumptions including economic assumptions such as metal prices and market conditions could have a material effect in the future on the Company's financial position and results of operations.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

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### 3. SIGNIFICANT MANAGEMENT JUDGMENTS AND ESTIMATES (CONTINUED)

- **Estimates (continued)**

**Share-based payments**

Estimating the fair value of share-based payments requires determining the most appropriate valuation model, which is dependent on the terms and conditions at the grant of the share-based incentives. This estimate also requires determining the most appropriate inputs to the valuation model including the expected rate of forfeitures, expected life, price volatility, interest rate and dividend yield. Changes in the input assumptions can significantly affect the fair value estimate of the Company's earnings and reserves.

**Recognition of deferred taxes**

In assessing the probability of realizing income tax assets, management makes estimates related to expectations of future taxable income, applicable tax opportunities, expected timing of reversals of existing temporary differences and the likelihood that tax positions taken will be sustained upon examination by applicable tax authorities. In making its assessments, management gives additional weight to positive and negative evidence that can be objectively verified.

Estimates of future taxable income are based on forecasted cash flows from operations and the application of existing tax laws in each jurisdiction. Forecasted cash flows from operations are based on life of mine projections internally developed and reviewed by management. Weight is attached to tax planning opportunities that are within the Company's control, and are feasible and implementable without significant obstacles. The likelihood that tax positions taken will be sustained upon examination by applicable tax authorities is assessed based on individual facts and circumstances of the relevant tax position evaluated in light of all available evidence. Where applicable tax laws and regulations are either unclear or subject to ongoing varying interpretations, it is reasonably possible that changes in these estimates may occur that materially affect the amounts of income tax assets recognized. At the end of each reporting period, the Company reassesses unrecognized deferred income tax assets.

**Estimation of environmental rehabilitation and the timing of expenditure and related accretion**

The Company's provision for environmental rehabilitation represents management's best estimate of the present value of the future cash outflows required to settle estimated reclamation and closure costs at the end of mine's life. The provision reflects estimates of future costs, inflation and assumptions of risks associated with the future cash outflows, and the applicable interest rates for discounting the future cash outflows. Changes in the above factors can result in a change to the provision recognized by the Company.

Changes to the provision for environmental rehabilitation are recorded with a corresponding change to the carrying amounts of related mining properties. Adjustments to the carrying amounts of related mining properties can result in a change to future depletion expense.

**Estimation of present value of other receivable**

The Company estimates a market interest rate in determining the present value of other receivable to be received in one year. The determination of market interest rate is subjective and could significantly affect the fair value estimate.

### 4. MATERIAL ACCOUNTING POLICY INFORMATION

These condensed interim consolidated financial statements have been prepared using accounting policies consistent with those used in the Company's audited consolidated financial statements for the year ended December 31, 2025.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

### 5. SALES OF MINERAL RIDGE GOLD, LLC

On July 16, 2025, the Company, through its wholly-owned subsidiary, Scorpio US, entered into a definitive agreement (the "Agreement") with an arm's length third party (the "Purchaser"), for the sale of MRG, a wholly-owned subsidiary of Scorpio US (the "Transaction").

Under the terms of the Agreement, the Purchaser acquired all membership interests in MRG, along with the related unpatented mining claims comprising MRG's Mineral Ridge project located in Esmeralda County, Nevada (the "Project"), for an aggregate cash purchase price of \$7,500,000. \$700,000 of the purchase price will be advanced by the Purchaser as a non-refundable deposit to the Company by August 7, 2025 (received). \$4,300,000 is due upon closing, which is expected to occur no later than August 25, 2025 (received). On completion of the Transaction, \$1,500,000 of the purchase price will be retained in escrow as an indemnification holdback, with such funds being released to the Company on the 3-month (as to 50%, received) and 9-month (as to 50%, received) anniversaries of the closing date, as well as an additional \$1,000,000 to be paid on the 12-month anniversary of the closing date, by the Purchaser to the Company. The Purchaser will also replace or assume the reclamation bond obligations of the Company and Scorpio US related to the Project. Certain assets associated with the Project will be retained by the Company and transferred to its subsidiary, Scorpio US, in advance of closing.

On August 25, 2025, the Transaction was closed. As at August 25, 2025, the Company measured the present value of the \$2,500,000 of proceeds to be received in future dates as at \$2,376,488, using a discount rate of 7.30% as determined from its incremental borrowing rate.

The sales of MRG resulted in a gain of \$9,158,869. Details of the disposal are as follows

|                                                                         |                  |
|-------------------------------------------------------------------------|------------------|
|                                                                         | \$               |
| <b>Carrying amounts of net liabilities over which control was lost:</b> |                  |
| Assets                                                                  |                  |
| Prepaid expenses                                                        | 180,914          |
| Reclamation deposits (Note 6)                                           | 9,000,000        |
| Property, plant and equipment (Note 7)                                  | 3,285,680        |
| Total assets                                                            | 12,466,594       |
| Liabilities                                                             |                  |
| Accounts payable and accrued liabilities                                | (131,678)        |
| Provision for environmental rehabilitation (Note 10)                    | (14,111,226)     |
| Total liabilities                                                       | (14,242,904)     |
| Net liabilities disposed                                                | (1,776,310)      |
| <b>Consideration</b>                                                    |                  |
| Cash received                                                           | 5,000,000        |
| Other receivable                                                        | 2,376,488        |
| Transaction costs                                                       | (36,074)         |
| Working capital adjustments                                             | 42,145           |
| Total consideration                                                     | 7,382,559        |
| <b>Gain on disposal of MRG</b>                                          | <b>9,158,869</b> |

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

### 6. RECLAMATION DEPOSITS

|                                           | \$               |
|-------------------------------------------|------------------|
| <b>Balance as of December 31, 2024</b>    | <b>9,839,371</b> |
| Finance income                            | 295,465          |
| Release on sale of Mineral Ridge (Note 5) | (9,000,000)      |
| <b>Balance as of December 31, 2025</b>    | <b>1,134,836</b> |
| Finance income                            | 20,084           |
| <b>Balance as of June 30, 2026</b>        | <b>1,154,920</b> |

On August 25, 2025, the Company disposed of MRG (Note 5). Pursuant to the agreement, the Company paid \$9,000,000 in October 2025 to the purchaser who took over the reclamation bond requirement of MRG.

During the year ended December 31, 2025, the Nevada Division of Environmental Protection (“NDEP”) reviewed and revised their estimate of reclamation costs at Goldwedge which is used to determine the required surety in place. This revised estimate required the Company to increase the surety to \$969,350. As of June 30, 2026, the Company had a surety bond balance of \$1,154,920 (December 31, 2025 - \$1,134,836) for Goldwedge, which is sufficient to cover the request.

### 7. PROPERTY, PLANT AND EQUIPMENT

The Company’s property, plant and equipment is broken down as follows:

|                                               | Buildings<br>\$    | Equipment<br>\$     | Vehicles<br>\$   | Computer<br>\$   | Total<br>\$         |
|-----------------------------------------------|--------------------|---------------------|------------------|------------------|---------------------|
| <b>COST</b>                                   |                    |                     |                  |                  |                     |
| <b>As of December 31, 2024</b>                | 3,078,725          | 18,902,656          | 277,802          | 821,743          | <b>23,080,926</b>   |
| Addition                                      | -                  | 96,447              | 158,510          | -                | 254,957             |
| Recovery                                      | -                  | 79,750              | -                | -                | 79,750              |
| Disposal                                      | -                  | (79,750)            | -                | -                | (79,750)            |
| Sale of Mineral Ridge (Note 5)                | (2,591,443)        | (17,519,650)        | (226,202)        | (780,982)        | (21,118,277)        |
| <b>As of December 31, 2025</b>                | <b>487,282</b>     | <b>1,479,453</b>    | <b>210,110</b>   | <b>40,761</b>    | <b>2,217,606</b>    |
| Addition                                      | -                  | 201,958             | -                | -                | 201,958             |
| Disposal                                      | -                  | (550,100)           | -                | -                | (550,100)           |
| <b>As of June 30, 2026</b>                    | <b>487,282</b>     | <b>1,131,311</b>    | <b>210,110</b>   | <b>40,761</b>    | <b>1,869,464</b>    |
| <b>ACCUMULATED DEPRECIATION</b>               |                    |                     |                  |                  |                     |
| <b>As of December 31, 2024</b>                | <b>(2,724,525)</b> | <b>(14,823,276)</b> | <b>(277,802)</b> | <b>(821,743)</b> | <b>(18,647,346)</b> |
| Addition                                      | (2,260)            | (220,400)           | (31,702)         | -                | (254,362)           |
| Sale of Mineral Ridge (Note 5)                | 2,248,543          | 14,576,870          | 226,202          | 780,982          | 17,832,597          |
| <b>As of December 31, 2025</b>                | <b>(478,242)</b>   | <b>(466,806)</b>    | <b>(83,302)</b>  | <b>(40,761)</b>  | <b>(1,069,111)</b>  |
| Addition                                      | (1,130)            | (86,633)            | (15,852)         | -                | (103,615)           |
| Disposal                                      | -                  | 110,020             | -                | -                | 110,200             |
| <b>As of June 30, 2026</b>                    | <b>(479,372)</b>   | <b>(443,419)</b>    | <b>(99,154)</b>  | <b>(40,761)</b>  | <b>(1,062,706)</b>  |
| <b>Net book value as of June 30, 2026</b>     | <b>7,910</b>       | <b>687,892</b>      | <b>110,956</b>   | <b>-</b>         | <b>806,758</b>      |
| <b>Net book value as of December 31, 2025</b> | <b>9,040</b>       | <b>1,012,647</b>    | <b>126,808</b>   | <b>-</b>         | <b>1,148,495</b>    |

## Scorpio Gold Corporation

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For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

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### 7. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

During the year ended December 31, 2025, the Company purchased \$254,957 of equipment and vehicle, and sold equipment with a net book value of \$Nil for gross proceeds of \$79,750, and accordingly recorded a gain on sale of \$79,750.

On August 25, 2025, the Company disposed Mineral Ridge (Note 5) which holds property, plant and equipment with a net book value of \$3,285,680.

During the six months ended June 30, 2026, the Company purchased \$201,958 of equipment and vehicle, and sold equipment with a net book value of \$29,600 for gross proceeds of \$14,000. The Company also disposed mill assets with a net book value of \$410,480 for gross proceeds of \$560,413. Accordingly, the Company recorded a gain on sale of \$120,333.

#### Sales of Mill

In February 2026, the Company's wholly-owned subsidiary, Goldwedge, entered into an asset purchase agreement (the "Agreement") with Manhattan Metals Corp. ("Manhattan Metals") pursuant to which Goldwedge has agreed to sell the assets comprising its Manhattan Mill (the "Mill") in Nye County, Nevada (the "Sale Transaction").

The Manhattan Mill is a permitted mineral processing facility located on patented mining claims in the historic Manhattan mining district of Nye County, Nevada.

Pursuant to the Agreement, in exchange for \$560,413 in cash (C\$750,000 received), Goldwedge has agreed to sell to Manhattan Metals the assets comprising the Mill. In connection with the sale, Manhattan Metals has been granted the right to relocate the Mill to a site of its choosing within 15 months of the closing of the Sale Transaction on May 14, 2026.

This Sale Transaction is an at arm's length as William Sheriff, a director of the Company, is also a director of Manhattan Metals. However, this transaction is not considered as a related party transaction.

### 8. MINERAL PROPERTIES

The Company's mineral properties are broken down as follows:

|                                                                            | \$                |
|----------------------------------------------------------------------------|-------------------|
|                                                                            | Goldwedge         |
| <b>Balance as of December 31, 2024</b>                                     | <b>2,532,184</b>  |
| Land acquisition                                                           | 58,466            |
| Staking costs                                                              | 146,159           |
| Change of estimation of environmental rehabilitation liabilities (Note 10) | 222,159           |
| Exploration expenditure (see below)                                        | 6,148,391         |
| <b>Balance as of December 31, 2025</b>                                     | <b>9,107,359</b>  |
| Cash paid                                                                  | 280,000           |
| Shares issued                                                              | 31,161            |
| Land purchase                                                              | 152,441           |
| Exploration expenditure (see below)                                        | 8,431,675         |
| <b>Balance as of June 30, 2026</b>                                         | <b>18,002,636</b> |

## Scorpio Gold Corporation

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### 8. MINERAL PROPERTIES (CONTINUED)

#### Goldwedge Manhattan Project

In March 2021, the Company completed an acquisition of the Manhattan project located in Nye County, Nevada and situated adjacent and proximal to the Company's Goldwedge property. In consideration, the Company paid \$100,000 cash and issued 2,091,149 common shares valued at \$199,062. The property is subject to a 2.0% net smelter returns royalty and certain reserved water rights.

During the year ended December 31, 2025, the Company reassessed the environmental rehabilitation liability and increased its estimation by \$222,159. (Note 10)

#### Betty East Property option agreement

On January 14, 2026, the Company and Primus Resources L.C. (the "Optionor") entered into a Property Option Agreement, according to which, the Company is granted the option to acquire 100% of thirty-two unpatented lode mining claims known as the Betty East Property, located in Nye County, Nevada (the "Property"), by making staged cash and share payments totaling \$900,000, issuing 950,000 common shares of the Company, and incurring an aggregate of \$1,000,000 in exploration expenditures on the Property over five years, as follows:

- Pay \$30,000 (paid) and issue 100,000 shares (issued, valued at \$31,161) within five days following the later of the January 14, 2026 (the "Effective Date") and January 22, 2026, the date on which the Company receives TSX Venture Exchange approval of the Agreement;
- Pay \$30,000 and issue 100,000 Shares on or before the 1<sup>st</sup> anniversary of the Effective Date;
- Pay \$30,000, issue 150,000 shares and incur \$150,000 in exploration expenditures on or before the 2<sup>nd</sup> anniversary of the Effective Date;
- Pay \$50,000, issue 150,000 shares and incur \$200,000 in exploration expenditures on or before the 3<sup>rd</sup> anniversary of the Effective Date;
- Pay \$50,000, issue 200,000 shares and incur \$250,000 in exploration expenditures on or before the 4<sup>th</sup> anniversary of the Effective Date; and
- Pay \$710,000, issue 250,000 shares and incur \$400,000 in exploration expenditures on or before the 5<sup>th</sup> anniversary of the Effective Date.

Upon the exercise of the Option, the Optionor will be granted a 2% net smelter returns royalty (the "NSR Royalty") on the Property, with the Company retaining the right to buy back one-half (1%) of the NSR Royalty by paying the Optionor an amount equal to the value of 500 ounces of .999 fine gold.

## Scorpio Gold Corporation

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(Expressed in United States Dollars)

### 8. MINERAL PROPERTIES (CONTINUED)

#### Exploration expenses

During the six months ended June 30, 2026 and the year ended December 31, 2025, the Company capitalized the following exploration expenditures on the Manhattan project:

|                                         | <i>Six months ended</i> | <i>Year ended</i>        |
|-----------------------------------------|-------------------------|--------------------------|
|                                         | <i>June 30, 2026</i>    | <i>December 31, 2025</i> |
| Exploration expenditure                 |                         |                          |
| Assay                                   | \$ 286,034              | \$ 283,151               |
| Data                                    | 98,870                  | 165,319                  |
| Drilling                                | 5,551,619               | 3,667,971                |
| Field and logic                         | 1,754,967               | 1,133,939                |
| Fuel                                    | -                       | 41,621                   |
| General and administration and supplies | 281,667                 | 446,803                  |
| Geological                              | 19,230                  | 163,790                  |
| Metallurgical                           | 20,122                  | -                        |
| Site access and maintenance             | 149,900                 | -                        |
| Permits, licenses, property tax         | 269,266                 | 245,797                  |
| Total                                   | \$ 8,431,675            | \$ 6,148,391             |

### 9. LOANS PAYABLE

|                                       | <b>June 30, 2026</b> | <b>December 31, 2025</b> |
|---------------------------------------|----------------------|--------------------------|
|                                       | <b>\$</b>            | <b>\$</b>                |
| Balance, opening                      | 507,601              | 1,014,918                |
| Repayments – cash                     | -                    | (547,917)                |
| Effect of movements on exchange rates | (17,782)             | 40,600                   |
| Balance, closing                      | <b>489,819</b>       | <b>507,601</b>           |

a) In October 2021, the Company entered into an unsecured non-interest-bearing credit facility agreement with certain directors of the Company. Pursuant to the agreement, the Company may draw advances up to \$500,000. In February 2022, the Company amended its credit facility agreement ("2022 Credit Facility") with certain directors of the Company to increase the facility from up to \$500,000 to up to \$750,000 and to extend the repayment date to December 31, 2022. As of June 30, 2026, the loan balance was \$474,843 (December 31, 2025 - \$492,081).

b) On August 2, 2024, the Company entered into a short-term loan with an arm's length third party for proceeds of C\$1,150,000 at an interest rate of 5% per annum, due for repayment on December 31, 2024. The Company repaid C\$400,000 in October 2024 and the remaining C\$750,000 in April 2025. The interest was waived.

c) During the year ended December 31, 2023, the Company received a short-term non-interest-bearing loan from a former director of the Company for an amount of \$38,646. The Company made partial payment. As at June 30, 2026, the loan balance was \$14,976 (December 31, 2025 - \$15,520).

d) During the year ended December 31, 2024, the Company received \$10,763 from the CEO of the Company which was fully repaid during the year ended December 31, 2025.

## Scorpio Gold Corporation

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### 10. PROVISION FOR ENVIRONMENTAL REHABILITATION

The provision for environmental rehabilitation consists of mine closure, reclamation and retirement obligations for mine facilities and infrastructure. The Company has recorded the following provision for environmental rehabilitation.

|                                    | June 30, 2026  | December 31, 2025 |
|------------------------------------|----------------|-------------------|
|                                    | \$             | \$                |
| <b>Opening</b>                     | 669,689        | 14,155,881        |
| Unwinding discount                 | 13,953         | 402,875           |
| Change in estimate                 | -              | 222,159           |
| Disposal of Mineral Ridge (Note 5) | -              | (14,111,226)      |
| <b>Ending</b>                      | <b>683,642</b> | <b>669,689</b>    |
| Current                            | -              | -                 |
| Non-current                        | 683,642        | 669,689           |
| <b>Ending</b>                      | <b>683,642</b> | <b>669,689</b>    |

The total undiscounted amount of estimated cash flows required to settle the provision for environmental rehabilitation at Mineral Ridge is approximately \$14,783,848. As of August 25, 2025, the environmental rehabilitation obligation of \$14,111,226 was discharged with the sales of Mineral Ridge (Note 5).

The total undiscounted amount of estimated cash flows required to settle the provisions for environmental rehabilitation at Goldwedge is approximately \$890,126 (December 31, 2025 – \$890,126). The present value of the obligation was determined using a weighted average discount rate of 4.4% (December 31, 2025 – 4.4%) and an average inflation rate of 2.0% (December 31, 2025 – 2.0%). The settlement of the obligations is estimated to occur through to 2033. All environmental rehabilitation obligations are intended to be funded from cash balances at the time of the rehabilitation and from reclamation bonds once related rehabilitation work has been approved by the relevant authorities and related funds returned to the Company (Note 6).

### 11. SHARE CAPITAL AND RESERVES

#### Authorized share capital

Unlimited number of common shares without par value.

#### Issued share capital

At June 30, 2026, the Company had 302,964,194 common shares (December 31, 2025 – 281,440,144) issued and outstanding with a value of \$90,267,049 (December 31, 2025 – \$87,127,627).

#### During the six months ended June 30, 2026

- During the six months ended June 30, 2026, the Company issued 21,367,800 shares pursuant to warrant exercise for total proceeds of \$2,865,257 (C\$3,758,642). The Company also transferred the fair value of the exercised warrants of \$231,764 (C\$253,206) from warrant reserves to share capital.
- During the six months ended June 30, 2026, the Company issued 56,250 shares pursuant to option exercise for total proceeds of \$6,162 (C\$8,438). The Company also transferred the fair value of the exercised options of \$5,078 (C\$6,953) from reserves to share capital.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

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### 11. SHARE CAPITAL AND RESERVES (CONTINUED)

- On January 12, 2026, the Company issued 100,000 shares pursuant to the East Betty Option agreement (Note 8) at a value of \$31,161 (C\$43,000).

#### During the year ended December 31, 2025

- In April 2025, the Company completed a non-brokered private placement for a total of 88,375,000 shares at a price of C\$0.08 for gross proceeds of \$4,968,222 (C\$7,070,000). The Company paid finders' fees of \$47,235 and issued a total of 2,864,850 non-transferable finders' warrants valued at \$65,750. Each finder's warrant entitles the holder to purchase one common share at an exercise price of C\$0.08 for a period of one year following the closing of the private placement.
- On April 2, 2025, the Company issued 2,149,174 shares to a creditor at a value of C\$0.09 per share to settle debts of \$134,118.
- On September 3, 2025, the Company completed a non-brokered private placement for a total of 32,000,000 shares at a price of C\$0.25 for gross proceeds of \$5,800,992 (C\$8,000,000). The Company incurred finders' fees of \$65,261.
- On October 30, 2025, the Company issued 900,000 shares pursuant to the vesting of 900,000 RSUs.
- During the year ended December 31, 2025, the Company issued 27,182,726 shares pursuant to warrant exercise for a total proceed of \$3,755,382 (C\$4,836,972). The Company also transferred the fair value of the exercised warrants of \$560,913 (C\$763,211) from warrant reserves to share capital.

#### Warrant reserves

The changes in warrants during the six months ended June 30, 2026 and the year ended December 31, 2025 are as follows:

|                   | June 30, 2026         |                                                | December 31, 2025     |                                                |
|-------------------|-----------------------|------------------------------------------------|-----------------------|------------------------------------------------|
|                   | Number<br>outstanding | Weighted<br>average<br>exercise price<br>(C\$) | Number<br>outstanding | Weighted<br>average<br>exercise price<br>(C\$) |
| Balance, opening  | 23,852,600            | 0.19                                           | 50,626,581            | 0.20                                           |
| Finders' warrants | -                     | -                                              | 2,864,850             | 0.20                                           |
| Exercised         | (21,367,800)          | 0.18                                           | (27,182,726)          | 0.19                                           |
| Expired           | (524,800)             | 0.21                                           | (2,456,105)           | 0.25                                           |
| Balance, closing  | 1,960,000             | 0.25                                           | 23,852,600            | 0.19                                           |

## Scorpio Gold Corporation

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### 11. SHARE CAPITAL AND RESERVES (CONTINUED)

#### Warrant reserves (continued)

The fair value of the finders' warrants issued in year ended December 31, 2025 was determined using the Black-Scholes option price modelling with the following assumptions:

| Year ended                          | Finder's warrants |
|-------------------------------------|-------------------|
| December 31, 2025                   |                   |
| Average stock price (C\$)           | 0.08              |
| Average exercise price (C\$)        | 0.08              |
| Average risk-free interest rate (%) | 2.44              |
| Expected life (years)               | 1.00              |
| Expected volatility (%)             | 105.99            |
| Expected dividends (C\$)            | Nil               |

The following summarizes information about warrants outstanding and exercisable at June 30, 2026:

| Expiry date                                 | Exercise price (C\$) | Warrants outstanding and exercisable |
|---------------------------------------------|----------------------|--------------------------------------|
| October 30, 2026                            | 0.25                 | 10,000                               |
| December 13, 2026                           | 0.25                 | 1,950,000                            |
|                                             |                      | <b>1,960,000</b>                     |
| Weighted average exercise price (C\$)       |                      | <b>0.25</b>                          |
| Weighted average remaining contractual life |                      | <b>0.45</b>                          |

#### Equity incentive plan

The Company adopted an Equity Incentive Plan (the "Plan") on May 20, 2024 and then amended on April 24, 2026. Under the Plan, the Company can grant options, deferred share units, performance share units, restricted share units, securities for services, stock appreciation right, stock purchase plan, and other stock-based awards, which may be denominated or settled in shares, cash, or in other forms. The maximum number of shares available for issuance under the Plan shall not exceed 10% of the issued and outstanding shares from time to time when taken together with all other stock-based compensation arrangements of the Company.

#### Options

Under the Plan, the Company may, from time to time, grant options to directors, officers, employees and consultants. The term of the option grants is up to ten years. The vesting terms are at the discretion of the board of directors. The maximum number of common shares reserved for issue shall not exceed 10% of the total number of common shares issued and outstanding as at the grant date.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

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### 11. SHARE CAPITAL AND RESERVES (CONTINUED)

#### Equity incentive plan (continued)

##### Restricted share units ("RSUs")

RSUs may be granted to directors, officers and employees to acquire shares or the cash equivalent, at such purchase price (which may be zero) as determined by the Board, subject to such restrictions and conditions as the Board may determine at the time of grant. Conditions may be based on continuing employment (or other service relationship) and/or achievement of pre-established performance goals and objectives.

##### Performance share units ("PSUs")

PSUs may be granted to directors, officers and employees to receive payment in shares or cash equivalent once such award is earned and has vested, subject to such restrictions and conditions as the Board may determine at the time of grant. Conditions shall be based upon the achievement of pre-established performance criteria over the performance period as well as continuing employment or engagement with the Company.

The total number of shares reserved and available for grant and issuance of RSUs and PSUs shall not exceed (i) 11,000,000 shares pursuant to RSUs, and (ii) 19,000,000 shares pursuant to PSUs, for an aggregate of 30,000,000 shares.

#### Stock options

The changes in options during the six months ended June 30, 2026 and the year ended December 31, 2025 are as follows:

|                      | June 30, 2026         |                                                | December 31, 2025     |                                                |
|----------------------|-----------------------|------------------------------------------------|-----------------------|------------------------------------------------|
|                      | Number<br>outstanding | Weighted<br>average<br>exercise price<br>(C\$) | Number<br>outstanding | Weighted<br>average<br>exercise price<br>(C\$) |
| Balance, opening     | 17,678,341            | 0.22                                           | 9,178,892             | 0.19                                           |
| Granted              | 8,865,000             | 0.35                                           | 10,150,000            | 0.27                                           |
| Exercised            | (56,250)              | 0.15                                           | -                     | -                                              |
| Expired or cancelled | -                     | -                                              | (1,650,551)           | 0.36                                           |
| Balance, closing     | 24,487,091            | 0.33                                           | 17,678,341            | 0.22                                           |

## Scorpio Gold Corporation

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### 11. SHARE CAPITAL AND RESERVES (CONTINUED)

#### Stock options (continued)

On July 25, 2025, the Company issued 8,600,000 incentive stock options to directors, officers, employees and consultants of the Company. The options are exercisable at a price of C\$0.25 per share with an expiry date of July 25, 2030, and vest 25% every six months over two years. The fair value of the stock options granted was C\$1,993,386.

On September 26, 2025, the Company issued 250,000 incentive stock options to a consultant of the Company. The options are exercisable at a price of C\$0.405 per share with an expiry date of September 26, 2030, and vest on a quarterly basis over one year. The fair value of the stock options granted was C\$93,876.

On October 21, 2025, the Company issued 400,000 incentive stock options to a consultant of the Company. The options are exercisable at a price of C\$0.35 per share with an expiry date of October 21, 2028, and vest on a quarterly basis over one year. The fair value of the stock options granted was C\$121,555.

On November 28, 2025, the Company issued 900,000 incentive stock options to two consultants of the Company. The options are exercisable at a price of C\$0.38 per share with an expiry date of November 28, 2030, and vest on a 6-month basis over two year. The fair value of the stock options granted was C\$325,986.

On January 16, 2026, the Company issued 6,465,000 incentive stock options to directors, officers, employees and consultants of the Company. The options are exercisable at a price of C\$0.37 per share with an expiry date of January 16, 2031. 6,065,000 options vest 25% every six months over two years and 400,000 options vest 50% on May 16, 2026 and 50% on July 16, 2026. The fair value of the stock options granted was C\$2,187,289.

On March 31, 2026, the Company issued 200,000 incentive stock options to a consultant of the Company. The options are exercisable at a price of C\$0.39 per share with an expiry date of March 31, 2031. The 200,000 options vest 25% on June 30, 2026, September 30, 2026, December 31, 2026 and March 31, 2027. The fair value of the stock options granted was C\$72,480.

On April 10, 2026, the Company issued 1,700,000 incentive stock options to two employees and two consultants of the Company. The options are exercisable at a price of C\$0.35 per share with an expiry date of April 10, 2031. The options vest 25% every six months over two years. The fair value of the stock options granted was C\$544,703.

On April 24, 2026, the Company issued 500,000 incentive stock options to one consultant of the Company. The options are exercisable at a price of C\$0.34 per share with an expiry date of April 24, 2031. The options vest 25% every six months over two years. The fair value of the stock options granted was C\$157,753.

During the six months ended June 30, 2026, a total of \$1,541,454 (2025 - \$84,918) was amortized and recorded in the consolidated statements of income or loss.

**Scorpio Gold Corporation**

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**11. SHARE CAPITAL AND RESERVES (CONTINUED)****Stock options (continued)**

The fair value of the stock options granted was determined using the Black-Scholes option price modelling with the following assumptions:

|                                     | Six months ended<br>June 30,<br>2026 | Year ended<br>December 31,<br>2025 |
|-------------------------------------|--------------------------------------|------------------------------------|
| Average stock price (C\$)           | 0.36                                 | 0.27                               |
| Average exercise price (C\$)        | 0.37                                 | 0.27                               |
| Average risk-free interest rate (%) | 2.93                                 | 2.97                               |
| Expected life (years)               | 5                                    | 4.92                               |
| Expected volatility (%)             | 157.86                               | 161.09                             |
| Expected dividends (C\$)            | Nil                                  | Nil                                |

The following summarizes information about stock options outstanding and exercisable at June 30, 2026:

| Expiry date                                        | Exercise price (CA\$) | Options<br>outstanding | Options<br>exercisable |
|----------------------------------------------------|-----------------------|------------------------|------------------------|
| November 10, 2027                                  | 0.41                  | 278,341                | 278,341                |
| July 16, 2029                                      | 0.15                  | 1,543,750              | 1,157,813              |
| July 16, 2030                                      | 0.15                  | 1,000,000              | 750,000                |
| October 21, 2028                                   | 0.35                  | 400,000                | 100,000                |
| October 28, 2028                                   | 0.135                 | 4,300,000              | 4,300,000              |
| October 28, 2028                                   | 0.15                  | 350,000                | 175,000                |
| July 25, 2030                                      | 0.25                  | 8,600,000              | 2,150,000              |
| September 26, 2030                                 | 0.405                 | 250,000                | 125,000                |
| November 28, 2030                                  | 0.38                  | 900,000                | 225,000                |
| January 16, 2031                                   | 0.37                  | 6,465,000              | -                      |
| March 31, 2031                                     | 0.39                  | 200,000                | -                      |
| April 10, 2031                                     | 0.35                  | 1,700,000              | -                      |
| April 24, 2031                                     | 0.34                  | 500,000                | -                      |
|                                                    |                       | <b>26,487,091</b>      | <b>9,261,154</b>       |
| <b>Weighted average exercise price (C\$)</b>       |                       | <b>0.33</b>            | <b>0.19</b>            |
| <b>Weighted average remaining contractual life</b> |                       | <b>3.41</b>            | <b>3.18</b>            |

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

### 11. SHARE CAPITAL AND RESERVES (CONTINUED)

#### Restricted share units ("RSUs")

On October 30, 2024, the Company issued 900,000 RSUs to directors, officers, and consultants of the Company, with a value of \$0.135 per RSU at the issuance date. On October 30, 2025, the Company issued 900,000 shares pursuant to the vesting of 900,000 RSUs. Accordingly, the Company transferred the fair value of \$86,888 (C\$125,000) from restricted share units to share capital.

On July 25, 2025, the Company issued 7,930,000 RSUs to directors, officers, and employees of the Company, with a value of \$0.25 per RSU at the issuance date. 7,750,000 RSUs will be vested 25% at each anniversary until July 25, 2029, and 180,000 RSUs will be vested 1/3 at each anniversary until July 25, 2028. The recipients will receive 1,937,500 and 60,000 common shares of the Company at each anniversary respectively.

During the six months ended June 30, 2026, \$373,672 (December 31, 2025 - \$405,606) was amortized and recorded in the consolidated statements of income or loss.

### 12. CARE AND MAINTENANCE

|                      | For the six months ended |                  |
|----------------------|--------------------------|------------------|
|                      | June 30, 2026            | June 30, 2025    |
|                      | \$                       | \$               |
| Contractor           | -                        | 23,281           |
| Fuel and reagents    | -                        | 12,141           |
| Insurance            | -                        | 227,804          |
| Labour               | -                        | 240,908          |
| Maintenance          | -                        | 80,533           |
| Mechanical parts     | -                        | 1,390            |
| Other                | -                        | 110,071          |
| Permits and licenses | -                        | 130,398          |
| Supplies             | -                        | 32,635           |
| Utilities            | -                        | 138,585          |
| Travel               | -                        | 26,722           |
|                      | -                        | <b>1,024,468</b> |

After the Company disposed MRG in August 2025 (Note 5), the Company focused on exploring Goldwedge Property and all exploration expenses incurred on Goldwedge Property are capitalized (Note 8).

## Scorpio Gold Corporation

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For the Six Months Ended June 30, 2026

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### 13. GENERAL AND ADMINISTRATIVE EXPENSES

|                                      | For the six months ended |                  |
|--------------------------------------|--------------------------|------------------|
|                                      | June 30, 2026            | June 30, 2025    |
|                                      | \$                       | \$               |
| Consultants                          | 608,729                  | 557,633          |
| Management fees (Note 14)            | 198,041                  | -                |
| Insurance, travel and office related | 180,369                  | 146,005          |
| Investor relations                   | 169,310                  | 194,174          |
| Professional fees                    | 137,532                  | 255,437          |
| Transfer agent and filing fees       | 80,302                   | 18,721           |
|                                      | <b>1,374,283</b>         | <b>1,171,970</b> |

### 14. RELATED PARTY TRANSACTIONS AND BALANCES

#### Compensation of key management personnel and directors

Key management includes members of the Board of Directors, the Chief Executive Officer and the Chief Financial Officer.

During the six months ended June 30, 2026, the compensation incurred to the key management are as follows:

- Chief Executive Officer – \$87,051 (2025 – \$44,001);
- Chief Financial Officer – \$71,817 (2025 – \$50,211);
- Director, Executive Technical Director - \$39,173 (2025 – \$Nil);
- 2,800,000 (2025 – Nil) stock options granted to directors and officers were valued at \$690,316 (2025 - \$Nil) at the grant date, of which \$345,560 was recorded in the statement of loss and comprehensive loss during six months ended June 30, 2026.

#### Amounts due to related parties

Included in trade and other payables as of June 30, 2026 is \$16,330 (December 31, 2025 – \$20,673) due to key management for fees and the reimbursement of expenditures.

### 15. SUPPLEMENTAL CASH FLOW INFORMATION

| Supplemental cash flow information              |               |               |
|-------------------------------------------------|---------------|---------------|
|                                                 | June 30, 2026 | June 30, 2025 |
| Fair value of finders' warrants                 | -             | 65,750        |
| Shares issued for mineral properties            | 31,161        | -             |
| Shares issued for debt settlement               | -             | 134,118       |
| Fair value of warrants exercised                | 231,764       | 8,516         |
| Fair value of options exercised                 | 5,078         | -             |
| Mineral properties included in accounts payable | 1,753,222     | 578,874       |
| Cash paid for income taxes                      | -             | -             |
| Cash paid for interest                          | -             | -             |

## Scorpio Gold Corporation

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For the Six Months Ended June 30, 2026

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### 16. SEGMENTED INFORMATION

The Company operates in one reportable segment being the exploration and evaluation of mineral properties. The Company's non-current assets are located are as follows:

|                               | June 30, 2026 | Canada | United States |
|-------------------------------|---------------|--------|---------------|
|                               | \$            | \$     | \$            |
| <b>Non-current assets</b>     |               |        |               |
| Reclamation deposits          | 1,154,920     | -      | 1,154,920     |
| Long-term receivable          | 56,293        | 56,293 | -             |
| Investments                   | 764           | 764    | -             |
| Exploration advance           | 172,501       | -      | 172,501       |
| Property, plant and equipment | 806,758       | -      | 806,758       |
| Mineral properties            | 18,002,636    | -      | 18,002,636    |

|                               | December 31, 2025 | Canada | United States |
|-------------------------------|-------------------|--------|---------------|
|                               | \$                | \$     | \$            |
| <b>Non-current assets</b>     |                   |        |               |
| Reclamation deposits          | 1,134,836         | -      | 1,134,836     |
| Long-term receivable          | 58,337            | 58,337 | -             |
| Investments                   | 764               | 764    | -             |
| Exploration advance           | 330,014           | -      | 330,014       |
| Property, plant and equipment | 1,148,495         | -      | 1,148,495     |
| Mineral properties            | 9,107,359         | -      | 9,107,359     |

### 17. CAPITAL MANAGEMENT

Capital is defined as equity attributable to shareholders' equity. The Company's objectives when managing its capital are to safeguard its ability to continue as a going concern and to maximize the value for its shareholders.

The Company's activities have been primarily funded so far through cash flows from operating activities and equity and debt financing based on cash needs. The Company typically sells its shares by way of private placement.

The Company manages its capital structure and determines its capital requirements in light of the changing economic conditions and the risk characteristics of its assets. To reach its objectives, the Company may need to maintain or adjust its capital structure by issuing new share capital or new debt.

At this stage of its development, it is the Company's policy to preserve cash to fund its operations and not to pay dividends.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

### 18. FINANCIAL INSTRUMENTS

#### Fair value

The carrying values of cash and equivalents, receivables, reclamation deposits, accounts payable and accrued liabilities, and loans payable approximate their fair value due to their short-term nature. The fair value of the Company's investments is recorded at fair value using Level 1 of the fair value hierarchy, respectively.

The Company's financial instruments recorded at fair value require disclosure about how the fair value was determined based on significant levels of inputs described in the following hierarchy:

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions occur in sufficient frequency and value to provide pricing information on an ongoing basis.
- Level 2 - Pricing inputs are other than quoted prices in active markets included in Level 1. Prices in Level 2 are either directly or indirectly observable as of the reporting date. Level 2 valuations are based on inputs including quoted forward prices for commodities, time value and volatility factors, which can be substantially observed or corroborated in the market place.
- Level 3 - Valuations in this level are those with inputs for the asset or liability that are not based on observable market data.

#### Fair value (continued)

Set out below are the Company's financial assets and financial liabilities by category:

|                                          | June 30, 2026 |     | FVTPL | Amortized costs | FVTOCI |
|------------------------------------------|---------------|-----|-------|-----------------|--------|
|                                          | \$            |     | \$    | \$              | \$     |
| <b>FINANCIAL ASSETS</b>                  |               |     |       |                 |        |
| <b>ASSETS</b>                            |               |     |       |                 |        |
| Cash and equivalents                     | 2,588,600     | -   |       | 2,588,600       | -      |
| Receivables                              | 33,265        | -   |       | 33,265          | -      |
| Other receivable                         | 987,916       | -   |       | 987,916         | -      |
| Reclamation deposits                     | 1,154,920     | -   |       | 1,154,920       | -      |
| Long-term receivable                     | 56,293        | -   |       | 56,293          | -      |
| Investments                              | 764           | 764 |       | -               | -      |
| <b>FINANCIAL LIABILITIES</b>             |               |     |       |                 |        |
| <b>LIABILITIES</b>                       |               |     |       |                 |        |
| Accounts payable and accrued liabilities | (1,914,432)   | -   |       | (1,914,432)     | -      |
| Loans payable                            | (489,819)     | -   |       | (489,819)       | -      |

**Scorpio Gold Corporation**

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

**18. FINANCIAL INSTRUMENTS (CONTINUED)**

|                                          | December 31, 2025 | FVTPL | Amortized costs | FVTOCI |
|------------------------------------------|-------------------|-------|-----------------|--------|
|                                          | \$                | \$    | \$              | \$     |
| <b>FINANCIAL ASSETS</b>                  |                   |       |                 |        |
| <b>ASSETS</b>                            |                   |       |                 |        |
| Cash and equivalents                     | 8,337,777         | -     | 8,337,777       | -      |
| Receivables                              | 139,811           | -     | 139,811         | -      |
| Other receivable                         | 1,680,485         | -     | 1,680,485       | -      |
| Reclamation deposits                     | 1,134,836         | -     | 1,134,836       | -      |
| Long-term receivable                     | 58,337            | -     | 58,337          | -      |
| Investments                              | 764               | 764   | -               | -      |
| <b>FINANCIAL LIABILITIES</b>             |                   |       |                 |        |
| <b>LIABILITIES</b>                       |                   |       |                 |        |
| Accounts payable and accrued liabilities | (1,697,289)       | -     | (1,697,289)     | -      |
| Loans payable                            | (507,601)         | -     | (507,601)       | -      |

**Financial risk management**

The Company's risk exposures and the impact on the Company's financial instruments are summarized below:

**Credit risk**

Credit risk is the risk of loss associated with a counterparty's inability to fulfill its payment obligations. The Company's credit risk is attributable to cash and equivalents, receivables, other receivable, and reclamation bonds. The credit risk on cash, as well as reclamation bonds is limited because the Company invests its cash and reclamation bonds in deposits with well capitalized financial institutions with strong credit ratings. The Company has no past due accounts and has not recorded a provision for doubtful accounts.

**Liquidity risk**

The Company's approach to managing liquidity risk is to ensure that it will have sufficient liquidity to meet liabilities when due. The Company's current policy to manage liquidity risk is to keep cash in bank accounts.

**Market risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and price risk.

**Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The 2022 Credit Facility is fixed at an interest rate of 12.375% per annum and accordingly is not subject to cash flow interest rate risk due to changes in the market rate of interest. The Company does not use financial derivatives to manage its exposure to interest rate risk.

**Currency risk**

The Company is exposed to currency risk to the extent that monetary assets and liabilities held by the Company are not denominated in US Dollars ("US\$"). The Company has not entered into any foreign currency contracts to mitigate this risk. The Company's financial assets and liabilities are held in US\$ and Canadian Dollars ("CA"); therefore, CA\$ accounts are subject to fluctuation against the US Dollars.

## Scorpio Gold Corporation

Notes to the Condensed Consolidated Interim Financial Statements (unaudited)

For the Six Months Ended June 30, 2026

(Expressed in United States Dollars)

### 18. FINANCIAL INSTRUMENTS (CONTINUED)

The Company had the following balances in foreign currency as at June 30, 2026:

|                                          | US\$           | CA\$             |
|------------------------------------------|----------------|------------------|
| Cash and equivalents                     | 485,990        | 2,980,071        |
| Receivables                              | -              | 47,276           |
| Other receivable                         | 987,916        | -                |
| Long-term receivable                     | -              | 80,000           |
| Reclamation deposits                     | 1,154,920      | -                |
| Investments                              | -              | 960              |
| Accounts payable and accrued liabilities | (1,757,025)    | (233,965)        |
| Loans payable                            | -              | (696,093)        |
|                                          | <b>871,800</b> | <b>2,195,559</b> |
| Rate to convert to \$1.00 US\$           | 1.00000        | 0.703668         |
| <b>Equivalent to US\$</b>                | <b>871,800</b> | <b>1,544,945</b> |

Based on the above net exposures as at June 30, 2026, and assuming that all other variables remain constant, a 10% appreciation or depreciation of the US\$ against the CA\$ would increase/decrease comprehensive loss by \$154,494.

### 19. EVENTS SUBSEQUENT TO THE REPORTING PERIOD

#### Public offering

On July 23, 2026, the Company closed a public offering (the “Offering”) by issuing 43,200,000 common shares of the Company (the “Offered Shares”) at a price of C\$0.25 per Offered Share for aggregate gross proceeds of C\$10,800,000.

The Company paid the agents an aggregate cash commission of C\$613,500 and also issued an aggregate of 2,454,000 non-transferable broker warrants. Each Broker Warrant entitles the holder to acquire one common share of the Company at a price of C\$0.25 per share till July 23, 2028. The Company also reimbursed the agents legal fees and other expenses totaling C\$133,072.